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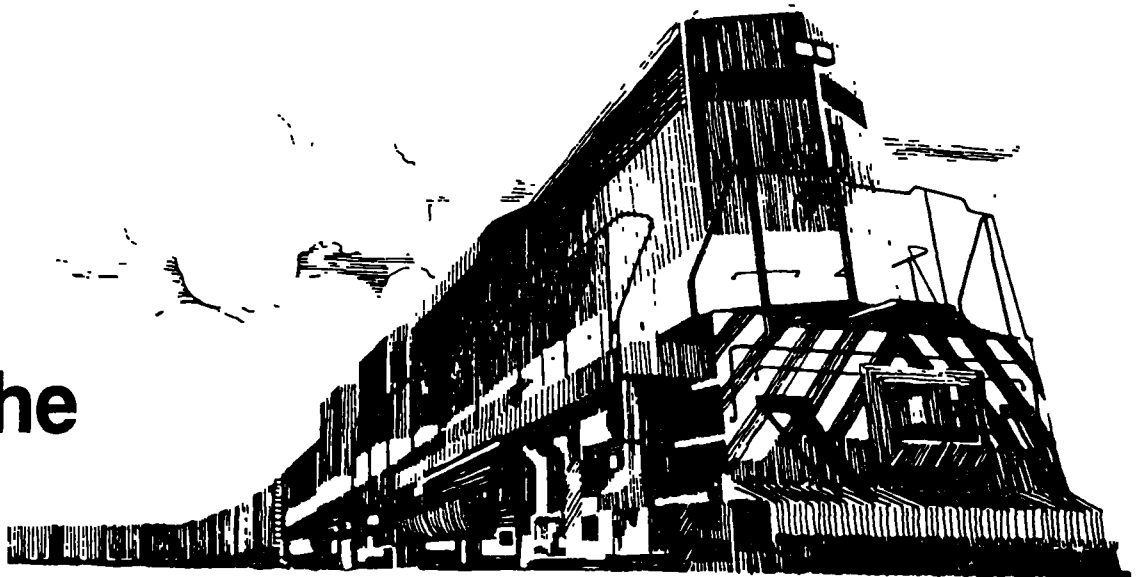
R-1

annual report



Consolidated Rail Corporation

to the



Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1991

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 1 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.

For Index, See back of book

ANNUAL REPORT

OF

CONSOLIDATED RAIL CORPORATION

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1991

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. 46,035,968 votes, as of December 31, 1991 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7 22,545 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)			(1)	
1	Boston Safe Deposit & Trust	Boston, MA	4,986,032			4,986,032	1
2	Stanley & Company	New York, NY	60,814	60,814			2
3	DIFCO	Houston, TX	24,000	24,000			3
4	Investors Trust Company	Duncan, OK	12,000	12,000			4
5	Execution Services, Inc.	New York, NY	9,515	9,515			5
6	U.S. Tennis Association, Inc.	New York, NY	7,000	7,000			6
7	David N. Myers	Cleveland, OH	6,000	6,000			7
8	Harmony Company	Carlisle, PA	5,600	5,600			8
9	Wayne Thomas	Euclid, OH	5,000	5,000			9
10	MSSIC & Company	New York, NY	4,623	4,623			10
11	Excess Mutual Reinsurance Company	Wilmington, DE	4,200	4,200			11
12	Anthony & Barbara Lisi	Westport, CT	4,100	4,100			12
13	Raymond T. Schuler	Niskayuna, NY	3,536	3,536			13
14	Corpin c/o Trust Group	Portland, OR	3,000	3,000			14
15	The Korman Corp.	Trevoze, PA	3,000	3,000			15
16	Merbank & Company	Vicksburg, MS	2,900	2,900			16
17	National Distributing Co.	Atlanta, GA	2,500	2,500			17
18	Raymond Pisano	Mt. Laurel, NJ	2,500	2,500			18
19	Jerome L. Rappaport	Boston, MA	2,500	2,500			19
20	Al Sharf	Hallandale, FL	2,500	2,500			20
21	SPP & Company	New York, NY	2,265	2,265			21
22	Bernard Podolsky	Fairfield, IL	2,255	2,255			22
23	Ray Baldwin	Independence, KY	2,000	2,000			23
24	Edgard & Norman Beard	Alamo, CA	2,000	2,000			24
25	Theodore F. Constant	Virginia Beach, VA	2,000	2,000			25
26	William T. Dunn Trustee	Germantown, TN	2,000	2,000			26
27	Ficit & Company	Mansfield, PA	2,000	2,000			27
28	Friedman Jewelers, Inc.	Atlanta, GA	2,000	2,000			28
29	Goldsboro Milling Co.	Goldsboro, NC	2,000	2,000			29
30	Romulo D. Mella	Jacksonville, FL	2,000	2,000			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, 1991. 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 15, 1991
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 I - 4 DIRECTORS (THREE YEAR TERM) - 39,253,099

CLASS II - 1 DIRECTOR (ONE YEAR TERM) - 39,140,016

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			2
3		703	Special Deposits	1,360	1,313	3
4		704	Accounts Receivable			
5		705	-Loan and Notes	9,932	886	4
6		706	-Interline and Other Balances	4,635	8,078	5
7		707	-Customers	166,469	165,015	6
8		709, 708	-Other	37,555	38,766	7
9		708.5	-Accrued Accounts Receivable	364,114	304,758	8
10		709.5	-Receivable from Affiliated Companies	8,641	4,044	9
11		710, 711, 714	-Less: Allowance for Uncollectible Accounts	<u>-10,740</u>	<u>-13,452</u>	10
12		712	Working Funds, Prepayments, Deferred Income Tax Debits	14,643	16,151	11
13		713	Materials and Supplies	126,165	125,638	12
14			Other Current Assets	5,195	7,086	13
			TOTAL CURRENT ASSETS	727,969	658,283	14
Other Assets						
15		715, 716, 717	Special Funds	14,102	12,383	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedules 310 and 310A)	811,836	763,345	16
17		722, 723	Other Investments and Advances	763	594	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 \$1,818).	8,382	6,546	19
20		739, 741	Other Assets	165,702	192,142	20
21		743	Other Deferred Debits	11,212	9,180	21
22		744	Accumulated Deferred Income Tax Debits			22
23			TOTAL OTHER ASSETS	1,011,997	984,190	23
Road and Equipment						
24		731, 732	Road (Schedule 330) L-30 Col. h & b	5,842,190	5,658,712	24
25		731, 732	Equipment (Schedule 330) L-39 Col. h & b	2,020,663	2,054,601	25
26		731, 732	Unallocated Items	164,136	194,486	26
27		733, 735	Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	<u>-2,353,590</u>	<u>-1,943,893</u>	27
28			Net Road and Equipment	5,673,399	5,963,906	28
29	*		TOTAL ASSETS	7,413,365	7,606,379	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			30
31		752	Accounts Payable: Interline & Other Balances	4,550	7,908	31
32		753	Audited Accounts and Wages	38,299	38,375	32
33		754	Other Accounts Payable	64,824	20,601	33
34		755, 756	Interest and Dividends Payable	26,460	26,643	34
35		757	Payables to Affiliated Companies	343,166	428,664	35
36		759	Accrued Accounts Payable	685,489	602,684	36
37		760, 761, 761.5, 762	Taxes Accrued	104,434	83,333	37
38		763	Other Current Liabilities	140,594	151,896	38
39		764	Equipment Obligation and Other Long-Term Debt due Within One Year	123,256	102,295	39
40			TOTAL CURRENT LIABILITIES	1,531,072	1,462,399	40
Non-Current Liabilities						
41		765, 767	Funded Debt Unmatured	1,037,697	1,051,942	41
42		766	Equipment Obligations	8,168	15,908	42
43		766.5	Capitalized Lease Obligations	577,272	596,898	43
44		768	Debt in Default			44
45		769	Accounts Payable; Affiliated Companies	1,589	2,335	45
46		770.1, 770.2	Unamortized Debt Premium	-7,002	-7,297	46
47		781	Interest in Default			47
48		783	Deferred Revenues-Transfers from Government Authorities			48
49		786	Accumulated Deferred Income Tax Credits	424,322	452,736	49
50		771, 772, 774, 775, 782, 784	Other Long-Term Liabilities and Deferred Credits	1,178,668	1,102,343	50
51			TOTAL NON-CURRENT LIABILITIES	3,220,714	3,214,865	51
Shareholders' Equity						
52		791, 792	Total Capital Stock: (Schedule 230) (L53&54)	328,946	328,465	52
53			Common stock	41,323	40,638	53
54			Preferred stock	287,623	287,827	54
55			Discount on Capital Stock			55
56		794, 795	Additional Capital (Schedule 230)	1,908,924	1,876,751	56
57		797	Retained Earnings:			57
58		798	Appropriated			58
59		798.1	Unappropriated (Schedule 220)	442,874	723,899	59
60		798.5	Net Unrealized Loss on Non-current Marketable Equity Securities			60
61			Less Treasury Stock	-19,165		61
61			Net Stockholders' Equity	2,661,579	2,929,115	61
62	*		TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	7,413,365	7,606,379	62

NOTES AND REMARKS

Included above are special income tax obligations as follows: line 38, both Columns (b) and (c), \$55,905,000; line 50 Columns (b) and (c), \$626,241,000 and \$795,349,000, respectively. (See Note 5).

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 _____ \$ 49,115

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 6 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 6 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 _____ No X

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

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

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

5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ 21,596

(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 \$ 8,098

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 -
GUARANTIES 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			N/A
as of 12/31/ 91	Noncurrent Portfolio			N/A	\$
(Previous Yr.)	Current Portfolio	1	1	N/A	N/A
as of 12/31/ 90	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.

New Accounting Standards

The Financial Accounting Standards Board issued new standards relating to "Accounting for Income Taxes" and "Employers' Accounting for Postretirement Benefits Other Than Pensions," both of which require adoption in 1993. The estimated one-time cumulative effects, after income taxes, of implementing the changes required by these standards are estimated to be essentially offsetting. Management believes that the changes in accounting required by these pronouncements will not have a material effect on the Company's financial statements, provided current statutory tax rates remain unchanged.

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

NOTES TO FINANCIAL STATEMENTS

2. Special Charge

Included in 1991 operating expenses is a special charge totalling \$719,105,000, which reduced net income by \$446,600,000. The special charge was composed of the following:

\$362,205,000 for disposition of certain under-utilized rail lines and other facilities.

\$211,900,000 for labor settlements primarily representing certain expected costs associated with a new labor agreement that will reduce the size of train crews.

\$57,200,000 for certain environmental clean up costs based on a recent assessment.

\$87,800,000 for legal matters including settlement of the Amtrak-Conrail collision at Chase, Maryland in January 1987.

3. 1990 Financial Restructuring

In 1990, the Company completed 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 the outstanding shares, at a price of \$49 per share, or an aggregate of \$1.094 billion. This cost was initially financed with approximately \$400 million of available Conrail funds, and approximately \$696 million in short-term borrowings ("commercial paper"). Later in 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. In March 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.

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

NOTES TO FINANCIAL STATEMENTS

4. Long-Term Debt

Long-term debt outstanding, including the weighted average interest rates at December 31, 1991, is composed of the following:

	December 31,	
	1991	1990
	(In Thousands)	
Capital leases	\$ 669,778	\$ 702,059
Medium-term notes payable, 9.0%, due 1992 to 1996	174,659	179,461
Medium-term notes payable, 8.73%, due April 1998	30,000	
Notes payable, 9.75%, due 2000	249,495	249,458
Debentures payable, 9.75%, due 2020	543,844	543,784
Equipment and other obligations, 8.7%	21,716	35,254
Commercial paper, 6.0%	49,899	49,730
	1,739,391	1,759,746
Less current portion	(123,256)	(102,295)
	<u>\$1,616,135</u>	<u>\$1,657,451</u>

The Company acquired equipment and incurred related long-term debt under various capital leases of \$76,305,000 and \$64,144,000 in 1991 and 1990, respectively. The Company's noncancelable long-term leases generally include options to purchase at fair value and to extend the terms. Capital leases have been discounted at rates which average 8.6% and are collateralized by assets with a net book value of \$509,380,000 at December 31, 1991.

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

	Capital Leases	Operating Leases
	(In Thousands)	
1992	\$ 144,689	\$ 59,879
1993	130,030	42,928
1994	110,448	39,704
1995	96,850	39,127
1996	84,035	38,703
1997 - 2009	<u>399,921</u>	<u>532,213</u>
Total	965,973	<u>\$752,554</u>
Less interest portion	<u>(296,195)</u>	
Present value	<u>\$ 669,778</u>	

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

NOTES TO FINANCIAL STATEMENTS

4. Long-Term Debt (Continued)

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. In April 1991, \$30 million of 8.73% Medium Term Notes due April 1998 were issued under this program.

Equipment and other obligations mature in 1992 through 2013 and are collateralized by assets with a net book value of \$44,193,000 at December 31, 1991. Maturities of long-term debt other than capital leases and commercial paper are \$30,726,000 in 1992, \$90,207,000 in 1993, \$44,704,000 in 1994, \$21,763,000 in 1995, \$4,986,000 in 1996 and \$827,329,000 in the aggregate from 1997 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, 1991. 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.

5. Income Taxes

The provisions for (benefits from) income taxes are composed of the following:

	1991			1990		
	(In Thousands)					
	<u>Federal</u>	<u>State</u>	<u>Total</u>	<u>Federal</u>	<u>State</u>	<u>Total</u>
Current	\$ 42,486	\$ 2,973	\$ 45,459	\$ 39,890	\$ (181)	\$ 39,709
Deferred	(26,684)	(1,730)	(28,414)	117,988	21,490	139,478
Special income tax obligation	(146,304)	(22,804)	(169,108)	(52,084)	(7,007)	(59,091)
	<u>\$(130,502)</u>	<u>\$(21,561)</u>	<u>\$(152,063)</u>	<u>\$105,794</u>	<u>\$14,302</u>	<u>\$120,096</u>

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

NOTES TO FINANCIAL STATEMENTS

5. Income Taxes (Continued)

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

	<u>1991</u>	<u>1990</u>
	<u>(In Thousands)</u>	
Deferred taxes		
Tax depreciation over book	\$ 130,136	\$126,953
Other property transactions	61,090	69,630
Casualty, wage and other accruals	(152,583)	(41,417)
Alternative minimum tax	(57,680)	(28,097)
Other	<u>(9,377)</u>	<u>12,409</u>
	<u>\$ (28,414)</u>	<u>\$139,478</u>
Special income tax obligation		
Reduced tax basis depreciation	(35,005)	(32,795)
Other property transactions	<u>(134,103)</u>	<u>(26,296)</u>
	<u>\$ (169,108)</u>	<u>\$ (59,091)</u>

The 1991 special charge resulted in reductions for the year in deferred income taxes and the special income tax obligation of \$159,200,000 and \$112,900,000, respectively (Note 2).

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

	<u>1991</u>	<u>1990</u>
Statutory tax rate	(34.0)%	34.0%
State income taxes,		
net of federal benefit	(4.0)	2.6
Other	<u>(4.4)</u>	<u>(3.9)</u>
Effective tax rate	<u>(42.4)%</u>	<u>32.7%</u>

6. 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.

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

NOTES TO FINANCIAL STATEMENTS

6. Employee Benefits (Continued)

Pension credits include the following components:

	<u>1991</u>	<u>1990</u>
	<u>(In Thousands)</u>	
Service cost - benefits earned during the period	\$ 5,787	\$ 5,068
Interest cost on projected benefit obligation	41,145	41,649
Return on plan assets - actual	(171,738)	(811)
- deferred	98,871	(70,025)
Net amortization and deferral	<u>(17,594)</u>	<u>(17,553)</u>
	<u>\$ (43,529)</u>	<u>\$ (41,672)</u>

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

	<u>1991</u>	<u>1990</u>
	<u>(In Thousands)</u>	
Accumulated benefit obligation (\$506,111 and \$455,618 vested, respectively)	<u>\$ 508,895</u>	<u>\$ 458,830</u>
Market value of plan assets	957,109	821,096
Projected benefit obligation	<u>(572,777)</u>	<u>(517,525)</u>
Plan assets in excess of projected benefit obligation	384,332	303,571
Unrecognized prior service cost	65,269	21,978
Unrecognized transition net asset	(192,423)	(211,665)
Unrecognized net gain	<u>(136,942)</u>	<u>(37,177)</u>
Net prepaid pension cost	<u>\$ 120,236</u>	<u>\$ 76,707</u>

The assumed weighted average discount rate used is 8.00% in 1991 and 8.25% in 1990, 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, 1991 and 1990 is 6.0%. The expected long-term rate of return on plan assets (primarily equity securities) in 1991 and 1990 is 9.0%.

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, including Non-union ESOP expense, was \$3,416,000 in 1991 and \$3,544,000 in 1990.

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

NOTES TO FINANCIAL STATEMENTS

6. Employee Benefits (Continued)

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 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.

Interest expense incurred by the Non-union ESOP on its debt to the Company was \$27,489,000 and \$21,314,000 in 1991 and 1990, respectively. Compensation expense related to the Non-union ESOP was \$8,620,000 in 1991 and \$6,479,000 in 1990. Preferred dividends paid to the Non-union ESOP were \$21,596,000 in 1991 and \$16,744,000 in 1990. The Company received \$21,596,000 and \$15,811,000 in debt service payments from the Non-union ESOP in 1991 and 1990, respectively.

7. Capital Stock

The Company is authorized to issue 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 1990, 7.5 million shares were authorized as ESOP Stock of which 4,989,781 shares were issued to the Non-union ESOP in March 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.

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

NOTES TO FINANCIAL STATEMENTS

7. Capital Stock (Continued)

In 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 and also purchased 4,357,951 shares in the open market for \$200 million, primarily to offset the dilution to its shareholders that would otherwise result from the issuance of the ESOP Stock.

In August 1991, the Company began another common stock repurchase program of up to \$100 million. At December 31, 1991, the Company had acquired 273,200 shares for approximately \$19 million under this program.

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>1991</u>	<u>1990</u>
Shares, beginning of year	-	1,981,902
Acquired	273,200	26,680,812
Reclassified as authorized but unissued		(28,479,416)
Stock options exercised		(182,867)
Other		(431)
Shares, end of year	<u>273,200</u>	<u>-</u>

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 Company's 1991 Long-Term Incentive Plan authorizes the granting to officers and key employees of up to 1.6 million shares of common stock, through stock options, stock appreciation rights and awards of restricted or performance shares. At December 31, 1991 no options had been granted under this plan.

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

NOTES TO FINANCIAL STATEMENTS

7. Capital Stock (Continued)

The activity and status of the Incentive Plan follow:

	Non-qualified Stock Options	
	Option Price Per Share	Shares Under Option
Balance, January 1, 1990	\$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	(141,552)
Balance, December 31, 1990	\$28.00 - \$50.13	1,635,960
Granted	\$49.06 - \$73.19	169,700
Exercised	\$28.00 - \$50.13	(680,961)
Cancelled	\$28.00 - \$50.13	(41,859)
Balance, December 31, 1991	\$28.00 - \$73.19	<u>1,082,840</u>
Exercisable, December 31, 1991	\$28.00 - \$50.13	<u>802,090</u>
Available for future grants		
December 31, 1990		<u>163,419</u>
December 31, 1991		<u>1,635,578</u>

In 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 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.

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

NOTES TO FINANCIAL STATEMENTS

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 1989, the Company committed to provide Concord Resources Group, ("a joint venture") a \$100 million revolving credit and term loan facility which expires in 1994 and which 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, 1991, the joint venture had outstanding borrowings of \$79 million under this facility, primarily related to two acquisitions it had made. This amount, including accrued interest, has been classified as other noncurrent assets. In the event of nonpayment on the loan, the Company has a lien on the assets of the joint venture subordinate to certain outside claims.

The Company may be contingently liable for approximately \$135 million at December 31, 1991 under indemnification provisions related to sales of tax benefits.

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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		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 preceding 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	3,059,985	3,206,437	3,059,985		1
2		(102) Passenger					2
3		(103) Passenger-Related					3
4		(104) Switching	38,054	44,593	38,054		4
5		(105) Water Transfers					5
6		(106) Demurrage	21,988	24,939	21,988		6
7		(110) Incidental	16,671	17,251	16,671		7
8		(121) Joint Facility-Credit	-1	2	-1		8
9		(122) Joint Facility-Debit	-174	-396	-174		9
10		(501) Railway operating revenues (Exclusive of transfers from Government Authorities - lines 1-9)	3,136,523	3,292,826	3,136,523		10
11		(502) Railway operating revenues-Transfers from Government Authorities for current operations	25	30	25		11
12		(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities					12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	3,136,548	3,292,856	3,136,548		13
14	*	(531) Railway operating expenses	3,419,640	2,877,546	3,419,640		14
15	*	Net revenue from railway operations	-283,092	415,310	-283,092		15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	5,112	1,555			16
17		(510) Miscellaneous rent income	47,746	47,961			17
18		(512) Separately operated properties-Profit					18
19		(513) Dividend income (cost method)	5,627	3,615			19
20		(514) Interest income	30,357	27,134			20
21		(516) Income from sinking and other funds	810	422			21
22		(517) Release of premiums on funded debt					22
23		(518) Reimbursements received under contracts and agreements					23
24		(519) Miscellaneous income	17,508	36,375			24
25		Income from affiliated companies: 519					
26		a. Dividends (equity method)	1,556	6,912			25
27		b. Equity in undistributed earnings (-losses)	47,118	39,605			26
28		TOTAL OTHER INCOME (lines 16-26)	155,834	163,579			27
		TOTAL INCOME (line 15, 27)	-127,258	578,889			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	141	100			29
30		(544) Miscellaneous taxes					30
31		(545) Separately operated properties-Loss	9	111			31
32		(549) Maintenance of investment organization	839	511			32
33		(550) Income transferred under contracts and agreements					33
34		(551) Miscellaneous income charges	23,259	19,657			34
35		(553) Uncollectible accounts	2,137	1,544			35
36		TOTAL MISCELLANEOUS DEDUCTIONS (lines 29-35)	26,385	21,923			36
37		Income available for fixed charges (lines 28, 36)	-153,643	556,966			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	158,423	122,724	39
40		(b) Interest in default			40
41		(547) Interest on unfunded debt	46,246	67,114	41
42		(548) Amortization of discount on funded debt	295	253	42
43		TOTAL FIXED CHARGES (lines 38-41)	204,964	190,091	43
		Income after fixed charges (lines 37, 42)	-358,607	366,875	
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)	-358,607	366,875	46
PROVISIONS FOR INCOME TAXES					
47	*	(556) Income taxes on ordinary income			47
48	*	(a) Federal income taxes	42,486	39,890	48
49	*	(b) State income taxes	2,973	-181	49
50	*	(c) Other income taxes (special income tax obligation)	-169,108	-59,091	50
51	*	(557) Provision for deferred taxes	-28,414	139,478	51
52	*	TOTAL PROVISIONS FOR INCOME TAXES (lines 47-50)	-152,063	120,096	52
		Income from continuing operations (lines 46-51)	-206,544	246,779	
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)	-206,544	246,779	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)	-206,544	246,779	61
Reconciliation of net railway operating income (NROI)					
62	*	Net revenues from railway operations	-283,092	415,310	62
63	*	(556) Income taxes on ordinary income (-)	-123,649	-19,382	63
64	*	(557) Provision for deferred income taxes (-)	-28,414	139,478	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)	-130,978	295,265	67

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 (c)	Line No.
		(a)	(b)		
1		Balances at beginning of year	618,013	105,886	1
2		(601.5) Prior period adjustment to beginning retained earnings			2
CREDITS					
3	*	(602) Credit balance transferred from income		47,118	3
4		(603) Appropriations released			4
5		(606) Other credits to retained earnings	16,858		5
6		TOTAL	16,858	47,118	6
DEBITS					
7	*	(612) Debit balance transferred from income	253,662		7
8		(616) Other debits to retained earnings	37		8
9		(620) Appropriations for sinking and other funds			9
10		(621) Appropriations for other purposes			10
11		(623) Dividends: Common stock	69,706		11
12		Preferred stock(1)	21,596		12
13		TOTAL	345,001		13
14		Net increase (decrease) during year (L. 6 minus L. 13)	-328,143	47,118	14
15	*	Balances at close of year (Lines 1, 2 and 14)	289,870	153,004	15
16	*	Balances from line 15(c)	153,004	N/A	16
17		Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year.	442,874	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 Preferred	\$1.00	250,000,000	41,323,136	273,200	41,049,936	41,323	19,165	1
2									2
3									3
4			No Par	25,000,000	4,986,032		4,986,032	287,623	4
5									5
6									6
7									7
8									8
9									9
10	TOTAL		275,000,000	46,309,168	273,200	46,035,968	328,946	19,165	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	4,989,412	287,827	40,638,220	40,638	0	0	1,876,751	11
12	Capital stock sold(1)			680,961	681			23,422	12
13	Capital stock reacquired					273,200	19,165		13
14	Capital stock canceled								14
15	ESOP distributions		-204	3,955	4			229	15
16	Other - Tax benefit-ESOP dividends	-3,380						8,522	16
17	Balance at close of year	4,986,032	287,623	41,323,136	41,323	273,200	19,165	1,908,924	17

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

See Notes 6 and 7 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	-206,544	246,779	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	-8,293	-26,704	11
12		Depreciation and amortization expenses	302,348	299,884	12
13		Increase (-decrease) in provision for Deferred Income Taxes	-28,414	139,478	13
14		Net decrease (-increase) in undistributed earnings			
15		(-losses) of affiliates	-47,118	-39,605	14
16		Decrease (-increase) in accounts receivable	-72,511	21,499	15
17		Decrease (-increase) in materials and supplies, and other current assets	2,825	23,159	16
18		Increase (-decrease) in current liabilities other than debt	133,480	-21,742	17
19		Increase (-decrease) in other net (1)	489,914	-106,265	18
20		Net cash provided from continuing operations (Lines 10-18)	565,687	536,483	19
21		Add (-subtract) cash generated (-paid) by reason of discontinued operations and extraordinary items			20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES (Lines 19 & 20)	565,687	536,483	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	26,360	59,907	22
23		Capital expenditures	-301,705	-303,868	23
24		Net change in temporary cash investments not qualifying as cash equivalents		972	24
25		Proceeds from sale/repayment of investment and advances	192	192	25
26		Purchase price of long-term investment and advances		-2,370	26
27		Net decrease (-increase) in sinking and other special funds	-1,719	-12,266	27
28		Other (2)	-21,318	-46,249	28
29		NET CASH USED IN INVESTING ACTIVITIES (Lines 22-28)	-298,190	-303,682	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	30,000	817,000	30
31		Principal payments of long-term debt	-125,747	-113,386	31
32		Proceeds from issuance of capital stock	24,103		32
33		Purchase price of acquiring treasury stock	-19,165	-1,293,829	33
34		Cash dividends paid	-91,302	-80,391	34
35		Other-net (3)	-85,386	437,805	35
36		NET CASH FROM FINANCING ACTIVITIES (Lines 30-35)	-267,497	-232,801	36
		NET INCREASE (-DECREASE) IN CASH AND CASH EQUIVALENTS (Lines 21, 29 & 36)	0	0	37
38		Cash and cash equivalents at beginning of the year	0	0	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)*	164,488	141,532	40
41		Income taxes (net)*	41,337	30,945	41

* Only applies if indirect method is adopted.

NOTES AND REMARKS

(1)	Working capital changes not affecting operations	-49,040	
	Special charge (See Note 2 to Financial Statements)	719,105	
	Pension credits	-44,631	-41,672
	Special income tax obligation	-169,108	-59,091
	Tax benefits on ESOP dividends and stock options	16,620	6,190
	Other	16,968	-11,692
		<u>489,914</u>	<u>-106,265</u>
(2)	Purchase of the Monongahela Railway Company		-38,500
	Demolition costs of track removed, not replaced	-13,190	-3,654
	Short-term loan to an affiliate	-8,128	
	Other items		-4,095
		<u>-21,318</u>	<u>-46,249</u>
(3)	Net proceeds from (paid) on note due subsidiary	-85,498	398,000
	Repayment of short-term borrowings	-96,429	-646,526
	Short-term borrowings	96,504	696,526
	Shelf registration costs		-7,121
	Discount on debt		-6,812
	Other items	37	3,738
		<u>-85,386</u>	<u>437,805</u>

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 publications may be used to conserve space.

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	(2)	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				Peoria & Pekin Union Railway Company	25.64	11
12				Pittsburgh, Chartiers & Youghioghenny Railway Co.	50.00	12
13				St. Lawrence & Adirondack Railway Company	100.00	13
14				TTX Company	21.81	14
15						15
16				Total A-1		16
17						17
18	721	A-3	VI	CRC Properties, Inc.	100.00	18
19				CRR Industries, Inc.	100.00	19
20				Railroad Association Insurance, Ltd.	8.64	20
21			VIII	Transportation Data Xchange, Inc.	21.86	21
22						22
23				Total A-3		23
24						24
25						25
26				Total A Stock		26
27						27
28	721	B-1	VII	Monongahela Railway Company, 1st Mortgage 6% "B"; 2/1/66 Extended		28
29						29
30						30
31				Total B Bonds		31
32						32
33						33
34						34
35						35

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

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) (j)	Adjustments Acc. 721.5 (k)	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	2,109		603	1,506				3
4	118			118				4
5	1,293		1,293					5
6	7,858			7,858			1,556	6
7	4,403			4,403				7
8	13	239		252				8
9	19,202	11,764		30,966				9
10	3,711			3,711				10
11	2,739			2,739				11
12	917			917				12
13	1,384			1,384				13
14	71,369			71,369				14
15								15
16	115,221	12,003	1,896	125,328			1,556	16
17								17
18	236			236				18
19	3			3				19
20	3,012			3,012				20
21	450			450				21
22								22
23	3,701			3,701				23
24								24
25								25
26	118,922	12,003	1,896	129,029			1,556	26
27								27
28								28
29	5,427			5,427			326	29
30								30
31	5,427			5,427			326	31
32								32
33								33
34								34
35								35

Note 1 Line 3, column (h), capital distribution from the Belt Railway of Chicago.

2 Line 5, column (h), Conrail sold its investment in Chicago & Western Indiana Railroad Company in November, 1991

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

Road Initials: CR

Year 1991

duplicate

**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	N/A	(117,382)
2	Add: Interest Income from Working Capital Allowance—Cash Portion		1,977
3	Income Taxes Associated with Non-Rail Income and Deductions		24,409*
4	Gain or (loss) from transfer/reclassification to nonrail-status (net of income taxes)		6,901
5	Adjusted Net Railway Operating Income (Lines 1, 2, 3 & 4)		(84,095)**
6	Adjusted Investment in Railroad Property for Reporting Entity Combined Investment in Railroad Property Used in Transportation Service	6,026,764	5,756,817
7	Less: Interest During Construction	-	-
8	Other Elements of Investment (if debit balance)	-	-
9	Add: Net Rail Assets of Rail-Related Affiliates	21,350	23,803
10	Working Capital Allowance	150,744	128,429
11	Net Investment Base Before Adjustment for Deferred Taxes (Lines 6 through 10)	6,198,858	5,909,049
12	Less: Accumulated Deferred Income Tax Credits	455,577	430,980
13	Net Investment Base (Line 11 - 12)	5,743,281	5,478,069**

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.
Monongahela Railway Company	A road-haul railroad company.
The St. Lawrence and Adirondack Railway Company	Lessor of railroad property.

* NOTE: In that the reporting entity had an operating loss, this income tax calculation is not appropriate.

** NOTE: In that the reporting entity had a 1991 operating loss, the resultant negative ROI is not meaningful.

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

Line No	Investments and advances				Disposed of profit(loss) (j)	Adjustments Acc. 721.5 (k)	Div/Int credited to income (l)	Line No.
	Opening Balance (f)	Additions (g)	Deductions (Explain if not sale) (h)	Closing Balance (i)				
1	572			572				1
2	1,923		1,923					2
3	8,621		726	7,895				3
4	901	13		914				4
5								5
6	12,017	13	2,649	9,381				6
7								7
8								8
9	11,735	1,566	352	12,949			384	9
10	519,072	42	5,300	513,814				10
11								11
12	530,807	1,608	5,652	526,763			384	12
13								13
14								14
15	542,824	1,621	8,301	536,144			384	15
16								16
17								17
18								18
19	105,886	47,118	1,215	151,789				19
20	(37,204)	724		(36,480)				20
21	27,490		1,563	25,927				21
22								22
23								23
24								24
25	763,345	61,466	12,975	811,836			2,266	25
26								26
27								27
28								28
29								29
30								30
31								31
32								32
33								33
34								34
35								35

NOTES AND REMARKS

SCHEDULE 310 NOTES**Ownership of affiliated companies which do not report to the ICC****% Ownership****AKRON 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 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 West Pullman	25.00
Indiana Harbor Belt Railroad Company	50.00
	<u>100.00</u>

INDIANA HARBOR BELT RAILROAD COMPANY

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

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>

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..... -

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).....	<u>24,409</u>
+ Total Nonrailroad-related taxes for rail-related affiliates (Item 6 above).....	<u>-</u>
Equals total nonrailroad-related taxes (This amount should be transferred to Schedule 250, Part A, Line 3).....	<u>24,409</u>

NOTE: *In that the reporting entity had an operating loss, this income tax calculation is not appropriate.*

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.....	<u>(349,097)</u>
- Equity in undistributed earnings, which represents the total of Schedule 210, Line 26 for all railroads in the reporting entity.....	<u>34,726</u>
- 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).....	<u>-</u>
= Adjusted income from continuing operations (before taxes). This represents 'A' in item (3) below.....	<u>(383,823)</u>

(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.....

.....	<u>(117,382)</u>
+ 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).....	<u>(142,553)</u>
+ 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.....	<u>1,977</u>
+ 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.....	<u>-</u>
- 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.....	<u>206,261</u>
- Railroad-related income from affiliates (other than railroads) which was included in consolidated NROI (Schedule 250, Line 1).....	<u>8</u>
= Combined/Consolidated Pre-Tax Adjusted NROI for all railroads. This represents 'B' in Item (3) below.....	<u>(464,227)</u>

- (3) Calculate the railroad-related tax ratio : 'B/A'..... 1.2095
- (4) Compute the nonrailroad-related complement: (1 - Railroad-related income ratio) which equals the Nonrailroad-related tax ratio. (.2095)
- (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.....	<u>24,409</u>
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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	4,635	1
2	Customers (706)	Schedule 200, line 6, column b	166,469	2
3	Other (707)	Note A	37,555	3
4	TOTAL CURRENT OPERATING ASSETS	Lines 1 + 2 + 3	208,659	4
OPERATING REVENUE				
5	Railway Operating Revenue	Schedule 210, line 13, column b	3,136,548	5
6	Rent Income	Note B	119,418	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	3,255,966	7
8	Average Daily Operating Revenues	Line 7 + 360 days	9,044	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 + line 8	23	9
10	Revenue Delay Days Plus Buffer	Line 9 + 15 days	38	10
CURRENT OPERATING LIABILITIES				
11	Interline and Other Balances (752)	Schedule 200, line 31, column b	4,550	11
12	Audited Accounts & Wages Payable (753)	Note A	38,299	12
13	Accounts Payable - Other (754)	Note A	64,824	13
14	Other Taxes Accrued (761.5)	Note A	89,650	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	197,323	15
OPERATING EXPENSES				
16	Railway Operating Expenses	Schedule 210, line 14, column b	3,419,640	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	302,348	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	3,236,710	18
19	Average Daily Expenditures	Line 18 + 360 days	8,991	19
20	Days of Operating Expenses in Operating Liabilities	Line 15 + 19	22	20
21	Days of Working Capital Required	Line 10 - line 20 (Note C)	16	21
22	Cash Working Capital Required	Line 21 x line 19	143,856	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	126,165	25
26	Scrap and Obsolete Material included in Account 712	Note A	1,889	26
27	Material & Supplies held for Common Carrier Purposes	Line 25 - line 26	124,276	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	124,276	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.

NOTES AND REMARKS

NOTES AND REMARKS

SCHEDULE 310 NOTES (con't)% OwnershipPEORIA AND PEKIN UNION RAILWAY COMPANY

Consolidated Rail Corporation	25.64
Chicago and Northwestern Railroad Company	12.50
Illinois Central 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>

TTX 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 Account 721, Investments and advances affiliated companies									
2 Enter in column (c) the amount necessary to retroactively adjust those investments. (see instruc. 5-2, Uniform System of Accounts)									
3 Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.									
4 Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition.									
5. For definitions of "carrier" and "non-carrier", see general instructions.									
Line No.	Name of issuing company and description of security held	Balance at beginning of year	Adjust. for investments equity method	Equity in undistributed earnings, loss during year	Amortization during year	Adj. for investment disposed of during year	Balance at close of year	Line No.	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)		
Carriers: (List specifies for each company)									
1	Akron & Barberton Belt Railroad Company	284		15	2		301	1	
2	500 Shares \$100 Par Value Common Stock							2	
3	Albany Port Railroad Corporation	178		94			272	3	
4	500 Shares \$5 Par Value Common Stock							4	
5	Calumet Western Railway Company	156		(2)	4		158	5	
6	1,080 Shares \$100 Par Value Common Stock							6	
7	Chicago & Western Indiana Railroad Company	1,140		47	28	(1,215)		7	
8	10,000 Shares \$100 Par Value Common Stock							8	
9	Indiana Harbor Belt Railroad Company	17,333		(344)	180		17,169	9	
10	38,760 Shares \$100 Par Value Common Stock							10	
11	Lakefront Dock & Railroad Terminal Company	1,209			81		1,290	11	
12	46,250 Shares \$100 Par Value Common Stock							12	
13	Merchants Despatch Transportation Corporation	1,290		124			1,414	13	
14	100 Shares \$10 Par Value Common Stock							14	
15	Monongahela Railway Company	8,873		12,513	(916)		20,470	15	
16	124,900 Shares \$50 Par Value Common Stock							16	
17	Nicholas, Fayette & Greenbrier Railroad Company	1,018			68		1,086	17	
18	37,359 Shares \$100 Par Value Common Stock							18	
19	Peoria & Pekin Union Railway Company	18		45	29		92	19	
20	2,564 Shares \$100 Par Value Common Stock							20	
21	Pittsburgh, Chartiers & Youghiogeny Railway Co.	233		37	17		287	21	
22	13,900 Shares \$50 Par Value Common Stock							22	
23	St. Lawrence & Adirondack Railway Company	1,388			40		1,428	23	
24	16,150 Shares \$100 Par Value Common Stock							24	
25	TTX Company	22,219		11,738	2,986		36,943	25	
26	3,500 Shares \$1 Par Value Common Stock							26	
27	Total Carriers	55,339		24,267	2,519	(1,215)	80,910	27	
28								28	
29								29	
30								30	

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 description of security held (a)	Balance at beginning of year (b)	Adjust for investments equity method (c)	Equity in undistributed earnings, loss during year (d)	Amortization during year (e)	Adj. for investment disposed of during year (f)	Balance at close of year (g)	Line No.	
31	Non-Carriers: (List specifics for each company) CRC Properties, Inc. 1,000 Shares No Par Value Common Stock CRR Industries, Inc. 2,500 Shares \$1 Par Value Common Stock Transportation Data Xchange, Inc. 976 Shares No Par Value Common Stock Total Non-carriers Total	2,794		(100)			2,694	31	
32								32	
33		47,708		20,427			68,135	33	
34					5			50	34
35			45						35
36									36
37									37
38			50,547		20,332			70,879	38
39									39
40									40
41			105,886		44,599	2,519	(1,215)	151,789	41
42								42	
43								43	
44								44	
45								45	
46								46	
47								47	
48								48	
49								49	
50								50	
51								51	
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60								60	

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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 location 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

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	119,159			1
2		(3) Grading	212,951			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			5
6		(7) Elevated structures	2,574			6
7		(8) Ties	1,180,364			7
8		(9) Rail and other track material	2,177,062			8
9		(11) Ballast	810,376			9
10		(13) Fences, snowsheds, and signs	724			10
11		(16) Stations and office buildings	124,202			11
12		(17) Roadway buildings	11,863			12
13		(18) Water stations	577			13
14		(19) Fuel stations	21,703			14
15		(20) Shops and enginehouses	82,497			15
16		(22) Storage warehouses				16
17		(23) Wharves and docks	796			17
18		(24) Coal and ore wharves	68,478			18
19		(25) TOFC/COFC terminals	65,777			19
20		(26) Communication systems	72,709			20
21		(27) Signals and interlockers	294,919			21
22		(29) Power plants	1,030			22
23		(31) Power-transmission systems	8,030			23
24		(35) Miscellaneous structures	2,743			24
25		(37) Roadway machines	100,962			25
26		(39) Public improvements - Construction	33,356			26
27		(44) Shop machinery	44,701			27
28		(45) Power-plant machinery	2,871			28
29		Other (specify and explain)				29
30		TOTAL EXPENDITURES FOR ROAD	5,658,712			30
31		(52) Locomotives	871,914			31
32		(53) Freight-train cars	909,137			32
33		(54) Passenger-train cars				33
34		(55) Highway revenue equipment	13,611			34
35		(56) Floating equipment				35
36		(57) Work equipment	93,109			36
37		(58) Miscellaneous equipment	68,157			37
38		(59) Computer systems and word processing equipment	98,673			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	2,054,601			39
40		(76) Interest during construction				40
41		(80) Other elements of investment				41
42		(90) Construction in progress	194,486			42
43		GRAND TOTAL	7,907,799			43

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

Line No.	Cross check	Expenditures for additions during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
1			-2,037	2,037	121,196	1
2		5,010	5,585	-575	212,376	2
3			2	-2	1,836	3
4			303	-303	24,610	4
5		6,731	2,390	4,341	195,878	5
6					2,574	6
7		75,258	26,942	48,316	1,228,680	7
8		83,359	25,653	57,706	2,234,768	8
9		36,787	13,471	23,316	833,692	9
10			7	-7	717	10
11		12,361	1,707	10,654	134,856	11
12			30	-30	11,833	12
13		80		80	657	13
14		5,944	1	5,943	27,646	14
15		1,268	3	1,265	83,762	15
16						16
17					796	17
18		29	836	-807	67,671	18
19		655	1,959	-1,304	64,473	19
20		12,205	737	11,468	84,177	20
21		27,211	591	26,620	321,539	21
22					1,030	22
23		806	-141	947	8,977	23
24		822	5	817	3,560	24
25		985	9,846	-8,861	92,101	25
26		1,347	131	1,216	34,572	26
27		1,741	1,100	641	45,342	27
28					2,871	28
29						29
30		272,599	89,121	183,478	5,842,190	30
31		66,897	37,299	29,598	901,512	31
32		51,505	109,432	-57,927	851,210	32
33						33
34			3,976	-3,976	9,635	34
35						35
36		3,196	2,456	740	93,849	36
37		933	3,322	-2,389	65,768	37
38		21,723	21,707	16	98,689	38
39		144,254	178,192	-33,938	2,020,663	39
40						40
41						41
42		-30,350		-30,350	164,136	42
43		386,503	267,313	119,190	8,026,989	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)		
1	ROAD				NOT APPLICABLE 5% RULE			1
2	(3) Grading	205,619	207,354	1.27				2
3	(4) Other, right-of-way expenditures	1,785	1,785	2.43				3
4	(5) Tunnels and subways	26,508	25,795	1.19				4
5	(6) Bridges, trestles, and culverts	197,254	198,616	2.34				5
6	(7) Elevated structures	1,854	1,855	7.50				6
7	(8) Ties	1,180,843	1,244,841	3.20				7
8	(9) Rail and other track material	1,721,367	1,941,284	2.10				8
9	(11) Ballast	815,883	835,477	1.92				9
10	(13) Fences, snow sheds, and signs	428	427	7.09				10
11	(16) Station and office buildings	131,305	134,515	7.06				11
12	(17) Roadway buildings	13,022	12,677	4.05				12
13	(18) Water stations	233	313	2.78				13
14	(19) Fuel stations	26,414	30,786	3.15				14
15	(20) Shops and enginehouses	84,871	84,599	3.62				15
16	(22) Storage warehouses							16
17	(23) Wharves and docks	397	397	3.13				17
18	(24) Coal and ore wharves	75,161	72,628	2.86				18
19	(25) TOFC/COFC terminals	62,285	56,650	8.67				19
20	(26) Communication systems	73,744	84,092	9.32				20
21	(27) Signals and interlockers	316,489	331,536	5.26				21
22	(29) Power plants	970	970	3.33				22
23	(31) Power-transmission systems	7,186	8,075	3.72				23
24	(35) Miscellaneous structures	2,649	3,440	3.49				24
25	(37) Roadway machines	91,503	83,720	13.75				25
26	(39) Public improvements-Construction	34,837	34,487	1.76				26
27	(44) Shop machinery	38,281	39,165	4.51				27
28	(45) Power-plant machinery	1,192	1,192	2.56				28
29	All other road accounts							29
30	Amortization (other than defense projects)							
	TOTAL ROAD	5,112,080	5,436,676	3.04				
31	EQUIPMENT							
32	(52) Locomotives	834,976	889,226	6.92				
33	(53) Freight-train cars	835,098	773,111	7.17				
34	(54) Passenger-train cars							
35	(55) Highway revenue equipment	13,986	9,621	14.93				
36	(56) Floating equipment							
37	(57) Work equipment	73,924	73,787	5.73				
38	(58) Miscellaneous equipment	63,733	61,855	16.32				
39	(59) Computer systems and word processing equipment	85,107	75,707	22.98				
	TOTAL EQUIPMENT	1,906,824	1,883,307	7.93				
40	GRAND TOTAL	7,018,904	7,319,983	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	24,548	2,634	Dr. -20,638	3,387		3,157	1
2		(4) Other, right-of-way expentiures	417	45	Dr. -175	1		286	2
3		(5) Tunnels and subways	2,213	307		43		2,477	3
4		(6) Bridges, trestles, and culverts	48,383	4,617	Dr. -8,381	2,329		42,290	4
5		(7) Elevated structures	1,512	139	1,120			2,771	5
6		(8) Ties	186,035	39,769	124	18,322	1,694	205,912	6
7		(9) Rail and other track material	233,136	40,771	75,084	10,420	1,653	336,918	7
8		(11) Ballast	36,073	16,043	Dr. -5,278	7,639		39,199	8
9		(13) Fences, snow sheds, and signs	459	30	Dr. -113	7		369	9
10		(16) Station and office buildings	48,956	9,494	Dr. -4,131	1,052		53,267	10
11		(17) Roadway buildings	3,742	516	Dr. -88	Cr. -86		4,256	11
12		(18) Water stations	338	7	Dr. -12			333	12
13		(19) Fuel stations	4,966	941	Dr. -450	1		5,456	13
14		(20) Shops and enginehouses	23,076	2,794	Dr. -269	Cr. -12	266	25,347	14
15		(22) Storage warehouses							15
16		(23) Wharves and docks	155	12	37			204	16
17		(24) Coal and ore wharves	14,049	2,073	Dr. -1,627	2		14,493	17
18		(25) TOFC/COFC terminals	30,347	5,177	Dr. -60	2,669		32,795	18
19		(26) Communication systems	31,847	7,609	Dr. -1,536	686		37,234	19
20		(27) Signals and interlockers	105,140	17,097	Dr. -6,487	825		114,925	20
21		(29) Power plants	243	21	Dr. -203			61	21
22		(31) Power-transmission systems	2,851	297	Dr. -719	3		2,426	22
23		(35) Miscellaneous structures	631	118	Dr. -352	5		392	23
24		(37) Roadway machines	62,610	11,728	Dr. -8	9,721		64,609	24
25		(39) Public improvements-Construction	4,607	606	Dr. -2,187	96		2,930	25
26		(44) Shop machinery*	18,331	1,868	Dr. -48	1,019		19,132	26
27		(45) Power-plant machinery	1,709	31				1,740	27
28		All other road accounts	19		5,201	1,087	12,133	Dr. -8,000	28
29		Amortization (Adjustments)	4,788		338,605		22,506	320,887	29
30		TOTAL ROAD	891,181	164,744	367,409	59,216	38,252	1,325,866	30
EQUIPMENT									
31	*	(52) Locomotives	344,043	56,403	10,106	35,470		375,082	31
32	*	(53) Freight-train cars	515,165	52,886	21,619	98,286		491,384	32
33	*	(54) Passenger-train cars							33
34	*	(55) Highway revenue equipment	7,274	1,852		3,629		5,497	34
35	*	(56) Floating equipment							35
36	*	(57) Work equipment	46,032	4,191		2,394		47,829	36
37	*	(58) Miscellaneous equipment	30,929	9,476		3,018		37,387	37
		(59) Computer systems and word processing equipment	57,717	16,891	20	21,479	6,415	46,734	38
38	*	Amortization Adjustments	31,619		106		31,725	0	39
40		TOTAL EQUIPMENT	1,032,779	141,699	31,851	164,276	38,140	1,003,913	40
41		GRAND TOTAL	1,923,960	306,443	399,260	223,492	76,392	2,329,779	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	41,889	45,664		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	19,076	3,791	265		31	23,101	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	\$ 306,443		
Schedule 339	112		
Schedule 342	3,791		
Schedule 351	164		
Schedule 410		\$ 302,348	
	<u>\$ 310,510</u>	<u>\$ 302,348</u>	<u>\$ 8,162</u>

2. Entries to Other Credits (column d)

Roadway:		
Impairment reserve		\$ 338,605
Transfer of former abandonment reserve		16,921
Reclassification among property accounts		6,682
Abandonment reserve activity - 1991		5,201
		<u>367,409</u>
Equipment:		
Transfer of former abandonment reserve		31,725
Salvage		106
Reclassification among property accounts		20
		<u>31,851</u>
Total column (d)		<u>\$ 399,260</u>

3. Entries to Other Debits (column f)

Roadway:		
Activity for impairment reserve - December 1991		\$ 17,718
Transfer of former abandonment reserve		16,921
Removal costs		3,347
Reclassification among property accounts		266
		<u>38,252</u>
Equipment:		
Transfer of former abandonment reserve		31,725
Reclassification among property accounts		6,415
		<u>38,140</u>
Total column (f)		<u>\$ 76,392</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	3,219	2,757	5.25	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 includable 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/ Cross No. (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	857	164		11	300	710	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) (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	10,470	8,026,989	2,353,590	1
2						2
3	L	St. Lawrence & Adirondack Rwy. Co.	40	4,663	889	3
4						4
5						5
6						6
7	O	CRC Properties, Inc.		24,633	1,864	7
8		CRR Investments		20	7	8
9		Total O		24,653	1,871	9
10						10
11		Less: Investment in Railroad Property				11
12		Leased to Others				12
13						13
14		Indiana Harbor Belt RR Co.		-2,757		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		TOTAL	10,510	8,053,548	2,356,350	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	121,196	316		3,049	1
2		(3) Grading	212,376	729		Cr. -107	2
3		(4) Other, right-of-way expenditures	1,836				3
4		(5) Tunnels and subways	24,610				4
5		(6) Bridges, trestles, and culverts	195,878	705		Cr. -143	5
6		(7) Elevated structures	2,574				6
7		(8) Ties	1,228,680	869		Cr. -530	7
8		(9) Rail and other track material	2,234,768	1,229		Cr. -604	8
9		(11) Ballast	833,692	339		Cr. -93	9
10		(13) Fences, snow sheds, and signs	717	79		Cr. -1	10
11		(16) Station and office buildings	134,856	52		20,841	11
12		(17) Roadway buildings	11,833				12
13		(18) Water stations	657				13
14		(19) Fuel stations	27,646			Cr. -7	14
15		(20) Shops and enginehouses	83,762			Cr. -8	15
16		(22) Storage warehouses					16
17		(23) Wharves and docks	796			294	17
18		(24) Coal and ore wharves	67,671				18
19		(25) TOFC/COFC terminals	64,473				19
20		(26) Communication systems	84,177	22		Cr. -92	20
21		(27) Signals and interlockers	321,539	212		Cr. -604	21
22		(29) Power plants	1,030				22
23		(31) Power-transmission systems	8,977			Cr. -2	23
24		(35) Miscellaneous structures	3,560				24
25		(37) Roadway machines	92,101				25
26		(39) Public improvements-Construction	34,572	111		Cr. -110	26
27		(44) Shop machinery	45,342				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	5,842,190	4,663		21,883	31
32		(52) Locomotives	901,512				32
33		(53) Freight-train cars	851,210				33
34		(54) Passenger-train cars					34
35		(55) Highway revenue equipment	9,635				35
36		(56) Floating equipment					36
37		(57) Work equipment	93,849				37
38		(58) Miscellaneous equipment	65,768				38
39		(59) Computer systems and word processing equipment	98,689			13	39
40		TOTAL EQUIPMENT	2,020,663			13	40
41		(76) Interest during construction					41
42		(80) Other elements of investment					42
43		(90) Construction work in progress	164,136				43
44		GRAND TOTAL	8,026,989	4,663		21,896	44

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

Cross-checks

Schedule 410		Schedule 210
Line 620, column (b)	=	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.	CRS	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT	N/A F/C	FREIGHT						PASSEN-GER	TOTAL	LINE NO.
				(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	
		WAY AND STRUCTURES:										
		ADMINISTRATION:										
1		TRACK	02		23,084	1,848	5,838	172	30,942		30,942	1
2		BRIDGE AND BUILDING	03		3,043	243	722	88	4,096		4,096	2
3		SIGNAL	04		4,604	380	1,226	140	6,350		6,350	3
4		COMMUNICATION	05		918	72	229	27	1,246		1,246	4
5		OTHER	06		535	43	843	15	1,436		1,436	5
		REPAIR AND MAINTENANCE:										
6		ROADWAY-RUNNING	10		5,793	511	7,716	137	14,157		14,157	6
7		ROADWAY-SWITCHING	10		50	5	2	1	58		58	7
8		TUNNELS/SUBWAYS-RUNNING	11		363	87	40	15	505		505	8
9		TUNNELS/SUBWAYS-SWITCHING	11									9
10		BRIDGES/CULVERTS-RUNNING	12		4,934	1,699	577	210	7,420		7,420	10
11		BRIDGES/CULVERTS-SWITCHING	12		2	7	1		10		10	11
12		TIES-RUNNING	13		3,477	1,024	849	86	5,436		5,436	12
13		TIES-SWITCHING	13		29	239		1	269		269	13
14		RAIL & OTH TRK MAT'L-RUNNING	14		21,680	1,673	10,334	451	34,138		34,138	14
15		RAIL & OTH TRK MAT'L-SWITCHING	14		279	1,194	311	2	1,444		1,444	15
16		BALLAST-RUNNING	16		455	767	664	29	1,915		1,915	16
17		BALLAST-SWITCHING	16		1	125			126		126	17
18		RD PROPERTY DAMAGE-RUNNING	48		3,380	1,512	197	33	5,122		5,122	18
19		RD PROPERTY DAMAGE-SWITCHING	48		27	636		1	664		664	19
20		RD PROPERTY DAMAGE-OTHER	48		151	570	101	1	823		823	20
21		SIGNALS/INTERLOCKERS-RUNNING	19		21,145	8,642	474	429	30,690		30,690	21
22		SIGNALS/INTERLOCKERS-SWITCHING	19		1	541	2		544		544	22
23		COMMUNICATIONS SYSTEMS	20		6,151	3,533	55	55	9,794		9,794	23
24		POWER SYSTEMS	21		834	324	27	27	1,212		1,212	24
25		HWY GRADE CROSSINGS-RUNNING	22		5,404	2,486	265	151	8,306		8,306	25
26		HWY GRADE CROSSINGS-SWITCHING	22		1	25	1		25		25	26
27		STATION & OFFICE BUILDINGS	23		1,153	379	1,230	21	2,783		2,783	27
28		SHOP BLDGS-LOCOMOTIVES	24		1,980	741	126	9	2,856		2,856	28
29		SHOP BLDGS-FREIGHT CARS	25		893	200	52	19	1,164		1,164	29
30		SHOP BLDGS-OTHER EQUIPMENT	26				70	30	70		70	30

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO.	CRS	CHK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT	FREIGHT							PASSENGER	TOTAL	LINE NO.
				SALARIES & WAGES (A)	NAT'L. SUPPLIES (B)	FUEL & LUBS (C)	TOOLS & SUPPLIES (D)	PURCHASED SERVICE (E)	GENERAL (F)	TOTAL FREIGHT EXPENSE (G)			
			N/A - FUNCTION CODE										
			(A)										
			N/A F/C										
			(CONTINUED)										
			REPAIR AND MAINTENANCE-(CONTINUED)										
101			LOCOMOTIVE SERVICE FACILITIES	27	103	37	68	3	211	211		211	101
102			MISC BUILDINGS & STRUCTURES	28	2,367	820	1,308	54	4,549	4,549		4,549	102
103			COAL TERMINALS	29	1,715	98	1,960		3,773	3,773		3,773	103
104			ORE TERMINALS	30			573		573	573		573	104
105			OTHER MARINE TERMINALS	32	1	1	232		234	234		234	105
106			TOFC/COFC TERMINALS	31	4	30	2,444		2,478	2,478		2,478	106
107			MTR VEHICLE LDG & DISTRIB FAC	33	42	4	345	1	392	392		392	107
108			FAC FOR OTH SPEC SERVICE OPER	35	350	143	3	9	505	505		505	108
109			ROADWAY MACHINES	36	5,977	9,625	1,681	27	17,310	17,310		17,310	109
110			SMALL TOOLS & SUPPLIES	37	2	3,901	2,741	28	6,672	6,672		6,672	110
111			SNOW REMOVAL	38	2,613	1,319	2,441	49	6,422	6,422		6,422	111
112			FRINGE BENEFITS-RUNNING	12 00				26,198	26,198	26,198		26,198	112
113			FRINGE BENEFITS-SWITCHING	12 00				14	14	14		14	113
114			FRINGE BENEFITS-OTHER	12 00				23,350	23,350	23,350		23,350	114
115			CASUALTIES/ INS-RUNNING	52/53 00				7,591	7,591	7,591		7,591	115
116			CASUALTIES/ INS-SWITCHING	52/53 00				600	600	600		600	116
117			CASUALTIES/ INS-OTHER	52/53 00				5,278	5,278	5,278		5,278	117
118	*		LEASE RENTALS-DR-RUNNING	31 00			1,539		1,539	1,539		1,539	118
119	*		LEASE RENTALS-DR-SWITCHING	31 00			2		2	2		2	119
120	*		LEASE RENTALS-DR-OTHER	31 00			6,387		6,387	6,387		6,387	120
121	*		LEASE RENTALS-CR-RUNNING	32 00									121
122	*		LEASE RENTALS-CR-SWITCHING	32 00									122
123	*		LEASE RENTALS-CR-OTHER	32 00									123
124			JT FACILITY RENT-DR-RUNNING	33 00			56		56	56		56	124
125			JT FACILITY RENT-DR-SWITCHING	33 00			9,218		9,218	9,218		9,218	125
126			JT FACILITY RENT-DR-OTHER	33 00			1,261		1,261	1,261		1,261	126
127			JT FACILITY RENT-CR-RUNNING	34 00			198		198	198		198	127
128			JT FACILITY RENT-CR-SWITCHING	34 00			5,137		5,137	5,137		5,137	128
129			JT FACILITY RENT-CR-OTHER	34 00			647		647	647		647	129
130	*		OTHER RENTS-DR-RUNNING	35 00			756		756	756		756	130
131	*		OTHER RENTS-DR-SWITCHING	35 00			299		299	299		299	131
132	*		OTHER RENTS-DR-OTHER	35 00									132
133	*		OTHER RENTS-CR-RUNNING	36 00			85		85	85		85	133

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

NAME OF RAILWAY OPERATING EXPENSE ACCOUNT		FREIGHT							PASSENGER	TOTAL		
LINE NO.	CRS CHK	N/A F/C	N/A - NATURAL F/C - FUNCTION CODE (A)	SALARIES & WAGES (B)	MAT'L, TOOLS SUPPLIES (C)	FUEL & LUBS (C)	PURCHASED SERVICE (D)	GENERAL (E)	TOTAL FREIGHT EXPENSE (F)	(G)	(H)	LINE NO.
WAY 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					85,444	85,444			136
137	*		DEPRECIATION-SWITCHING 62 00					37,416	37,416			137
138	*		DEPRECIATION-OTHER 62 00					40,531	40,531			138
139			JOINT FACILITY-DR-RUNNING 37 00				6,618		6,618			139
140			JOINT FACILITY-DR-SWITCHING 37 00				2,756		2,756			140
141			JOINT FACILITY-DR-OTHER 37 00				129		129			141
142			JOINT FACILITY-CR-RUNNING 38 00				(6,854)		(6,854)			142
143			JOINT FACILITY-CR-SWITCHING 38 00				(697)		(697)			143
144			JOINT FACILITY-CR-OTHER 38 00				(18)		(18)			144
145			DISMNTLG RET PROP-RUNNING 39	132	22		4	3	161			145
146			DISMNTLG RET PROP-SWITCHING 39	1	1				2			146
147			DISMNTLG RET PROP-OTHER 39	94	20		808	3	925			147
148	*		OTHER-RUNNING 99	2,387				70	2,457			148
149	*		OTHER-SWITCHING 99	8					8			149
150	*		OTHER-OTHER 99		167		1,661	338,273	342,911			150
151			TOTAL WAY AND STRUCTURES	128,973	45,694		62,204	567,062	803,933			151
EQUIPMENT												
LOCOMOTIVES:												
201			ADMINISTRATION 01	4,885	131		1,042	282	6,340			201
202	*		REPAIRS & MAINTENANCE 41	28,220	62,119		3,355	115	93,809			202
203	*		MACHINERY REPAIRS 40	1,760	966		77	5	2,808			203
204			EQUIPMENT DAMAGED 48	1,728	784		116	6	2,634			204
205			FRINGE BENEFITS 12 00					15,463	15,463			205
206			OTHER CASUALTIES & INS 52/53 00					5,520	5,520			206
207	*		LEASE RENTALS-DR 31 00				3,724		3,724			207
208	*		LEASE RENTALS-CR 32 00				(453)		(453)			208
209			JOINT FACILITY RENT-DR 33 00				568		568			209
210			JOINT FACILITY RENT-CR 34 00				(192)		(192)			210
211	*		OTHER RENTS-DR 35 00									211
212	*		OTHER RENTS-CR 36 00				(1,953)		(1,953)			212
213	*		DEPRECIATION 62 00					55,872	55,872			213
214			JOINT FACILITY-DR 37 00				908		908			214
215			JOINT FACILITY-CR 38 00				(609)		(609)			215
216			RPS BILLED OTHER-CR ALL 40 XX				(3,900)		(3,900)			216

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO.	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT	FREIGHT										TOTAL	PASSENGER	TOTAL	LINE NO.
		SALARIES & WAGES	MAT'L, TOOLS	SUPPLIES	PURCHASED SERVICE	GENERAL	FUEL & LUBS	(C)	(D)	(E)	TOTAL FREIGHT EXPENSE (F)				
217	LOCOMOTIVE (CONTINUED)														
218	DISMANTLING RETIRED PROPERTY	39	69	18	6						93			93	217
219	OTHER	99	718	158	622	157					1,655			1,655	218
220	TOTAL LOCOMOTIVES		37,380	64,176	3,311	77,420					182,287			182,287	219
221	FREIGHT CARS:														
222	ADMINISTRATION	01	5,709	237	1,190	378					7,514			7,514	220
223	REPAIR AND MAINTENANCE	42	15,922	31,029	27,701	169					74,821			74,821	221
224	MACHINERY REPAIR	40	836	622		1					1,459			1,459	222
225	EQUIPMENT DAMAGED	48	219	85	9	3					316			316	223
226	FRINGE BENEFITS	12 00									8,149			8,149	224
227	OTHER CASUALTIES & INS	52/53 00									6,747			6,747	225
228	LEASE RENTALS-DR	31 00									12,186			12,186	226
229	LEASE RENTALS-CR	32 00									(544)			(544)	227
230	JOINT FACILITY RENT DR	33 00									416			416	228
231	JOINT FACILITY RENT CR	34 00									(426)			(426)	229
232	OTHER RENTS-DR	35 00									341,230			341,230	230
233	OTHER RENTS-CR	36 00									(105,186)			(105,186)	231
234	DEPRECIATION	62 00									52,789			52,789	232
235	JOINT FACILITY-DR	37 00									126			126	233
236	JOINT FACILITY-CR	38 00									(173)			(173)	234
237	REP BILLED OTHER-CR	ALL 40 00									(38,978)			(38,978)	235
238	DISMANTLING RETIRED PROPERTY	39		498							498			498	236
239	OTHER	99	190	171	142	628					943			943	237
240	TOTAL FREIGHT CARS		22,876	32,454	237,693	68,864					361,887			361,887	238
301	OTHER EQUIPMENT:														
302	ADMINISTRATION	01	873	47	1,668	49					2,637			2,637	301
303	REPAIR AND MAINTENANCE:														
304	TRKS, TRLS & CONTAINERS-REV SER	43	8		15,460						15,468			15,468	302
305	FLTG EQUIPMENT-REVENUE SERVICE	44													303
306	PSGR AND OTHER REVENUE EQUIP	45													304
307	COMPUTERS & DATA PROCESS SYSTEM	46			5,250						5,250			5,250	305
308	MACHINERY	40	227	312	11	7					557			557	306
309	WORK & OTHER NON-REV EQUIPMENT	47	1,732	2,104	10,855	19					14,710			14,710	307
310	EQUIPMENT DAMAGED	48	2	1	5						8			8	308
311	FRINGE BENEFITS	12 00									1,883			1,883	309
312	OTHER CASUALTIES & INS	52/53 00									7,205			7,205	310
313	LEASE RENTALS-DR	31 00			5,838						5,838			5,838	311
314	LEASE RENTALS-CR	32 00													312

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO.	CRS	CHK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT	N/A F/C	N/A F/C	FREIGHT					PASSEN- GER	TOTAL	TOTAL	LINE NO.
						SALARIES & WAGES	MAT'L, TOOLS SUPPLIES	FUEL & LUBS	PURCHASED SERVICE	GENERAL				
			(A)			(B)	(C)	(D)	(E)	(F)	(G)	(H)		
OTHER EQUIPMENT-(CONTINUED)														
313			JOINT FACILITY RENT-DR	33 00					121			121	121	313
314			JOINT FACILITY RENT-DR	34 00										314
315	*		OTHER RENTS-DR	35 00					29,083			29,083	29,083	315
316	*		OTHER RENTS-DR	36 00					(4,068)			(4,068)	(4,068)	316
317	*		DEPRECIATION	62 00						30,296		30,296	30,296	317
318			JOINT FACILITY-DR	37 00					439			439	439	318
319			JOINT FACILITY-DR	38 00					(690)			(690)	(690)	319
320	*		REP BILLED OTHER-DR	ALL 40 XX					(4,778)			(4,778)	(4,778)	320
321			DISMANTLING RETIRED PROPERTY	39		23			590	650		1,263	1,263	321
322	*		OTHER	99		2,865			59,784	40,109		105,222	105,222	322
323			TOTAL OTHER EQUIPMENT			63,121			300,788	186,393		649,396	649,396	323
324			TOTAL EQUIPMENT											324
TRANSPORTATION:														
TRAIN OPERATIONS:														
401			ADMINISTRATION	01		26,814		667	8,852	1,280		37,613	37,613	401
402			ENGINE CRENS	56		82,941		30		10,100		93,071	93,071	402
403			TRAIN CRENS	57		149,086		1,449	161	17,365		168,061	168,061	403
404			DISPATCHING TRAINS	58		11,742		21	5	3		11,771	11,771	404
405			OPERATING SIGNALS & INTERLKS	59		7,138		5	2,065	89		9,297	9,297	405
406			OPERATING DRAWBRIDGES	60		1,275		71	144	13		1,503	1,503	406
407			HWY CROSSING PROTECTION	61		171		4	1,130	4		1,309	1,309	407
408			TRAIN INSPECTION & LUBRICATION	62		32,793		3,821	2,080	390		39,084	39,084	408
409			LOCOMOTIVE FUEL	67		173		164,947	1,177	2		166,299	166,299	409
410			ELEC PWR PUR/PROD FOR MOTV PWR	68										410
411			SERVICING LOCOMOTIVES	69		8,349		8,657	334	36		17,376	17,376	411
412			FRT LOST/DMD-SOL'Y RELATED	51 00										412
413			CLEARING WRECKS	63		4,470		526	3,283	67		8,346	8,346	413
414			FRINGE BENEFITS	12 00						122,623		122,623	122,623	414
415			OTHER CASUALTIES & INS	52/53 00						71,991		71,991	71,991	415
416			JOINT FACILITY-DR	37 00					5,841			5,841	5,841	416
417			JOINT FACILITY-DR	38 00					(7,155)			(7,155)	(7,155)	417
418			OTHER	99		10,802		513	59,834	18		71,167	71,167	418
419			TOTAL TRAIN OPERATIONS			335,754		180,711	77,751	223,981		818,197	818,197	419
YARD OPERATIONS:														
420			ADMINISTRATION	01		15,785		382	5,299	764		22,230	22,230	420
421			SWITCH CRENS	64		105,417			(1)	352		105,768	105,768	421

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

NAME OF RAILWAY OPERATING EXPENSE ACCOUNT										FREIGHT				PASSENGER	TOTAL
LINE NO.	CRS	N/A F/C	NATURAL ACCOUNT	F/C - FUNCTION CODE	(A)	(B)	MAT'L, TOOLS SUPPLIES	FUEL & LUBS	PURCHASED SERVICE	GENERAL	TOTAL FREIGHT EXPENSE (F)	(G)	(H)	LINE NO.	
YARD OPERATIONS (CONTINUED)															
422		65	CONTROLLING OPERATIONS			24,139	2,528		8,254	63	34,984		34,984	422	
423		66	YARD & TERMINAL CLERICAL			12,573	438		1,137	89	14,237		14,237	423	
424		59	OPRTG SWTCHES, SIG, RETDR, & HUMP			4,385	481		1,394	11	6,271		6,271	424	
425		67	LOCOMOTIVE FUEL				19,519				19,519		19,519	425	
426			ELEC PMR PUR/PROD FOR MOTV PMR											426	
427		69	SERVICING LOCOMOTIVES			1,185	1,246		90	6	2,527		2,527	427	
428		51	FGT LOST/DMGD-SOL'Y RELATED											428	
429		63	CLEARING WRECKS			36	9		58		103		103	429	
430		12	FRINGE BENEFITS							58,422	58,422		58,422	430	
431		52	OTHER CASUALTIES & INS							17,022	17,022		17,022	431	
432		37	JOINT FACILITY-DR						6,572		6,572		6,572	432	
433		38	JOINT FACILITY-CR						(6,404)		(6,404)		(6,404)	433	
434		99	OTHER			1,574			67	7	1,648		1,648	434	
435			TOTAL YARD OPERATIONS			165,094	24,603		16,466	76,736	282,899		282,899	435	
TRAIN & YARD OPER-COMMON:															
501		70	CLEANING CAR INTERIORS			24	5		440	1	470		470	501	
502		71	ADJ & TRFG LOADS			163	55		1,116	1	1,335		1,335	502	
503		72	CAR LOADING DEV & GRAIN DOORS			6	83		(1)		88		88	503	
504		51	FGT LOST/DMGD-ALL OTHER							11,812	11,812		11,812	504	
505		12	FRINGE BENEFITS							81	81		81	505	
506			TOTAL TRAIN & YARD OPER-COMMON			193	143		1,555	11,895	13,786		13,786	506	
SPECIALIZED SERVICE OPERATIONS:															
507	*	01	ADMINISTRATION			830	25		689	54	1,598		1,598	507	
508	*	73	PICKUP & DEL & MARINE LINE HAUL						29,815		29,815		29,815	508	
509	*	74	LDG & UNLDG & LOCAL MARINE			5,314	1,560		71,990	84	78,948		78,948	509	
510	*	75	PROTECTIVE SERVICES			22			1,371		1,393		1,393	510	
511	*	51	FGT LOST/DMGD-SOL'Y RELATED											511	
512	*	12	FRINGE BENEFITS							2,317	2,317		2,317	512	
513	*	52	CASUALTIES & INSURANCE							694	694		694	513	
514	*	37	JOINT FACILITY-DR											514	
515	*	38	JOINT FACILITY-CR											515	
516	*	99	OTHER			48			451	1	500		500	516	
517	*		TOTAL SPECIALIZED SERVICE OPER			6,214	1,585		104,316	3,150	115,265		115,265	517	

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO.	CHK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT	FREIGHT					PASSEN- GER	TOTAL	LINE NO.
			SALARIES & WAGES	MAT'L, TOOLS SUPPLIES	PURCHASED SERVICE	GENERAL	TOTAL FREIGHT EXPENSE			
		N/A - NATURAL ACCOUNT F/C - FUNCTION CODE	(B)	(C)	(D)	(E)	(F)	(G)	(H)	
		ADMINISTRATIVE SUPPORT OPERS:								
518		ADMINISTRATION 01	2,835	66	1,822	156	4,879		4,879	518
519		EMP PERING CLER & ACCIG FUNCT'S 76	42,200	1,148	11,518	338	55,204		55,204	519
520		COMMUNICATION SYSTEMS OPERATION 77	397	21	10,666		11,084		11,084	520
521		LOSS & DNG CLAIMS PROCESSING 78	4,126	48	180	223	4,577		4,577	521
522		FRINGE BENEFITS 12 00				19,278	19,278		19,278	522
523		CASUALTIES & INSURANCE 52/53 00				6,151	6,151		6,151	523
524		JOINT FACILITY-DR 37 00			4,908		4,908		4,908	524
525		JOINT FACILITY-CR 38 00			(121)		(121)		(121)	525
526		OTHER 99	2,073	29	1,890	9	4,001		4,001	526
527		TOTAL ADMIN SUPPORT OPER	51,631	1,312	30,863	26,155	109,961		109,961	527
528		TOTAL TRANSPORTATION	558,886	208,354	230,951	341,917	1,340,108		1,340,108	528
		GENERAL AND ADMINISTRATION:								
601		OFFICERS-GEN'L ADMINISTRATIVE 01	22,360	1,071	13,185	810	37,426		37,426	601
602		ACCTG, AUDITING & FINANCE 86	23,086	226	6,946	384	30,642		30,642	602
603		MANAGEMENT SERVICES & DATA PROC 87	25,168	849	14,805	422	41,244		41,244	603
604		MARKETING 88	15,674	111	4,001	1,665	21,451		21,451	604
605		SALES 89	5,695	51	3,292	220	9,258		9,258	605
606		INDUSTRIAL DEVELOPMENT 90	2,633	19	1,194	249	4,095		4,095	606
607		PERSONNEL & LABOR RELATIONS 91	9,519	462	4,337	462	14,780		14,780	607
608		LEGAL & SECRETARIAL 92	8,372	63	21,283	459	30,177		30,177	608
609		PUBLIC RELATIONS & ADVERTISING 93	1,946	559	2,783	1,442	6,730		6,730	609
610		RESEARCH & DEVELOPMENT 94	3,193	104	944	342	4,583		4,583	610
611		FRINGE BENEFITS 12 00				18,268	18,268		18,268	611
612		CASUALTIES & INSURANCE 52/53 00				6,172	6,172		6,172	612
613		WRITEDOWN OF UNCOLL ACCTS 63 00				10,529	10,529		10,529	613
614		PROPERTY TAXES 64 00				45,703	45,703		45,703	614
615		OTH TAX EXCPT ON C/I OR P/R 65 00				28,871	28,871		28,871	615
616		JOINT FACILITY-DR 37 00			777		777		777	616
617		JOINT FACILITY-CR 38 00			(205)		(205)		(205)	617
618		OTHER 99	4,706	85	11,346	299,565	315,702		315,702	618
619		TOTAL GENERAL & ADMINISTRATIVE	122,352	3,600	84,688	415,563	626,203		626,203	619
620		TOTAL CARRIER OPERATING EXPENSES	873,332	356,742	678,631	1510,935	3,419,640		3,419,640	620

NOTES TO SCHEDULE 410

SPECIAL CHARGE

Included in 1991 Operating Expenses is a \$719,105,000 special charge which reduced net income for the Year 1991 by \$446,600,000, (See Note 2 to the Financial Statements). The following table identifies the components of the special charge as recorded in Schedule 410, Railway Operating Expenses:

ITEM	IN THOUSANDS	SCHEDULE 410
Disposition of certain under-utilized rail lines and other facilities.	\$ 338,105	Way and structures Lines 150, 151, & 620, column (e)
	24,100	General and Administrative Lines 618, 619, & 620, column (e)
	<u>362,205</u>	
Labor settlements primarily representing certain expected costs associated with a labor agreement that will reduce the size of train crews.	<u>211,900</u>	General and Administrative Lines 618, 619, & 620, column (e)
Certain environmental cleanup costs based on a recent assessment.	56,200	Transportation Lines 418, 419, & 620, column (d)
	1,000	General and Administrative Lines 618, 619, & 620, column (e)
	<u>57,200</u>	
Legal matters including settlement of the Amtrak-Conrail collision at Chase, MD in January 1987.	27,800	Transportation Lines 415, 419, & 620, column (e)
	60,000	General and Administrative Lines 618, 619, & 620, column (e)
	<u>87,800</u>	
TOTAL SPECIAL CHARGE	<u>\$ 719,105</u>	

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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	2,989	5		2
3		4	Other right-of-way expenditures	43			3
4		5	Tunnels and subways	309			4
5		6	Bridges, trestles, and culverts	4,724	6		5
6		7	Elevated structures	139			6
7		8	Ties	40,174	18		7
8		9	Rail and other track material	40,949	13		8
9		11	Ballast	16,127	4		9
10		13	Fences, snowsheds, and signs	31	1		10
11		16	Station and office buildings	11,356			11
12		17	Roadway buildings	516			12
13		18	Water stations	7			13
14		19	Fuel Stations	941			14
15		20	Shops and enginehouses	2,711			15
16		22	Storage warehouses				16
17		23	Wharves and docks	12			17
18		24	Coal and ore wharves	2,075			18
19		25	TOFC/COFC terminals	5,288			19
20		26	Communication systems	7,914			20
21		27	Signals and interlockers	17,263	1		21
22		29	Power plants	11			22
23		31	Power transmission systems	276			23
24		35	Miscellaneous structures	118			24
25		37	Roadway machines	8,789			25
26		39	Public improvements; construction	620	1		26
27		45	Power plant machines	9			27
28		—	Other lease/rentals	N/A	8,205	N/A	28
29	*	—	TOTAL	163,391	8,256		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)	
CAR TYPES									
1		Box-Plain 40 Foot			1			3	1
2		Box-Plain 50 Foot and Longer		11	2,297	5,933		6,275	15
3		Box-Equipped		6,014	15,897			10,871	20,387
4		Gondola-Plain		3,073	8,865		14	10,871	32,777
5		Gondola-Equipped		1,293	4,641		352	4,504	10,826
6		Hopper-Covered		1,413	6,243		1	1,062	3,910
7		Hopper-Open Top-General Service		1,448	4,914		24,418	4,888	14,613
8		Hopper-Open Top-Special Service		11	210		39	4,911	12,114
9		Refrigerator-Mechanical		2	37		23	5	54
10		Refrigerator-Non-Mechanical		970	3,002		170	2,259	2,450
11		Flat TOFC/COFC		75	317		952	3,513	8,438
12		Flat Multi-Level	10,521	57	127		36,097	1,933	5,589
13		Flat-General Service		166	240		25,158	1,041	12,251
14		Flat-Other		296	1,139		1	186	420
15		Tank-Under 22,000 Gallons					6,745	1,945	7,295
16		Tank-22,000 Gallons and Over					23,290		
17		All Other Freight Cars					20,535		
18		Auto Racks		3	747		43	70	162
19		TOTAL FREIGHT TRAIN CARS	10,521	14,832	79,833		143,771	43,466	22,692
OTHER FREIGHT-CARRYING EQUIPMENT									
20		Refrigerated Trailers							153,993
21		Other Trailers			4,042		191		1,476
22		Refrigerated Containers					18,948		8,427
23		Other Containers					-70		
24	*	TOTAL TRAILERS AND CONTAINERS			4,042		19,069		9,903
25		GRAND TOTAL (LINES 19 AND 24)	10,521	14,832	83,875		162,840	43,466	163,896

NOTES AND REMARKS

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 net during year (e)	Line No.
				Owned (c)	Capitalized Lease (d)		
1		LOCOMOTIVES					
2		Diesel Locomotives-Yard	11,038	1,781			1
3		Diesel Locomotives-Road	78,871	15,389	37,869		2
4		Other Locomotive-Yard					3
5	*	Other Locomotive-Road					4
		TOTAL LOCOMOTIVES	89,909	17,170	37,869		5
6		FREIGHT TRAIN CARS					
7		Box-Plain 40 Foot					6
8		Box-Plain 50 Foot and Longer	1,577	94	510		7
9		Box-Equipped	6,268	5,457	3,379		8
10		Gondola-Plain	3,343	3,648	2,678		9
11		Gondola-Equipped	2,085	1,048	2,369		10
12		Hopper-Covered	4,026	2,246	2,271		11
13		Hopper-Open Top-General Service	5,480	9,534	8,886		12
14		Hopper-Open Top-Special Service	490	379	203		13
15		Refrigerator-Mechanical	172				14
16		Refrigerator-Nonmechanical	1,223	451	228		15
17		Flat TOFC/COFC	1,829	1			16
18		Flat Multi-level	1,107	75			17
19		Flat-General Service	673	145			18
20		Flat-Other	2,568	288	13		19
21		All Other Freight Cars	4,197		2		20
22		Cabooses	239	586			21
23		Auto Racks	566	1,447	6,064		22
24	*	Miscellaneous Accessories					23
		TOTAL FREIGHT TRAIN CARS	35,843	25,399	26,603		24
		OTHER EQUIPMENT-REVENUE FREIGHT					
		HIGHWAY EQUIPMENT					
25		Refrigerated Trailers	101				25
26		Other Trailers	10,489	1,050	802		26
27		Refrigerated Containers					27
28		Other Containers	80				28
29		Bogies					29
30		Chassis	20				30
31		Other Highway Equipment (Freight)					31
32	*	TOTAL HIGHWAY EQUIPMENT	10,690	1,050	802		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					36
37	*	(Freight Portion)					37
38	*	Computer systems & word processing equip.	5,250	6,972	9,919		38
39	*	Machinery-Locomotives(1)	2,808	697	136		39
40	*	Machinery-Freight Cars(2)	1,459	659	128		40
41	*	Machinery-Other Equipment(3)	557	208	40		41
42	*	Work and Other Non-revenue Equipment	14,710	8,110	3,195		42
		TOTAL OTHER EQUIPMENT	24,784	16,646	13,418		43
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	161,226	60,265	78,692		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		5	27,317		7,803		1
2		1,313	233,207	640,988	67,402	299,877	2
3							3
4							4
5		1,318	260,524	640,988	75,205	299,877	5
6							6
7		1,236	1,865		948		7
8		1,431	98,734	57,014	48,873	44,081	8
9		1,337	57,671	49,141	27,317	26,772	9
10		574	20,753	40,331	10,495	31,740	10
11		3,429	44,468	23,472	22,585	21,470	11
12		829	158,148	141,695	76,185	117,543	12
13		96	7,507	3,386	3,816	2,530	13
14			6		2		14
15			8,941	3,942	4,545	3,589	15
16			18		9		16
17			1,492		685		17
18		-35	2,861		1,454		18
19		8	5,690	316	2,889	212	19
20		1		40		26	20
21			11,615		5,904		21
22		2,736	28,632	83,472	14,555	23,159	22
23							23
24		11,642	448,401	402,809	220,262	271,122	24
25							25
26		453	2,843	6,792	-243	5,740	26
27							27
28							28
29							29
30							30
31							31
32		453	2,843	6,792	-243	5,740	32
33							33
34							34
35							35
36							36
37		3,768	69,547	29,142	32,081	14,653	37
38			19,655	574	8,146	390	38
39			18,559	541	7,691	368	39
40			5,842	171	2,421	116	40
41		1,702	123,392	36,225	62,252	22,964	41
42		5,470	236,995	66,653	112,591	38,491	42
43		18,883	948,763	1,117,242	407,815	615,230	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	51,269	881	1.29	2,333	381	9.34				53,602	1,262	1
2		8	621,260	131,091	3.61	1,341	395	19.17				622,601	131,486	2
3		9	1,034,957	131,199	2.17	856	128	18.58				1,035,813	131,327	3
4		11	460,290	30,134	1.88	655	30	11.45				460,945	30,164	4
5	SUB-TOTAL		2,167,776	293,305		5,185	934					2,172,961	294,239	5
6	II	3	83,454	1,451	1.79	1,855	237	11.59				85,309	1,688	6
7		8	387,014	76,928	4.02	980	330	18.26				387,994	77,258	7
8		9	830,729	145,898	1.94	876	122	11.64				831,605	146,020	8
9		11	286,738	13,399	2.23	480	58	12.08				287,218	13,457	9
10	SUB-TOTAL		1,587,935	237,676		4,191	747					1,592,126	238,423	10
11	III	3	25,942	N/A	N/A		N/A	N/A		N/A	N/A	25,942		11
12		8	207,757	N/A	N/A		N/A	N/A		N/A	N/A	207,757		12
13		9	182,897	N/A	N/A		N/A	N/A		N/A	N/A	182,897		13
14		11	77,912	N/A	N/A		N/A	N/A		N/A	N/A	77,912		14
15	SUB-TOTAL		494,508	N/A	N/A		N/A	N/A		N/A	N/A	494,508		15
16	IV	3	41,036	720	2.09	334	2	2.40				41,370	722	16
17		8	7,638	-2,102	20.11	125	69	12.80				7,763	-2,033	17
18		9	158,615	51,941	1.20	276	35	1.09				158,891	51,976	18
19		11	5,659	-3,844	15.80	62	31	16.13				5,721	-3,813	19
20	SUB-TOTAL		212,948	46,715		797	137					213,745	46,852	20
21	V	3	6,104	107	2.06	49		2.04				6,153	107	21
22		8	2,546	-5	10.84	18	10	16.67				2,564	5	22
23		9	25,523	7,879	1.29	41	5	2.44				25,564	7,884	23
24		11	1,886	-491	7.95	9	5	11.11				1,895	-486	24
25	SUB-TOTAL		36,059	7,490		117	20					36,176	7,510	25
26	GRAND TOTAL		4,499,226	585,186	N/A	10,290	1,838	N/A				4,509,516	587,024	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 loading and unloading facilities offer 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	600		260	149		185	N/A	404	1,598	1
2	*	Pick up and delivery, marine line haul	2,343							27,472	29,815	2
3	*	Loading and unloading and local marine	38,508		17,700	10,195		12,545	N/A		78,948	3
4	*	Protective services, total debit and credits							1,393		1,393	4
5	*	Freight lost or damaged-solely related										5
6	*	Fringe benefits	731		493	28		980	8	77	2,317	6
7	*	Casualty and insurance	222		146	7		291	7	21	694	7
8	*	Joint facility - Debit										8
9	*	Joint facility - Credit										9
10	*	Other	158		106	6		211	2	17	500	10
11	*	TOTAL	42,562		18,705	10,385		14,212	1,410	27,991	115,265	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	134,856	9,518	1,074	8,675	1
2	(24) Coal and ore wharves	67,671	354	266	4,869	2
3	(25) TOFC/COFC terminals	64,473	9,075	1,366	2,146	3
4	(26) Communication systems	84,177	424	57	37	4
5	(37) Roadway machines	92,101	12,231	2,845	8,506	5
6	(44) Shop machinery	45,342	1,286	304	874	6
7	(52) Locomotives	901,512	640,988	38,367	299,877	7
8	(53) Freight-train cars	851,210	402,809	26,795	271,122	8
9	(55) Highway revenue equipment	9,635	6,792	803	5,740	9
10	(57) Work equipment	93,849	16,152	872	8,758	10
	(58) Miscellaneous equipment	65,768	20,072	2,845	14,206	
11	(59) Computer systems and word processing equipment					11
12		98,689	29,142	9,919	14,653	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	2,509,283	1,148,843	85,513	639,463	30

458. 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	76,413	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax and Surtax	42,486	2
3		Excess Profits		3
4	*	Total - Income Taxes L 2 + 3	42,486	4
5		Railroad Retirement	170,941	5
6		Hospital Insurance	11,894	6
7		Supplemental Annuities	8,801	7
8		Unemployment Insurance	28,253	8
9		All Other United States Taxes	1,134	9
10		Total - U.S. Government Taxes	263,509	10
11		Total - Railway Taxes	339,922	11

B. Adjustments to Federal Income Taxes

1. In column (a) are listed the particulars which most often cause a differential between taxable income and pretax accounting income. Other particulars which cause such a differential should be listed under the caption Other (Specify), including State and other taxes deferred if computed separately. Minor items, each less than \$100,000, may be combined in a single entry under Other (Specify).
2. Indicate in column (b) the beginning of the year total of Accounts 714, 744, 762 and 786 applicable to each particular item in column (a).
3. Indicate in column (c) the net change in Accounts 714, 744, 762 and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.
4. Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or a loss carry-back.
5. The total of line 19 in columns (c) and (d) should agree with the total of the contra charges (credits) to Account 557, Provision for Deferred Taxes, and Account 591, Provision for Deferred Taxes - Extraordinary Items, for the current year.
6. Indicate in column (e) the cumulative total of columns (b), (c), and (d). The total of column (e) must agree with the total of Accounts 714, 744, 762 and 786.

Line No.	Particulars (a)	Beginning of year balance (b)	Net credits (charges) for current year (c)	Adjustments (d)	End of year balance (e)	Line No.
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.					1
2	Accelerated amortization of facilities, Sec. 168 I.R.C.					2
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.					3
4	Amortization of rights of way, Sec. 185 I.R.C.					4
5	Other (Specify)					5
6						6
7						7
8						8
9						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 _____ \$ 49,115

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		Earned ESOP compensation		8,760	2
3		Tax benefit - dividends on ESOP stock		8,098	3
4					4
5		Total		16,858	5
6					6
7	616	Other debits to retained earnings:			7
8		Filing fees and other costs associated with registration			8
9		of 1.6 million shares of common stock	37		9
10					10
11					11
12					12
13					13
14					14
15					15
16					16
17	519	Miscellaneous Income:			17
18		Equity in affiliated companies., including dividends		48,674	18
19		Gain on sale of non-depreciable property		8,511	19
20		Income on Company-owned life insurance		4,499	20
21		Premium on exchange		2,925	21
22					22
23					23
24					24
25	551	Miscellaneous Income Charges:			25
26		Penalties and fines	6,541		26
27		Expense related to Company-owned life insurance	5,461		27
28		Foreign investment loss	4,403		28
29		Discount on exchange	3,940		29
30		Bank charges	1,068		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	St. Lawrence & Adirondack Railway Company	1st Mortgage Bonds, 5% 7/1/1996	590	Sole	1
2		2nd Mortgage Bonds, 6% 10/1/1996	352	Sole	2
3	Waynesburg Southern Railroad Company	7 1/4% First Mortgage Bonds due 9/1/1993, Series A	7,908	Sole	3
4					4
5	The Monongahela Railway Company	Equipment lease payments to Sun Life Assurance Co. of Canada	6,960	Sole	5
6					6
7	Conrail Mercury, Inc.	Equipment lease payments to Strick Trailer Leasing	624	Sole	7
8					8
9	CG Lockport, Inc.	Equity Contribution to Lockport Energy Associates, L.P. Guarantee given to a consortium of banks	4,696	Sole	9
10					10
11		Total	21,130		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.

THE COMPANY MAINTAINS A \$300 MILLION UNCOLLATERALIZED REVOLVING CREDIT FACILITY WITH A GROUP OF BANKS UNDER WHICH NO BORROWINGS WERE OUTSTANDING AT DECEMBER 31, 1991.

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	123,256	2
3	765/767	Funded Debt Unmatured	Sch. 200, L. 41	1,037,697	3
4	766	Equipment Obligations	Sch. 200, L. 42	8,168	4
5	766.5	Capitalized Lease Obligations	Sch. 200, L. 43	577,272	5
6	768	Debt in Default	Sch. 200, L. 44		6
7	770.1/770.2	Unamortized Debt Premium	Sch. 200, L. 46	-7,002	7
8		Total Debt	Sum L. 1-7	1,739,391	8
9		Debt Directly Related to Road Property	Note 1.	17,055	9
10		Debt Directly Related to Equipment	Note 1.	672,630	10
11		Total Debt Directly Related to Road & Equipment	Sum L.9 and 10	689,685	11
12		Percent Directly Related to Road	L. 9 ÷ L. 11 (2 decimals)	2.47%	12
13		Percent Directly Related to Equipment	L. 10 ÷ L. 11 (2 decimals)	97.53%	13
14		Debt Not Directly Related to Road or Equipment	L. 8 minus L. 11	1,049,706	14
15		Road Property Debt	(L. 12 x L. 14) plus L. 9	42,983	15
16		Equipment Debt	(L. 13 x L. 14) plus L. 10	1,696,408	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	204,964	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	204,964	20
21		Interest Affiliated Company Debt	Note 2.		21
22		Net Interest Expense	L. 20 minus L. 21	204,964	22
23		Interest Directly Related to Road Property Debt	Note 3.	3,615	23
24		Interest Directly Related to Equipment Debt	Note 3.	59,772	24
25		Interest Not Directly Related to Road or Equipment Property Debt	L.22 - (L.23+L.24)	141,577	25
26		Interest Road Property Debt	L.23 + (L.25xL.12)	7,112	26
27		Interest Equipment Debt	L.24 + (L.25xL.13)	197,852	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.

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512

1. I 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 (Dollars in Thousands)							
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 of during year (e)	Line No.
1	CRC Properties, Inc.		Direct	Management fees (1) Building rents	170 3,810	166 (rec) 3,117 (pay)	1
2							2
3							3
4	CRR Investments, Inc.		Indirect	Promissory notes	84,000	343,166 (pay)	4
5							5
6	General American Insurance Company		Indirect	Casualty insurance	1,695	1,271 (rec)	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
(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 of this class the respondent has no proprietary rights, but only the rights of a licensee. Include in this class, also, all main tracks, industrial tracks and sidings owned by noncarrier companies and individuals when the respondent operates over them, but does not have exclusive possession of them.

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

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

Key line
32 as
line 57

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	10,418	2,702	256	1,406	1,474	4,917	21,173	1
2	1	100% CAN	16			2			18	2
3	1J	50% USA	36	5		12	15	31	99	3
4	1J	33% USA						3	3	4
5	1J	25% USA						2	2	5
6										6
7		TOTAL 1	10,470	2,707	256	1,420	1,489	4,953	21,295	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	1,922	1,125	688	210	834	616	5,395	24
25	5	100% CAN	6						6	25
26										26
27		TOTAL 5	1,928	1,125	688	210	834	616	5,401	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	12,454	3,833	944	1,633	2,327	5,569	26,760	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 propriety 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	93					161	254		1
2		Delaware	160					44	204		2
3		Dist. of Columbia	8					6	14		3
4		Illinois	467					84	551	5	4
5		Indiana	1,443				1	41	1,485	33	5
6		Kentucky	4						4		6
7		Maryland	148					196	344		7
8		Massachusetts	295					147	442	1	8
9		Michigan	451					111	562		9
10		New Jersey	582					383	965	9	10
11		New York	2,069		7		3	228	2,307	78	11
12		Ohio	1,993					97	2,090	2	12
13		Pennsylvania	2,561		2		3	289	2,855	19	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					49		7	1,928	12,454	147	32
TOTAL MILEAGE (single track)			10,470								

NOTES AND REMARKS

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 (l). 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 6, 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 51, and 55, column (m) should have data on same lines

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

Line No	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year				Units retired from service of respondent whether owned or leased, including reclassification (g)	Units at Close of Year					Line No
				Units Installed					Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (h)&(i)) (j)	Aggregate capacity of units reported in col. (j) (see ins. 7) (k)	Leased to others (l)	
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
1		Locomotive Units	1,269		50	4		245	420	658	1,078	3,425,900 (II P.)		1
2		Diesel-freight units	3						3		3	6,750		2
3		Diesel passenger units	659					48	455	156	611	1,165,250		3
4		Diesel multiple purpose units	270			3		50	223		223	292,900		4
5	•	Diesel switching units	2,201		50	7		343	1,101	814	1,915	4,890,800		5
6	•	TOTAL (lines 1 to 4)												6
7	•	Electric locomotives												7
8	•	Other self powered units												8
9	•	TOTAL (lines 5, 6 and 7)	2,201		50	7		343	1,101	814	1,915	4,890,800		9
	•	Auxiliary units	53						53		53	N/A		
10	•	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	2,254		50	7		343	1,154	814	1,968	N/A		10

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

Line No	Cross Check	Type or design of units (a)	During Calendar Year										TOTAL (i)	Line No
			Before Jan 1, 1970 (b)	Between Jan 1, 1970 and Dec. 31, 1974 (c)	Between Jan 1, 1975 and Dec. 31, 1979 (d)	Between Jan 1, 1980 and Dec. 31, 1984 (e)	Between Jan 1, 1985 and Dec. 31, 1989 (f)	1990				1994 (k)		
				(g)	(h)	(i)	(j)	(k)						
11	•	Diesel	373	418	653	186	185	50				1,915	11	
12	•	Electric											12	
13	•	Other self-powered units											13	
14	•	TOTAL (lines 11 to 13)											14	
15	•	Auxiliary units			24	29						53	15	
16	•	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	373	418	677	215	185	50				N/A	1,968	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, in classification (g)	Units at Close of Year				Line No
				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)		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)	
17		PASSENGER TRAIN CARS Non-Self Propelled Coaches (PA, PB, PBO)											17
18		Combined cars											18
19		[All class C, except CSB]											19
20		Parlor cars (PBC, PC, PL, PY)											20
21		Sleeping cars (PS, PT, PAS, PDS)											21
22		Dining, grill and tavern cars											22
23		[All class D, PD]											23
24		Non passenger-carrying cars											24
25		[All class B, CSB, M, PSA, 1A]											25
26		TOTAL (lines 17 to 23)											26
27		Self Propelled											27
28		Electric passenger cars											28
29		[EP, ET]											29
30		Electric combined cars [EC]											30
31		Internal combustion rail motor cars											31
32		[ED, EG]											32
33		Other self propelled cars											33
34		(Specify types)											34
35		TOTAL (lines 24 to 27)											35
36		TOTAL (lines 23 and 28)											36
37		COMPANY SERVICE CARS											37
38		Business cars [PV]	11						11		11	N/A	38
39		Board outfit cars [MWX]	668						668		668	N/A	39
40		Derrick and snow removal cars	168						165	3	168	N/A	40
41		[MWU, MWV, MWV, MWK]											41
42		Dump and ballast cars [MWB, MWD]	2,245						1,802	443	2,245	N/A	42
43		Other maintenance and service equipment cars	4,525					24	4,489	12	4,501	N/A	43
44		TOTAL (lines 30 to 34)	7,617					24	7,135	458	7,593	N/A	44

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_)	294	50					37
38		Equipped box cars (All Code A, Except A_5_)	11,509			311		2	38
39		Plain gondola cars (All Codes G & J_1_ J_2_ J_3_ J_4_)	10,820	452		2,320		177	39
40		Equipped gondola cars (All Code E)	3,943			165			40
41		Covered hopper cars (C_1_ C_2_ C_3_ C_4_)	5,402	372		124		1,133	41
42		Open top hopper cars—general service (All Code H)	20,429	2,112			57	2,992	42
43		Open top hopper cars—special service (J_0_ and All Code K)	2,406			57		1	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_)	1,938	176		19		1	45
46		Flat cars—TOFC/COFC (All Code P, Q and S, Except Q8_)	27						46
47		Flat cars—multi-level (All Code V)	5,484			101			47
48		Flat cars—general service (F10_ F20_ F30_)	821					3	48
49		Flat cars—other (F_1_ F_2_ F_3_ F_4_ F_5_ F_6_ F_8_ F40_)	1,994			404			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_)							52
53		TOTAL (lines 36 to 52)	65,067	3,162		3,501	57	4,309	53
54		Caboose (All Code M-930)	N/A	702					54
55		TOTAL (lines 53, 54)	65,067	3,864		3,501	57	4,309	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		10	323	11	334		23,846		37
38		431	7,543	3,835	11,378		741,795	13	38
39		888	8,015	4,866	12,881		1,178,853		39
40		249	2,065	1,794	3,859		357,602		40
41		1,515	4,695	821	5,516		539,065		41
42		5,287	14,796	5,507	20,303		1,926,993		42
43		(82)	2,330	216	2,546		198,583		43
44									44
45		766	1,171	197	1,368		97,220		45
46			2	25	27		3,210		46
47		80	66	5,439	5,505		215,648		47
48		173	605	46	651		47,714		48
49		27	719	1,652	2,371		178,173		49
50									50
51									51
52									52
53		9,344	42,330	24,409	66,739	-	5,508,702	13	53
54		15	687		N/A	687	N/A		54
55		9,359	43,017	24,409	66,739	687	5,508,702	13	55

710. INVENTORY OF EQUIPMENT — Continued

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

Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Per diem (b)	All others (c)	Units installed				
					New units purchased or built (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units, including reclassification and second hand units purchased or leased from others (g)	
FLOATING EQUIPMENT									
56		Self-propelled vessels [Tugboats, car ferries, etc.]	N/A						56
57		Non-self-propelled vessels [Car floats, lighters, etc.]	N/A						57
58		TOTAL (lines 56 and 57)	N/A						58
HIGHWAY REVENUE EQUIPMENT									
59		Chassis Z1__ Z67__ Z68__ Z69__							59
60		Dry van U2__ Z__ Z6__ 1-6	2,795						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)	2,795						70

NOTES AND REMARKS

* 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		1,350	616	829	1,445				60
61									61
62									62
63									63
64									64
65									65
66									66
67									67
68									68
69									69
70		1,350	616	829	1,445				70

NOTES AND REMARKS

716. 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		1,350	616	829	1,445				59
60									60
61									61
62									62
63									63
64									64
65									65
66									66
67									67
68									68
69									69
70		1,350	616	829	1,445				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	C40 - 8W 4,000 HP	50	9,813	65,116	L	2
3						3
4	1991 Units - Cost Not Completed					4
5	Freight Cars - 71 Cars					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	65,116	N/A	25

REBUILT UNITS

26	1990 Units and Cost Completed					26
27	Diesel Locomotives	3		264	S	27
28	Freight Cars	328		7,520	S	28
29						29
30	1991 Units and Cost Completed					30
31	Diesel Locomotives	4		346	S	31
32						32
33	1991 Units - Cost Not Completed					33
34	Diesel Locomotives - 1 Unit					34
35						35
36						36
37						37
38	TOTAL	335	N/A	8,130	N/A	38
39	GRAND TOTAL	385	N/A	73,246	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	Mileage or tracks at end of period (whole numbers)	Average annual traffic density in millions of gross ton-miles per track-mile* (use two decimal places)	Average running speed limit (use two decimal places)	Track miles under slow orders at the end of period	Line No.
	(a)	(b)	(c)	(d)	(e)	
1	A	4,134	35.28	47.43		1
2	B	3,793	11.04	40.23	3	2
3	C	4,022	2.44	28.73	75	3
4	D	2,964	0.31	17.21	12	4
5	E	6,446	XXXXXXXX	XXXXXX		5
6	TOTAL	21,359	13.31	34.54	90	6
7	F	3,092	XXXXXXXX	XXXXXX		7
8	Potential abandonments	241		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)	Crossties and switch bridge ties		Line No.	
		New ties						Second-hand ties					Total	(j)		(k)
		Wooden		Concrete	Other	Wooden		Other								
		Treated	Untreated			Treated	Untreated									
									(b)	(c)	(d)					
(a)											(i)					
1	A	603,252			500			2,285			606,037	1,240,572	2.7			
2	B	258,149						23,290			281,439	573,734	3.3			
3	C	85,637						10,144			95,781	193,658	3.4			
4	D	18,628						12,393			31,021	61,990	5.8			
5	E	169,503						67,909			237,412	479,171	5.0			
6	TOTAL	1,135,169			500			116,021			1,251,690	2,549,125	3.4			
7	F	423,311									423,311	870,528	2.9			
8	Potential abandonments															
9	Average cost per crosstie \$25.23 and switchtie (MBM) \$682.33															

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	12,474	\$25.23	\$315	22,963	\$682.33	\$16	New	1
2	T	1,711	1.18					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	14,185	\$22.18	\$315	22,963	\$682.33	\$16		20
21	Number of miles of new running, passing tracks, cross-overs, etc., in which ties were laid								21
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 5.48								22

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	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	65.93	3.52	22.27	14.16	88.20	17.68	21.7	1		
2	B	24.65	1.98	46.00	29.28	70.65	31.26	38.2	2		
3	C			11.83	7.52	11.83	7.52	49.3	3		
4	D								4		
5	E								5		
6	TOTAL	90.58	5.50	80.10	50.96	170.68	56.46	31.4	6		
7	F	30.75	0.80	11.55	7.37	42.30	8.17	13.9	7		
8	Potential Abandonments								8		
9	Average cost of new rail laid in replacement per gross ton \$782.84							. New \$402.69	9		
								relay.			

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					132	157	\$78	\$497.22	1
2	2					132W	129	95	240.77	2
3	4					100	2	1	404.85	3
4	4					112W	39	19	494.02	4
5	4					127	2	1	322.99	5
6	4					127W	19	4	215.24	6
7	4					130	9	1	97.92	7
8	4					131	2		97.34	8
9	4					131W	214	90	419.92	9
10	4					132	13	3	228.78	10
11	4					132W	37	12	333.63	11
12	4					133W	2	1	418.36	12
13	4					140	22	6	294.64	13
14	4					140W	514	204	396.73	14
15										15
16										16
17										17
18										18
19										19
20										20
21										21
22										22
23										23
24										24
25										25
26										26
27										27
28										28
29										29
30										30
31										31
32										32
33	TOTAL	N/A				N/A	1,161	\$515	\$444.26	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								5.48	35
36	Track-miles of welded rail installed on system this year 4.50 : total to date 119.58									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		71		Less than 85 #	1
2	85	39			2
3	90	75			3
4	91	2			4
5	100	666			5
6	101	3			6
7	105	770			7
8	107	136			8
9	110	55			9
10	112	403			10
11	115	151			11
12	118	15			12
13	119	30			13
14	122	5			14
15	125	27			15
16	127	2,168			16
17	130	1,445			17
18	131	1,541			18
19	132	1,899			19
20	133	340			20
21	136	696			21
22	140	2,499			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 (a)	Ties					Rail		Ballast	Track surfacing		Line No.
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles) (f)	Percent replaced (g)	Miles surfaced		Percent surfaced		
		Crossties (b)	Switch and bridge ties (board feet) (c)	Crosstie (d)	Switch and bridge ties (board feet) (e)							
1	A	606,037	1,240,572	4.5	5.0	105.88	1.3	830,895	1,777	43.0	1	
2	B	281,439	573,734	2.3	2.5	101.91	1.3	278,181	594	15.7	2	
3	C	95,781	193,658	0.7	0.8	19.35	0.2	78,091	167	4.2	3	
4	D	31,021	61,990	0.3	0.4			30,993	66	2.2	4	
5	E	237,412	479,171	1.1	0.4			301,121	643	10.0	5	
6	TOTAL	1,251,690	2,549,125	1.8	1.2	227.14	0.5	1,519,281	3,247	15.2	6	
7	F	423,311	870,528	4.2	4.1	50.48	0.8	679,087	1,450	46.9	7	
8	Potential abandonments	-	-	-	-	-	-	-	-	-	8	

750. CONSUMPTION OF DIESEL FUEL
(Dollars in Thousands)

LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel Diesel oil (gallons) (b)	Line No.
1	Freight	218,419,291	1
2	Passenger		2
3	Yard switching	25,645,639	3
4	TOTAL	244,064,930	4
5	COST OF FUEL \$(000)	\$ 185,818	5
6	Work Train	547,913	6

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

(M) Road service represents elapsed time of transportation trains (both ordinary and light) between the time of leaving the initial terminals and the time at the final terminals, including trains switching at way stations and delays on road as shown by conductors' or dispatchers' train reports. Include time of motorcar service performed by train locomotives at terminals and way stations. Report in Item 9-02 train switching hours included in Item 9-01. Train switching is the time spent by the train while performing switching service at terminals and way stations where no regular yard service is maintained. A train hour is independent of the number of locomotives in the train.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755—Concluded

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

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

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

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

(R) Report the number of loaded revenue trailers/containers picked up, plus revenue trailers/containers delivered in TOFC/COFC and in highway interchange service, when the work is performed at the railroads' expense. (Performed at railroads' expense means that railroad employees perform the service or that the railroad hires a subsidiary or outside contractor to perform the service). Do not include those trailers/containers which are picked up or delivered by a shipper or motor carrier etc. when a tariff provision requires the shipper-motor carrier etc. and not the railroad to perform that service. Note: The count should reflect the trailer/containers for which expenses 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)	12,454		1
2		2. Train Miles - Running (B)	XXXXXX	XXXXXX	
3		2-01 Unit Trains	1,490,608	XXXXXX	2
4		2-02 Way Trains	3,230,056	XXXXXX	3
5		2-03 Through Trains	27,364,040		4
6		2-04 TOTAL TRAIN MILES (lines 2-4)	32,084,704		5
7		2-05 Motorcars (C)			6
		2-06 TOTAL ALL TRAINS (lines 5, 6)	32,084,704		7
		3. Locomotive Unit Miles (D)	XXXXXX	XXXXXX	
		Road Service (E)	XXXXXX	XXXXXX	
8		3-01 Unit Trains	3,932,315	XXXXXX	8
9		3-02 Way Trains	6,462,965	XXXXXX	9
10		3-03 Through Trains	80,543,042		10
11		3-04 TOTAL (lines 8-10)	90,938,322		11
12		3-11 Train Switching (F)	4,154,712	XXXXXX	12
13		3-21 Yard Switching (G)	12,626,568		13
14		3-31 TOTAL ALL SERVICES (lines 11, 12, 13)	107,719,602		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	30	XXXXXX	15
16		4-011 Box-Plain 50-Foot and Longer	56,034	XXXXXX	16
17		4-012 Box-Equipped	131,734	XXXXXX	17
18		4-013 Gondola-Plain	74,997	XXXXXX	18
19		4-014 Gondola-Equipped	29,769	XXXXXX	19
20		4-015 Hopper-Covered	58,387	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	152,089	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	8,988	XXXXXX	22
23		4-018 Refrigerator-Mechanical	11,464	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	37,870	XXXXXX	24
25		4-020 Flat-TOFC/COFC	47,829	XXXXXX	25
26		4-021 Flat-Multi-Level	11,416	XXXXXX	26
27		4-022 Flat-General Service	1,433	XXXXXX	27
28		4-023 Flat-All Other	19,343	XXXXXX	28
29		4-024 All Other Car Types-Total	558	XXXXXX	29
30		4-025 TOTAL (lines 15-29)	641,941	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	34	XXXXXX	32
33		4-111 Box-Plain 50-Foot and Longer	46,159	XXXXXX	33
34		4-112 Box-Equipped	129,629	XXXXXX	34
35		4-113 Gondola-Plain	59,494	XXXXXX	35
36		4-114 Gondola-Equipped	28,075	XXXXXX	36
37		4-115 Hopper-Covered	63,555	XXXXXX	37
38		4-116 Hopper-Open Top-General Service	156,292	XXXXXX	38
39		4-117 Hopper-Open Top-Special Service	9,055	XXXXXX	39
40		4-118 Refrigerator-Mechanical	10,850	XXXXXX	40
41		4-119 Refrigerator-Non-Mechanical	30,086	XXXXXX	41
42		4-120 Flat-TOFC/COFC	4,105	XXXXXX	42
43		4-121 Flat-Multi-Level	7,225	XXXXXX	43
44		4-123 Flat-General Service	2,212	XXXXXX	44
45		4-123 Flat-All Other	18,904	XXXXXX	45
46		4-124 All Other Car Types	596	XXXXXX	46
47		4-125 TOTAL (lines 31-45)	566,271	XXXXXX	47
48		4-13 Private Line Cars - Loaded (H)	XXXXXX	XXXXXX	48
49		4-130 Box-Plain 40-Foot	0	XXXXXX	49
50		4-131 Box-Plain 50-Foot and Longer	20,176	XXXXXX	50
51		4-132 Box-Equipped	2,238	XXXXXX	51
52		4-133 Gondola-Plain	5,758	XXXXXX	52
53		4-134 Gondola-Equipped	317	XXXXXX	53
54		4-135 Hopper-Covered	93,785	XXXXXX	54
55		4-136 Hopper-Open Top-General Service	604	XXXXXX	55
56		4-137 Hopper-Open Top-Special Service	459	XXXXXX	56
57		4-138 Refrigerator-Mechanical	136	XXXXXX	57
58		4-139 Refrigerator-Non-Mechanical	3,145	XXXXXX	58
59		4-140 Flat-TOFC/COFC	396,041	XXXXXX	59
60		4-141 Flat-Multi-Level	79,477	XXXXXX	60
61		4-142 Flat-General Service	40	XXXXXX	61
62		4-143 Flat-All Other	15,056	XXXXXX	62
63		4-144 Tank Under 22,000 Gallons	59,595	XXXXXX	63
64		4-145 Tank-22,000 Gallons and Over	51,335	XXXXXX	64
		4-146 All Other Car Types	450	XXXXXX	
		4-147 TOTAL (lines 47-63)	728,612	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	8,568	xxxxxx	66
68		4-152 Box-Equipped	2,202	xxxxxx	67
69		4-153 Gondola-Plain	5,479	xxxxxx	68
70		4-154 Gondola-Equipped	332	xxxxxx	69
71		4-155 Hopper-Covered	100,522	xxxxxx	70
72		4-156 Hopper-Open Top-General Service	618	xxxxxx	71
73		4-157 Hopper-Open Top-Special Service	615	xxxxxx	72
74		4-158 Refrigerator-Mechanical	134	xxxxxx	73
75		4-159 Refrigerator-Non-Mechanical	3,112	xxxxxx	74
76		4-160 Flat-TOFC/COFC	19,999	xxxxxx	75
77		4-161 Flat-Multi-Level	53,469	xxxxxx	76
78		4-162 Flat-General Service	43	xxxxxx	77
79		4-163 Flat-All Other	15,658	xxxxxx	78
80		4-164 Tank Under 22,000 Gallons	66,150	xxxxxx	79
81		4-165 Tank-22,000 Gallons and Over	55,756	xxxxxx	80
82		4-166 All Other Car Types	455	xxxxxx	81
83		4-167 TOTAL (lines 65-81)	333,112	xxxxxx	82
84		4-17 Work Equipment and Company Freight Car-Miles	16,210	xxxxxx	83
		4-18 No Payment Car-Miles (I) (1)	108,278	xxxxxx	84
		4-19 Total Car-Miles by Train Type	xxxxxx	xxxxxx	
85		4-191 Unit Trains	154,562	xxxxxx	85
86		4-192 Way Trains	110,782	xxxxxx	86
87		4-193 Through Trains	2,129,080	xxxxxx	87
88		4-194 TOTAL (lines 85-87)	2,394,424	xxxxxx	88
89		4-20 Caboose Miles	310	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	15,841,107		
99		6-02 Freight Trains, Crs., Cnts., and Caboose	XXXXXX	XXXXXX	99
100		6-020 Unit Trains	11,943,356	XXXXXX	100
101		6-021 Way Trains	8,574,872	XXXXXX	101
102		6-022 Through Trains	151,179,424	XXXXXX	102
103		6-03 Passenger-Trains, Crs., and Cnts.			103
104		6-04 Non-Revenue	1,568,409	XXXXXX	104
		6-05 TOTAL (lines 98-103)	189,107,168		
105		7. Tons of Freight (thousands)	XXXXXX	XXXXXX	105
106		7-01 Revenue	199,459	XXXXXX	106
107		7-02 Non-Revenue	3,076	XXXXXX	107
		7-03 TOTAL (lines 105, 106)	202,535	XXXXXX	
108		8. Ton-Miles of Freight (thousands) (L)	XXXXXX	XXXXXX	108
109		8-01 Revenue-Road Service	82,503,599	XXXXXX	109
110		8-02 Revenue-Lake Transfer Service		XXXXXX	110
111		8-03 TOTAL (lines 108, 109)	82,503,599	XXXXXX	111
112		8-04 Non-Revenue-Road Service	1,077,678	XXXXXX	112
113		8-05 Non-Revenue-Lake Transfer Service		XXXXXX	113
114		8-06 TOTAL (lines 111, 112)	1,077,678	XXXXXX	114
		8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110, 113)	83,581,277	XXXXXX	
115		9. Train Hours (M)	XXXXXX	XXXXXX	115
116		9-01 Road Service	1,443,427	XXXXXX	116
117		9-02 Train Switching	320,342	XXXXXX	117
		10. TOTAL YARD-SWITCHING HOURS (N)	1,306,158	XXXXXX	
118		11. Train-Miles Work Trains (O)	XXXXXX	XXXXXX	118
119		11-01 Locomotives	332,142	XXXXXX	119
		11-02 Motorcars		XXXXXX	
120		12. Number of Loaded Freight Cars (P)	XXXXXX	XXXXXX	120
121		12-01 Unit Trains	308,829	XXXXXX	121
122		12-02 Way Trains	1,492,181	XXXXXX	122
123		12-03 Through Trains	5,030,119	XXXXXX	123
124		13. TOFC/COFC-No. of Rev. Trailers & Cont Loaded & Unloaded (Q)	1,814,110	XXXXXX	124
125		14. Multi-Level Cars-No. of Motor Vehicles Loaded & Unloaded (Q)	1,130,470	XXXXXX	125
		15. TOFC/COFC-No. of Rev. Trailers Picked Up and Delivered (R)	32,189	XXXXXX	
126		16. Revenue Tons-Marine Terminal (S)	XXXXXX	XXXXXX	126
127		16-01 Marine Terminals-Coal	15,794,548	XXXXXX	127
128		16-02 Marine Terminals-Ore	10,192,559	XXXXXX	128
129		16-03 Marine Terminals-Other	1,267,121	XXXXXX	129
		16-04 TOTAL (lines 126-128)	27,254,228	XXXXXX	
130		17. Number of Foreign Per Diem Cars on Line (T)	XXXXXX	XXXXXX	130
131		17-01 Serviceable	27,154	XXXXXX	131
132		17-02 Unserviceable	200	XXXXXX	132
133		17-03 Surplus	882	XXXXXX	133
		17-04 TOTAL (lines 130-132)	28,236	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 1991 to and including DECEMBER 31 1991

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 31ST day of MARCH 1992

My commission expires APRIL 4, 1994

Use an
L.S.
impression seal

Carol Ann Connell

(Signature of officer authorized to administer oaths)

CAROL ANN CONNELL Notary Public

City of Philadelphia, Phila County

(By the president or other chief officer of the respondent) My commission expires April 4 1994

SUPPLEMENTAL OATH

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 1991 to and including DECEMBER 31 1991

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 31ST day of MARCH 1992

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	
Month	Day	Year	Month	Day	Year	Name	Title			Name			
6	23	92	83							113300	CRK		

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Track and traffic conditions	85	TOFC/COFC number of revenue trailers and containers	
Train hours, yard switching	97	loaded and unloaded	97
Train miles	94	Voting powers and elections	3
Tons of freight	97	Weight of rail	90