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RC-114900 GRAND TRUNK WESTERN

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APPROVED BY OMB
2140-0009
EXPIRES 11/30/2000

Class I Railroad Annual Report

	<p>GRAND TRUNK WESTERN RAILROAD INC. 935 DE LA GAUCHETIERE STREET WEST FLOOR 4 MONTREAL, QUEBEC (CANADA) H3B 2M9</p>
<p>Correct name and address if different than shown</p>	<p>Full name and address of reporting carrier (Use mailing label on original, copy in full on duplicate)</p>



**To The
Surface Transportation Board
For the Year Ending December 31, 1998**

NOTICE

1. This report is required for every class I railroad operating within the United States. Three copies of this Annual Report should be completed. Two of the copies must be filed with the Surface Transportation Board, Office of Economics, Environmental Analysis, and Administration, The Mercury Building, 1925 K St. N.W., Suite 500, Washington, DC 20423, by March 31 of the year following that for which the report is made. One copy should be retained by the carrier.

2. Every inquiry must be definitely answered. Where the word "none" truly and completely states the fact, it should be given as the answer. If any inquiry is inapplicable, the words "not applicable" should be used.

3. Wherever the space provided in the schedules is insufficient to permit a full and complete statement of the requested information, inserts should be prepared and appropriately identified by the number of the schedule.

4. All entries should be made in a permanent black ink or typed. Those of a contrary character must be indicated in parenthesis. Items of an unusual character must be indicated by appropriate symbols and explained in footnotes.

5. 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.

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

(a) Board means *Surface Transportation Board*.

(b) Respondent means *the person or corporation in whose behalf the report is made*.

(c) Year means *the year ended December 31 for which the report is being made*.

(d) Close of the Year means *the close of business on December 31 for the year in which the report is being made*. If the report is made for a shorter period than one year, it means *the close of the period covered by the report*.

(e) Beginning of the Year means *the beginning of business on January 1 of the year for which the report is being made*. If the report is made for a shorter period than one year, it means *the beginning of that period*.

(f) Preceding Year means *the year ended December 31 of the year preceding the year for which the report is made*.

(g) 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*.

7. The ICC Termination Act of 1995 abolished the Interstate Commerce Commission and replaced it with the Surface Transportation Board. Any references to the Interstate Commerce Commission or Commission contained in this report refer to the Surface Transportation Board.

8. Any references to the Bureau of Accounts or the Office of Economics contained in this report refer to the Office of Economics, Environmental Analysis, and Administration of the Surface Transportation Board.

For Index, See Back of Form

ANNUAL REPORT

OF

GRAND TRUNK WESTERN RAILROAD INCORPORATED

TO THE

SURFACE TRANSPORTATION BOARD

FOR THE

YEAR ENDED DECEMBER 31, 1998

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

(Name) Serge Pharand

(Title) Vice-President and Corporate Comptroller

(Telephone number) (514) 399 - 4784
(Area code) (Telephone number)

(Office address) 935 de la Gauchetiere Street West Montreal, Quebec H3B 2M9
(Street and number, city, State, and ZIP code)

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SPECIAL NOTICE

Docket Number 38559 Railroad Classification Index, (ICC served January 20, 1983), modified the reporting requirements for Class II, Class III, and Switching and Terminal companies. These carriers will notify the Board only if the calculation results in a different revenue level than its current classification.

The dark border on the schedule represents data that are captured for processing by the Board.

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 addressed to the Office of the Secretary, Surface Transportation Board, 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 Number	Title
		None

B. IDENTITY OF RESPONDENT

Answers to the questions asked should be made in full, without reference to the 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 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 organization; 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 Grand Trunk Western Railroad Incorporated
2. Date of incorporation January 17, 1972
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 of trustees
State of Delaware
The name of the corporation was changed from Grand Trunk Land Development Corp., 01/15/93
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

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 on: _____
- ☒ No annual report to stockholders is prepared.

(date)

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common \$ 1.00 per share; first preferred \$ 1.00 per share; second preferred \$ N/A per share; debenture stock \$ N/A 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 X No . If no, state in a footnote the relationship between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? Yes No X. If yes, 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 relationship between holdings and corresponding voting rights, indicating whether voting rights are actual or contingent and, if contingent, showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? Yes see below No . If yes, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing.
Not closed.
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 31 votes, as of December 31, 1998 (date)
8. State the total number of stockholders of record, as of the date shown in answer to Inquiry 7. 1 stockholder.
9. Give the names of 30 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 one year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each, his or her address, the number of votes he or she 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 or she was entitled, with respect to securities held by him or her, 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 30 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 30 security holders at the close of the year.

Line No.	Name of Security Holder (a)	Address of Security Holder (b)	Number of Votes to Which Security Holder Was Entitled (c)	Number of Votes, Classified With Respect to Securities on Which Based			Line No.
				Stock			
				Common (d)	Preferred		
Second (e)	First (f)						
1	Grand Trunk Corporation	Portland, ME	31	26	5		1
2							2
3							3
4							4
5							5
6							6
7							7
8	The holders of the Class A Special Stock shall be entitled to vote, with one (1) vote per share, and the affirmative vote						8
9	of two-thirds of the outstanding Class A Special Stock shall be required to approve any amendment to the Certificate of						9
10	Incorporation which would affect the preferences, limitations and limited rights of such Class A Special Stock.						10
11							11
12							12
13							13
14							14
15							15
16							16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24
25							25
26							26
27							27
28							28
29							29
30							30

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: 31
votes cast.
11. Give the date of such meeting: September 16, 1998
12. Give the place of such meeting: Montréal, Québec

NOTES AND REMARKS

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

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)
Current Assets					
1		701	Cash	1,316	7,499
2		702	Temporary cash investments	19,500	15,500
3		703	Special deposits	-	-
			Accounts receivable		
4		704	- Loan and notes	-	-
5		705	- Interline and other balances	679	574
6		706	- Customers	-	-
7		707	- Other	8,189	5,399
8		709, 708	- Accrued accounts receivable	8,244	5,018
9		708.5	- Receivables from affiliated companies	425	53,406
10		709.5	- Less: Allowance for uncollectible accounts	(1,023)	(1,300)
11		710, 711, 714	Working funds, prepayments, deferred income tax debits	569	5,020
12		712	Materials and supplies	8,819	6,916
13		713	Other current assets	4	23
14			TOTAL CURRENT ASSETS	46,722	98,055
Other Assets					
15		715, 716, 717	Special funds	2,807	2,807
16		721, 721.5	Investments and advances - affiliated companies (Sch. 310 and 310A)	48,261	66,647
17		722, 723	Other investment and advances	(60)	(60)
18		724	Allowances for net unrealized losses on noncurrent marketable equity securities - Cr.	-	-
19		737, 738	Property used in other than carrier operation (Less depreciation) \$	587	774
20		739, 741	Other assets	2,682	2,516
21		743	Other deferred debits	2,202	4,200
22		744	Accumulated deferred income tax debits	-	-
23			TOTAL OTHER ASSETS	56,479	76,884
Road and equipment					
24		731, 732	Road (Sch.330) L-30 Col h & b	415,997	384,852
25		731, 732	Equipment (sch.330) L-39 Col h & b	135,061	127,849
26		731, 732	Unallocated items	11,113	5,038
27		733, 735	Accumulated depreciation and amortization (Sch. 335, 342, 351)	(295,633)	(299,168)
28			Net Road and Equipment	266,538	218,571
29			TOTAL ASSETS	369,739	393,510

NOTES AND REMARKS

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)
Current Liabilities					
30		751	Loan and notes payable	6,000	22,500
31		752	Accounts payable: interline and other	2,287	1,519
32		753	Audited accounts and wages payable	9,397	13,885
33		754	Other accounts payable	650	782
34		755,756	Interest and dividends payable	56	59
35		757	Payables to affiliated companies	149,707	144,304
36		759	Accrued accounts payable	91,126	64,195
37		760,761,761.5,762	Taxes accrued	5,608	3,941
38		763	Other current liabilities	162	162
39		764	Equipment obligations and other long-term debt due within one year	1,123	34
40			TOTAL CURRENT LIABILITIES	266,116	251,381
41		765,767	Funded debt unmatured	-	-
42		766	Equipment obligations	-	-
43		766.5	Capitalized lease obligations	-	1,123
44		768	Debt in default	-	-
45		769	Accounts payable: affiliated companies	22,839	50,025
46		770.1, 770.2	Unamortized debt premium	-	-
47		781	Interest in default	-	-
48		783	Deferred revenues - transfers from Govt.authorities	4,259	4,368
49		786	Accumulated deferred income tax credits	11,640	24,233
50		771, 772, 774 775, 782, 784	Other long-term liabilities and deferred credits	167,845	156,660
51			TOTAL NON-CURRENT CURRENT LIABILITIES	206,583	236,409
52		791,792	Total capital stock	30,000	30,000
53			Common stock	30,000	30,000
54			Preferred stock	-	-
55			Discount on capital stock	-	-
56		794,795	Additional capital	90,480	90,274
57		797	Retained earnings: Appropriated	-	-
58		798	Unappropriated	(223,440)	(214,554)
59		798.1	Net unrealized loss on noncurrent marketable equity securities	-	-
60		799	Less: treasury stock	-	-
61			Net stockholders equity	(102,960)	(94,280)
62			TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	369,739	393,510

NOTES AND REMARKS

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 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 provide for capital expenditures, and for sinking funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts. N/A \$ N/A.

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

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

(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 \$ _____.

(c) Is any part of the pension plan funded? Specify.

Yes X No _____

If funding is by insurance, give name of insuring company

N/A

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

The Northern Trust Company

Date of trust agreement or latest amendment

April 1, 1997

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

N/A

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement Canadian National Railway Co., Duluth, Winnipeg and Pacific Railway Co., and Central Vermont Properties Inc.

The charges are allocated based on the number of participants from each company.

(e) Is any part of the pension plan fund invested in stock or other securities of the respondent or its affiliates? Specify. Yes No X.

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

N/A

Are voting rights attached to any securities held by the pension plan? Specify Yes X No ____ If yes, who determines how stock is voted? The trustee determines how the stock is voted.

4. State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610).

Yes

No

X

5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ 26.

(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 \$ N/A.

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

Continued on following page

200 - COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued

(Dollars in Thousands)

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 security or property. Additional pages may be added if more space is needed. (Explain and / or reference to the following pages.)

See Note

(a) Changes in Valuation Accounts.

8. Marketable Equity Securities.

		Cost	Market	Debit (Credit) To Income	Debit (Credit) to Stockholders Equity
(Current Year)	Current Portfolio	N/A			N/A
as of / /	Noncurrent Portfolio	N/A		N/A	
(Previous Year)	Current Portfolio	N/A		N/A	N/A
as of / /	Noncurrent Portfolio	N/A		N/A	N/A

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

	Gains	Losses
Current	N/A	N/A
Noncurrent	N/A	N/A

A net unrealized gain (loss) of \$ N/A on the sale of marketable equity securities was included in net income for (year).

The cost of securities sold was based on the N/A (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 financial statements but prior to 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 - Continued

NOTES TO FINANCIAL STATEMENTS

(Dollars in Thousands)

Item 2: Income Taxes

Unused operating loss carryovers exist as of January 1, 1999 in the amount of \$54,968. However, because of the alternative minimum tax provision of the Tax Reform Act of 1986, it is not possible to determine with certainty the amount of future earnings which can be realized before paying federal income taxes. In addition, as a result of the initial public offering of Canadian National Railway Company, the availability of unused operating loss carryovers to GTW is severely limited.

Item 3: Pensions

(a) Change in benefit obligation

	Year ended December 31,	
	1998	1997
Benefit obligation at beginning of year	\$ 61,729	\$ 64,792
Service cost	429	399
Interest cost	4,298	4,512
Actuarial (gain) loss	5,954	(1,959)
Benefit payments and transfers	(5,853)	(6,015)
<i>Benefit obligation at end of year</i>	<u>\$ 66,557</u>	<u>\$ 61,729</u>

(b) Change in plan assets

	Year ended December 31,	
	1998	1997
Fair value of plan assets at beginning of year	\$ 59,723	\$ 51,371
Actual return on plan assets	2,931	11,532
Employer contributions	133	2,835
Benefit payments and transfers	(5,853)	(6,015)
<i>Fair value of plan assets at end of year</i>	<u>\$ 56,934</u>	<u>\$ 59,723</u>

(c) Funded status

	December 31,	
	1998	1997
Excess of benefit obligation over fair value of plan assets at end of year	\$ (9,623)	\$ (2,006)
Unrecognized net actuarial (gain) loss	4,723	(2,904)
Unrecognized net transition asset	(1,114)	(1,671)
Unrecognized net prior service cost	1,477	1,730
<i>Net amount recognized</i>	<u>\$ (4,537)</u>	<u>\$ (4,851)</u>

(d) Amount recognized in the Balance Sheet

	December 31,	
	1998	1997
Accrued benefit cost	\$ (4,537)	\$ (4,851)
Additional minimum liability	(3,354)	-
Intangible asset	1,785	-
Accumulated other comprehensive income	1,569	-
<i>Net amount recognized</i>	<u>\$ (4,537)</u>	<u>\$ (4,851)</u>

200 - COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued

NOTES TO FINANCIAL STATEMENTS

(Dollars in Thousands)

(e) Component of net periodic benefit cost (income)

	Year ended December 31,	
	1998	1997
Service cost	\$ 429	\$ 399
Interest cost	4,298	4,512
Expected return on plan assets	(4,578)	(4,307)
Amortization of net transition asset	(557)	(557)
Amortization of prior service cost	253	253
Recognized net actuarial loss	-	84
<i>Net periodic benefit cost (income)</i>	<u>\$ (155)</u>	<u>\$ 384</u>

(f) Weighted-average assumptions

	December 31,	
	1998	1997
Discount rate	6.50%	7.25%
Rate of compensation increase	4.25%	4.50%
Expected return on plan assets for year ending December 31,	9.00%	9.00%

Item 7: Contingent Liabilities

Various legal actions, general claims, and governmental proceedings (including administrative orders from the Environmental Protection Agency) are pending against GTW. They include a relatively important number of occupational exposure claims filed in recent years.

Litigation is subject to many uncertainties: the outcome of the individual litigated matters is not predictable with assurance and it is possible that some of the foregoing matters may be decided unfavorably to GTW. The financial statements reflect a provision for the aggregate amount of liability which management of GTW, in consultation with legal counsel, believes has probably been incurred. While it is reasonably possible that some of the foregoing matters may be settled at a cost greater than that provided for, it is the opinion of management that the ultimate liability, if any, with respect to these matters will not materially affect the financial position of GTW.

Item 7: Special Charge

GTW recorded a \$63,000 pre-tax charge (\$39,000 after tax) to operations in 1998, relating to workforce reduction. This liability, recorded in line 36B and 50B of schedule 200, includes severance and other payments to be made for workforce reductions which are scheduled for completion before the end of 1999. Labour productivity and operating efficiency initiatives span the entire organization with reductions in the administration, transportation, engineering and equipment functions.

200 - COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued

NOTES TO FINANCIAL STATEMENTS

200 - COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued**NOTES TO FINANCIAL STATEMENTS**

200 - COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued

NOTES TO FINANCIAL STATEMENTS

200 - COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued**NOTES TO FINANCIAL STATEMENTS**

200 - COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued

NOTES TO FINANCIAL STATEMENTS

210 - RESULTS OF OPERATIONS

(Dollars in Thousands)

1. Disclose requested information for respondent to results of operations for the year.
2. Report total operating expenses from Sched 410. Any differences between this schedule and Sched. 410 must be explained on page 18.
3. List dividends from investments accounted for under the cost method on line 19, and list dividends accounted for under the equity method on line 25.
4. All contra entries should be shown in parenthesis.

Cross - Checks

Schedule 210	Schedule 210
Line 15, col b	= Line 62, col b
Lines 47, 48, 49 col b	= Line 63, col b
Line 50, col b	= Line 64, col b
Line 14, col b	Schedule 410
Line 14, col d	= Line 620, col h
Line 14, col e	= Line 620, col f
	= Line 620, col g

Line No.	Cross Check	Item	Amount for current year	Amount for preceding year	Freight-related revenue & expenses	Passenger-related revenue & expenses
		(a)	(b)	(c)	(d)	(e)
		ORDINARY ITEMS				
		OPERATING INCOME				
		Railway Operating Income				
1		(101) Freight	334,356	345,763	334,356	-
2		(102) Passenger	-	-	-	-
3		(103) Passenger - related	-	-	-	-
4		(104) Switching	4,133	3,456	4,133	-
5		(105) Water Transfers	-	-	-	-
6		(106) Demurrage	2,048	1,933	2,048	-
7		(110) Incidental	2,375	1,089	2,375	-
8		(121) Joint Facility - credit	-	-	-	-
9		(122) Joint Facility - debit	-	-	-	-
10		(501) Railway operating revenues (Exclusive of transfers from Government authorities - lines 1 - 9)	342,912	352,241	342,912	-
11		(502) Railway operating revenues - transfer from government authorities	-	-	-	-
12		(503) Railway operating revenues - amortization of deferred transfers from government authorities	162	157	162	-
13		Total Railway Operating Revenues (Lines 10 - 12)	343,074	352,398	343,074	-
14	*	(531) Railway operating expenses	377,108	355,622	377,108	-
15	*	Net revenue from railway operations	(34,034)	(3,224)	(34,034)	-
		OTHER INCOME				
16		(506) Revenue from property used in other than carrier operations	-	-		
17		(510) Miscellaneous rent income	1,118	1,152		
18		(512) Separately operated properties - profit	-	-		
19		(513) Dividend income (cost method)	-	-		
20		(514) Interest income	963	1,113		
21		(516) Income from sinking and other funds	-	-		
22		(517) Release of premiums on funded debt	-	-		
23		(518) Reimbursements received under contracts and agreements	-	-		
24		(519) Miscellaneous income	9,780	5,557		
25		A) Dividends from affiliates	-	-		
26		B) Equity in undistributed earnings (losses)	444	-		
27		TOTAL OTHER INCOME (Lines 16 - 26)	12,305	7,822		
28		TOTAL INCOME (Lines 15, 27)	(21,729)	4,598		
		MISCELLANEOUS DEDUCTIONS FROM INCOME				
29		(534) Expense of property used in other than carrier operations	13	13		
30		(544) Miscellaneous taxes	250	137		
31		(545) Separately operated properties - Loss	-	-		
32		(549) Maintenance of investment organizations	-	-		
33		(550) Income transferred under contracts and agreements	-	-		
34		(551) Miscellaneous income charges	873	572		
35		(553) Uncollectible accounts	-	-		
36		TOTAL MISCELLANEOUS DEDUCTIONS	1,136	722		
37		Income available for fixed charges	(22,865)	3,876		

210 - RESULTS OF OPERATIONS - Continued
(Dollars in Thousands)

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)
		FIXED CHARGES		
		(546) Interest on funded debt:		
38		(a) Fixed interest not in default	101	102
39		(b) Interest in default	-	-
40		(547) Interest on unfunded debt	1,371	1,417
41		(548) Amortization of discount on funded debt	-	-
42		TOTAL FIXED CHARGES (Lines 38 - 41)	1,472	1,519
43		Income After Fixed Charge (Line 37 - Line 42)	(24,337)	2,357
		OTHER DEDUCTIONS		
		(546) Interest on funded debt:		
44		(c) Contingent interest	-	-
		UNUSUAL OR INFREQUENT ITEMS		
45		(555) Unusual or infrequent items (debit) credit	-	-
46		Income (Loss) from continuing operations (before inc. taxes)	(24,337)	2,357
		PROVISIONS FOR INCOME TAXES		
		(556) Income taxes on ordinary income:		
47	*	a) Federal income taxes	(4,651)	(4,397)
48	*	b) State income taxes	1,088	(853)
49	*	c) Other income taxes	-	-
50	*	(557) Provision for deferred taxes	(12,593)	1,401
51		TOTAL PROVISIONS FOR INCOME TAXES (Lines 47 - 50)	(16,156)	(3,849)
52		Income from continuing operations (line 46 minus line 51)	(8,181)	6,206
		DISCONTINUED OPERATIONS		
		(560) Income or loss from operations of discontinued segments (less applicable income of \$)	-	-
53		(562) Gain or loss on disposal of discontinued segments (less applicable income of \$)	-	-
54		(562) Gain or loss on disposal of discontinued segments (less applicable income of \$)	-	-
55		Income Before Extraordinary Items (Line 52 - 54)	(8,181)	6,206
		EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
56		(570) Extraordinary items (Net)	-	-
57		(590) Income taxes on extraordinary items	-	-
58		(591) Provision for deferred taxes - Extraordinary items	-	-
59		TOTAL EXTRAORDINARY ITEMS (Lines 56 - 58)	-	-
		(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)	-	-
60		(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)	-	-
61	*	Net income (loss) (lines 55 + 59 + 60)	(8,181)	6,206
		RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)		
62	*	Net revenues from railway operations	(34,034)	(3,224)
63	*	(556) Income taxes on ordinary income (-)	(3,563)	(5,250)
64	*	(557) Provision for deferred taxes (-)	(12,593)	1,401
65		Income from leased road and equipment (-)	-	-
66		Rent for leased road and equipment (+)	3,489	4,057
67		Net railway operating income (loss)	(14,389)	4,682

NOTES AND REMARKS FOR SCHEDULES 210 AND 220

GTW recorded a \$63,000 (thousand) pre-tax charge (\$39,000 (thousand) after tax) to operations in 1998, relating to workforce reduction. This charge, included in line 14B of Schedule 210, includes severance and other payments to be made for workforce reductions which are scheduled for completion before the end of 1999. Labour productivity and operating efficiency initiatives span the entire organization with reductions in the administration, transportation, engineering and equipment functions.

220 - RETAINED EARNINGS
(Dollars in Thousands)

1. Show below the items of Retained Earnings Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.
2. All contra entries hereunder should be shown in parentheses.
3. Show under Remarks the amount of assigned Federal income tax consequences for Accounts 606 and 616.
4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.
5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61 column (b), Schedule 210.
6. Include in column (b) only amounts applicable to retained earnings exclusive of any amounts included in column (c).

Line No.	Cross Check	Item (a)	Retained Earnings - Unappropriated (b)	Equity in Undistributed Earnings (Losses) of Affiliated Companies (c)
1		Balances at beginning of year	(214,904)	350
2		(601.5) Prior period adjustment to beginning retained earnings	(206)	-
		CREDITS		
3	*	(602) Credit balance transferred from income	-	444
4		(603) Appropriations released	-	-
5		(606) Other credits to retained earnings	-	-
6		TOTAL CREDITS	-	444
		DEBITS		
7	*	(612) Debit balance transferred from income	8,625	-
8		(616) Other debits to retained earnings	499	-
9		(620) Appropriation for sinking and other funds	-	-
10		(621) Appropriations for other purposes	-	-
11		(623) Dividends: Common stock	(50)	50
12		Preferred Stock (1)	-	-
13		TOTAL DEBITS	9,074	50
14		Net Increase (decrease) during year (Line 6 minus Line 13)	(9,074)	394
15	*	Balances at close of year (Lines 1, 2 and 14)	(224,184)	744
16	*	Balance from line 15C	744	N/A
17		(798) Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year.	(223,440)	N/A
18		(797) Total appropriated retained earnings::		
19		Credits during year \$		
20		Debits during year \$		
21		Balance at close of year \$		
22		Amount of assigned federal income tax consequences:		
23		Account 606 \$		
		Account 616 \$		

NOTE:

The amount indicated on line 11 column c represents a dividend that RAILEASE ASSOCIATES LLC (GTW investment accounted for on the equity basis) paid to GTW. As this dividend does not impact the Retained Earnings of GTW as a whole, the amount is offset in line 11 column b.

The amount indicated on line 2 column b represents an adjustment relating to 1996 which was recorded in 1998. This adjustment relates to the merger of Grand Trunk Technologies Inc. into GTW and was approved by the STB on September 3, 1998.

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 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) (Per Share)	Number of Shares			Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	In Treasury (h)
1	Common	1.00	1,000	26	-	26	23,000
2	Common - Special Class "A"	1.00	1,000	5	-	5	5,000
3							
4							
5							
6							
7							
8							
9							
10	Total	N/A	2,000	31	-	31	30,000

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

- 1 The purpose of this part is to disclose capital stock changes during the year.
- 2 Column (a) presents the items to be disclosed.
- 3 Columns (b), (d), and (f) require disclosure of the number of shares of preferred, common, and treasury stock applicable to the items in column (a).
- 4 Columns (c), (e) and (g) require the disclosure of the book value of preferred, common, and treasury stock.
- 5 Disclose in column (b) the additional paid in capital realized from changes in capital stock during the year.
- 6 Unusual circumstances arising from changes in capital stock shall be fully explained in footnotes to this schedule.

Line No.	Item (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital \$ (h)
		No. of Shares (b)	\$ Amount (c)	No. of Shares (d)	\$ Amount (e)	No. of Shares (f)	\$ Amount (g)	
11	Beginning Balance			31	30,000			90,274
12								
13	Adjustment to Grand Trunk Technologies, Inc. amalgamation into GTW.							206
14								
15								
16								
17	Closing Balance		-	31	30,000	-	-	90,480

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

240. STATEMENT OF CASH FLOWS

(Dollars in Thousands)

Give the information as requested concerning the cash flows during the year. Either the direct or indirect method can be used. The direct method shows as its principal components operating cash receipts and payments, such as cash received from customers and cash paid to suppliers and employees, the sum of which is net cash flow from operating activities. The indirect method starts with net income and adjusts it for revenue and expense items that were not the result of operating cash transactions in the current period to reconcile it to net cash flow from operating activities. If direct method is used complete lines 1 - 41; indirect method complete lines 10 - 41. Cash for the purpose of this schedule shall include cash and cash equivalents which are short-term, highly liquid investments readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Information about all investing and financing activities which do not directly affect cash shall be separately disclosed in footnotes to this schedule. They shall clearly relate the cash (if any) 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 flows. 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)	Previous 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 through 8)			9

RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No.
10		Income from continuing operations	(8,181)	6,206	10

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

Line No.	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No.
11		Loss (gain) on sale or disposal of tangible property and investments	-	-	11
12		Depreciation and amortization expenses	8,238	7,048	12
13		Increase (decrease) in provision for Deferred Income Taxes	(12,593)	1,401	13
14		Net decrease (increase) in undistributed earnings (losses) of affiliates	(394)	40	14
15		Decrease (increase) in accounts receivable	(3,938)	(22,233)	15
16		Decrease (increase) in materials and supplies and other current assets	(1,884)	3,292	16
17		Increase (decrease) in current liabilities other than debt	58,667	26,416	17
18		Increase (decrease) in other - net	(24,031)	(15,771)	18
19		Net cash provided from continuing operations (lines 10 through 18)	15,884	6,399	19
20		Add (Subtract) cash generated (paid) by reason of discontinued operations and extraordinary items	63,000	-	20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES (lines 19 and 20)	78,884	6,399	21

CASH FLOWS FROM INVESTING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No.
22		Proceeds from sale of property	(2,254)	17,799	22
23		Capital expenditures	(53,873)	(39,038)	23
24		Net change in temporary cash investments not qualifying as cash equivalents	-	-	24
25		Proceeds from sale/repayment of investment and advances	19,285	7,865	25
26		Purchase price of long-term investments and advances	(505)	(2,260)	26
27		Net decrease (increase) in sinking and other special funds	-	(160)	27
28		Other - net	-	-	28
29		NET CASH USED IN INVESTING ACTIVITIES (lines 22 through 28)	(37,347)	(15,767)	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)	Previous Year (c)	Line No.
30		Proceeds from issuance of long-term debt			30
31		Principal payments of long-term debt	(34)	(1,089)	31
32		Proceeds from issuance of capital stock			32
33		Purchase price of acquiring treasury stock			33
34		Cash dividends paid			34
35		Other - net	(43,686)	10,373	35
36		NET CASH FROM FINANCING ACTIVITIES (lines 30 through 35)	(43,720)	9,284	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (lines 21, 29, and 36)	(2,183)	(84)	37
38		Cash and cash equivalents at beginning of year	22,999	23,083	38
39		CASH AND CASH EQUIVALENTS AT END OF YEAR (lines 37 and 38)	20,816	22,999	39
		Footnotes To Schedule Cash paid during the year for:			
40		Interest (net of amount capitalized) *	1,369	1,404	40
41		Income taxes (net) *			41

* Only applies if indirect method is adopted

NOTES AND REMARKS

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	Amount (b)	Line No.
CURRENT OPERATING ASSETS				
1	Interline and other balances (705)	Schedule 200, line 5, col. b	679	1
2	Customers (706)	Schedule 200, line 6, col. b	-	2
3	Other (707)	Note A	8,189	3
4	TOTAL CURRENT OPERATING ASSETS	Lines 1 + 2 + 3	8,868	4
OPERATING REVENUE				
5	Railway operating revenue	Schedule 210, line 13, col. b	343,074	5
6	Rent income	Note B	26,159	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	369,233	7
8	Average daily operating revenues	Line 7 ÷ 360 days	1,026	8
9	Days of operating revenue in current operating assets	Line 4 ÷ line 8	9	9
10	Revenue delay days plus buffer	Line 9 + 15 days	24	10
CURRENT OPERATING LIABILITIES				
11	Interline and other balances (752)	Schedule 200, line 31, col. b	2,287	11
12	Audited accounts and wages payable (753)	Note A	9,397	12
13	Accounts payable - other (754)	Note A	650	13
14	Other taxes accrued (761.5)	Note A	-	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 through 14	12,334	15
OPERATING EXPENSES				
16	Railway operating expenses	Schedule 210, line 14, col. b	377,108	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, col. h	8,387	17
18	Cash related operating expenses	Line 16 + line 6 - line 17	394,880	18
19	Average daily expenditures	Line 18 ÷ 360 days	1,097	19
20	Days of operating expenses in current operating liabilities	Line 15 ÷ line 19	11	20
21	Days of working capital required	Line 10 - line 20 (Note C)	13	21
22	Cash working capital required	Line 21 x line 19	14,261	22
23	Cash and temporary cash balance	Sched. 200, line 1 + line 2, col. b	20,816	23
24	Cash working capital allowed	Lesser of line 22 and line 23	14,261	24
MATERIAL AND SUPPLIES				
25	Total materials & supplies (712)	Note A	8,819	25
26	Scrap and obsolete material included in account 712	Note A	-	26
27	Materials and supplies held for common carrier purposes	Line 25 - line 26	8,819	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	23,080	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

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 corporation, the symbols and industrial classification 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 Surface Transportation Board and are jointly owned, disclose in footnotes the name and extent of control of the other controlling entities.

310 - INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

(Dollars in Thousands)

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, from accounts 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 25, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

3. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise encumbered. Give 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 evidence 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 Number (a)	Class No. (b)	Kind Of Industry (c)	Name Of Issuing Company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent Of Control (e)	Line No.
1	721	A-1	VII	Trailer Train Company - Capital Stock	2.44%	1
2	721	A-1	VII	Belt Railway Company of Chicago - Capital Stock	8.33%	2
3	721	A-1	VII	St. Clair Tunnel Company - Preferred Stock (4% Cumulative)	(A)	3
4						4
5				Sub - Total		5
6						6
7	721	A-3	VII	Rail Lease - Capital Stock	50.00%	7
8						8
9				Sub - Total		9
10						10
11	721	D-1	VII	Rail Lease - Notes	50.00%	11
12	721	D-1	VII	Trailer Train Company - Notes	2.44%	12
13	721	D-1	VII	St. Clair Tunnel Company - Notes	(A)	13
14						14
15				Sub - Total		15
16						16
17	721	E-1	VII	Belt Railway Company of Chicago	8.33%	17
18	721	E-1	VII	Duluth, Winnipeg & Pacific Railway	(A)	18
19	721	E-1	VII	St. Clair Tunnel Company	(A)	19
20						20
21				Sub - Total		21
22						22
23						23
24						24
25						25
26						26
27				Total		27
28						28
29						29
30			(A)	Grand Trunk Corporation has 100% ownership of		30
31				Grand Trunk Western, Inc., Duluth, Winnipeg &		31
32				Pacific Railway and St. Clair Tunnel Company		32
33						33
34						34
35			(B)	Reconciliation to Schedule 200		35
36						36
37				Column (I) Line 27	47,517	37
38				Schedule 310A Column (G) Line 27	744	38
39				Schedule 200 Column (B) Line 16	48,261	39
40						40

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 case 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 include 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 Surface Transportation Board and are jointly owned, give names and extent of control by other entities by footnotes.

Line No.	Investments and Advances				Disposed of profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
	Opening Balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing Balance (i)				
1	600	-	-	600	-	-	-	1
2	240	-	-	240	-	-	-	2
3	40,000	-	-	40,000	-	-	-	3
4								4
5	40,840	-	-	40,840	-	-	-	5
6								6
7	225	-	-	225	-	-	-	7
8								8
9	225	-	-	225	-	-	-	9
10								10
11	75	-	-	75	-	-	-	11
12	222	-	-	222	-	-	-	12
13	17,175	-	17,175	-	-	-	-	13
14								14
15	17,472	-	17,175	297	-	-	-	15
16								16
17	561	-	561	-	-	-	-	17
18	2,966	505		3,471	-	-	-	18
19	4,233	-	1,549	2,684	-	-	-	19
20					-	-	-	20
21	7,760	505	2,110	6,155	-	-	-	21
22								22
23								23
24								24
25								25
26								26
27	66,297	505	19,285	47,517	-	-	-	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

All amounts recorded in Column H represent repayment of advances or notes.

310 - INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - (Continued)

(Dollars in Thousands)

Line No.	Account Number (a)	Class No. (b)	Kind Of Industry (c)	Name Of Issuing Company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent Of Control (e)	Line No.
1						1
2						2
3						3
4						4
5						5
6						6
7						7
8						8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25						25
26						26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38						38
39						39
40						40

310 - INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - (Continued)

(Dollars in Thousands)

Line No.	Investments and Advances				Disposed of profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
	Opening Balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing Balance (i)				
1								1
2								2
3								3
4								4
5								5
6								6
7								7
8								8
9								9
10								10
11								11
12								12
13								13
14								14
15								15
16								16
17								17
18								18
19								19
20								20
21								21
22								22
23								23
24								24
25								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

310A. • INVESTMENTS IN COMMON STOCK OF AFFILIATED COMPANIES

(Dollars in Thousands)

Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stock included in Account 721, Investments and Advances Affiliated Companies.
2. Enter in column (c) the amount necessary to retroactively adjust those investments. (See Instruction 5-2, Uniform System of Accounts).
3. Enter in column (d) the share of undistributed earnings (i.e., dividends) or losses.
4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition.
5. For definitions of carrier and noncarrier, see general instructions.

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustments for investments equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)	Line No.
1	Carriers: (List specifics for each company)							1
2								2
3								3
4								4
5								5
6								6
7								7
8								8
9								9
10								10
11								11
12								12
13								13
	Noncarriers (List specifics for each company)							
14	Release Associates LLC	350		394			744	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	Total	350	-	394	-	-	744	27

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330

1. Give particulars of balances at the beginning and close of the year and of all changes during the year in Account No. 731, "Road and Equipment Property", and Account No. 732, "Improvements on Leased Property" classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. The balances, by primary accounts, should, insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (g) should be the net of the amounts in columns (c) through (f). Column (h) is the aggregate of columns (b) through (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of Accounts 731 and 732 for the respective periods; if not, a full explanation should be made in a footnote.
2. In column (c), show 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" in the Uniform System of Accounts for Railroad Companies for such items.
3. In column (d), show 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. Columns (c) and (e) should include all entries covering expenditures for additions and betterments, as defined, whether or not replacing other property.
5. All credits representing property sold, abandoned, or otherwise retired should be shown in column (f).
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 the cost, location, area, and other details which will identify the property in a footnote.
8. Report on line 29, amounts not included 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 Board 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 Board.
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 \$5,000 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 the amount used in a footnote.

NOTES AND REMARKS

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT

(Dollars in Thousands)

Line No.	Cross check	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road & equipment & road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)	Line No.
1		(2) Land for transportation purposes	15,784			1
2		(3) Grading	21,110			2
3		(4) Other right-of-way expenditures	178			3
4		(5) Tunnels and subways	-			4
5		(6) Bridges, trestles, and culverts	10,408			5
6		(7) Elevated structures	-			6
7		(8) Ties	105,389			7
8		(9) Rail and other track material	86,528			8
9		(11) Ballast	44,515			9
10		(13) Fences, snowsheds, and signs	568			10
11		(16) Stations and office buildings	11,051			11
12		(17) Roadway buildings	1,022			12
13		(18) Water stations	93			13
14		(19) Fuel stations	6,006			14
15		(20) Shops and enginehouses	12,233			15
16		(22) Storage warehouses	-			16
17		(23) Wharves and docks	-			17
18		(24) Coal and ore wharves	-			18
19		(25) TOFC/COFC terminals	10,761			19
20		(26) Communication systems	13,067			20
21		(27) Signals and interlockers	24,973			21
22		(29) Power plants	129			22
23		(31) Power-transmission systems	1,046			23
24		(35) Miscellaneous structures	141			24
25		(37) Roadway machines	5,703			25
26		(39) Public improvements - Construction	7,559			26
27		(44) Shop machinery	6,146			27
28		(45) Power-plant machinery	442			28
29		Other (specify and explain)	-			29
30		TOTAL EXPENDITURES FOR ROAD	384,852	-	-	30
31		(52) Locomotives	21,551			31
32		(53) Freight-train cars	96,921			32
33		(54) Passenger-train cars	-			33
34		(55) Highway revenue equipment	-			34
35		(56) Floating equipment	-			35
36		(57) Work equipment	2,313			36
37		(58) Miscellaneous equipment	459			37
38		(59) Computer systems and word processing equipment	6,605			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	127,849	-	-	39
40		(76) Interest during construction	2,291			40
41		(80) Other elements of investment	136			41
42		(90) Construction in progress	2,611			42
43		GRAND TOTAL	517,739	-	-	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	2,359		2,359	18,143	1
2	3	407		407	21,517	2
3	4			-	178	3
4	5			-	-	4
5	6	724	15	709	11,117	5
6	7			-	-	6
7	8	7,864	680	7,184	112,573	7
8	9	13,845	2,256	11,589	98,117	8
9	11	2,168	94	2,074	46,589	9
10	13			-	568	10
11	16			-	11,051	11
12	17			-	1,022	12
13	18			-	93	13
14	19	3,733	75	3,658	9,664	14
15	20	47		47	12,280	15
16	22			-	-	16
17	23			-	-	17
18	24			-	-	18
19	25	135		135	10,896	19
20	26			-	13,067	20
21	27	1,945	52	1,893	26,866	21
22	29			-	129	22
23	31			-	1,046	23
24	35	44		44	185	24
25	37			-	5,703	25
26	39	1,046		1,046	8,605	26
27	44			-	6,146	27
28	45			-	442	28
29	77				-	29
30		34,317	3,172	31,145	415,997	30
31	52	5,606	3,664	1,942	23,493	31
32	53	7,119	2,073	5,046	101,967	32
33	54				-	33
34	55			-	-	34
35	56				-	35
36	57		286	(286)	2,027	36
37	58			-	459	37
38	59	510		510	7,115	38
39		13,235	6,023	7,212	135,061	39
40	76			-	2,291	40
41	77,80	41		41	177	41
42	90	6,280	246	6,034	8,645	42
43		53,873	9,441	44,432	562,171	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 (c), for each primary account, the depreciation base used to compute the depreciation charges for the month of January, and in columns (e) and (f) show the depreciation base used to compute the depreciation charges for the month of December, in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 30 and 39 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and Account Nos. 31-21-00, 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 therefor 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 therefor is included in Account Nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.
4. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) effected.
5. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.

Line No.	Account (a)	OWNED AND USED			LEASED FROM OTHERS			Line No.
		Depreciation Base		Annual composite rate (%) (d)	Depreciation Base		Annual composite rate (%) (g)	
		1/1 At beginning of year (b)	12/1 At close of year (c)		1/1 At beginning of year (e)	12/1 At close of year (f)		
	ROAD							
1	(3) Grading	21,110	21,517	1.00				1
2	(4) Other, right-of-way expenditures	178	178	1.33				2
3	(5) Tunnels and subways	-	-					3
4	(6) Bridges, trestles, and culverts	10,408	11,117	1.48				4
5	(7) Elevated structures	-	-					5
6	(8) Ties	105,389	112,573	2.14				6
7	(9) Rail and other track material	86,528	98,117	2.18				7
8	(11) Ballast	44,515	46,589	2.11				8
9	(13) Fences, snow sheds, and signs	568	568					9
10	(16) Station and office buildings	11,051	11,051	1.79				10
11	(17) Roadway buildings	1,022	1,022	3.02				11
12	(18) Water stations	93	93	4.30				12
13	(19) Fuel stations	6,006	9,664	3.23				13
14	(20) Shops and enginehouses	12,233	12,280	1.71				14
15	(22) Storage warehouses	-	-					15
16	(23) Wharves and docks	-	-					16
17	(24) Coal and ore wharves	-	-					17
18	(25) TOFC/COFC terminals	10,761	10,896	3.39				18
19	(26) Communication systems	13,067	13,067	2.17				19
20	(27) Signals and interlockers	24,973	26,866	1.65				20
21	(29) Power plants	129	129	1.55				21
22	(31) Power-transmission systems	1,046	1,046	2.07				22
23	(35) Miscellaneous structures	141	185	2.90				23
24	(37) Roadway machines	5,703	5,703	3.47				24
25	(39) Public improvements-Construction	5,699	6,745	1.42				25
26	(44) Shop machinery	6,146	6,146	2.36				26
27	(45) Power-plant machinery	442	442	2.71				27
28	All other road accounts	-	-					28
29	Amortization (other than def. projects)	-	-					29
30	TOTAL ROAD	367,208	395,994	2.00				30
	EQUIPMENT							
31	(52) Locomotives	21,551	23,493	2.01				31
32	(53) Freight-train cars	96,921	101,967	4.16				32
33	(54) Passenger-train cars	-	-					33
34	(55) Highway revenue equipment	-	-					34
35	(56) Floating equipment	-	-					35
36	(57) Work equipment	2,313	2,027	2.71				36
37	(58) Miscellaneous equipment	459	459	13.00				37
38	(59) Computer systems and WP wquipment	6,605	7,115	11.55				38
39	TOTAL EQUIPMENT	127,849	135,061	4.14				39
40	GRAND TOTAL	495,057	531,055	N/A			N/A	40

335. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT OWNED AND USED

(Dollars in Thousands)

1. Disclose the required information regarding credits and debits to Account No. 735, "Accumulated Depreciation: Road and Equipment Property" during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and "Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" accounts and "Other Rents - Debit - Equipment" accounts. (See Schedule 351 for 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	Balance at beginning of year (b)	CREDITS TO RESERVE		DEBITS TO RESERVE		Balance at close of year (g)	Line No.
				During the year		During the year			
				Charges to operating expenses (c)	Other Credits ** (d)	Retirements (e)	Other Debits *** (f)		
(a)									
ROAD									
1		(3) Grading	14,616	81				14,697	1
2		(4) Other, right-of-way expenditures	121	1				122	2
3		(5) Tunnels and subways	-					-	3
4		(6) Bridges, trestles, and culverts	6,708	80			73	6,715	4
5		(7) Elevated structures	-					-	5
6		(8) Ties	53,674	1,304		680	1,196	53,102	6
7		(9) Rail and other track material	46,936	1,546	787	2,256	1,807	45,206	7
8		(11) Ballast	21,081	805		94	215	21,577	8
9		(13) Fences, snow sheds, and signs	559					559	9
10		(16) Station and office buildings	5,120	109				5,229	10
11		(17) Roadway buildings	650	15				665	11
12		(18) Water stations	(12)	3				(9)	12
13		(19) Fuel stations	193	188	(39)	75	21	246	13
14		(20) Shops and enginehouses	7,539	113				7,652	14
15		(22) Storage warehouses	-					-	15
16		(23) Wharves and docks	-					-	16
17		(24) Coal and ore wharves	-					-	17
18		(25) TOFC/COPC terminals	6,714	241				6,955	18
19		(26) Communication systems	5,081	174				5,255	19
20		(27) Signals and interlockers	13,674	193			2	13,865	20
21		(29) Power plants	59	2				61	21
22		(31) Power-transmission systems	776	11				787	22
23		(35) Miscellaneous structures	215	(90)				125	23
24		(37) Roadway machines	4,612	66				4,678	24
25		(39) Public improvements-Construction	4,479	41			155	4,365	25
26		(44) Shop machinery *	4,194	70				4,264	26
27		(45) Power-plant machinery	402	10				412	27
28		All other road accounts	16,260	-				16,260	28
29		Amortization (Adjustments)	-					-	29
30		TOTAL ROAD	213,651	4,963	748	3,105	3,469	212,788	30
EQUIPMENT									
31		(52) Locomotives	15,846	365		3,664		12,547	31
32		(53) Freight-train cars	60,293	2,258		2,073		60,478	32
33		(54) Passenger-train cars	-					-	33
34		(55) Highway revenue equipment	-					-	34
35		(56) Floating equipment	-					-	35
36		(57) Work equipment	1,761	21		286		1,496	36
37		(58) Miscellaneous equipment	728	(220)				508	37
38		(59) Computer systems and word processing equipment	5,247	785				6,032	38
39		Amortization Adjustments	-					-	39
40		TOTAL EQUIPMENT	83,875	3,209	-	6,023	-	81,061	40
41		GRAND TOTAL	297,526	8,172	748	9,128	3,469	293,849	41

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

** Represents salvage expense in 1998 for corresponding property account category.

*** Represents dismantling credits in 1998 for corresponding property account category.

339. ACCRUED LIABILITY - LEASED PROPERTY

(Dollars in Thousands)

1. Disclose the required information relating to credits and debits of Account 772, "Accrued Liability Leased Property", during the year concerning road and equipment leased from others.
2. In column (c), enter amounts charged to operating expenses. In column (e), enter debits to account arising from retirements. In column (f), enter amounts paid to lessor.
3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.
4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.
5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to Account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses, and in column (f) show payments made to the lessor in settlement thereof.

Line No.	Cross check	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other, right-of-way 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			NIL				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 changes 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 the 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.
		Beginning of year (b)	Close of year (c)		
	ROAD				
1	(3) Grading	194	584	1.33	1
2	(4) Other right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles & culverts	5	709	1.49	4
5	(7) Elevated structures				5
6	(8) Ties	239	239	1.63	6
7	(9) Rail & other track material	236	236	2.04	7
8	(11) Ballast	30	30	1.22	8
9	(13) Fences snow sheds & signs				9
10	(16) Station & office buildings	959	959	9.55	10
11	(17) Roadway buildings				11
12	(18) Water stations				12
13	(19) Fuel stations				13
14	(20) Shops & enginehouses	19	19	7.93	14
15	(22) Storage warehouses				15
16	(23) Wharves & docks				16
17	(24) Coal & ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems	208	208	10.76	19
20	(27) Signals & interlockers	62	1,463	3.89	20
21	(29) Power plants				21
22	(31) Power-transmission systems	1	1	3.00	22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements-const.				25
26	(44) Shop machinery *	1	1	6.05	26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	Amortization (adjustments)				29
30	TOTAL ROAD	1,954	4,449		30
	EQUIPMENT				
31	(52) Locomotives	1,750	1,750		31
32	(53) Freight-train cars			3.79	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 & WP equip.				38
39	Amortization (adjustments)				39
40	TOTAL EQUIPMENT	1,750	1,750		40
41	GRAND TOTAL	3,704	6,199	N/A	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 changes 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 the 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.
		Beginning of year (b)	Close of year (c)		
	ROAD				
1	(3) Grading	194	584	1.33	1
2	(4) Other right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles & culverts	5	709	1.49	4
5	(7) Elevated structures				5
6	(8) Ties	239	239	1.63	6
7	(9) Rail & other track material	236	236	2.04	7
8	(11) Ballast	30	30	1.22	8
9	(13) Fences snow sheds & signs				9
10	(16) Station & office buildings	959	959	9.55	10
11	(17) Roadway buildings				11
12	(18) Water stations				12
13	(19) Fuel stations				13
14	(20) Shops & enginehouses	19	19	7.93	14
15	(22) Storage warehouses				15
16	(23) Wharves & docks				16
17	(24) Coal & ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems	208	208	10.76	19
20	(27) Signals & interlockers	62	1,463	3.89	20
21	(29) Power plants				21
22	(31) Power-transmission systems	1	1	3.00	22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements-const.				25
26	(44) Shop machinery *	1	1	6.05	26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	Amortization (adjustments)				29
30	TOTAL ROAD	1,954	4,449		30
	EQUIPMENT				
31	(52) Locomotives	1,750	1,750		31
32	(53) Freight-train cars			3.79	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 & WP equip.				38
39	Amortization (adjustments)				39
40	TOTAL EQUIPMENT	1,750	1,750		40
41	GRAND TOTAL	3,704	6,199	N/A	41

* To be reported with equipment expenses 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 39. 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 39.
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)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits ** (f)		
		ROAD							
1		(3) Grading	(16)	(82)				(98)	1
2		(4) Other right-of-way expenditures	-					-	2
3		(5) Tunnels and subways	-					-	3
4		(6) Bridges, trestles & culverts	5			15		(10)	4
5		(7) Elevated structures	-					-	5
6		(8) Ties	(84)	10				(74)	6
7		(9) Rail & other track material	199	11				210	7
8		(11) Ballast	(90)	4				(86)	8
9		(13) Fences snow sheds & signs	-					-	9
10		(16) Station & office buildings	940	92				1,032	10
11		(17) Roadway buildings	-					-	11
12		(18) Water stations	-					-	12
13		(19) Fuel stations	-					-	13
14		(20) Shops & enginehouses	25	2				27	14
15		(22) Storage warehouses	-					-	15
16		(23) Wharves & docks	-					-	16
17		(24) Coal & ore wharves	-					-	17
18		(25) TOFC/COFC terminals	-					-	18
19		(26) Communication systems	210	22				232	19
20		(27) Signals & interlockers	62	84		52	6	88	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-const.	-					-	25
26		(44) Shop machinery*	-	-				-	26
27		(45) Power-plant machinery	-					-	27
28		All other road accounts	-					-	28
29		TOTAL ROAD	1,251	143	-	67	6	1,321	29
		EQUIPMENT							
30		(52) Locomotives	-					-	30
31		(53) Freight-train cars	391	72				463	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	391	72	-	-	-	463	38
39		GRAND TOTAL	1,642	215	-	67	6	1,784	39

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

** Represents dismantling credits in 1998 for corresponding property account category.

NOTES AND REMARKS FOR SCHEDULE 342

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 property 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 included 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 Board's Office of Economic and Environmental Analysis, 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 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 effected account(s).

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

Line No.	Cross Check	Account (a)	Depreciation Base		Annual composite rate (percent) (d)	Line No.
			Beginning of year (b)	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 & culverts				4
5		(7) Elevated structures				5
6		(8) Ties				6
7		(9) Rail & other track material				7
8		(11) Ballast				8
9		(13) Fences snow sheds & signs				9
10		(16) Station & office buildings		NIL		10
11		(17) Roadway buildings				11
12		(18) Water stations				12
13		(19) Fuel stations				13
14		(20) Shops & enginehouses				14
15		(22) Storage warehouses				15
16		(23) Wharves & docks				16
17		(24) Coal & ore wharves				17
18		(25) TOFC/COFC terminals				18
19		(26) Communication systems				19
20		(27) Signals & 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-const.				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				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 Equipment Property", during the year relating to road and equipment leased to others, the depreciation charges for which are not includible in operating expenses of the respondent. (See schedule 330 for the reserve relating to road and equipment owned and used by the respondent).

3. If any entries are made for column (d) "Other credits" or column (f) "Other debits", state the facts occasioning such entries on page 39. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr".

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

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retire-ments (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 & culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail & other track material							7
8		(11) Ballast							8
9		(13) Fences snow sheds & signs							9
10		(16) Station & office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations			NIL				13
14		(20) Shops & enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves & docks							16
17		(24) Coal & ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals & 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-const.							25
26		(44) Shop machinery u*s							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							39

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40		TOTAL EQUIPMENT	135,061	-	-	-	40
41		(76) Interest during construction	2,291				41
42		(80) Other elements of investment	177				42
43		(90) Construction work in progress	8,645				43
44		GRAND TOTAL	562,171	-	-	-	44

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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 Board's rules governing the separation of such expenses between freight and passenger services.

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Materials, tools, supplies, fuels & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)
		WAYS & STRUCTURES							
		ADMINISTRATION							
1		Track	259	54	-	114	427	-	427
2		Bridge & building	223	6	-	15	244	-	244
3		Signal	131	12	-	34	177	-	177
4		Communication	589	27	-	27	643	-	643
5		Other	-	(12)	-	676	664	-	664
		REPAIRS AND MAINTENANCE							
6		Roadway - running	1,273	(39)	-	454	1,668	-	1,668
7		Roadway - switching	214	11	-	-	225	-	225
8		Tunnels & subways - running	-	-	-	-	-	-	-
9		Tunnels & subways - switching	-	-	-	-	-	-	-
10		Bridges & culverts - running	432	51	-	124	607	-	607
11		Bridges & culverts - switching	-	-	-	-	-	-	-
12		Ties - running	37	(67)	-	7	(23)	-	(23)
13		Ties - switching	16	1	-	-	17	-	17
14		Rail & other track material - running	257	80	-	549	886	-	886
15		Rail & other track material - switching	201	12	-	(102)	111	-	111
16		Ballast - running	162	1	-	(1)	162	-	162
17		Ballast - switching	8	5	-	-	13	-	13
18		Road property damaged - running	-	-	-	-	-	-	-
19		Road property damaged - switching	-	-	-	-	-	-	-
20		Road property damaged - other	-	-	-	-	-	-	-
21		Signals & interlockers - running	1,408	709	-	165	2,282	-	2,282
22		Signals & interlockers - switching	(2)	(2)	-	2	(2)	-	(2)
23		Communication systems	980	457	-	75	1,512	-	1,512
24		Power systems	-	13	-	-	13	-	13
25		Highway grade crossings - running	42	116	-	18	176	-	176
26		Highway grade crossings - switching	-	2	-	(1)	1	-	1
27		Stations & office buildings	63	174	-	269	506	-	506
28		Shop buildings - locomotives	114	72	-	5	191	-	191
29		Shop buildings - freight cars	36	100	-	4	140	N/A	140
30		Shop buildings - other equipment	(1)	-	-	-	(1)	-	(1)

410 - RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Materials, tools, supplies, fuels & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)
		REPAIRS AND MAINTENANCE - (Continued)							
101		Locomotive servicing facilities	2	258	-	6	266	-	266
102		Miscellaneous buildings & structures	84	47	-	16	147	-	147
103		Coal terminals	-	-	-	-	-	N/A	-
104		Ore terminals	-	-	-	-	-	N/A	-
105		Other marine terminals	-	-	-	-	-	N/A	-
106		TOFC / COFC - terminals	2	89	-	64	155	N/A	155
107		Motor vehicle loading & distribution facilities	-	-	-	-	-	N/A	-
108		Facilities for other specialized service operations	-	59	-	-	59	N/A	59
109		Roadway machines	234	942	-	-	1,197	-	1,197
110		Small tools & supplies	(1)	499	-	26	524	-	524
111		Snow removal	82	149	-	10	241	-	241
112		Fringe benefits - running	N/A	N/A	N/A	2,985	2,985	-	2,985
113		Fringe benefits - switching	N/A	N/A	N/A	317	317	-	317
114		Fringe benefits - other	N/A	N/A	N/A	2,061	2,061	-	2,061
115		Casualties & insurance - running	N/A	N/A	N/A	-	-	-	-
116		Casualties & insurance - switching	N/A	N/A	N/A	-	-	-	-
117		Casualties & insurance - other	N/A	N/A	N/A	99	99	-	99
118	*	Lease rentals - debit - running	N/A	N/A	1,657	N/A	1,657	-	1,657
119	*	Lease rentals - debit - switching	N/A	N/A	-	N/A	-	-	-
120	*	Lease rentals - debit - other	N/A	N/A	2,383	N/A	2,383	-	2,383
121	*	Lease rentals - (credit) - running	N/A	N/A	-	N/A	-	-	-
122	*	Lease rentals - (credit) - switching	N/A	N/A	-	N/A	-	-	-
123	*	Lease rentals - (credit) - other	N/A	N/A	-	N/A	-	-	-
124		Joint facility rent - debit - running	N/A	N/A	1,791	N/A	1,791	-	1,791
125		Joint facility rent - debit - switching	N/A	N/A	-	N/A	-	-	-
126		Joint facility rent - debit - other	N/A	N/A	-	N/A	-	-	-
127		Joint facility rent - (credit) - running	N/A	N/A	-	N/A	-	-	-
128		Joint facility rent - (credit) - switching	N/A	N/A	-	N/A	-	-	-
129		Joint facility rent - (credit) - other	N/A	N/A	(1,197)	N/A	(1,197)	-	(1,197)
130	*	Other rents - debit - running	N/A	N/A	-	N/A	-	-	-
131	*	Other rents - debit - switching	N/A	N/A	-	N/A	-	-	-
132	*	Other rents - debit - other	N/A	N/A	-	N/A	-	-	-
133	*	Other rents - (credit) - running	N/A	N/A	-	N/A	-	-	-

410 - RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Materials, tools, supplies, fuels & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)
REPAIRS AND MAINTENANCE - (Continued)									
134	*	Other rents - (credit) - switching	N/A	N/A	-	N/A	-	-	-
135	*	Other rents - (credit) - other	N/A	N/A	-	N/A	-	-	-
136	*	Depreciation - running	N/A	N/A	N/A	3,132	3,132	-	3,132
137	*	Depreciation - switching	N/A	N/A	N/A	949	949	-	949
138	*	Depreciation - other	N/A	N/A	N/A	955	955	-	955
139		Joint facility - debit - running	N/A	N/A	19,807	N/A	19,807	-	19,807
140		Joint facility - debit - switching	N/A	N/A	-	N/A	-	-	-
141		Joint facility - debit - other	N/A	N/A	-	N/A	-	-	-
142		Joint facility - (credit) - running	N/A	N/A	(1,761)	N/A	(1,761)	-	(1,761)
143		Joint facility - (credit) - switching	N/A	N/A	-	N/A	-	-	-
144		Joint facility - (credit) - other	N/A	N/A	-	N/A	-	-	-
145		Dismantling retired road property - running	-	-	-	-	-	-	-
146		Dismantling retired road property - switching	-	-	-	-	-	-	-
147		Dismantling retired road property - other	-	-	-	-	-	-	-
148		Other - running	68	-	-	-	68	-	68
149		Other - switching	-	-	-	-	-	-	-
150		Other - other	(458)	18	-	47	(393)	-	(393)
151		TOTAL WAY AND STRUCTURES	6,455	3,824	22,680	13,122	46,081	-	46,081
EQUIPMENT									
LOCOMOTIVES									
201		Administration	1,031	-	-	25	1,056	-	1,056
202	*	Repair & maintenance	3,855	3,826	1	17	7,699	-	7,699
203	*	Machinery repair	15	85	-	13	113	-	113
204		Equipment damaged	-	-	-	-	-	-	-
205		Fringe benefits	N/A	N/A	N/A	1,479	1,479	-	1,479
206		Other casualties & insurance	N/A	N/A	N/A	-	-	-	-
207	*	Lease rentals - debit	N/A	N/A	12,525	N/A	12,525	-	12,525
208	*	Lease rentals - (credit)	N/A	N/A	(989)	N/A	(989)	-	(989)
209		Joint facility rent - debit	N/A	N/A	-	N/A	-	-	-
210		Joint facility rent - (credit)	N/A	N/A	-	N/A	-	-	-
211	*	Other rents - debit	N/A	N/A	-	N/A	-	-	-
212	*	Other rents - (credit)	N/A	N/A	-	N/A	-	-	-
213	*	Depreciation	N/A	N/A	N/A	365	365	-	365
214		Joint facility - debit	N/A	N/A	-	N/A	-	-	-
215		Joint facility - (credit)	N/A	N/A	-	N/A	-	-	-
216	*	Repairs billed to others - (credit)	N/A	N/A	-	N/A	-	-	-

410 - RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Materials, tools, supplies, fuels & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)
217		LOCOMOTIVES - (Continued)							
218		Dismantling retired property	-	-	-	-	-	-	-
219		Other	-	12	-	1	13	-	13
219		TOTAL LOCOMOTIVES	4,901	3,923	11,537	1,900	22,261	-	22,261
220		FREIGHT CARS							
220		Administration	789	3	-	63	855	N/A	855
221	*	Repair & maintenance	2,227	2,171	10,469	(301)	14,566	N/A	14,566
222	*	Machinery repair	-	164	-	-	164	N/A	164
223		Equipment damaged	74	7	-	-	81	N/A	81
224		Fringe benefits	N/A	N/A	N/A	861	861	N/A	861
225		Other casualties & insurance	N/A	N/A	N/A	-	-	N/A	-
226	*	Lease rentals - debit	N/A	N/A	10,838	N/A	10,838	N/A	10,838
227	*	Lease rentals - (credit)	N/A	N/A	(191)	N/A	(191)	N/A	(191)
228		Joint facility rent - debit	N/A	N/A	-	N/A	-	N/A	-
229		Joint facility rent - (credit)	N/A	N/A	-	N/A	-	N/A	-
230	*	Other rents - debit	N/A	N/A	41,915	N/A	41,915	N/A	41,915
231	*	Other rents - (credit)	N/A	N/A	(23,781)	N/A	(23,781)	N/A	(23,781)
232	*	Depreciation	N/A	N/A	N/A	2,330	2,330	N/A	2,330
233		Joint facility - debit	N/A	N/A	-	N/A	-	N/A	-
234		Joint facility - (credit)	N/A	N/A	-	N/A	-	N/A	-
235	*	Repairs billed to others - (credit)	N/A	N/A	(5,426)	N/A	(5,426)	N/A	(5,426)
236		Dismantling retired property	-	-	-	-	-	N/A	-
237		Other	-	8	-	25	33	N/A	33
238		TOTAL FREIGHT CARS	3,090	2,353	33,824	2,978	42,245	-	42,245
301		OTHER EQUIPMENT							
301		Administration	-	73	-	(3)	70	-	70
302	*	Repair & maintenance:							
302	*	Trucks, trailers, & containers - revenue service	-	-	-	1,066	1,066	N/A	1,066
303	*	Floating equipment - revenue service	-	-	-	-	-	N/A	-
304	*	Passenger and other revenue equipment	-	-	-	-	-	-	-
305	*	Computer and data processing equipment	-	-	-	-	-	-	-
306	*	Machinery	-	-	-	-	-	-	-
307	*	Work & other non-revenue equipment	29	405	462	-	896	-	896
308		Equipment damaged	-	-	-	-	-	-	-
309		Fringe benefits	N/A	N/A	N/A	8	8	-	8
310		Other casualties & insurance	N/A	N/A	N/A	2	2	-	2
311	*	Lease rentals - debit	N/A	N/A	1,127	N/A	1,127	-	1,127
312	*	Lease rentals - (credit)	N/A	N/A	(1)	N/A	(1)	-	(1)

410 - RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Materials, tools, supplies, fuels & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)
OTHER EQUIPMENT (Continued)									
313		Joint facility rent - debit	N/A	N/A	-	N/A	-	-	-
314		Joint facility rent - (credit)	N/A	N/A	-	N/A	-	-	-
315		Other rents - debit	N/A	N/A	1,402	N/A	1,402	-	1,402
316		Other rents - (credit)	N/A	N/A	-	N/A	-	-	-
317		Depreciation	N/A	N/A	N/A	656	656	-	656
318		Joint facility - debit	N/A	N/A	-	N/A	-	-	-
319		Joint facility - (credit)	N/A	N/A	-	N/A	-	-	-
320		Repairs billed to others - (credit)	N/A	N/A	(616)	N/A	(616)	-	(616)
321		Dismantling retired property	-	-	-	-	-	-	-
322		Other	-	-	-	-	-	-	-
323		TOTAL OTHER EQUIPMENT	29	478	2,374	1,729	4,610	-	4,610
324		TOTAL EQUIPMENT	8,020	6,754	47,735	6,607	69,116	-	69,116
TRANSPORTATION									
TRAIN OPERATIONS									
401		Administration	1,211	12	-	38	1,261	-	1,261
402		Engine crews	10,634	64	-	2,213	12,911	-	12,911
403		Train crews	12,535	220	-	1,140	13,895	-	13,895
404		Dispatching trains	1,469	29	-	77	1,575	-	1,575
405		Operating signals & interlockers	173	-	-	(2)	171	-	171
406		Operating drawbridges	-	-	-	-	-	-	-
407		Highway crossing protection	157	-	-	946	1,103	-	1,103
408		Train inspection & lubrication	5,491	4	-	-	5,495	-	5,495
409		Locomotive fuel	-	12,854	-	2	12,856	-	12,856
410		Electric power produced or purchased for motive power	-	-	-	-	-	-	-
411		Servicing locomotives	3,101	41	-	353	3,495	-	3,495
412		Freight lost or damaged - solely related	N/A	N/A	N/A	1,083	1,083	-	1,083
413		Clearing wrecks	97	1	-	1,089	1,187	-	1,187
414		Fringe benefits	N/A	N/A	N/A	11,511	11,511	-	11,511
415		Other casualties & insurance	N/A	N/A	N/A	-	-	-	-
416		Joint facility - debit	N/A	N/A	2,893	N/A	2,893	-	2,893
417		Joint facility - (credit)	N/A	N/A	(702)	N/A	(702)	-	(702)
418		Other	-	39	4	287	330	-	330
419		TOTAL TRAIN OPERATIONS	34,868	13,264	2,195	18,737	69,064	-	69,064
YARD OPERATIONS									
420		Administration	2,291	-	-	158	2,449	-	2,449
421		Switch crews	18,299	58	-	-	18,357	-	18,357

410 - RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Materials, tools, supplies, fuels & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)
YARD OPERATIONS (Continued)									
422		Controlling operations	1,589	16	-	2	1,607	-	1,607
423		Yard & terminal clerical	4,684	325	-	742	5,751	-	5,751
424		Operating switches, signals, retarders & humps	-	-	-	-	-	-	-
425		Locomotive fuel	-	903	-	-	903	-	903
426		Electric power produced or purchased for motive power	-	-	-	-	-	-	-
427		Servicing locomotives	211	44	-	-	255	-	255
428		Freight lost or damaged - solely related	N/A	N/A	N/A	-	-	-	-
429		Clearing wrecks	-	-	-	-	-	-	-
430		Fringe benefits	N/A	N/A	N/A	10,215	10,215	-	10,215
431		Other casualties & insurance	N/A	N/A	N/A	-	-	-	-
432		Joint facility - debit	N/A	N/A	58	N/A	58	-	58
433		Joint facility - (credit)	N/A	N/A	(197)	N/A	(197)	-	(197)
434		Other	-	100	-	59	159	-	159
435		TOTAL YARD OPERATIONS	27,074	1,446	(139)	11,176	39,557	-	39,557
TRAIN & YARD OPERATIONS COMMON:									
501		Cleaning car interiors	-	-	26	N/A	26	-	26
502		Adjusting & transferring loads	4	1	(1)	N/A	4	N/A	4
503		Car loading devices & grain docks	-	-	-	N/A	-	N/A	-
504		Freight lost or damaged - all other	N/A	N/A	N/A	993	993	-	993
505		Fringe benefits	N/A	N/A	N/A	-	-	-	-
506		TOTAL TRAIN & YARD OPERATIONS COMMON:	4	1	25	993	1,023	-	1,023
SPECIALIZED SERVICE OPERATIONS									
507	*	Administration	-	-	-	-	-	N/A	-
508	*	Pickup & delivery and marine line haul	-	11	-	-	11	N/A	11
509	*	Loading & unloading and local marine	192	69	3	2,250	2,514	N/A	2,514
510	*	Protective services	-	-	-	11	11	N/A	11
511	*	Freight lost or damaged - solely related	N/A	N/A	N/A	137	137	N/A	137
512	*	Fringe benefits	N/A	N/A	N/A	495	495	N/A	495
513	*	Casualties & insurance	N/A	N/A	N/A	-	-	N/A	-
514	*	Joint facility - debit	N/A	N/A	-	N/A	-	N/A	-
515	*	Joint facility - (credit)	N/A	N/A	-	N/A	-	N/A	-
516	*	Other	-	-	-	11	11	N/A	11
517		TOTAL SPECIALIZED SERVICE OPERATIONS	192	80	3	2,904	3,179	-	3,179

410 - RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Materials, tools, supplies, fuels & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)
		ADMINISTRATIVE SUPPORT OPERATIONS:							
518		Administration	684	688	19	1,412	2,803	-	2,803
519		Employees performing clerical & accounting functions	5,810	25	-	201	6,036	-	6,036
520		Communications systems operations	-	-	-	7	7	-	7
521		Loss & damage claims processing	4	1	4	3	12	-	12
522		Fringe benefits	N/A	N/A	N/A	2,707	2,707	-	2,707
523		Casualties & insurance	N/A	N/A	N/A	-	-	-	-
524		Joint facility - debit	N/A	N/A	-	N/A	-	-	-
525		Joint facility - (credit)	N/A	N/A	-	N/A	-	-	-
526		Other	-	4	1	289	294	-	294
527		TOTAL ADMINISTRATIVE SUPPORT OPERATIONS	6,498	718	24	4,619	11,859	-	11,859
528		TOTAL TRANSPORTATION	68,636	15,509	2,108	38,429	124,682	-	124,682
		GENERAL AND ADMINISTRATIVE							
601		Officers - general administration	2,322	1	3,061	(69)	5,315	-	5,315
602		Accounting, auditing & finance	228	10	-	220	458	-	458
603		Management services & data processing	1	34	771	117	923	-	923
604		Marketing	1,821	54	(1)	591	2,465	-	2,465
605		Sales	756	65	79	373	1,273	-	1,273
606		Industrial development	-	17	-	12	29	N/A	29
607		Personnel & labour relations	178	22	445	164	809	-	809
608		Legal & secretarial	-	2	1,225	50	1,277	-	1,277
609		Public relations & advertising	-	3	52	66	121	-	121
610		Research & development	-	-	-	-	-	-	-
611		Fringe benefits	N/A	N/A	N/A	2,832	2,832	-	2,832
612		Casualties & insurance	N/A	N/A	N/A	22,874	22,874	-	22,874
613		Writedown of uncollectible accounts	N/A	N/A	N/A	-	-	-	-
614		Property taxes	N/A	N/A	N/A	620	620	-	620
615		Other taxes except on corporate income or payroll	N/A	N/A	N/A	191	191	-	191
616		Joint facility - debit	N/A	N/A	986	N/A	986	-	986
617		Joint facility - (credit)	N/A	N/A	(1,703)	N/A	(1,703)	-	(1,703)
618		Other	3,163	235	30,201	65,160	98,759	-	98,759
619		TOTAL GENERAL AND ADMINISTRATIVE	8,469	443	35,116	93,201	137,229	-	137,229
620 *		TOTAL CARRIER OPERATING EXPENSE	91,580	26,530	107,639	151,359	377,108	-	377,108

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 for all categories of depreciable leased property. Use Schedule 352B of this report to obtain 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 through 27.
6. Line 11, Account 16, should not include computer and data processing equipment reported on line 37 of schedule 415.

Line No.	Cross Check	Property Account	Category (a)	Depreciation (b)	Lease/rentals (net) (c)	Amortization adjustment during year (d)	Line No.
1		2	Land for transportation purposes	N/A	179	N/A	1
2		3	Grading	(1)	212		2
3		4	Other right-of-way expenditures	1	2		3
4		5	Tunnels and subways		-		4
5		6	Bridges, trestles, and culverts	80	110		5
6		7	Elevated structures		-		6
7		8	Ties	1,314	1,110		7
8		9	Rail and other track material	1,557	967		8
9		11	Ballast	808	459		9
10		13	Fences, snowsheds, and signs		6		10
11		16	Station and office buildings	201	109		11
12		17	Roadway buildings	15	10		12
13		18	Water stations	3	1		13
14		19	Fuel Stations	188	95		14
15		20	Shops and enginehouses	115	121		15
16		22	Storage warehouses		-		16
17		23	Wharves and docks		-		17
18		24	Coal and ore wharves		-		18
19		25	TOFC/COFC terminals	241	107		19
20		26	Communication systems	197	129		20
21		27	Signals and interlockers	277	265		21
22		29	Power plants	2	1		22
23		31	Power transmission systems	11	10		23
24		35	Miscellaneous structures	(90)	2		24
25		37	Roadway machines	66	56		25
26		39	Public improvements; construction	41	85		26
27		45	Power plant machines	10	4		27
28		-	Other lease/rentals		-		28
29	*	-	TOTAL	5,036	4,040		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 with the carrier's own railroad markings.)
3. The gross amounts receivable and payable for freight-train cars (line 19, columns (b) 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 (c) rentals for private-line cars (whether under railroad control or not) and shipper-owned cars.
5. Report in columns (c), (d), (f), and (g) rentals for railroad owned cars prescribed by the Board 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.

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

Line No.	Cross Check	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE			GROSS AMOUNTS PAYABLE			Line No.
			Private Line Cars (b)	Mileage (c)	Time (d)	Private Line Cars (e)	Mileage (f)	Time (g)	
1		CAR TYPES	-	-	-	-	-	-	1
2		Box - Plain 40 Foot	-	-	-	326	60	138	2
3		Box - Plain 50 Foot and Longer	-	3,836	9,465	-	2,441	5,837	3
4		Box - Equipped	-	-	-	-	70	115	4
5		Gondola - Plain	-	-	-	13	-	-	5
6		Gondola - Equipped	-	634	1,664	-	528	828	6
7		Hopper - Covered	-	305	1,033	1,446	710	845	7
8		Hopper - Open Top - General service	-	-	-	-	168	1,204	8
9		Hopper - Open Top - Special service	-	-	-	-	28	237	9
10		Refrigerator - Mechanical	-	-	-	-	27	100	10
11		Refrigerator - Nonmechanical	-	-	-	-	35	38	11
12		Fiat - TOFC/COFC	-	19	42	2,679	220	1,063	12
13		Fiat - Multi-Level	-	1,174	1,500	16,333	361	(631)	13
14		Fiat - General Service	-	-	-	16	1	6	14
15		Fiat - Other	-	46	149	1,327	895	1,276	15
16		Tank - Under 22,000 Gallons	-	-	-	-	2	3	16
17		Tank - 22,000 Gallons And Over	-	-	-	1,414	-	-	17
18		All Other Freight Cars	-	-	15	1,716	7	33	18
19		Auto Racks	-	-	3,899	-	-	-	19
20		TOTAL FREIGHT TRAIN CARS	-	6,014	17,767	25,270	5,553	11,092	20
21		OTHER FREIGHT CARRYING EQUIPMENT	-	-	-	-	-	-	21
22		Refrigerated Trailers	-	-	-	-	-	1,362	22
23		Other Trailers	-	-	-	-	-	-	23
24		Refrigerated Containers	-	-	-	-	-	-	24
25		Other Containers	-	-	-	-	-	-	25
26	*	TOTAL TRAILERS AND CONTAINERS	-	-	-	-	-	1,362	26
27		GRAND TOTAL (Lines 19 and 24)	-	6,014	17,767	25,270	5,553	12,454	27

NOTES AND REMARKS

GTW recorded a \$63,000 (thousand) pre-tax charge (\$39,000 (thousand) after tax) to operations in 1998, relating to workforce reduction. This charge, included in line 618E of Schedule 410, includes severance and other payments to be made for workforce reductions which are scheduled for completion before the end of 1999. Labour productivity and operating efficiency initiatives span the entire organization with reductions in the administration, transportation, engineering and equipment functions.

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 and 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 and 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 in columns (c) and (d) will balance to Schedule 410, column (f), as follows:

- (a) Locomotives, line 5 and 38, compared to Schedule 410, line 213.
- (b) Freight cars, line 24 and 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 39, 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 and 38, compared to Schedule 410, lines 207, 208, 211 and 212.
- (b) Freight cars, line 24 and 39, compared to Schedule 410, lines 226 and 227 (note that Schedule 410, lines 230 and 231, are reported in Schedule 414, and are not 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 rents therefor are included in the rent for equipment and Account Nos. 31-21-00, 31-22-00, 31-23-00, 35-21-00, 35-22-00 and 35-23-00. It should include the cost of equipment owned and leased to others when the rents are included in the rent for Equipment Account Nos. 32-21-00, 32-22-00, 32-23-00, 36-21-00, 36-22-00, and 36-23-00.

Property used but not owned should also be included when the rent is included in Account Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00 and 31-23-00, inclusive.

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

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

415. SUPPORTING SCHEDULE - EQUIPMENT

(Dollars in Thousands)

Line No.	Cross Check	Types of equipment (a)	Repairs (net expense) (b)	Depreciation		Amortization Adjustment net during year (e)	Line No.
				Owned (c)	Capitalized lease (d)		
1		LOCOMOTIVES					1
		Diesel Locomotives-Yard		83			1
2		Diesel Locomotives-Road	7,699	282			2
3		Other Locomotive-Yard					3
4		Other Locomotive-Road					4
5	*	TOTAL LOCOMOTIVES	7,699	365			5
6		FREIGHT TRAIN CARS					6
		Box-Plain 40 Foot	-				6
7		Box-Plain 50 Foot and Longer	-	(1)			7
8		Box-Equipped	4,095	761	34		8
9		Gondola-Plain	-	(5)			9
10		Gondola-Equipped	398	22			10
11		Hopper-Covered	237	53	166		11
12		Hopper-Open Top-General Service	11				12
13		Hopper-Open Top-Special Service	-				13
14		Refrigerator-Mechanical	-				14
15		Refrigerator-Nonmechanical	-				15
16		Flat TOFC/COFC	-				16
17		Flat Multi-level	4,399	155	72		17
18		Flat-General Service	-	1			18
19		Flat-Other	-	2			19
20		All Other Freight Cars	-				20
21		Cabooses	-	16			21
22		Auto Racks	-	996			22
23		Miscellaneous Accessories	-	58			23
24	*	TOTAL FREIGHT TRAIN CARS	9,140	2,058	272		24
25		OTHER EQUIPMENT-REVENUE FREIGHT HIGHWAY EQUIPMENT					25
		Refrigerated Trailers					25
26		Other Trailers	450				26
27		Refrigerated Containers					27
28		Other Containers					28
29		Bogies					29
30		Chassis					30
31		Other Highway Equipment (Freight)					31
32	*	TOTAL HIGHWAY EQUIPMENT	450				32
33		FLOATING EQUIPMENT-REVENUE SERVICE					33
		Marine Line-Haul					33
34		Local Marine					34
35	*	TOTAL FLOATING EQUIPMENT					35
36		OTHER EQUIPMENT					36
	*	Passenger & Other Revenue Equipment (Freight Portion)					36
37	*	Computer Systems & Word Processing Equip.		785			37
38	*	Machinery - Locomotives (1)	113				38
39	*	Machinery - Freight Cars (2)	164				39
40	*	Shop Machinery - Unallocated		70			40
41	*	Work and Other Non-revenue Equipment	896	(199)			41
42		TOTAL OTHER EQUIPMENT	1,173	656			42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	18,462	3,079	272		43

(1) Data to be reported on line 38, column (b) is the amount reported in Sched. 410, column (f), line 203, reduced by the allocable portion of line 216.

(2) Data to be reported on line 39, column (b) is the amount reported in Sched. 410, column (f), line 222, reduced by the allocable portion of line 235.

(3) Data to be reported on line 40, column (b) is the amount reported in Sched. 410, column (f), lines 302 through 306, reduced by the allocable portion of line 320.

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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	Capitalized	Owned	Capitalized	
			(g)	lease (h)	(i)	lease (j)	
1		192	1,863		2,821		1
2		11,344	21,630		9,726		2
3							3
4							4
5		11,536	23,493		12,547		5
6			7		15		6
7		4,189	1,713		28		7
8			34,850	3,033	39,784	3,018	8
9		2,136	(311)		(179)		9
10			2,312		2,294		10
11		235	4,291	2,179	4,458	2,991	11
12			(66)		(59)		12
13							13
14							14
15							15
16			136		149		16
17		852	18,158		3,537	144	17
18			92		52		18
19		10	860		622		19
20		179					20
21			1,005		691		21
22		3,046	31,646		1,366		22
23			2,062		2,030		23
24		10,647	96,755	5,212	54,788	6,153	24
25							25
26		11					26
27							27
28							28
29							29
30							30
31		1,183					31
32		1,194	-	-	-	-	32
33							33
34							34
35							35
36							36
37			7,115		6,032		37
38							38
39							39
40			6,146		4,264		40
41		(28)	2,486		2,004		41
42		(28)	15,747		12,300		42
43		23,349	135,995	5,212	79,635	6,153	43

(1) Data to be reported on lines 38, 39 and 40 in columns (g) and (h) are the investment recorded in property account 44, allocated to locomotives, freight cars, and other equipment.

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

✓ REUSED
✓ REUSED

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		192	1,863		2,821		1
2		11,344	21,630		9,726		2
3							3
4							4
5		11,536	23,493		12,547		5
6			7		15		6
7		4,189	1,713		28		7
8			34,850	3,033	39,784	3,018	8
9		2,136	(311)		(179)		9
10			2,312		2,294		10
11		235	4,291	2,179	4,458	2,991	11
12			(66)		(59)		12
13							13
14							14
15							15
16			136		149		16
17		852	18,158		3,537	144	17
18			92		52		18
19		10	860		622		19
20		179					20
21			1,005		691		21
22		3,046	31,646		1,366		22
23			2,062		2,030		23
24		10,647	96,755	5,212	54,788	6,153	24
25							25
26		11					26
27							27
28							28
29							29
30							30
31		1,183					31
32		1,194	-	-	-	-	32
33							33
34							34
35		-	-	-	-	-	35
36							36
37			7,115		6,032		37
38							38
39							39
40							40
41		(28)	8,632		6,268		41
42		(28)	15,747		12,300		42
43		23,349	135,995	5,212	79,635	6,153	43

(1) Data to be reported on lines 38, 39 and 40 in columns (g) and (h) are the investment recorded in property account 44, allocated to locomotives, freight cars, and other equipment.

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

416. SUPPORTING SCHEDULE - ROAD

(Dollars in Thousands)

Line No.	Density Category (Class) (a)	Account No. (b)	Owned and Used			Improvements to Leased Property			Capitalized Leases			Total	
			Investment base (c)	Accumulated depreciation (d)	Depr. Rate % (e)	Investment Base (f)	Accumulated Depreciation (g)	Depr. Rate % (h)	Investment Base (i)	Current Year Amortization (j)	Accumulated Amortization (k)	Investment Base (l)	Accumulated Depreciation & Amortization (m)
1	I	3	3,041	10,661	1.00							3,041	10,661
2	(20+ MGTMs/mi)	8	10,076	2,763	2.73							10,076	2,763
3		9	12,853	(772)	2.11							12,853	(772)
4		11	5,808	2,919	3.23							5,808	2,919
5	SUB-TOTAL		31,778	15,571								31,778	15,571
6	II	3	17,705	(205)	1.00	589	(78)	1.33				18,294	(283)
7	(<20 MGTMs/mi)	8	68,043	27,762	2.14	172	(57)	2.14				68,215	27,705
8		9	57,858	28,728	2.70	54	199	2.70				57,912	28,927
9		11	34,858	13,436	2.07	(20)	(78)	2.07				34,838	13,358
10	SUB-TOTAL		178,464	69,721		795	(14)					179,259	69,707
11	III	3								N/A	N/A	-	-
12	(Aband candidates)	8								N/A	N/A	-	-
13		9								N/A	N/A	-	-
14		11								N/A	N/A	-	-
15	SUB-TOTAL			N/A	N/A		N/A	N/A		N/A	N/A	-	-
16	IV	3	171	4,240	1.00	11	(19)	1.00				182	4,221
17	(Yds & Sw trks)	8	34,216	22,574	2.19	67	(16)	2.19				34,283	22,558
18		9	27,170	17,251	1.42	182	11	1.42				27,352	17,262
19		11	5,891	5,226	2.37	51	(11)	2.37				5,942	5,215
20	SUB-TOTAL		67,448	49,291		311	(35)					67,759	49,256
21	V	3										-	-
22	(Electronic yds)	8										-	-
23		9										-	-
24		11										-	-
25	SUB-TOTAL											-	-
26	GRAND TOTAL		277,690	134,583	N/A	1,106	(49)	N/A				278,796	134,534

Notes:

(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

(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 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 (f) should balance with the respective line items in Schedule 410, Railway Operating Expenses.
4. Report in column (b), line 2, the expenses incurred in highway movements of trailers and containers performed at the expense of the reporting railroad within a terminal area for the purpose of pick-up, delivery, or highway interchange service. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers, including storage expenses. See Schedule 755, note R.
5. The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2. Floating operations conducted within a general terminal or harbor area should be reported in column (c) line 3.
6. Report in column (g), line 3, the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc., to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expenses incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers, or connecting carriers. Report in column (f) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.
7. Report on line 4, column (b), the expenses related to heating and refrigeration of TOFC/COFC trailers and containers (total debits and credits). The expenses on line 4, column (b), relate to refrigerator cars only.
8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations, and livestock feeding operations only.

Line No.	Cross Check	Items (a)	TOFC/COFC terminal (b)	Floating equipment (c)	Coal marine terminal (d)	Ore marine terminal (e)	Other marine terminal (f)	Motor vehicle load & distribution (g)	Protective services refrigerator car (h)	Other special services (i)	Total columns (b) - (i) (j)	Line No.
1	*	Administration	-	-	-	-	-	-	-	-	-	1
2	*	Pick up and delivery, marine line haul	-	-	-	-	-	-	-	11	11	2
3	*	Loading and unloading and local marine	2,511	-	-	-	-	-	-	3	2,514	3
4	*	Protective services - total debits and credits	-	-	-	-	-	-	11	-	11	4
5	*	Freight lost or damaged - solely related	137	-	-	-	-	-	-	-	137	5
6	*	Fringe benefits	495	-	-	-	-	-	-	-	495	6
7	*	Casualty and insurance	-	-	-	-	-	-	-	-	-	7
8	*	Joint facility - debit	-	-	-	-	-	-	-	-	-	8
9	*	Joint facility - credit	-	-	-	-	-	-	-	-	-	9
10	*	Other	11	-	-	-	-	-	-	-	11	10
11	*	TOTAL	3,154	-	-	-	-	-	11	14	3,179	11

418. SUPPORTING SCHEDULE - CAPITAL LEASES
(Dollars in Thousands)

NOTES AND REMARKS

450. ANALYSIS OF TAXES

(Dollars in thousands)

A. Railway Taxes

Line No.	Cross Check	Kind of Tax	Amount	Line No.
1		Other than U.S. Government Taxes	2,968	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax & Surtax	(4,651)	2
3		Excess Profits	-	3
4	*	Total Income Taxes (ln. 2 + 3)	(4,651)	4
5		Railroad Retirement	18,553	5
6		Hospital Insurance	1,206	6
7		Supplemental Annuities	1,428	7
8		Unemployment Insurance	1,222	8
9		All Other United States Taxes	-	9
10		Total - U.S. Government Taxes	17,758	10
11		Total Railway Taxes	20,726	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 year totals of Accounts 714, 744, 762 and 786 applicable to each particular item in column (a).
3. Indicate in column (c) the net changes 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 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 IRC: Guideline lives pursuant to Rev. Proc. 62-21.					1
2	Accelerated amortization of facilities, Sec. 168 IRC					2
3	Accelerated amortization of rolling stock, Sec. 184 IRC					3
4	Amortization of rights of way, Sec. 185 IRC					4
5	Other (Specify)					5
6						6
7	Accumulated Deferred Income Tax	24,233	(12,593)		11,640	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	24,233	(12,593)	0	11,640	19

450. ANALYSIS OF TAXES
(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 a 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	54,968

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 or 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; and 621, Appropriations for Other Purposes. If appropriations released reflect appropriations provided during the year, each account should not be reported.

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

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)	Line No.
1		Miscellaneous Income			1
2					2
3	519	Profit from the sale of surplus land		9,775	3
4	519	Equity income from RAILEASE ASSOCIATES LLC		444	4
5	519	Miscellaneous items		5	5
6					6
7					7
8		Other Debits to Retained Earnings			8
9					9
10	616	Adjustment relating to the actuarial valuation of the pension plan		499	10
11					11
12					12
13					13
14		Miscellaneous Income Charges			14
15					15
16	551	Adjustment related to repaid advances previously accounted for incorrectly		561	16
17	551	Miscellaneous items		312	17
18					18
19					19
20					20
21					21
22					22
23					23
24					24
25					25
26					26
27					27
28					28
29					29
30					30

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

501. GUARANTIES AND SURETYSHIPS

(Dollars in thousands)

1. If the respondent was under obligation as guarantor or surety for the performance by any other corporation or other association of any agreement or obligation, show the particulars of each contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year. This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after the date of issue. Items of less than \$50,000 may be shown as one total.

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)	Line No.
1					1
2	Grand Trunk Western Railroad Inc.	Canadian National Railway Company	US \$ 600 Million	Joint	2
3	Grand Trunk Corporation	5 Year Revolving Credit Facility			3
4	Duluth, Winnipeg and Pacific Railway Co.				4
5	St. Clair Tunnel Co.				5
6	Canadian National Railway Properties, Inc.				6
7					7
8					8
9	Grand Trunk Western Railroad Inc.	Grand Trunk Corporation	US \$ 400 Million	Joint	9
10	Duluth, Winnipeg and Pacific Railway Co.	5 Year Revolving Credit Facility *			10
11	St. Clair Tunnel Co.				11
12	Canadian National Railway Company				12
13	Canadian National Railway Properties, Inc.				13
14					14
15					15
16					16
17					17
18	* GTW has access to this Facility through its parent company (Grand Trunk Corporation).				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 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 two years after the date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

Line No.	Finance docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)	Line No.
1					1
2	Uncommitted credit lines	Canadian National Railway Company	US \$ 60 Million	Sole	2
3					3
4					4
5					5
6					6
7					7
8					8
9					9

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING AGREEMENTS

(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 that are 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% 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.

Grand Trunk Western Railroad Inc. (the "Company") has access either directly or indirectly through its parent company, Grand Trunk Corporation, to credit lines of \$460 million. At December 31, 1998, the Company had short-term investments of \$ 19.5 million at the rate of 4.75%. On that date, the Company also had borrowings of \$6 million at 5.56% along with non-interest bearing borrowings of \$ 40 million from Canadian National Railway Company.

The maximum amount of outstanding borrowings during 1998 was \$ 35 million, excluding non-interest bearing loans from Canadian National Railway Company, at an average rate of 5.27 %.

The Company does not have any compensating balances.

NOTES AND REMARKS

510. SEPARATION OF DEBTHOLDINGS BETWEEN ROAD PROPERTY AND EQUIPMENT

(Dollars in Thousands)

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

I. Debt Outstanding at End of Year

Line No.	Account No. (a)	Title (b)	Source (c)	Balance Close of Year (d)	Line No.
1	751	Loans and notes payable	Sch 200, Line 30	6,000	1
2	764	Equipment obligations and other long-term debt due within one year	Sch 200, Line 39	1,123	2
3	765/767	Funded debt unmatured	Sch 200, Line 41	-	3
4	766	Equipment obligations	Sch 200, Line 42	-	4
5	766.5	Capitalized lease obligations	Sch 200, Line 43	-	5
6	768	Debt in default	Sch 200, Line 44	-	6
7	769	Accounts payable - affiliated companies	Sch 200, Line 45	22,839	7
8	770.1/770.2	Unamortized debt premium	Sch 200, Line 46	-	8
9		Total debt	Sum of Lines 1 through 8	29,962	9
10		Debt directly related to road property	Note 1	-	10
11		Debt directly related to equipment	Note 1	1,123	11
12		Total debt related to road and equipment	Lines 10 and 11	1,123	12
13		Percent directly related to road	Line 10 / Line 12 Whole % + 2 decimals	-	13
14		Percent directly related to equipment	Line 11 / Line 12 Whole % + 2 decimals	100.00%	14
15		Debt not directly related to road and equipment	Line 9 - Line 12	28,839	15
16		Road property debt (Note 2)	(Line 13 x Line 15) + Line 10	-	16
17		Equipment debt (Note 2)	(Line 14 x Line 15) + Line 11	29,962	17

II. Interest Accrued During the Year

Line No.	Account No. (a)	Title (b)	Source (c)	Balance Close of Year (d)	Line No.
18	546-548	Total interest and amortization (fixed charges)	Sch 210, Line 42	1,472	18
19	546	Contingent interest on funded debt	Sch 210, Line 44	-	19
20	517	Release of premium on funded debt	Sch 210, Line 22	-	20
21		Total interest (Note 3)	(Line 18 + Line 19) - Line 20	1,472	21
22		Interest directly related to road property debt	Note 4	-	22
23		Interest directly related to equipment debt	Note 4	101	23
24		Interest not directly related to road or equipment property debt	Line 21 - (Lines 22 + 23)	1,371	24
25		Interest on road property debt (Note 5)	Line 22 + (Line 24 x Line 13)	-	25
26		Interest on equipment debt (Note 5)	Line 23 + (Line 24 x Line 14)	1,472	26
27		Embedded rate of debt capital - road property	Line 25 / Line 16	-	27
28		Embedded rate of debt capital - equipment	Line 26 / Line 17	4.91%	28

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

Note 2: Line 16 plus Line 17 must equal Line 9.

Note 3: Line 21 includes interest on debt in Account 769 - Accounts Payable; Affiliated Companies.

Note 4: This interest relates to debt reported on Lines 10 and 11, respectively.

Note 5: Line 25 plus Line 26 must equal Line 21.

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512

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

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

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

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$50,000 or more for the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to \$50,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of the 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 the 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 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 the transaction shown and the effect of any change in the method of establishing the terms from that used in the preceding period.

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

512. TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT FOR SERVICES RENDERED 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 (e)	Line No.
1							1
2							2
3	Canadian National Rwy Co.		Controlled	Management fees	29,808	P	3
4							4
5							5
6							6
7							7
8							8
9							9
10							10
11							11
12							12
13							13
14							14
15							15
16							16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24
25							25

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 700

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

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

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 terminals 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: Yard 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 rests in a corporation controlled by or controlling the respondent. But in the case of any such inclusion, the facts of the relationship to the 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. 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, on 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 the entire length of the portion jointly held. The class symbol should have the letter (j) attached.

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

700. MILEAGE OPERATED AT CLOSE OF YEAR										
Line No.	Class	Proportion owned or leased by Respondent	Running tracks, passing tracks, crossovers, etc.				Miles of way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turnouts (f)				
1										1
2	1	100%	557.74	280.28		69.07	70.65	452.81	1430.55	2
3										3
4	1J	50%	0.15			1.09	7.74	1.64	10.62	4
5										5
6	3B	LEASED	10.86			0.31	1.01		12.18	6
7										7
8	5	TRACKAGE RIGHTS	77.30	0.40		0.15	44.78	90.30	212.93	8
9										9
10										10
11										11
12										12
13										13
14										14
15										15
16										16
17										17
18										18
19										19
20										20
21										21
22										22
23										23
24										24
25										25
26										26
27										27
28										28
29										29
30										30
31										31
32										32
33										33
34										34
35										35
36										36
37										37
38										38
39										39
41										41
42										42
43										43
44										44
45										45
46										46
47										47
48										48
49		TOTAL	646.05	280.68	0.00	70.62	124.18	544.75	1666.28	57
50		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 proportion of road jointly owned, not operated, should be shown in column (h), as may be appropriate. Mileage which has been permanently abandoned should not be included in column (h). Mileage should be reported to the nearest WHOLE mile adjusted to accord with footings: i.e., counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

Line No.	Cross Check	State or territory (a)	MILES OF ROAD OPERATED BY RESPONDENT								Line No.
			Line owned (b)	Line of proprie- tary companies (c)	Line operated under lease (d)	Line operated under contract etc. (e)	Line operated under trackage rights (f)	Total mileage operated (g)	Line owned not operated by respondent (h)	New line constructed during year (i)	
1											1
2		MICHIGAN	452.01		10.86			40.93	503.80		2
3											3
4		OHIO	3.57					4.96	8.53		4
5											5
6		INDIANA	80.37					0.35	80.72		6
7											7
8		ILLINOIS	21.94					28.67	50.61		8
9											9
10		ONTARIO						2.39	2.39		10
11											11
12											12
13											13
14											14
15											15
16											16
17											17
18											18
19											19
20											20
21											21
22											22
23											23
24											24
25											25
26											26
27											27
28											28
29											29
30		TOTAL MILEAGE (single track)	557.89		10.86			77.30	646.05		32

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 (l).
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 regardless 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., gas turbine, steam. Show type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "auxiliary unit" includes all units used in conjunction with locomotives, but which draw their power from the "mother" unit, e.g.,

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

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

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

9. Cross-checks

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

When data appear in column (j) lines 1 thru 8, column (k) should have data on same lines.

When data appear in columns (k) or (l) lines 36 thru 53, and 55, column (m) should have data on same lines.

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

Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year				Units retired from service of respondent whether owned or leased, including reclassification (g)	Units at Close of Year				Line No.	
				Units installed			All other units including re-classification 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)		Leased to others (l)
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)								
1		Locomotive Units					20	21	120	120	240	(HP) 482,500	1	
2		Diesel-freight	241										2	
3		Diesel-passenger											3	
4		Diesel-multiple purpose											4	
5	•	Diesel-switching	3					3					5	
6	•	TOTAL (lines 1 to 4)	244				20	24	120	120	240	482,500	6	
7	•	Electric-locomotives											7	
8	•	Other self-powered units											8	
9	•	TOTAL (lines 5,6 and 7)	244				20	24	120	120	240	482,500	9	
		Auxiliary units										N/A		
10	•	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	244				20	24	120	120	240	N/A	10	

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

Line No.	Cross Check	Type or design of units (a)	Before Jan. 1, 1975 (b)	During Calendar Year									TOTAL (l)	Line No.
				Between Jan. 1, 1975 and Dec. 31, 1979 (c)	Between Jan. 1, 1980 and Dec. 31, 1984 (d)	Between Jan. 1, 1985 and Dec. 31, 1989 (e)	Between Jan. 1, 1990 and Dec. 31, 1994 (f)	1995 (g)	1996 (h)	1997 (i)	1998 (j)	1999 (k)		
11	•	Diesel	159	50	20		11	0	N/A	N/A	N/A	240	11	
12	•	Electric											12	
13	•	Other self-powered units											13	
14	•	TOTAL (lines 11 to 13)	159	50	20		11	0	N/A	N/A	N/A	240	14	
15	•	Auxiliary units											15	
16	•	TOTAL LOCOMOTIVE UNITS (Lines 14 and 15)	159	50	20		11	0	N/A	N/A	N/A	240	16	

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

Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year				Units retired from service of respondent whether owned or leased, including reclassification (g)	Units at Close of Year				Line No.	
				Units installed					Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (h) & (i)) (j)	Aggregate capacity of units reported in col. (j) (see ins. 7) (k)		Leased to others (l)
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rewritten into property accounts (e)	All other units including reclassification and second hand units purchased from others (f)							
17		Passenger-Train Cars Non-Self-Propelled Coaches (PA, PB, PBO)											17	
18		Combined cars (All class C, except CSB)											18	
19		Parlor cars (PBC, PC, PL, PO)											19	
20		Sleeping cars (PS, PT, PAS, PDS)											20	
21		Dining, grill and tavern cars (All class D, PD)										N/A	21	
22		Non-passenger carrying cars (All class B, CSB, M, PSA, IA)										N/A	22	
23		TOTAL (lines 17 to 22)											23	
24		Self-Propelled Electric passenger cars (EP, ET)											24	
25		Electric combined cars (EC)											25	
26		Internal combustion rail motorcars (ED, EG)											26	
27		Other self-propelled cars (Specify types)											27	
28		TOTAL (lines 24 to 27)											28	
29		TOTAL (lines 23 and 28)											29	
30		Company Service Cars											30	
31		Business cars (PV)										N/A	31	
		Board outfit cars (MWX)	3						3		3	N/A		
32		Derrick and snow removal cars (MWU, MWV, MWW, MWK)	6						6		6	N/A	32	
		Dump and ballast cars (MWB, MWD)	65						65		65	N/A	33	
34		Other maintenance and service equipment cars	176					22	154		154	N/A	34	
35		TOTAL (lines 30 to 34)	250					22	228		228	N/A	35	

710. INVENTORY OF EQUIPMENT - Continued

Instructions for reporting freight-train car data.

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

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

Line No.	Cross Check	Class of equipment and car designations (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 half 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_)	5						37
38		Equipped box cars (All Code A, Except A_5_)	2,737						38
39		Plain gondola cars (All Codes G & J_ _1, J_ _2, J_ _3, J_ _4)							39
40		Equipped gondola cars (All Code E)	999						40
41		Covered hopper cars (C_ _1, C_ _2, C_ _3, C_ _4)	452						41
42		Open top hopper cars - general service (All Code H)							42
43		Open top hopper cars - special service (J_ _0, and All Code K)							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_)							45
46		Flat cars - TOFC/COFC (All Code P, Q and S, Except Q8_)	41						46
47		Flat cars - multi-level (All Code V)	643						47
48		Flat cars - general service (F10_ , F20_ , F30_)							48
49		Flat cars - other (F_ 1_ , F_ 2_ , F_ 3_ , F_ 4_ , F_ 5_ , F_ 6_ , F_ 8_ , F40_)	99						49
50		Tank cars - under 22,000 gallons (T_ _0, T_ _1, T_ _2, T_ _3, T_ _4, T_ _5)							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)	4,976						53
54		Caboose (All Code M-930)		45					54
55		TOTAL (lines 53, 54)	4,976	45					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 customarily carry.

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 (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)	
					Time - mileage cars (k)	All Others (l)			
36	PB								36
37	EB	5							37
38	PG	17	2,607	113	2,720		194,480		38
39	EG								39
40	CH	87	533	379	912		85,728		40
41		5	343	104	447		44,253		41
42									42
43									43
44									44
45									45
46	FPC	11	23	7	30		2,118		46
47	FML	7	547	89	636		30,973		47
48									48
49	FO	5	94		94		5,076		49
50									50
51									51
52									52
53		137	4,147	692	4,839	-	362,628		53
54		16	29			29	N/A		54
55		153	4,176	692	4,839	29	362,628		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)	
56		FLOATING EQUIPMENT 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
59		HIGHWAY REVENUE EQUIPMENT Chassis Z1 __, Z67 __, Z68 __, Z69 __							59
60		Dry van U2 __, Z __, Z6 __, 1-6							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 ¹ 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)	0	0	0	0	0	0	70

NOTES AND REMARKS

Note: Line 66 (Tank) must have fitting code "CN" to qualify as a 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.
			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 Others (l)			
56					N/A				56
57					N/A				57
58					N/A				58
59									59
60									60
61									61
62									62
63									63
64									64
65									65
66									66
67									67
68									68
69									69
70									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

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 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	Number of units	Total weight (tons)	Total cost	Method of acquisition (see instructions)	Line No.
1						1
2						2
3						3
4						4
5						5
6						6
7						7
8						8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25	TOTAL		N/A		N/A	25
REBUILT UNITS						
26						26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38	TOTAL		N/A		N/A	38
39	GRAND TOTAL		N/A		N/A	39

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

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

Track category 1

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

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

2. This schedule should include all class 1, 2, 3, or 4 track from schedule 700 that is maintained by the respondent (class 5 is assumed to be maintained by others).

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

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

720. TRACK AND TRAFFIC CONDITIONS

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

Line No.	Track category (a)	Mileage or tracks at end of period (whole numbers) (b)	Average annual traffic density in millions of gross ton-miles per track-mile* (use two decimal places) (c)	Average running speed limit (use two decimal places) (d)	Track miles under slow orders at the end of period (e)	Line No.
1	A	659	23.44	53.10	49.70	1
2	B	190	12.75	45.13	40.20	2
3	C	62	4.62	32.00		3
4	D	23	0.30	17.20		4
5	E	536	XXXXXXXXXX	XXXXXXXXXX		5
6	TOTAL	1,470			89.90	6
7	F		XXXXXXXXXXXX	XXXXXXXXXX		7
8	Potential abandonments					8

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

721. TIES LAID IN REPLACEMENT

1. Furnish the requested information concerning ties laid in replacement.
2. In column (j), report the total board feet of switch and bridge ties laid in replacement.
3. The term 'spot maintenance' in column (k) means repairs to track components during routing inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. 'Percent of spot maintenance' refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.
4. In No. 9, the average cost per tie should include transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply storage and seasoning yards, and in the case of treating ties, also the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines, and placing the ties in tracks and of train service other than that necessary in connection with loading or treatment should not be included in this schedule.

Line No.	Track category (a)	Number of crossties laid in replacement										Switch and bridge ties (board feet) (j)	Crossties switch and bridge ties		Line No.
		New ties				Second-hand ties							Total (i)	Percent of spot maintenance (k)	
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)							
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)								
1	A	63,432									167,554	2.83	1		
2	B	21,544				916					30,111	14.03	2		
3	C	7,118									0	16.90	3		
4	D												4		
5	E	16,405				13,564					115,894	4.03	5		
6	TOTAL	108,499				14,480					313,559	5.99	6		
7	F												7		
8	Potential abandonments												8		
9	Average cost per crosstie \$ 23.40 and switchtie (MBM) \$ 689.00													9	

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										1	
2										2	
3										3	
4										4	
5										5	
6										6	
7				NIL						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									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										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 for 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	Line No.
		New rail		Relay rail		Welded rail	Bolted rail	Welded rail	Bolted rail		
		Welded rail	Bolted rail	Welded rail	Bolted rail						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)			
1	A	35.86		11.24		47.10				1	
2	B			14.78		14.78				2	
3	C									3	
4	D									4	
5	E									5	
6	TOTAL	35.86		26.02		61.88				6	
7	F									7	
8	Potential Abandonments									8	
9	Average cost of new rail laid in replacement per gross ton						\$580	New	\$150	relay.	9

724. RAILS LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS**(Dollars in Thousands)**

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

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

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

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

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

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY AND OTHER SWITCHING TRACKS				Line No.
		Weight of rail		Total cost of rail applied in running tracks, passing tracks cross-overs, etc., during year	Average cost per ton (2,000 lb)	Weight of rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year	Average cost per ton (2,000 lb)	
		Pounds per yard of rail	Number of tons (2,000 lb)			Pounds per yard of rail	Number of tons (2,000 lb)			
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)		
1									1	
2									2	
3									3	
4									4	
5									5	
6				NIL					6	
7									7	
8									8	
9									9	
10									10	
11									11	
12									12	
13									13	
14									14	
15									15	
16									16	
17									17	
18									18	
19									19	
20									20	
21									21	
22									22	
23									23	
24									24	
25									25	
26									26	
27									27	
28									28	
29									29	
30									30	
31									31	
32									32	
33	TOTAL	N/A							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								35	
36	Track-miles of welded rail installed on system this year : total to date								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 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.
	<i>Pounds</i>				
1					1
2	90	1.94			2
3					3
4	100	76.28			4
5					5
6	112	37.51			6
7					7
8	115	399.54		FIRST AND SECOND MAIN, MINUS	8
9				CLASS 5 EXCEPT FOR 15.10 MILES	9
10	130	18.12		OWNED BY ST. CLAIR TUNNEL CO.	10
11				OPERATED AND MAINTAINED	11
12	131	9.80		BY GTW	12
13					13
14	132	144.62			14
15					15
16	136	175.52			16
17					17
18	155	0.80			18
19					19
20	TOTAL	864.13			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
39					39
40					40
41					41
42					42
43					43
44					44
45					45
46					46
47					47
48					48

726. SUMMARY OF TRACK REPLACEMENTS

1. Furnish the requested information concerning the summary of track replacements.
 2. In columns (d), (e), (g), and (j) give the percentage of replacements to units of property in each track category at year end.

Line No.	Track category	Ties				Rail		Ballast	Track surfacing		Line No.
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles)	Percent replaced		Miles surfaced	Percent surfaced	
		Crossties	Switch and bridge ties (board feet)	Crosstie	Switch and bridge ties (board feet)						
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)		
1	A	63,432	167,554	0.03		47.10	0.04	41,100	178.10	27.00	1
2	B	22,460	30,111	0.04		14.78	0.04	18,462	80.00	42.00	2
3	C	7,118		0.04				6,115	26.50	42.00	3
4	D										4
5	E	29,969	115,894	0.02				6,208	26.90	5.00	5
6	TOTAL	122,979	313,559	0.03	0.02	61.88	0.04	71,885	311.50	21.00	6
7	F										7
8	Potential abandonments	-	-	-	-	-	-	-	-	-	8

750. CONSUMPTION OF DIESEL FUEL
(Dollars in Thousands)

LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel		Line No.
		Diesel oil (gallons)		
		(b)		
1	Freight	28,174,141	1	
2	Passenger	-	2	
3	Yard switching	1,793,419	3	
4	TOTAL	29,967,560	4	
5	COST OF FUEL \$(000)	\$15,398	5	
6	Work Train	9,600	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 reports. 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 or 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, 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 one mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions considered as one mile. Train Miles-Running shall be based on the actual distance run between terminals and/or stations and shall be computed from the official time tables or distance tables. Train-miles shall not be increased to cover the running of locomotives from shops to terminals, doubling hills, switching, or other work at way stations, or for the service of helper or pusher locomotives or of extra locomotives on double-head or triple-head trains. When the carrier's trains are detoured over foreign roads, the miles shall be computed on the basis of the miles actually run and in accordance with the service performed. Train-miles shall be kept separately for trains hauled by locomotives and trains moved by motorcars.
- (C) A motorcar is a self-propelled unit of equipment designed to carry freight or passengers, and is not considered a locomotive.
- (D) A locomotive is a 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 one mile under its own power. Include miles made by all locomotive units. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.
- (E) All 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 six miles per hour for the time actually engaged in such service. Include miles allowed for train locomotives for performing switching service at terminals and way stations.
- (G) Yard switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in yard switching service. Include miles allowed for 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 one mile. Report miles made by flatcars carrying loaded highway trailers or empty highway trailers moving under revenue billings as loaded freight car-miles & 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 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 miles 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 sources, compute weight in tons (2,000 lbs). Item 6-01 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 6-02 and 6-03 represent tons behind locomotive units (cars and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Non-revenue gross ton-miles in transportation trains include work equipment and cars carrying company freight and their contents. Use 150 lbs. as the average weight per passenger, and four tons as the average weight of contents of each head-end car.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755 - (Concluded)

- (L) From conductors' train reports or other appropriate sources, 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 l.c.l. shipment of freight handled in mixed baggage express cars. Total Ton-Miles Revenue Freight should correspond to the Ton-Miles reported on Form CBS.
- (M) Road service represents elapsed time of transportation trains (both ordinary and light) between the time of leaving the initial terminals and the time at 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.
- (N) Yard switching hours are hours expended in switching service performed by yard crews in yards where regular switching service is maintained, including 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 railroad cars on line at the end of the year (except surplus cars, see below). Foreign railroad Cars refers to freight cars owned by other railroads, whose interline rental is settled on time (by hour) and actual line-haul mileage charges under the code of car hire 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 for loading on the last day of the year, but have not been placed for loading within 48 hours. This count can be an annual average based on weekly count of cars that have not been placed for loading within 48 hours.

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)	646		1
		2. Train Miles - Running (B)	xxxxxx	xxxxxx	
2		2-01 Unit Trains	310,649	xxxxxx	2
3		2-02 Way Trains	239,423	xxxxxx	3
4		2-03 Through Trains	4,446,527		4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	4,996,599		5
6		2-05 Motorcars (C)	0		6
7		2-06 TOTAL ALL TRAINS (lines 5, 6)	4,996,599		7
		3. Locomotive Unit Miles (D)	xxxxxx	xxxxxx	
		Road Service (E)	xxxxxx	xxxxxx	
8		3-01 Unit Trains	731,566	xxxxxx	8
9		3-02 Way Trains	353,886	xxxxxx	9
10		3-03 Through Trains	9,983,893		10
11		3-04 TOTAL (lines 8-10)	11,069,345		11
12		3-11 Train Switching (F)	120,910	xxxxxx	12
13		3-21 Yard Switching (G)	1,477,676		13
14		3-31 TOTAL ALL SERVICES (lines 11, 12, 13)	12,667,931		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	0	xxxxxx	15
16		4-011 Box-Plain 50-Foot and Longer	654	xxxxxx	16
17		4-012 Box-Equipped	34,216	xxxxxx	17
18		4-013 Gondola-Plain	648	xxxxxx	18
19		4-014 Gondola-Equipped	4,621	xxxxxx	19
20		4-015 Hopper-Covered	7,309	xxxxxx	20
21		4-016 Hopper-Open Top-General Service	2,611	xxxxxx	21
22		4-017 Hopper-Open Top-Special Service	423	xxxxxx	22
23		4-018 Refrigerator-Mechanical	218	xxxxxx	23
24		4-019 Refrigerator-Non-Mechanical	462	xxxxxx	24
25		4-020 Flat-TOFC/COFC	5,250	xxxxxx	25
26		4-021 Flat-Multi-Level	33,098	xxxxxx	26
27		4-022 Flat-General Service	26	xxxxxx	27
28		4-023 Flat-All Other	13,023	xxxxxx	28
29		4-024 All Other Car Types-Total	2,173	xxxxxx	29
30		4-025 TOTAL (lines 15-29)	104,732	xxxxxx	30

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		4-11 RR Owned and Leased Cars-Empty	xxxxxxx	xxxxxxx	
31		4-110 Box-Plain 40-Foot	0	xxxxxxx	31
32		4-111 Box-Plain 50-Foot and Longer	429	xxxxxxx	32
33		4-112 Box-Equipped	17,765	xxxxxxx	33
34		4-113 Gondola-Plain	416	xxxxxxx	34
35		4-114 Gondola-Equipped	3,806	xxxxxxx	35
36		4-115 Hopper-Covered	6,490	xxxxxxx	36
37		4-116 Hopper-Open Top-General Service	2,609	xxxxxxx	37
38		4-117 Hopper-Open Top-Special Service	410	xxxxxxx	38
39		4-118 Refrigerator-Mechanical	205	xxxxxxx	39
40		4-119 Refrigerator-Non-Mechanical	296	xxxxxxx	40
41		4-120 Flat-TOFC/COFC	1,101	xxxxxxx	41
42		4-121 Flat-Multi-Level	8,608	xxxxxxx	42
43		4-123 Flat-General Service	20	xxxxxxx	43
44		4-123 Flat-All Other	11,026	xxxxxxx	44
45		4-124 All Other Car Types	1,596	xxxxxxx	45
46		4-125 TOTAL (lines 31-45)	54,777	xxxxxxx	46
		4-13 Private Line Cars - Loaded (H)	xxxxxxx	xxxxxxx	
47		4-130 Box-Plain 40-Foot	0	xxxxxxx	47
48		4-131 Box-Plain 50-Foot and Longer	1,066	xxxxxxx	48
49		4-132 Box-Equipped	5	xxxxxxx	49
50		4-133 Gondola-Plain	2,627	xxxxxxx	50
51		4-134 Gondola-Equipped	338	xxxxxxx	51
52		4-135 Hopper-Covered	5,706	xxxxxxx	52
53		4-136 Hopper-Open Top-General Service	250	xxxxxxx	53
54		4-137 Hopper-Open Top-Special Service	34	xxxxxxx	54
55		4-138 Refrigerator-Mechanical	0	xxxxxxx	55
56		4-139 Refrigerator-Non-Mechanical	5	xxxxxxx	56
57		4-140 Flat-TOFC/COFC	10,093	xxxxxxx	57
58		4-141 Flat-Multi-Level	25,060	xxxxxxx	58
59		4-142 Flat-General Service	6	xxxxxxx	59
60		4-143 Flat-All Other	4,891	xxxxxxx	60
61		4-144 Tank Under 22,000 Gallons	3,101	xxxxxxx	61
62		4-145 Tank-22,000 Gallons and Over	3,663	xxxxxxx	62
63		4-146 All Other Car Types	486	xxxxxxx	63
64		4-147 TOTAL (lines 47-63)	57,331	xxxxxxx	64

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		4-15 Private Line Cars-Empty (H)	xxxxxx	xxxxxx	
65		4-150 Box-Plain 40-Foot	0	xxxxxx	65
66		4-151 Box-Plain 50-Foot and Longer	97	xxxxxx	66
67		4-152 Box-Equipped	0	xxxxxx	67
68		4-153 Gondola-Plain	0	xxxxxx	68
69		4-154 Gondola-Equipped	0	xxxxxx	69
70		4-155 Hopper-Covered	707	xxxxxx	70
71		4-156 Hopper-Open Top-General Service	280	xxxxxx	71
72		4-157 Hopper-Open Top-Special Service	0	xxxxxx	72
73		4-158 Refrigerator-Mechanical	0	xxxxxx	73
74		4-159 Refrigerator-Non-Mechanical	1	xxxxxx	74
75		4-160 Flat-TOFC/COFC	1,670	xxxxxx	75
76		4-161 Flat-Multi-Level	18,956	xxxxxx	76
77		4-162 Flat-General Service	11	xxxxxx	77
78		4-163 Flat-All Other	2,631	xxxxxx	78
79		4-164 Tank Under 22,000 Gallons	0	xxxxxx	79
80		4-165 Tank-22,000 Gallons and Over	0	xxxxxx	80
81		4-166 All Other Car Types	479	xxxxxx	81
82		4-167 TOTAL (lines 65-81)	24,832	xxxxxx	82
83		4-17 Work Equipment and Company Freight Car-Miles	85	xxxxxx	83
84		4-18 No Payment Car-Miles (I) (I)	86,195	xxxxxx	84
		4-19 Total Car-Miles by Train Type	xxxxxx	xxxxxx	
85		4-191 Unit Trains	31,602	xxxxxx	85
86		4-192 Way Trains	3,741	xxxxxx	86
87		4-193 Through Trains	292,609	xxxxxx	87
88		4-194 TOTAL (lines 85-87)	327,952	xxxxxx	88
89		4-20 Caboose Miles	18	xxxxxx	89

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

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

755. RAILROAD OPERATING STATISTICS - Concluded

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		6. Gross Ton Miles (thousands) (K)	xxxxxx	xxxxxx	
98		6-01 Road Locomotives	1,851,770		98
		6-02 Freight Trains, Crs., Cnts., and Caboose	xxxxxx	xxxxxx	
99		6-020 Unit Trains	2,092,666	xxxxxx	99
100		6-021 Way Trains	252,738	xxxxxx	100
101		6-022 Through Trains	19,679,971	xxxxxx	101
102		6-03 Passenger-Trains, Crs., and Cnts.	0		102
103		6-04 Non-Revenue	86,171	xxxxxx	103
104		6-05 TOTAL (lines 98-103)	23,963,316		104
		7. Tons of Freight (thousands)	xxxxxx	xxxxxx	
105		7-01 Revenue	36,433	xxxxxx	105
106		7-02 Non-Revenue	313	xxxxxx	106
107		7-03 TOTAL (lines 105, 106)	36,746	xxxxxx	107
		8. Ton-Miles of Freight (thousands) (L)	xxxxxx	xxxxxx	
108		8-01 Revenue-Road Service	9,491,268	xxxxxx	108
109		8-02 Revenue-Lake Transfer Service	-	xxxxxx	109
110		8-03 TOTAL (lines 108, 109)	9,491,268	xxxxxx	110
111		8-04 Non-Revenue-Road Service	21,043	xxxxxx	111
112		8-05 Non-Revenue-Lake Transfer Service	-	xxxxxx	112
113		8-06 TOTAL (lines 111, 112)	21,043	xxxxxx	113
114		8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110, 113)	9,512,311	xxxxxx	114
		9. Train Hours (M)	xxxxxx	xxxxxx	
115		9-01 Road Service	266,692	xxxxxx	115
116		9-02 Train Switching	20,152	xxxxxx	116
117		10. TOTAL YARD-SWITCHING HOURS (N)	246,279	xxxxxx	117
		11. Train-Miles Work Trains (O)	xxxxxx	xxxxxx	
118		11-01 Locomotives	13,331	xxxxxx	118
119		11-02 Motorcars	-	xxxxxx	119
		12. Number of Loaded Freight Cars (P)	xxxxxx	xxxxxx	
120		12-01 Unit Trains	134,941	xxxxxx	120
121		12-02 Way Trains	62,286	xxxxxx	121
122		12-03 Through Trains	967,082	xxxxxx	122
123		13. TOFC/COFC-No. of Rev. Trailers & Cont Loaded & Unloaded (Q)	64,865	xxxxxx	123
124		14. Multi-Level Cars-No. of Motor Vehicles Loaded & Unloaded (Q)		xxxxxx	124
125		15. TOFC/COFC-No. of Rev. Trailers Picked Up and Delivered (R)		xxxxxx	125
		16. Revenue Tons-Marine Terminal (S)	xxxxxx	xxxxxx	
126		16-01 Marine Terminals-Coal		xxxxxx	126
127		16-02 Marine Terminals-Ore		xxxxxx	127
128		16-03 Marine Terminals-Other		xxxxxx	128
129		16-04 TOTAL (lines 126-128)		xxxxxx	129
		17. Number of Foreign Per Diem Cars on Line (T)	xxxxxx	xxxxxx	
130		17-01 Serviceable	4,899	xxxxxx	130
131		17-02 Unserviceable	0	xxxxxx	131
132		17-03 Surplus	0	xxxxxx	132
133		17-04 TOTAL (lines 130-132)	4,899	xxxxxx	133

VERIFICATION

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

OATH

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

State of QUEBEC
 County of MONTREAL
SERGE PHARAND makes oath and says that he is VICE-PRESIDENT AND COMPTROLLER
 (Insert here name of the affiant) (Insert here the official title of the affiant)
 Of GRAND TRUNK WESTERN RAILROAD INCORPORATED
 (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 relate to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroad Companies and other accounting and reporting directives of the Surface Transportation Board; 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, 1998 to and including DECEMBER 31, 1998.

Serge Pharand
 (Signature of affiant)

Subscribed and sworn to before me, a COMMISSIONER OF OATHS in and for the State and County
 above named, this 24 th day of MARCH, 1999.

My commission expires July 29, 1999

Use an
 L.S.
 impression seal

Diane Longtin
 (Signature of officer authorized to administer oaths)
 # 69.116.



SUPPLEMENTAL OATH

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

State of QUEBEC
 County of MONTREAL
MICHAEL J. SABIA makes oath and says that he is EXECUTIVE VICE-PRESIDENT AND CHIEF FINANCIAL OFFICER
 (Insert here name of the affiant) (Insert here the official title of the affiant)
 Of GRAND TRUNK WESTERN RAILROAD INCORPORATED
 (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, 1998 to and including DECEMBER 31, 1998.

[Signature]
 (Signature of affiant)

Subscribed and sworn to before me, a COMMISSIONER OF OATHS in and for the State and county
 above named, this 24 th day of MARCH, 1999.

My commission expires July 29, 1999

Use an
 L.S.
 impression seal

Diane Longtin
 (Signature of officer authorized to administer oaths)
 # 69.116



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

[illegible]

CORRECTIONS

[illegible]

EXPLANATORY REMARKS

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