

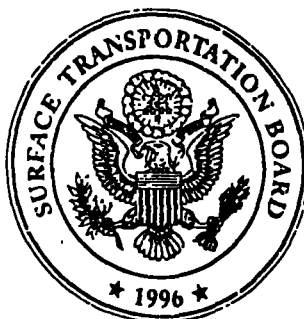
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Class I Railroad Annual Report

	<p>Illinois Central Railroad Company and Subsidiaries 935 de La Gauchetiere Street West Montreal, Quebec 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, 2000

001451

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

Class I Railroad

Annual Report

ILLINOIS CENTRAL RAILROAD COMPANY

To The

Surface Transportation Board

For The Year Ended December 31, 2000

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

(Name) Serge Pharand **(Title)** Vice President and Corporate Comptroller

(Telephone number) (514) 399-4784

(Office address) 935 de la Gauchetiere Street West, Montreal, Quebec H3B 2M9

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Transportation Service (By Company)	352A	42	Weight of Rail	725	90
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SPECIAL NOTICE

Docket No. 38559 Railroad Classification Index, served January 20, 1983, modified the reporting requirements for Classes II, III, and all 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 schedules 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 directed 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 the pages excluded, as well as the schedule number and title, in the space provided below
- 3 If no schedules were omitted indicate "NONE"

Page	Schedule No.	Title
		NONE

B. IDENTITY OF RESPONDENT

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

- 1 Give the exact name of the respondent in full. 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 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, also give date when such receivership or other possession began. If a partnership, give date of formation and also names in full of present partners.
- 3 State the occasion for the reorganization, whether by reason of foreclosure of mortgage or otherwise, according to the fact. Give date of organization of original corporation and refer to laws under which organized.

- 1 Exact name of common carrier making this report ILLINOIS CENTRAL RAILROAD COMPANY
- 2 Date of incorporation DECEMBER 31, 1971
- 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 and of appointment of receivers or trustees: ILLINOIS
- 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. SEE NOTES BEGINNING ON PAGE 9.

Stockholders Reports

5. The respondent is required to send to the Office of Economic and Environmental Analysis, immediately upon preparation, two copies of its latest annual report to stockholders.

Check appropriate box:

☐ Two copies are attached to this report
☐ Two copies will be submitted (date) _____
☒ No annual report to stockholders is prepared

C. VOTING POWERS AND ELECTIONS

- 1 State the par value of each share of stock Common \$1 00 per share, first preferred per share, second preferred \$ per share, debenture stock \$ per share
- 2 State whether or not each share of stock has the right to one vote, if not, give full particulars in a footnote [X] YES [] NO
- 3 Are voting rights proportional to holdings? [X] YES [] NO If no, state in a footnote the relation between holdings and corresponding voting rights
- 4 Are voting rights attached to any securities other than stock? [] YES [X] NO 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 relation 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 [X] 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
BOOKS NOT CLOSED
- 7 State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing, if not, state as of the close of the year 100 votes, as of 31-Dec-00
- 8 State the total number of stockholders of record, as of the date shown in answer to inquiry No 7 1 s 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 the 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 as of the close of the year

Line No.	Name of Security Holder (a)	Address of Security Holder (b)	Number of Votes to Which Security Holder Was Entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED			Line No.
				Stock			
				Common (d)	Preferred		
Second (e)	First (f)						
1	ILLINOIS CENTRAL						1
2	CORPORATION	CHICAGO, IL	100	100			2
3							3
4							4
5	SEE NOTES BEGINNING ON PAGE 9.						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

C. VOTING POWERS AND ELECTIONS (continued)

- 10 State the total number of votes cast at the latest general meeting for the election of the respondent: 100 votes cast
- 11 Give the date of such meeting JUNE 28, 2000
- 12 Give the place of such meeting CHICAGO, IL

NOTES AND REMARKS**CONSOLIDATION**

THIS REPORT IS FILED ON A CONSOLIDATED BASIS. THE FOLLOWING COMPANIES ARE HEREIN CONSOLIDATED.

ILLINOIS CENTRAL RAILROAD COMPANY
WATERLOO RAILWAY COMPANY
MISSISSIPPI VALLEY CORPORATION

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS						
(Dollars in Thousands)						
Line No	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)	Line No
CURRENT ASSETS						
1		701	Cash	5,146	927	1
2		702	Temporary Cash Investments	0	0	2
3		703	Special Deposits	13,444	13,444	3
			Accounts Receivable			
4		704	- Loan and Notes	358	466	4
5		705	- Interline and Other Balances	0	693	5
6		706	- Customers	22,443	64,445	6
7		707	- Other	12,050	7,802	7
8		709,708	- Accrued Accounts Receivables	19,721	96,422	8
9		708 5	- Receivables from Affiliated Companies	0	0	9
10		709 5	- Less Allowance for Uncollectible Accounts	(7,025)	(4,022)	10
11		710,711,714	Working Funds Prepayments Deferred Income Tax Debits	14,418	19,687	11
12		712	Materials and Supplies	17,467	17,313	12
13		713	Other Current Assets	1,049	1,405	13
14			TOTAL CURRENT ASSETS	99,071	218,582	14
OTHER ASSETS						
15		715, 716, 717	Special Funds	665	680	15
16		721, 721 5	Investments and Advances Affiliated Companies (Schedules 310 and 310A)	238,662	193,103	16
17		722, 723	Other Investments and Advances	33	661	17
18		724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities - Cr	0	0	18
19		737, 738	Property Used in Other than Carrier Operation (Less Depreciation) \$ 15	43,921	40,851	19
20		739, 741	Other Assets	7,167	16,717	20
21		743	Other Deferred Debits	24,332	21,449	21
22		744	Accumulated Deferred Income Tax Debits	0	289	22
23			TOTAL OTHER ASSETS	314,780	273,750	23
ROAD AND EQUIPMENT						
24		731, 732	Road (Schedule 330) L-30 cols h & b	1,399,519	1,319,901	24
25		731, 732	Equipment (Schedule 330) L-39 Cols h & b	224,389	222,963	25
26		731, 732	Unallocated Items	0	0	26
27		733, 735	Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	(108,827)	(80,381)	27
28			Net Road and Equipment	1,515,081	1,462,483	28
29	*		TOTAL ASSETS	1,928,932	1,954,815	29

200 COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS EQUITY (Dollars in Thousands)						
Line No	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)	Line No
			CURRENT LIABILITIES			
30		751	Loans and Notes Payable	0	0	30
31		752	Accounts Payable, Interline and Other Balances	618	435	31
32		753	Audited Accounts and Wages	(616)	5,255	32
33		754	Other Accounts Payable	2,959	2,379	33
34		755, 756	Interest and Dividends Payable	10,369	11,362	34
35		757	Payables to Affiliated Companies	0	0	35
36		759	Accrued Accounts Payable	99,931	89,430	36
37		760, 761, 761 5, 762	Taxes Accrued	54,945	77,713	37
38		763	Other Current Liabilities	3,401	62,740	38
39		764	Equipment Obligations and Other Long-Term Debt due Within One Year	102,781	32,546	39
40			TOTAL CURRENT LIABILITIES	274,388	281,860	40
			NON-CURRENT LIABILITIES			
41		765, 767	Funded Debt Unmatured	404,133	504,494	41
42		766	Equipment Obligations	0	0	42
43		766 5	Capitalized Lease Obligations	10,390	13,251	43
44		768	Debt in Default	0	0	44
45		769	Accounts Payable, Affiliated Companies	578,000	578,000	45
46		770 1, 770 2	Unamortized Debt Premium	(5,831)	(6,013)	46
47		781	Interest in Default	0	0	47
48		783	Deferred Revenues-Transfers from Government Authorities	0	0	48
49		786	Accumulated Deferred Income Tax Credits	328,927	337,601	49
50		771, 772, 774, 775, 782, 784	Other Long-Term Liabilities and Deferred Credits	202,302	170,754	50
51			TOTAL NON-CURRENT LIABILITIES	1,517,921	1,598,087	51
			SHAREHOLDER'S EQUITY			
52		791, 792	Total Capital Stock.(Schedule 230) (L 53 & 54)			52
53			Common Stock	0	0	53
54			Preferred Stock	0	0	54
55			Discount on Capital Stock	0	0	55
56		794, 795	Additional Capital (Schedule 230)	129,675	129,676	56
			Retained Earnings:			
57		797	Appropriated	1,269	1,222	57
58		798	Unappropriated (Schedule 220)	5,679	(56,030)	58
59		798 1	Net Unrealized Loss on Non-current Marketable Equity Securities	0	0	59
60		798 5	Less Treasury Stock	0	0	60
61			Net Stockholders Equity	136,623	74,868	61
62	*		TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	1,928,932	1,954,815	62

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES

Dollars in Thousands

The notes listed below are provided to disclose supplementary information on matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none", and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes statements explaining (1) service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads, (2) particulars concerning obligations for stock purchase options granted to officers and employees, and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditures, and for sinking and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts _____ \$ NONE.

2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made _____ \$ NONE - SEE NOTES BEGINNING ON PAGE 9

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 NOTES BEGINNING ON PAGE 9

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund _____ \$ NONE

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

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

If funding is by trust agreement, list trustee(s) NONE

Date of trust agreement or latest amendment _____

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

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

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

Specify Yes No X

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

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

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 \$ SEE NOTE BELOW

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

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

NOTE

AS OF JUNE 4, 1998 STOCK OF ILLINOIS CENTRAL CORPORATION STOPPED TRADING AS THE RESULT OF THE MERGER AND EMPLOYEES WHO HELD STOCK THROUGH THE PENSION PLAN HAD TO CONVERT THEIR STOCK ACCOUNTS TO OTHER PENSION FUND ACCOUNTS. CONTRIBUTIONS TO PENSION PLAN ARE MADE IN CASH. EMPLOYEES HAVE FIVE (5) DIFFERENT INVESTMENT OPTIONS, NONE OF WHICH IS STOCK OF THE PARENT COMPANY, ILLINOIS CENTRAL CORPORATION.

Continued on following page

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES

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

Disclose the nature and amount of contingency that is material

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

SEE NOTES BEGINNING ON PAGE 9

(a) Changes in Valuation Accounts

8 Marketable Equity Securities

		Cost	Market	Dr (Cr) to Income	Dr (Cr) to Stockholders' Equity
(Current Year)	Current Portfolio				N/A
as of / /	Noncurrent Portfolio			N/A	\$
(Previous Year)	Current Portfolio			N/A	N/A
as of / /	Noncurrent Portfolio			N/A	N/A

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

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

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

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

NOTE / / (date) Balance sheet date of reported year unless specified as previous year

200 COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES – Continued

NOTES TO FINANCIAL STATEMENTS

Item 2: Income Taxes

Illinois Central Railroad ("ICR") and its subsidiaries join in the filing of consolidated federal income tax returns with Grand Trunk Corporation ("GTC"), ICR's indirect parent. ICR and its subsidiaries each have a tax sharing agreement with GTC whereby each subsidiary's federal income tax and state income tax liabilities are determined on a separate company income tax basis as if it were not a member of GTC's consolidated group, with no benefit for net operating losses or credit carryovers from prior years. ICR had no losses available for carryover as of December 31, 2000.

Item 7: Contingent Liabilities

Various legal actions, general claims, and governmental proceedings (including administrative orders from the Environmental Protection Agency) are pending against ICR. 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 ICR. The financial statements reflect a provision for the aggregate amount of liability which management of ICR, 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 ICR.

Item 7: Special Charge

ICR recorded a pre-tax Special Charge for \$46.1 million during 1999 for costs associated with the Canadian National Railway Company Agreement and Plan of Merger. The Special Charge includes \$15.0 million for costs relating primarily to payments under various compensation plans payable following the change in control and \$31.1 million for costs relating primarily to work force reductions. The liability is recorded in line 50(b) of schedule 200.

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

200 COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES – Continued

NOTES TO FINANCIAL STATEMENTS

210 RESULTS OF OPERATIONS
(Dollars in Thousands)

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

2 Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained on page 18

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

4 All contra entries hereunder should be indicated in parenthesis

5 Cross-checks

Schedule 210	Schedule 210
Line 15, column (b)	= Line 62, column (b)
Line 47 plus 48 plus 49, column (b)	= Line 63, column (b)
Line 50, column (b)	= Line 64, column (b)
Schedule 410	
Line 14, column (b)	= Line 620, column (h)
Line 14, column (d)	= Line 620, column (f)
Line 14, column (e)	= Line 620, column (g)
Line 49, column (b)	

Line No	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Freight-related revenue and expenses (d)	Passenger-related revenue and expenses (e)	Line No
		ORDINARY ITEMS					
		OPERATING INCOME					
		Railway Operating Income					
1		(101) Freight	621,604	600,005	621,604		1
2		(102) Passenger	0	0	0		2
3		(103) Passenger-Related	0	0	0		3
4		(104) Switching	34,931	35,900	34,931		4
5		(105) Water Transfers	0	0	0		5
6		(106) Demurrage	12,984	11,348	12,984		6
7		(110) Incidental	12,822	12,410	12,822		7
8		(121) Joint Facility-Credit	0	0	0		8
9		(122) Joint Facility-Debit	0	0	0		9
10		(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	682,341	659,663	682,341		10
11		(502) Railway operating revenues-Transfers from Government Authorities for current operations	0	0	0		11
12		(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities	0	0	0		12
13		TOTAL RAILWAY OPERATING REVENUES (Lines 10-12)	682,341	659,663	682,341		13
14		(531) Railway operating expenses	562,144	518,424	562,144		14
15		Net revenue from railway operations	120,197	141,239	120,197		15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	1	1			16
17		(510) Miscellaneous rent income	3,204	2,453			17
18		(512) Separately operated properties-Profit	0	0			18
19		(513) Dividend Income (cost method)	0	2			19
20		(514) Interest Income	16,691	14,954			20
21		(516) Income from sinking and other funds	0	0			21
22		(517) Release of premiums on funded debt	0	0			22
23		(518) Reimbursements received under contracts and agreements	0	0			23
24		(519) Miscellaneous income	39,039	2,657			24
		Income from affiliated companies 519					
25		a Dividends (equity method)	809	729			25
26		b Equity in undistributed earnings (losses)	(622)	575			26
27		TOTAL OTHER INCOME (Lines 16-26)	59,122	21,371			27
28		TOTAL INCOME (Lines 15, 27)	179,319	162,610			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	97	181			29
30		(544) Miscellaneous taxes	0	15			30
31		(545) Separately operated properties-Loss	0	0			31
32		(549) Maintenance of investment organization	0	0			32
33		(550) Income Transferred under contracts and agreements	0	0			33
34		(551) Miscellaneous income charges	2,458	421			34
35		(553) Uncollectible accounts	0	0			35
36		TOTAL MISCELLANEOUS DEDUCTIONS (Lines 29-35)	2,555	617			36
37		Income available for fixed charges (Lines 28,36)	176,764	161,993			37

210 RESULTS OF OPERATIONS (Dollars in Thousands)					
Line No	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Line No
FIXED CHARGES					
		(546) Interest on funded debt:			
38		(a) Fixed interest not in default	79,874	62,017	38
39		(b) Interest in default	0	0	39
40		(547) Interest on unfunded debt	0	0	40
41		(548) Amortization of discount on funded debt	636	858	41
42		TOTAL FIXED CHARGES (Lines 38-41)	80,510	62,875	42
43		Income after fixed charges (Lines 37, 42)	96,254	99,118	43
OTHER DEDUCTIONS					
		(546) Interest on funded debt:			
44		(c) Contingent interest	0	0	44
UNUSUAL OR INFREQUENT ITEMS					
45		(555) Unusual or infrequent items (debit) credit	0	0	45
46		Income (Loss) from continuing operations (before income taxes)	96,254	99,118	46
PROVISIONS FOR INCOME TAXES					
		(556) Income taxes on ordinary income:			
47	*	(a) Federal income taxes	41,323	31,130	47
48	*	(b) State income taxes	7,047	4,672	48
49	*	(c) Other income taxes	0	0	49
50	*	(557) Provision for deferred taxes	(13,872)	1,292	50
51		TOTAL PROVISIONS FOR INCOME TAXES (Lines 47-50)	34,498	37,094	51
52	*	Income from continuing operations (Lines 46-51)	61,756	62,024	52
DISCONTINUED OPERATIONS					
53		(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)	0	0	53
54		(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)	0	0	54
55		Income before extraordinary items (Lines 52 + 53 + 54)	61,756	62,024	55
EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES					
56		(570) Extraordinary items (Net)	0	0	56
57		(590) Income taxes on extraordinary items	0	0	57
58		(591) Provision for deferred taxes - Extraordinary items	0	0	58
59		TOTAL EXTRAORDINARY ITEMS (Lines 56-58)	0	0	59
60		(592) Cumulative effect of changes in accounting principles (less applicable tax of \$)	0	0	60
61	*	Net income (Loss) (Lines 55 + 59 + 60)	61,756	62,024	61
Reconciliation of net railway operating income (NROI)					
62	*	Net revenues from railway operations	120,197	141,239	62
63	*	(556) Income taxes on ordinary income (-)	(48,370)	(35,802)	63
64	*	(557) Provision for deferred income taxes (-)	13,872	(1,292)	64
65		Income from lease of road and equipment (-)	0	0	65
66		Rent for leased roads and equipment (+)	0	0	66
67		Net railway operating income (loss)	85,699	104,145	67

NOTES AND REMARKS FOR SCHEDULES 210 AND 220

(Dollars in Thousands)

ICR recorded a pre-tax Special Charge of \$46,100 for costs associated with the Canadian National Railway Company Agreement and Plan of Merger in 1999. The Special Charge included \$15,000 for costs relating primarily to payments under various compensation plans payable following the change in control in 1999. In addition, the Special Charge included \$31,100 for costs relating primarily to work force reductions. This charge is included in line 14(B) and 14(C) of schedule 210.

220. RETAINED EARNINGS
(Dollars in Thousands)

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

Line No	Cross Check	Item (a)	Retained earnings — Unappropriated (b)	Equity in undistributed earnings (losses) of affiliated companies (c)	Line No.
1		Balances at beginning of year	(63,943)	7,913	1
2		(601 5) Prior period adjustments to beginning retained earnings	0	0	2
3	*	(602) Credit balance transferred from income	62,378		3
4		(603) Appropriations released			4
5		(606) Other credits to retained earnings			5
6		TOTAL	62,378	0	6
7	*	(612) Debit balance transferred from income		622	7
8		(616) Other debits to retained earnings			8
9		(620) Appropriations for sinking and other funds	47		9
10		(621) Appropriations for other purposes			10
11		(623) Dividends: Common stock			11
12		Preferred stock (1)			12
13		TOTAL	47	622	13
14		Net increase (decrease) during year (Line 6 minus line 13)	62,331	(622)	14
15	*	Balances at close of year (Lines 1, 2, and 14)	(1,612)	7,291	15
16	*	Balances from line 15(c)	7,291	N/A	16
17		Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	5,679	N/A	17
18		(797) Total appropriated retained earnings:			18
19		Credits during year \$ 47			19
20		Debits during year \$			20
21		Balance at Close of year \$ 1,269			21
22		Amount of assigned Federal income tax consequences: Account 606 \$			22
23		Account 616 \$			23

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

230. CAPITAL STOCK									
PART I. CAPITAL STOCK (Dollars in Thousands)									
1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect. 2. Present in column (b) the par or stated value of each issue. If none, so state. 3. Disclose in columns (c), (d), (e), and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues. 4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.									
Line No	Class of Stock (a)	Par Value (b)	Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)	Line No
1	Common	1.00	100	100		100			1
2									2
3									3
4	Preferred								4
5									5
6	Preferred								6
7									7
8									8
9									9
10	TOTAL	1.00	100	100		100	0		10

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR (Dollars in Thousands)									
Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital \$ (h)	Line No
		Number of Shares (b)	Amount \$ (c)	Number of Shares (d)	Amount \$ (e)	Number of Shares (f)	Amount \$ (g)		
11	Balance at beginning of year	0	0	100	0			129,675	11
12	Capital Stock Sold 17								12
13	Capital Stock Required								13
14	Capital Stock Canceled								14
15	Capital Contribution from Parent								15
16									16
17	Balance at close of year	0	0	100	0	0	0	129,675	17

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

(Dollars in Thousands)

Give the information as requested concerning the cash flows during the year. Either 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 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 know amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Information about all investing and financing activities which do not directly affect cash shall be separately disclosed in footnotes to this schedule. They shall clearly relate the cash (if any) and noncash aspects of transactions. Examples of noncash investing and transactions include converting debt to equity acquiring assets of assuming directly related liabilities such as purchasing a building by incurring a mortgage to the seller, obtaining as 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)	Prior Year (c)	Line No
1		Cash received from operating revenues			1
2		Dividends received from affiliates			2
3		Interest received			3
4		Other income			4
5		Cash paid for operating expenses			5
6		Interest paid (net amounts capitalized)			6
7		Income taxes paid			7
8		Other deductions			8
9		NET CASH PROVIDED BY OPERATING ACTIVITIES			9
RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES					
10		Income from continuing operations	61,756	62,024	10
ADJUSTMENTS TO RECONCILE INCOME FROM CONTINUING OPERATIONS TO NET CASH PROVIDED BY OPERATING ACTIVITIES					
11		Loss (gain) on sale or disposal of tangible property and investments	(19,090)	(39)	11
12		Depreciation and amortization expenses	48,864	38,806	12
13		Increase (decrease) in provision for Deferred Income Taxes	(2,378)	3,357	13
14		Net decrease (increase) in undistributed earnings (losses) of affiliates	622	(576)	14
15		Decrease (increase) in accounts receivable	119,513	(19,218)	15
16		Decrease (increase) in material and supplies and other current assets	(1,035)	(10,690)	16
17		Increase (decrease) in current liabilities other than debt	(77,707)	31,550	17
18		Increase (decrease) in other - net	38,503	51,848	18
19		Net cash provided from continuing operations (Lines 10-18)	169,048	157,062	19
20		Add (Subtract) cash generated (paid) by reason of discontinued operations, extraordinary items and cumulative effect of change in accounting principle	0	0	20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES	169,048	157,062	21
CASH FLOWS FROM INVESTING ACTIVITIES					
22		Proceeds from sale of property	19,750	4,221	22
23		Capital expenditures	(101,256)	(114,097)	23
24		Net change in temporary cash investments not qualifying as cash equivalents			24
25		Proceeds from sale/repayment of investment and advances	(46,782)	17,889	25
26		Purchase price of long-term investment and advances			26
27		Net decrease (increase) in sinking and other special funds			27
28		Other - net	(3,724)	(4,013)	28
29		NET CASH USED IN INVESTING ACTIVITIES	(132,024)	(96,000)	29
CASH FLOWS FROM FINANCING ACTIVITIES					
30		Proceeds from issuance of long-term debt		578,000	30
31		Principle payments of long-term debt	(32,805)	(53,237)	31
32		Proceeds from issuance of capital stock			32
33		Purchase price of acquiring treasury stock			33
34		Cash dividends paid		(613,733)	34
35		Other - net			35
36		NET CASH FROM FINANCING ACTIVITIES (Lines 30-35)	(32,805)	(88,970)	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (Lines 21, 29 & 36)	4,219	(27,908)	37
38		Cash and cash equivalents at beginning of the year	927	28,835	38
39		CASH AND CASH EQUIVALENTS AT END OF THE YEAR (Lines 37 & 38)	5,146	927	39

Continued on next page

240 STATEMENT OF CASH FLOWS (Concluded) (Dollars in Thousands)					
Line No	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No
		Footnotes to Schedule 240			
		Cash paid during the year for			
40		Interest (net of amount capitalized)*	80,477	83,307	40
41		Income taxes (net) *	62,532	792	41

245. WORKING CAPITAL (Dollars in Thousands)				
1 This schedule should include only data pertaining to railway transportation services				
2 Carry out calculation of lines 9, 10, 20 and 21 to the nearest whole number.				
Line No	Item (a)	Source	Amount (b)	Line No
CURRENT OPERATING ASSETS				
1	Interline and Other Balances (705)	Schedule 200, line 5, column b	0	1
2	Customers (706)	Schedule 200, line 6, column b	22,443	2
3	Other (707)	Note A	12,050	3
4	TOTAL CURRENT OPERATING ASSETS	Line 1 + 2 + 3	34,493	4
OPERATING REVENUE				
5	Railway Operating Revenue	Schedule 210, line 13, column b	682,341	5
6	Rent Income	Note B	50,174	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	732,515	7
8	Average Daily Operating Revenues	Line 7 divided by 360 days	2,035	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 divided by line 8	17	9
10	Revenue Delay Days Plus Buffer	Lines 9 + 15 days	32	10
CURRENT OPERATING LIABILITIES				
11	Interline and Other Balances (752)	Schedule 200, line 31, column b	618	11
12	Audited Accounts and Wages Payable (753)	Note A	(616)	12
13	Accounts Payable - Other (754)	Note A	2,959	13
14	Other Taxes Accrued (761.5)	Note A	2,545	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	5,506	15
OPERATING EXPENSES				
16	Railway Operating Expenses	Schedule 210, line 14, column b	562,144	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	48,865	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	563,453	18
19	Average Daily Expenditures	Line 18 divided by 360 days	1,565	19
20	Days of Operating Expenses in Current Operating Liabilities	Line 15 divided by line 19	4	20
21	Days of Working Capital Required	Line 10 - Line 20 (Note C)	28	21
22	Cash Working Capital Required	Line 21 x line 19	43,820	22
23	Cash and Temporary Cash Balance	Schedule 200, line 1 + line 2, column b	5,146	23
24	Cash Working Capital Allowed	Lesser line 22 or line 23	5,146	24
MATERIALS AND SUPPLIES				
25	Total Material and Supplies (712)	Note A	17,467	25
26	Scrap and Obsolete Material included in Acct. 712	Note A	0	26
27	Materials and Supplies held for Common Carrier Purposes	Line 25 - line 26	17,467	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	22,613	28

Notes (A) Use common carrier portion only. Common carrier refers to railway transportation service.

(B) Rent Income is the sum of Schedule 410, column h, lines 121, 122, 123, 127, 128, 129, 133, 134, 135, 208, 210, 212, 227, 229, 231, 312, 314, and 316. Rent income is added to railway operating revenues to produce total revenues. Rent income is also added to total operating expenses to exclude the rent revenue items from operating expense.

(C) If result is negative, use zero

NOTES AND REMARKS

SCHEDULE 310

OTHER PARTIES TO JOINT CONTROL (PAGE 26):

LINE 1 PL; UP; NS

LINE 2 BNSF; CSX

LINE 3 STOCK OWNED BY OTHER THAN RAILROADS

LINE 4 BNSF; CSX; NS; SLSW; UP

LINE 5 BNSF; CSX; GTW; UP; NS; SOO

LINE 6 BM; BNSF; CSX; FEC; GTW; KCS; NS; RFP; SOO; UP

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 definitions of affiliated companies, see the rules governing Account No. 721 "Investments and advances, affiliated companies," in the Uniform System of Accounts for Railroad Companies.

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

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

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

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

<u>Symbol</u>	<u>Kind of Industry</u>
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 services and facilities, electric railways, highway motor vehicles, steamboats and other marine transportation equipment, pipe lines (other than those for transportation of water), and other instrumentalities devoted to the transportation of persons or property for hire. Telegraph and telephone companies are not meant to be included.

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

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

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

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

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

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

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

1 Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, 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 evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially _____ to _____." Abbreviations in common use in standard financial publications may be used to conserve space.

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of Issuing Company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of Control (e)	Line No
1	721	A1	VII	PEORIA AND PEKIN UNION RAILWAY CO. COMMON STOCK	46+	1
2				PADUCAH AND ILLINOIS RAILROAD CO COMMON STOCK	33+	2
3				MISSISSIPPI EXPORT RAILROAD CO. COMMON STOCK	36+	3
4				TERMINAL RAILROAD ASSOCIATION OF ST LOUIS COMMON STOCK	12+	4
5				BELT RAILWAY CO COMMON STOCK	8+	5
6				TRAILER TRAIN CO. COMMON STOCK	1+	6
7						7
8				TOTAL A1		8
9						9
10	721	D1	VIII	TRAILER TRAIN CO. NOTE 1-09-69		10
11						11
12						12
13				TOTAL D1		13
14						14
15	721	E1	VII	PADUCAH AND ILLINOIS RAILROAD CO. ADVANCES		15
16				TERMINAL RAILROAD ASSOCIATION OF ST. LOUIS ADVANCES		16
17						17
18	721			TOTAL E1		18
19						19
20						20
21						21
22		E3	X	ILLINOIS CENTRAL CORPORATION ADVANCES		22
23				GRAND TRUNK CORPORATION ADVANCES		23
24				CAGY ADVANCES		24
25						25
26				TOTAL E3		26
27						27
28						28
29				TOTAL 721		29

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

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

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

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

9. Also 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 Acct 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	474			474				1
2	401			401				2
3	0			0				3
4	0			0				4
5	542			542				5
6	43			43				6
7								7
8	1,460	0	0	1,460			0	8
9								9
10	0			0				10
11								11
12								12
13	0		0	0			0	13
14								14
15	705		30	675			30	15
16	2,968		1,253	1,715			66	16
17								17
18	3,673	0	1,283	2,390			96	18
19								19
20								20
21								21
22	180,057	6,491		186,548			13,832	22
23		40,954		40,954			2,403	23
24		19		19			19	24
25								25
26	180,057	47,464	0	227,521			16,254	26
27								27
28								28
29	185,190	47,464	1,283	231,371			16,350	29

NOTES.

310 INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued (Dollars in Thousands)						
Line No	Account No (a)	Class No (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of Control (e)	Line No
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38						38
39						39
40						40
41						41
42						42
43						43
44						44
45						45
46						46
47						47
48						48
49						49
50						50
51						51
52						52
53						53
54						54
55						55
56						56
57						57
58						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
71						71
72						72
73						73
74						74
75						75

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

Line No.	Investments and Advances				Disposed of: profit (loss) (j)	Adjustments Acct. 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)				
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40								40
41								41
42								42
43								43
44								44
45								45
46								46
47								47
48								48
49								49
50								50
51								51
52								52
53								53
54								54
55								55
56								56
57								57
58								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
71								71
72								72
73								73
74								74
75								75

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES

(Dollars in Thousands)

Undistributed Earnings From Certain Investments in Affiliated Companies

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

Line No	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)	Line No
	CARRIERS (List specifics for each company)							
1	PEORIA & PEKIN UNION RAILWAY CO. COMMON STOCK	4,146		(48)			4,098	1
2	MISSISSIPPI EXPORT RR CO COMMON STOCK	3,767		(574)			3,193	2
3	PADUCAH & ILLINOIS RR CO COMMON STOCK	0					0	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	TOTAL CARRIER	7,913		(622)			7,291	18
	NONCARRIER (List specifics for each company)							
19								19
20								20
21								21
22								22
23								23
24								24
25								25
26								26
27								27
28								28
29								29
30								30
31	TOTAL NONCARRIER	0		0			0	31
32								32
33	TOTAL EQUITY	7,913		(622)			7,291	33

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330

1 Give particulars of balances at the beginning and close of the year and of all changes during the year in Account No 731, "Road and Equipment Property," and Account No 732, "Improvements on Leased Property," classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. The balances, by primary accounts, should insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (h) is the aggregate of columns (b) to (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of Accounts 731 and 732 for the respective periods, if not, full explanation should be made in a footnote.

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

4 Columns (c) and (e) should be included 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 in a footnote the cost, location, area, and other details which will identify the property.

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	Balance at beginning of year	Expenditures during the year for original road and equipment, and road extensions	Expenditures during the year for purchase of existing lines, lines reorganizations, etc.	Line No.
		(a)	(b)	(c)	(d)	
1		(2) Land for transportation purposes	119,773			1
2		(3) Grading	97,935			2
3		(4) Other, right-of-way expenditures	46			3
4		(5) Tunnels and subways	23,364			4
5		(6) Bridges, trestles, and culverts	199,327			5
6		(7) Elevated structures	0			6
7		(8) Ties	185,103			7
8		(9) Rail and other track material	304,493			8
9		(11) Ballast	147,199			9
10		(13) Fences, snow sheds and signs	278			10
11		(16) Station and office buildings	12,635			11
12		(17) Roadway buildings	533			12
13		(18) Water stations	817			13
14		(19) Fuel stations	4,495			14
15		(20) Shops and enginehouses	17,235			15
16		(22) Storage warehouses	0			16
17		(23) Wharves and docks	23			17
18		(24) Coal and ore wharves	77			18
19		(25) TOFC/COFC terminals	41,056			19
20		(26) Communication systems	33,853			20
21		(27) Signals and interlockers	82,339			21
22		(29) Power plants	7			22
23		(31) Power-transmission systems	291			23
24		(35) Miscellaneous structures	87			24
25		(37) Roadway machines	21,723			25
26		(39) Public improvements-Construction	16,922			26
27		(44) Shop machinery	10,236			27
28		(45) Power-plant machinery	54			28
29		Other (specify and explain)				29
30		TOTAL EXPENDITURES FOR ROAD	1,319,901		0	30
31		(52) Locomotives	66,263			31
32		(53) Freight-train cars	109,099			32
33		(54) Passenger-train cars	0			33
34		(55) Highway revenue equipment	39			34
35		(56) Floating equipment	0			35
36		(57) Work equipment	9,911			36
37		(58) Miscellaneous equipment	2,039			37
38		(59) Computer systems and word processing equipment	35,612			38
39		TOTAL EXPENDITURES FOR EQUIPMEN	222,963		0	39
40		(76) Interest during construction	0			40
41		(80) Other elements of investment	0			41
42		(90) Construction in progress	0			42
43		GRAND TOTAL	1,542,864		0	43

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

Line No.	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	753	208	545	120,318	1
2	409	59	350	98,285	2
3			-	46	3
4			-	23,364	4
5	10,670	1,301	9,369	208,696	5
6			-	-	6
7	17,031	4,040	12,991	198,094	7
8	23,076	2,745	20,331	324,824	8
9	11,037	2,017	9,020	156,219	9
10	9		9	287	10
11	429	5	424	13,059	11
12	30		30	563	12
13	(56)		(56)	761	13
14	2,900		2,900	7,395	14
15	578	5	573	17,808	15
16			-	-	16
17			-	23	17
18			-	77	18
19	613		613	41,669	19
20	11,326	8	11,318	45,171	20
21	9,330	7	9,323	91,662	21
22	(5)		(5)	2	22
23	(1)		(1)	290	23
24			-	87	24
25	702	7	695	22,418	25
26	959	39	920	17,842	26
27	271	2	269	10,505	27
28			-	54	28
29			-	-	29
30	90,061	10,443	79,618	1,399,519	30
31	1,131	2,844	(1,713)	64,550	31
32	7,383	5,482	1,901	111,000	32
33			-	-	33
34	2,099		2,099	2,138	34
35			-	-	35
36	(264)	138	(402)	9,509	36
37		66	(66)	1,973	37
38	162	555	(393)	35,219	38
39	10,511	9,085	1,426	224,389	39
40			-	-	40
41			-	-	41
42			-	-	42
43	100,572	19,528	81,044	1,623,908	43

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

(Dollars in Thousands)

- 1 Show in columns (b) and (e), for each primary account, the depreciation base used to compute the depreciation charges for the month of January, and in columns (c) and (f) show the depreciation base used to compute the depreciation charges for the month of December, in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 30 and 39 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and Account Nos 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents 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.

		OWNED AND USED			LEASED FROM OTHERS			
		Depreciation b	Annual		Depreciation base	Annual		
Line		1/1	12/1	composite		composite		
No	Account	At beginning of year	At close of year	rate (percent)	At beginning of year	At close of year	rate (percent)	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	
	ROAD							
1	(3) Grading	97,935	98,222	1 07				
2	(4) Other, right-of-way expenditures	46	47	2 56				
3	(5) Tunnels and subways	23,364	23,364	1 25				
4	(6) Bridges, trestles, and culverts	199,327	205,109	1 59				
5	(7) Elevated structures							
6	(8) Ties	185,103	196,268	4 16				
7	(9) Rail and other track material	304,494	323,116	2 44				
8	(11) Ballast	147,201	155,064	2 51				
9	(13) Fences, snow sheds, and signs	277	289	2 95				
10	(16) Station and office buildings	12,636	12,907	2 13				
11	(17) Roadway buildings	532	562	3 19				
12	(18) Water stations	816	626	3 62				
13	(19) Fuel Stations	4,494	7,798	3 93				
14	(20) Shops and enginehouse	17,235	17,755	2 57				
15	(22) Storage warehouses							
16	(23) Wharves and docks	22	22	3 89				
17	(24) Coal and ore wharves	77	77	3 17				
18	(25) TOFC/COFC terminals	41,057	41,634	2 47				
19	(26) Communication systems	33,853	37,033	2 16				
20	(27) Signals and interlockers	82,340	85,169	2 70				
21	(29) Power plants	7	2	4 72				
22	(31) Power-transmission systems	292	290	2 41				
23	(35) Miscellaneous structures	87	87	2 23				
24	(37) Roadway machines	21,723	22,354	3 91				
25	(39) Public improvements-Construction	16,921	17,501	2 78				
26	(44) Shop machinery	10,237	10,455	3 33				
27	(45) Power-plant machinery	55	55	3 94				
28	All other road accounts							
29	Amortization (other than defense projects)							
30	TOTAL ROAD	1,200,131	1,255,806	2 51				
	EQUIPMENT							
31	(52) Locomotives	66,412	65,267	2 79				
32	(53) Freight-train cars	105,879	110,436	4 99				
33	(54) Passenger-train cars							
34	(55) Highway revenue equipment	39	1,924	8 00				
35	(56) Floating equipment							
36	(57) Work equipment	9,362	9,467	1 22				
37	(58) Miscellaneous equipment	2,008	1,974	9 89				
38	(59) Computer systems and word processing equipment	31,521	34,331	28 27				
39	TOTAL EQUIPMENT	215,221	223,399	7 83				
40	GRAND TOTAL	1,415,352	1,479,205					

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

1 Disclose the required information in regard to credits and debits to Account No 735, "Accumulated Depreciation Road and Equipment Property," during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals-Credit-Equipment" accounts and "Other Rents-Credit-Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental-Debit-Equipment" account and "Other Rents-Debit-Equipment" accounts (See Schedule 351 for the accumulated depreciation to road and equipment owned and leased to others.)

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

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

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

5 Enter amounts representing amortization under an authorized amortization program other than for defense projects on lines 29 and 39

Line No	Cross Check	Account (a)	CREDITS TO RESERVE Dunng the year			DEBITS TO RESERVE During the year			Line No
			Balance at beginning of year (b)	Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	Balance at close of year (g)	
		ROAD							
1		(3) Grading	7,281	1,049		59		8,271	1
2		(4) Other, right-of-way expenditures	12	1				13	2
3		(5) Tunnels and subways	2,379	292				2,671	3
4		(6) Bndges, trestles, and culverts	23,278	3,155		1,301		25,132	4
5		(7) Elevated structures	0					0	5
6		(8) Ties	(21,048)	7,987	68,168	4,024	5,503	45,580	6
7		(9) Rail and other track material	6,675	7,602		2,754	1,040	10,483	7
8		(11) Ballast	(11,188)	3,786	34,286	2,017		24,867	8
9		(13) Fences, snow sheds and signs	60	8				68	9
10		(16) Station and office buildings	1,762	370		5		2,127	10
11		(17) Roadway buildings	87	16				103	11
12		(18) Water stations	23	12				35	12
13		(19) Fuel stations	318	183				501	13
14		(20) Shops and enginehouses	2,448	430		5		2,873	14
15		(22) Storage warehouses	0					0	15
16		(23) Wharves and docks	7	1				8	16
17		(24) Coal and ore wharves	23	2				25	17
18		(25) TOFC/COFC terminals	2,751	1,048				3,799	18
19		(26) Communication systems	2,871	725		8	(185)	3,773	19
20		(27) Signals and interlockers	10,528	2,178		7	15	12,684	20
21		(29) Power plants	1					1	21
22		(31) Power-transmission systems	50	7				57	22
23		(35) Miscellaneous structures	8	2				10	23
24		(37) Roadway machines	4,056	859		1	(1)	4,915	24
25		(39) Public improvements-Construction	2,611	458		39		3,030	25
26		(44) Shop machinery*	2,461	320		2		2,779	26
27		(45) Power-plant machinery	13	2				15	27
28		All other road accounts	0					0	28
29		Amortization (Adjustments)	0	3,179	(102,454)			(99,275)	29
30		TOTAL ROAD	37,467	33,672	0	10,222	6,372	54,545	30
		EQUIPMENT							
31 *		(52) Locomotives	5,338	1,818		884		6,272	31
32 *		(53) Freight-train cars	28,256	5,485		2,196		31,545	32
33 *		(54) Passenger-train cars	0					0	33
34 *		(55) Highway revenue equipment	8	55				63	34
35 *		(56) Floating equipment	0					0	35
36 *		(57) Work equipment	808	115		130		793	36
37 *		(58) Miscellaneous equipment	679	200		66		813	37
38 *		(59) Computer systems and word processing equipment	7,826	7,520		550		14,796	38
39 *		Amortization Adjustments	0					0	39
40		TOTAL EQUIPMENT	42,915	15,193	0	3,826	0	54,282	40
41		GRAND TOTAL	80,382	48,865	0	14,048	6,372	108,827	41

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

See note on page 39

column d lines 1 through 27 represents the adjustments to the reserve determined by the Road Deoreciation Study and with approval from the STB

column d lines 24 also includes gross salvage of \$24 for retirements of roadway machines

column f, lines 1 through 29 (not incl lines 6 & 7) represent the wnteeff of the prior amortization due to the revision of the reserve determined by the depreciation study

column f, lines 6 and 7 represent net salvage (salvage less cost of removal) on retirements

column f, lines 31 through 39 represent the wnteeff of the prior amortization due to the revision of the reserve determined by the depreciation study

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 accounts arising from retirements. In column (f), enter amounts paid to lessor
- 3 Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained
- 4 Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used
- 5 If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to Account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses, and in column (f) show payments made to the lessor in settlement thereof

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other, right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties		NOT APPLICABLE					6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snow sheds, and signs							9
10		(16) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel Stations							13
14		(20) Shops and enginehouse							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 total road owned or total equipment owned, respectively. However, line 41, Grand Total, should be completed.

Represents loss from sale of total road owned or total equipment owned, respectively. However, line 41, Grand Total, should be completed.

Line No	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No.
		At beginning of year (b)	At close of year (c)		
ROAD					
1 (3)	Grading			%	1
2 (4)	Other, right-of-way expenditures				2
3 (5)	Tunnels and subways				3
4 (6)	Bridges, trestles, and culverts				4
5 (7)	Elevated structures				5
6 (8)	Ties				6
7 (9)	Rail and other track material				7
8 (11)	Ballast				8
9 (13)	Fences, snow sheds, and signs				9
10 (16)	Station and office buildings	5	9	2.13	10
11 (17)	Roadway buildings				11
12 (18)	Water stations				12
13 (19)	Fuel Stations				13
14 (20)	Shops and enginehouse				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	5	9	2.13	30
EQUIPMENT					
31 (52)	Locomotives	1,218	1,218	2.92	31
32 (53)	Freight-train cars	4,210	4,065	6.69	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	5,428	5,283	5.82	40
41	GRAND TOTAL	5,433	5,292		41

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

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

(Dollars in Thousands)

- 1 Enter the required information concerning debits and credits to Account 733, "Accumulated Depreciation -- Improvements on Leased Property," during the year relating to improvements made to road and equipment property leased from others, the depreciation charges for which are included in operating expenses of the respondent
- 2 If any entries are made for column (d) "Other credits" or column (f) "Other debits," state the facts occasioning such entries on page 35. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."
- 3 Any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses should be fully explained on page 35
- 4 Show in column (e) the debits to the reserve arising from retirements. These debits should not exceed investment, etc.
- 5 Details in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

Line No	Cross Check	Account	Balance at beginning of year	CREDITS TO ACCOUNTS		DEBITS TO ACCOUNTS		Balance at close of year	Line No
				During the year		During the year			
		(a)	(b)	Charges to operating expenses	Other credits	Retirements	Other debits	(g)	
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	
ROAD									
1		(3) Grading							1
2		(4) Other, right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snow sheds, and signs							9
10		(16) Station and office buildings	1	1				2	10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel Stations							13
14		(20) Shops and enginehouse							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements-Construction							25
26		(44) Shop machinery*							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD	1	1	0	0	0	2	29
EQUIPMENT									
30		(52) Locomotives	137	36				173	30
31		(53) Freight-train cars	2,019	263		302		1,980	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	2,156	299	0	302	0	2,153	38
39		GRAND TOTAL	2,157	300	0	302	0	2,155	39

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

Col d represents adjustments to the reserve due to over depreciation of improvements on leased freight cars and under depreciation of improvements on leased locomotives

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

3 In column (d) show the composite rates used to compute the depreciation for the month of December and on lines 29 and 38 of this column show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary accounts composite rates to the depreciation base used to compute the depreciation for December and dividing the total also computed by the depreciation base

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

5 If total road leased to others is less than 5% of total road owned, omit. If total equipment leased to others is less than 5% of total equipment owned, omit. However, line 39, Grand Total, should be completed.

Line No.	Account	Depreciation base		Annual composite rate (percent)	Line No.
		At beginning of year	At close of year		
	(a)	(b)	(c)	(d)	
	ROAD				
1	(3) Grading				1
2	(4) Other, right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles, and culverts				4
5	(7) Elevated structures				5
6	(8) Ties	INCLUDED ON SCHEDULE 332			6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings				10
11	(17) Roadway buildings				11
12	(18) Water stations				12
13	(19) Fuel Stations				13
14	(20) Shops and enginehouses				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements-Construction				25
26	(44) Shop machinery				26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	TOTAL ROAD				29
	EQUIPMENT				
30	(52) Locomotives				30
31	(53) Freight-train cars				31
32	(54) Passenger-train cars				32
33	(55) Highway revenue equipment				33
34	(56) Floating equipment				34
35	(57) Work equipment				35
36	(58) Miscellaneous equipment			N/A	36
37	(59) Computer systems and word processing equipment				37
38	TOTAL EQUIPMENT				38
39	GRAND TOTAL				39

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

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

2 Disclose credits and debits to Account 735, "Accumulated Depreciation – Road and Equipment Property," during the year relating to road and equipment leased to others, the depreciation charges for which are not includible in operating expenses of the respondent (See Schedule 330 for the reserve relating to road and equipment owned and used by the respondent)

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

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

Line No.	Account	Balance at beginning of year	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year	Line No.
			Charges to operating expenses	Other credits	Retirements	Other debits		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	
	ROAD							
1	(3) Grading							1
2	(4) Other, right-of-way expenditures							2
3	(5) Tunnels and subways							3
4	(6) Bridges, trestles, and culverts							4
5	(7) Elevated structures							5
6	(8) Ties		INCLUDED ON SCHEDULE 335					6
7	(9) Rail and other track material							7
8	(11) Ballast							8
9	(13) Fences, snow sheds, and signs							9
10	(16) Station and office buildings							10
11	(17) Roadway buildings							11
12	(18) Water stations							12
13	(19) Fuel Stations							13
14	(20) Shops and enginehouse							14
15	(22) Storage warehouses							15
16	(23) Wharves and docks							16
17	(24) Coal and ore wharves							17
18	(25) TOFC/COFC terminals							18
19	(26) Communication systems							19
20	(27) Signals and interlockers							20
21	(29) Power plants							21
22	(31) Power-transmission systems							22
23	(35) Miscellaneous structures							23
24	(37) Roadway machines							24
25	(39) Public improvements-Construction							25
26	(44) Shop machinery*							26
27	(45) Power-plant machinery							27
28	All other road accounts							28
29	TOTAL ROAD							29
	EQUIPMENT							
30	(52) Locomotives							30
31	(53) Freight-train cars							31
32	(54) Passenger-train cars							32
33	(55) Highway revenue equipment							33
34	(56) Floating equipment							34
35	(57) Work equipment							35
36	(58) Miscellaneous equipment							36
37	(59) Computer systems and word processing equipment							37
38	TOTAL EQUIPMENT							38
39	GRAND TOTAL							39

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

352A INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Company)
(Dollars in Thousands)

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

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

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

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

5 In column (d), show the amount applicable in Accounts 731 and 732 on the books of the companies whose names appear in column (b) Values of property of other carriers segregated by estimate or otherwise should correspond in amount to the deductions made by the owners in their reports If separate value is not available, explanations should be given Differences between the amounts in column (d) of this schedule and the amounts shown in column (c), line 24, on the asset side of the comparative general balance sheet of each individual railway, should be explained in a footnote Book value included in Accounts 731 or 732 of the owner should be reported in column (d) in reference to the investment of the respondent in the securities of the owner unless a good reason can be given for the contrary Methods of estimating (by capitalizing rentals at 6 percent or otherwise) value of property of private owners, or portions of property of other carriers should be explained.

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

Line No	Class (See Ins 2) (a)	Name of Company (b)	Miles of road used (See Ins 4) (whole number) (c)	Investments in property (See Ins 5) (d)	Depreciation and amortization (See Ins 6) (e)	Line No.
1	R	ILLINOIS CENTRAL RAILROAD CO	2,544	1,623,908	108,827	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		TOTAL	2,544	1,623,908	108,827	31

352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE

(By Property Accounts)

(Dollars in Thousands)

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

2 The amounts for respondent and for each group or class of companies and properties on line 44 herein, should correspond with the amounts for each class of company and properties shown in Schedule 352A. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in the schedule

3 Report on line 29 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where cost of property leased from other carriers is ascertainable. Identify non-carrier owners, and briefly explain on page 37 methods of estimating value of property of non-carriers or property of other carriers.

4. Report on line 30 amounts not includible in the accounts shown, or in line 29. The items reported should be briefly identified and explained. Also include here those items after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

Line No	Cross Check	Account	Respondent	Lessor Railroads	Inactive (proprietary companies)	Other Leased Properties	Line No
		(a)	(b)	(c)	(d)	(e)	
1		(2) Land for transportation purposes	120,318				1
2		(3) Grading	98,285				2
3		(4) Other, right-of-way expenditures	46				3
4		(5) Tunnels and subways	23,364				4
5		(6) Bridges, trestles, and culverts	208,696				5
6		(7) Elevated structures					6
7		(8) Ties	198,094				7
8		(9) Rail and other track material	324,824				8
9		(11) Ballast	156,219				9
10		(13) Fences, snow sheds and signs	287				10
11		(16) Station and office buildings	13,059				11
12		(17) Roadway buildings	563				12
13		(18) Water stations	761				13
14		(19) Fuel stations	7,395				14
15		(20) Shops and enginehouses	17,808				15
16		(22) Storage warehouses					16
17		(23) Wharves and docks	23				17
18		(24) Coal and ore wharves	77				18
19		(25) TOFC/COFC terminals	41,669				19
20		(26) Communication systems	45,171				20
21		(27) Signals and interlockers	91,662				21
22		(29) Power plants	2				22
23		(31) Power-transmission systems	290				23
24		(35) Miscellaneous structures	87				24
25		(37) Roadway machines	22,418				25
26		(39) Public improvements-Construction	17,842				26
27		(44) Shop machinery	10,505				27
28		(45) Power-plant machinery	54				28
29		Leased property capitalized rentals (explain)					29
30		Other (specify and explain)					30
31		TOTAL ROAD	1,399,519			0	31
32		(52) Locomotives	64,550				32
33		(53) Freight-train cars	111,000				33
34		(54) Passenger-train cars					34
35		(55) Highway revenue equipment	2,138				35
36		(56) Floating equipment					36
37		(57) Work equipment	9,509				37
38		(58) Miscellaneous equipment	1,973				38
39		(59) Computer systems and word processing equipment	35,219				39
40		TOTAL EQUIPMENT	224,389				40
41		(76) Interest during construction					41
42		(80) Other elements of investment					42
43		(90) Construction work in progress					43
44		GRAND TOTAL	1,623,908			0	44

1/ See note on page 39.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

Cross-checks

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

410. RAILWAY OPERATING EXPENSES

(Dollars in thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Line No.
			Salaries & wages (b)	Materials (c)	Purchased services (d)	General (e)	Total freight (f) (h)	
		WAY AND STRUCTURES						
		ADMINISTRATION						
1		Track	284	78	935	437	1,734	1
2		Bridge and Building	(195)	13	107	90	15	2
3		Signal	595	19	155	83	852	3
4		Communication	539		13	5	557	4
5		Other	(444)	55	91	1,483	1,185	5
		REPAIR AND MAINTENANCE						
6		Roadway - Running	1,390	2	(402)		990	6
7		Roadway - Switching	495	1	(143)		353	7
8		Tunnels and Subways - Running		(13)		1,706	1,693	8
9		Tunnels and Subways - Switching		(5)		608	603	9
10		Bridges and Culverts - Running	728	167	389	19	1,303	10
11		Bridges and Culverts - Switching	259	59	138	7	463	11
12		Ties - Running	215	(150)	(105)	431	391	12
13		Ties - Switching	76	(54)	(37)	154	139	13
14		Rail and other track material - Running	2,682	2,746	(697)	10	4,741	14
15		Rail and other track material - Switching	955	979	(248)	3	1,689	15
16		Ballast - Running	737	258	(153)		842	16
17		Ballast - Switching	262	92	(54)		300	17
18		Road Property Damaged - Running	209		15		224	18
19		Road Property Damaged - Switching	74		6		80	19
20		Road Property Damaged - Other		3	5	1	9	20
21		Signals and Interlockers - Running	2,443	1,130	(1,362)	183	2,394	21
22		Signals and Interlockers - Switching	870	402	(485)	65	852	22
23		Communications Systems	1,683	825	169	79	2,756	23
24		Power Systems		14	47		61	24
25		Highway Grade Crossings - Running	909	219	75	27	1,230	25
26		Highway Grade Crossings - Switching	324	78	27	10	439	26
27		Station and Office Buildings	1	226	465		692	27
28		Shop Buildings - Locomotives	452	11	222		685	28
29		Shop Buildings - Freight Cars		7	200		207	29
30		Shop Buildings - Other Equipment	78	6	5		89	30

410. RAILWAY OPERATING EXPENSES - Continued

(Dollars in thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Line No
			Salaries & wages (b)	Materials (c)	Purchased services (d)	General (e)	Total freight (f) (h)	
		REPAIR AND MAINTENANCE - Continued						
101		Locomotive Servicing Facilities			169	15	184	101
102		Miscellaneous Buildings and Structures		26	104		130	102
103		Coal Terminals		2			2	103
104		Ore Terminals					0	104
105		Other Marine Terminals					0	105
106		TOFC/COFC - Terminals			242	1	243	106
107		Motor Vehicle Loading and Distr. Facilities			26		26	107
108		Facilities for Other Specialized Service Operations			20	1	21	108
109		Roadway Machines	(4,319)	1,798	614	107	(1,800)	109
110		Small Tools and Supplies	(837)	2,978	104		2,245	110
111		Snow Removal	247	2	276		525	111
112		Fringe Benefits - Running	N/A	N/A	N/A	170	170	112
113		Fringe Benefits - Switching	N/A	N/A	N/A	12	12	113
114		Fringe Benefits - Other	N/A	N/A	N/A	661	661	114
115		Casualties and Insurance - Running	N/A	N/A	N/A	(529)	(529)	115
116		Casualties and Insurance - Switching	N/A	N/A	N/A	(640)	(640)	116
117		Casualties and Insurance - Other	N/A	N/A	N/A		0	117
118	*	Lease Rentals - Debit - Running	N/A	N/A		N/A	0	118
119	*	Lease Rentals - Debit - Switching	N/A	N/A		N/A	0	119
120	*	Lease Rentals - Debit - Other	N/A	N/A	(3,668)	N/A	(3,668)	120
121	*	Lease Rentals - (Credit) - Running	N/A	N/A		N/A	0	121
122	*	Lease Rentals - (Credit) - Switching	N/A	N/A		N/A	0	122
123	*	Lease Rentals - (Credit) - Other	N/A	N/A		N/A	0	123
124		Joint Facility Rent - Debit - Running	N/A	N/A	115	N/A	115	124
125		Joint Facility Rent - Debit - Switching	N/A	N/A		N/A	0	125
126		Joint Facility Rent - Debit - Other	N/A	N/A		N/A	0	126
127		Joint Facility Rent - (Credit) - Running	N/A	N/A	(545)	N/A	(545)	127
128		Joint Facility Rent - (Credit) - Switching	N/A	N/A		N/A	0	128
129		Joint Facility Rent - (Credit) - Other	N/A	N/A		N/A	0	129
130	*	Other Rents - Debit - Running	N/A	N/A	(287)	N/A	(287)	130
131	*	Other Rents - Debit - Switching	N/A	N/A		N/A	0	131
132	*	Other Rents - Debit - Other	N/A	N/A		N/A	0	132
133	*	Other Rents - (Credit) - Running	N/A	N/A		N/A	0	133

410. RAILWAY OPERATING EXPENSES - Continued

(Dollars in thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Line No.
			Salaries & wages (b)	Materials (c)	Purchased services (d)	General (e)	Total freight (f) (h)	
		REPAIR AND MAINTENANCE - Continued						
134	*	Other Rents - (Credit) - Switching	N/A	N/A		N/A	0	134
135	*	Other Rents - (Credit) - Other	N/A	N/A		N/A	0	135
136	*	Depreciation - Running	N/A	N/A	N/A	21,887	21,887	136
137	*	Depreciation - Switching	N/A	N/A	N/A	7,799	7,799	137
138	*	Depreciation - Other	N/A	N/A	N/A	3,666	3,666	138
139		Joint Facility - Debit - Running	N/A	N/A	1,115	N/A	1,115	139
140		Joint Facility - Debit - Switching	N/A	N/A		N/A	0	140
141		Joint Facility - Debit - Other	N/A	N/A		N/A	0	141
142		Joint Facility - (Credit) - Running	N/A	N/A	(3,635)	N/A	(3,635)	142
143		Joint Facility - (Credit) - Switching	N/A	N/A	(5)	N/A	(5)	143
144		Joint Facility - (Credit) - Other	N/A	N/A		N/A	0	144
145		Dismantling Retired Road Property - Running			34		34	145
146		Dismantling Retired Road Property - Switching					0	146
147		Dismantling Retired Road Property - Other			167		167	147
148		Other - Running	257				257	148
149		Other - Switching					0	149
150		Other - Other				587	587	150
151		TOTAL WAY AND STRUCTURES	10,969	11,974	(5,776)	39,138	56,305	151
		EQUIPMENT						
		LOCOMOTIVES						
201		Administration	31	8	31	132	202	201
202	*	Repair and Maintenance	13,347	15,797	2,646	16	31,806	202
203	*	Machinery Repair					0	203
204		Equipment Damaged			58		58	204
205		Fringe Benefits	N/A	N/A	N/A	4,162	4,162	205
206		Other Casualties and Insurance	N/A	N/A	N/A	1,962	1,962	206
207	*	Lease Rentals - Debit	N/A	N/A	9,631	N/A	9,631	207
208	*	Lease Rentals - (Credit)	N/A	N/A		N/A	0	208
209		Joint Facility Rent - Debit	N/A	N/A		N/A	0	209
210		Joint Facility Rent - (Credit)	N/A	N/A		N/A	0	210
211	*	Other Rents - Debit	N/A	N/A		N/A	0	211
212	*	Other Rents - (Credit)	N/A	N/A		N/A	0	212
213	*	Depreciation	N/A	N/A	N/A	1,818	1,818	213
214		Joint Facility - Debit	N/A	N/A		N/A	0	214
215		Joint Facility - (Credit)	N/A	N/A	(936)	N/A	(936)	215
216	*	Repairs Billed to Others - (Credit)	N/A	N/A	(4,031)	N/A	(4,031)	216

410. RAILWAY OPERATING EXPENSES - Continued

(Dollars in thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Line No.
			Salaries & wages (b)	Materials (c)	Purchased services (d)	General (e)	Total freight (f) (h)	
		LOCOMOTIVES - Continued						
217		Dismantling Retired Property					0	217
218		Other			1		1	218
219		TOTAL LOCOMOTIVES	13,378	15,805	7,400	8,090	44,673	219
		FREIGHT CARS						
220		Administration	321	6	61	77	465	220
221	*	Repair and Maintenance	15,651	6,774	6,791	33	29,249	221
222	*	Machinery Repair					0	222
223		Equipment Damaged	448		291		739	223
224		Fringe Benefits	N/A	N/A	N/A	4,018	4,018	224
225		Other Casualties and Insurance	N/A	N/A	N/A	2,655	2,655	225
226	*	Lease Rentals - Debit	N/A	N/A	30,440	N/A	30,440	226
227	*	Lease Rentals - (Credit)	N/A	N/A	(1,656)	N/A	(1,656)	227
228		Joint Facility Rent - Debit	N/A	N/A		N/A	0	228
229		Joint Facility Rent - (Credit)	N/A	N/A		N/A	0	229
230	*	Other Rents - Debit	N/A	N/A	56,932	N/A	56,932	230
231	*	Other Rents - (Credit)	N/A	N/A	(46,657)	N/A	(46,657)	231
232	*	Depreciation	N/A	N/A	N/A	5,485	5,485	232
233		Joint Facility - Debit	N/A	N/A		N/A	0	233
234		Joint Facility - (Credit)	N/A	N/A	(78)	N/A	(78)	234
235	*	Repairs Billed to Others - (Credit)	N/A	N/A	(7,905)	N/A	(7,905)	235
236		Dismantling Retired Property					0	236
237		Other			5		5	237
238		TOTAL FREIGHT CARS	16,420	6,780	38,224	12,268	73,692	238
		OTHER EQUIPMENT						
301		Administration	66	1	13	201	281	301
302	*	Repair and Maintenance						
		Trucks, Trailers, and Containers - Revenue service	171		2,816		2,987	302
303	*	Floating Equipment - Revenue Service					0	303
304	*	Passenger and Other Revenue Equipment					0	304
305	*	Computer systems and word processing equip.			611		611	305
306	*	Machinery	221	78	320		619	306
307	*	Work and Other Non-Revenue Equipment		56	3,124		3,180	307
308		Equipment Damaged					0	308
309		Fringe Benefits	N/A	N/A	N/A	1,085	1,085	309
310		Other Casualties and Insurance	N/A	N/A	N/A	17	17	310
311	*	Lease Rentals - Debit	N/A	N/A	7,654	N/A	7,654	311
312	*	Lease Rentals - (Credit)	N/A	N/A		N/A	0	312

410. RAILWAY OPERATING EXPENSES - Continued

(Dollars in thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Line No.
			Salaries & wages (b)	Materials (c)	Purchased services (d)	General (e)	Total freight (f) (h)	
		OTHER EQUIPMENT - Continued						
313		Joint Facility Rent - Debit	N/A	N/A		N/A	0	313
314		Joint Facility Rent - (Credit)	N/A	N/A		N/A	0	314
315	*	Other Rents - Debit	N/A	N/A	5,755	N/A	5,755	315
316	*	Other Rents - (Credit)	N/A	N/A	(1,316)	N/A	(1,316)	316
317	*	Depreciation	N/A	N/A	N/A	8,210	8,210	317
318		Joint Facility - Debit	N/A	N/A		N/A	0	318
319		Joint Facility - (Credit)	N/A	N/A		N/A	0	319
320	*	Repairs Billed to Others - (Credit)	N/A	N/A	(1,317)	N/A	(1,317)	320
321		Dismantling Retired Property					0	321
322		Other	2,664				2,664	322
323		TOTAL OTHER EQUIPMENT	3,122	135	17,660	9,513	30,430	323
324		TOTAL EQUIPMENT	32,920	22,720	63,284	29,871	148,795	324
		TRANSPORTATION:						
		TRAIN OPERATIONS						
401		Administration	6,350	288	716	1,313	8,667	401
402		Engine Crews	19,713		(403)	588	19,898	402
403		Train Crews	19,555	373	32	2,991	22,951	403
404		Dispatching Trains	3,069	1	345	35	3,450	404
405		Operating Signals and Interlockers	363	29	230		622	405
406		Operating Drawbridges			4		4	406
407		Highway Crossing Protection	220		215		435	407
408		Train Inspection and Lubrication	684		3		687	408
409		Locomotive Fuel		43,858			43,858	409
410		Elect. Power Purch. or Produced for Motive Power					0	410
411		Servicing Locomotives	1,796	1,097			2,893	411
412		Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	54	54	412
413		Clearing Wrecks			1,209		1,209	413
414		Fringe Benefits	N/A	N/A	N/A	24,502	24,502	414
415		Other Casualties and Insurance	N/A	N/A	N/A	31,912	31,912	415
416		Joint Facility - Debit	N/A	N/A	781	N/A	781	416
417		Joint Facility - (Credit)	N/A	N/A	(3,822)	N/A	(3,822)	417
418		Other				(1,020)	(1,020)	418
419		TOTAL TRAIN OPERATIONS	51,750	45,646	(690)	60,375	157,081	419
		YARD OPERATIONS						
420		Administration	424	200	201	139	964	420
421		Switch Crews	30,092		7		30,099	421

410. RAILWAY OPERATING EXPENSES - Continued

(Dollars in thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Line No.
			Salaries & wages (b)	Materials (c)	Purchased services (d)	General (e)	Total freight (f) (h)	
		YARD OPERATIONS - Continued						
422		Controlling Operations	3,608		77	4	3,689	422
423		Yard and Terminal Clerical	2,909	21	781		3,711	423
424		Operating Switches, Signals, Retarders and Humps	4,010		5		4,015	424
425		Locomotive Fuel		5,541			5,541	425
426		Elect. Power Purch. or Produced for Motive Power					0	426
427		Servicing Locomotives	588	429			1,017	427
428		Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	288	288	428
429		Clearing Wrecks			44		44	429
430		Fringe Benefits	N/A	N/A	N/A	11,953	11,953	430
431		Other Casualties and Insurance	N/A	N/A	N/A	2,474	2,474	431
432		Joint Facility - Debit	N/A	N/A	330	N/A	330	432
433		Joint Facility - (Credit)	N/A	N/A	(2,359)	N/A	(2,359)	433
434		Other				69	69	434
435		TOTAL YARD OPERATIONS	41,631	6,191	(914)	14,927	61,835	435
		TRAIN AND YARD OPERATIONS COMMON						
501		Cleaning Car Interiors			478	N/A	478	501
502		Adjusting and Transferring Loads			129	N/A	129	502
503		Car Loading Devices and Grain Doors				N/A	0	503
504		Freight Lost or Damaged - all other	N/A	N/A	N/A	1,332	1,332	504
505		Fringe Benefits	N/A	N/A	N/A	200	200	505
506		TOTAL TRAIN & YARD OPERATIONS COMMON	0	0	607	1,532	2,139	506
		SPECIALIZED SERVICE OPERATIONS						
507	*	Administration					0	507
508	*	Pickup and Delivery and Marine Line Haul			3,732		3,732	508
509	*	Loading and Unloading and Local Marine	1,364	40	(595)	98	907	509
510	*	Protective Services					0	510
511	*	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	126	126	511
512	*	Fringe Benefits	N/A	N/A	N/A	587	587	512
513	*	Casualties and Insurance	N/A	N/A	N/A	51	51	513
514	*	Joint Facility - Debit	N/A	N/A		N/A	0	514
515	*	Joint Facility - (Credit)	N/A	N/A		N/A	0	515
516	*	Other					0	516
517	*	TOTAL SPECIALIZED SERVICES OPERATIONS	1,364	40	3,137	862	5,403	517

410. RAILWAY OPERATING EXPENSES - Continued

(Dollars in thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Line No.
			Salaries & wages (b)	Materials (c)	Purchased services (d)	General (e)	Total freight (f) (h)	
		ADMINISTRATIVE SUPPORT OPERATIONS						
518		Administration	542	85	89	112	828	518
519		Employees Performing Clerical and Acctg. Functions	5,536	256	1,879	29	7,700	519
520		Communication Systems Operation			860		860	520
521		Loss and Damage Claims Processing				17	17	521
522		Fringe Benefits	N/A	N/A	N/A	5,384	5,384	522
523		Casualties and Insurance	N/A	N/A	N/A	1	1	523
524		Joint Facility - Debit	N/A	N/A		N/A	0	524
525		Joint Facility - (Credit)	N/A	N/A		N/A	0	525
526		Other				1	1	526
527		TOTAL ADMINISTRATIVE SUPPORT OPERATIONS	6,078	341	2,828	5,544	14,791	527
528		TOTAL TRANSPORTATION	100,823	52,218	4,968	83,240	241,249	528
		GENERAL AND ADMINISTRATIVE						
601		Officers - General Administration	6,182	34	451	1,262	7,929	601
602		Accounting, Auditing and Finance	4,845	12	1,619	102	6,578	602
603		Management Services and Data Processing	2,227	489	5,674	181	8,571	603
604		Marketing	4,569	54	978	2,190	7,791	604
605		Sales	11	53	360	243	667	605
606		Industrial Development			12	3	15	606
607		Personnel and Labor Relations	1,081	37	170	199	1,487	607
608		Legal and Secretarial	2,633	54	2,948	815	6,450	608
609		Public Relations and Advertising			60	51	111	609
610		Research and Development			6	5	11	610
611		Fringe Benefits	N/A	N/A	N/A	10,983	10,983	611
612		Casualties and Insurance	N/A	N/A	N/A	407	407	612
613		Writedown of Uncollectible Accounts	N/A	N/A	N/A	7,422	7,422	613
614		Property Taxes	N/A	N/A	N/A	15,743	15,743	614
615		Other Taxes Except on Corporate Income or Payrolls	N/A	N/A	N/A	4,901	4,901	615
616		Joint Facility - Debit	N/A	N/A		N/A	0	616
617		Joint Facility - (Credit)	N/A	N/A		N/A	0	617
618		Other	(7)	125	3,282	33,329	36,729	618
619		TOTAL GENERAL AND ADMINISTRATIVE	21,541	858	15,560	77,836	115,795	619
620	*	TOTAL CARRIER OPERATING EXPENSES	166,253	87,770	78,036	230,085	562,144	620

412. WAY AND STRUCTURES
(Dollars in Thousands)

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

Line No.	Cross Check	Property account	Category (a)	Depreciation (b)	Lease/Rentals (net) (c)	Amortization adjustment during year (d)	Line No.
1		2	Land for transportation purposes				1
2		3	Grading	1,049			2
3		4	Other right-of-way expenditures	1			3
4		5	Tunnels and subways	292			4
5		6	Bridges, trestles and culverts	3,155			5
6		7	Elevated structures				6
7		8	Ties	10,186		2,199	7
8		9	Rail and other track material	7,602			8
9		11	Ballast	4,766		980	9
10		13	Fences, snowsheds and signs	8			10
11		16	Station and office buildings	370			11
12		17	Roadway buildings	16			12
13		18	Water stations	12			13
14		19	Fuel stations	183			14
15		20	Shops and enginehouses	430			15
16		22	Storage warehouses				16
17		23	Wharves and docks	1			17
18		24	Coal and ore wharves	2			18
19		25	TOFC/COFC terminals	1,048			19
20		26	Communications systems	725			20
21		27	Signals and interlockers	2,178			21
22		29	Power plants				22
23		31	Power transmission systems	7			23
24		35	Miscellaneous structures	2			24
25		37	Roadway machines	859			25
26		39	Public improvements; construction	458			26
27		45	Power plant machines	2			27
28		-	Other lease/rentals	N/A	3,955	N/A	28
29	*	-	TOTAL	33,352	3,955	3,179	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 (d), and line 19, columns (e) through (g), respectively) should balance with Schedule 410, column (f), lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f), lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rents for "Other Equipment" which is reported in Schedule 415, column (e). The balancing of Schedule 410, 414 and 415 "Other Equipment" is outlined in note 6 to Schedule 415.
- 4 Report in columns (b) and (e) rentals for private-line cars (whether under railroad control or not) and shipper-owned cars.
- 5 Report in columns (c), (d), (f), and (g) rentals for railroad owned cars prescribed by the 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.

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

Line No	Cross Check	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per diem basis			GROSS AMOUNTS PAYABLE Per diem basis			Line No
			Private line cars (b)	Mileage (c)	Time (d)	Private line cars (e)	Mileage (f)	Time (g)	
		CAR TYPES							
1		Box-Plain 40 Foot							1
2		Box-Plain 50 Foot and Longer		495	1,886	1,048	331	1,607	2
3		Box-Equipped		3,596	10,857		3,475	9,298	3
4		Gondola-Plain		13	16	194	383	447	4
5		Gondola-Equipped		1,314	4,085	3	1,021	2,921	5
6		Hopper-Covered		4,130	12,491	2,419	1,528	5,144	6
7		Hopper-Open Top-General Service		480	3,124		1,034	1,672	7
8		Hopper-Open Top-Special Service		104	443		63	148	8
9		Refrigerator-Mechanical					3	13	9
10		Refrigerator - Non-Mechanical		162	379		32	105	10
11		Flat TOFC/COFC				4,479	350	939	11
12		Flat Multi-Level				781	148	257	12
13		Flat-General Service		1	7		73	58	13
14		Flat-Other		366	2,420	1,607	386	1,883	14
15		Tank-Under 22,000 Gallons				5,130			15
16		Tank-Under 22,000 Gallons and Over				6,612			16
17		All Other Freight Cars		38	250	29	71	225	17
18		Auto Racks						1,015	18
19		TOTAL FREIGHT TRAIN CARS		10,699	35,958	22,302	8,898	25,732	19
20		OTHER FREIGHT-CARRYING EQUIPMENT							20
		Refrigerated Trailers							
21		Other Trailers			1,228	3,566		990	21
22		Refrigerated Containers							22
23		Other Containers				821			23
24		TOTAL TRAILERS AND CONTAINERS			1,228	4,387		990	24
25		GRAND TOTAL (Lines 19 and 24)		10,699	37,186	26,689	8,898	26,722	25

NOTES AND REMARKS

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 415

- 1 Report freight expenses only
- 2 Report by type of equipment all natural expenses relating to the equipment functions (salaries and wages, materials, tools, suppliers, fuels and lubricants, purchased services and general)
- 3 Report in column (b) net repair expense excluding the cost to repair damaged equipment

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

 - (a) Locomotives, line 5 plus line 38 compared to the sum of Schedule 410, lines 202, 203 plus 216 (excluding wreck repairs) Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 204
 - (b) Freight Cars, line 24 plus line 39 compared to the sum of Schedule 410, lines 221, 222 plus 235 (excluding wreck repairs) Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 223
 - (c) Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40), plus Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, the sum of lines 302 through 307, inclusive, plus line 320 (excluding wreck repairs) Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 308

NOTE Lines 216, 235, and 320 of Schedule 410 are credit amounts

The allocation of freight car repair expense reportable on Schedule 415 by car types shall be in accordance with Instruction 2-21, Freight train repair costing, 49 CFR 1201
- 4 Depreciation expense for each class of equipment by car type shall be reported in columns (c) and (d) For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415, which will relate to Schedules 340 and 342

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

 - (a) Locomotives, line 5 plus 38 compared to Schedule 410, line 213
 - (b) Freight Cars, line 24 plus line 39 compared to Schedule 410, line 232.
 - (c) Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40), and Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, line 317
- 5 Amortization adjustment of each equipment type which is included in column (c) shall be reported in column (e) as a debit or credit to the appropriate line item, the net adjustment on line 43 shall equal the equipment amortization adjustment applicable to equipment used in freight service included in line 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 plus 38 compared to Schedule 410, lines 207, 208, 211 and 212
 - (b) Freight Cars, line 24 plus line 39 compared to Schedule 410, line 226 plus 227 (note that Schedule 410, lines 230 and 231, are reported in Schedule 414 and are not to be included in Schedule 415)
 - (c) Sum of Lease/Rentals for All Other Equipment, lines 32, 35, 36, 37, 40 and 41, will balance to Schedule 410, lines 311, 312, 315 and 316, except for the interchange rental on trailers and containers which is reported in Schedule 414 Therefore, both Schedules 414 and 415 should be used when balancing Lease/Rentals Other Equipment to Schedule 410 Do not report in Schedule 415 the Trailer and Container rentals reported in Schedule 414
- 7 Investment base by types of equipment shall be reported in columns (g) and (h) and should not include the cost of Equipment Used But Not Owned when the rents therefore are included in the rent for equipment and Account Nos 31-21-00, 31-22-00, 31-23-00, 35-21-00, 35-22-00 and 35-23-00. It should include the Cost of Equipment Owned and Leased to Others when the rents are included in the rent for Equipment Account Nos 32-21-00, 32-22-00, 32-23-00, 36-21-00, 36-22-00 and 36-23-00

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

The grand total of each equipment account in column (h) of Schedule 330 should equal the totals of line items constituting the equipment account totals of columns (g) and (h), of Schedule 415
- 8 Accumulated depreciation for each class of equipment shall be reported in columns (i) and (j) The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items constituting the corresponding equipment accounts reported in columns (i) and (j), on Schedule 415.

415. SUPPORTING SCHEDULE - EQUIPMENT (Dollars in Thousands)							
Line No.	Cross Check	Types of equipment (a)	Repairs (net expense) (b)	Depreciation		Amortization	Line No.
				Owned (c)	Capitalized Lease (d)	Adj. net During Yr (e)	
LOCOMOTIVES							
1		Diesel Locomotive - Yard		48	68		1
2		Diesel Locomotive - Road	2,253	1,524	73		2
3		Other Locomotive - Yard	25,522				3
4		Other Locomotive - Road					4
5	*	TOTAL	27,775	1,572	141	0	5
FREIGHT TRAIN CARS							
6		Box - Plain-40 Ft					6
7		Box - Plain-50 Ft & Longer	1,199	307			7
8		Box - Equipped	12,083	796	26		8
9		Gondola - Plain	105	175			9
10		Gondola - Equipped	1,146	154	207		10
11		Hopper - Covered	3,799	353	1,106		11
12		Hopper - Open Top Gen Svc	714	1,354			12
13		Hopper - Open Top Spec Svc	485	193			13
14		Refrigerator - Mechanical					14
15		Refng - Non-mechanical	243	58	270		15
16		Flat - TOFC/COFC	56				16
17		Flat - Multi-level					17
18		Flat - General Service	4	6			18
19		Flat - Other	1,292	148	8		19
20		All Other Freight Cars	214	105			20
21		Cabooses		39			21
22		Auto Racks	2				22
23		Misc Aecessones	2				23
24	*	TOTAL FREIGHT TRAIN CARS	21,344	3,688	1,617	0	24
OTHER EQUIPMENT-REVENUE FREIGHT HIGHWAY EQUIPMENT							
25		Refrigerated Trailers					25
26		Other Trailers (A)	1,670	55			26
27		Refrigerated Containers					27
28		Other Containers					28
29		Bogies					29
30		Chasis					30
31		Other Highway Equip (Frt)					31
32	*	TOTAL HIGHWAY EQUIPMENT	1,670	55	0	0	32
FLOATING EQUIP-REVENUE SERVICE							
33		Manne Line-Haul					33
34		Local Manne					34
35	*	TOTAL FLOATING EQUIPMENT	0	0	0	0	35
OTHER EQUIPMENT							
36	*	Pass and Other Revenue Equip					36
37	*	Comp Sys & word proc equip	611	7,805			37
38	*	Machinery - Locomotives		105			38
39	*	Machinery - Freight Cars		180			39
40	*	Machinery - Other Equipment	619	35			40
41	*	Work and Non-revenue Equip	3,180	315			41
42		TOTAL OTHER EQUIPMENT	4,410	8,440	0	0	42
43		TOTAL ALL EQUIPMENT (Freight Portion)	55,199	13,755	1,758	0	43

1 The data to be reported on line 38 in col (b) is the amount reported in Schedule 410, col (f), line 203, reduced by the allocable portion of line 216

2 The data to be reported on line 39 in col (b) is the amount reported in Schedule 410, col (f), line 222, reduced by the allocable portion of line 235

3 The data to be reported on line 40 in col (b) is the amount reported in Schedule 410, col (f), lines 302 through 306, reduced by the allocable portion of line 320

415. SUPPORTING SCHEDULE - EQUIPMENT-Continued

Line No.	Cross Check	Lease and Rentals (net) (f)	Depreciation base as of 12/31		Accumulated depreciation as of 12/31		Line No.
			Owmed (g)	Capitalized Lease (h)	Owmed (i)	Capitalized Lease (j)	
1			1,388	2,158	282	438	1
2		9,631	58,890	2,114	5,362	190	2
3							3
4							4
5	X	9,631	60,278	4,272	5,644	628	5
6			4		1		6
7		8,751	5,812		2,379		7
8		1,209	27,199		4,525		8
9		1,813	4,014		1,664		9
10		1,036	6,249	1,880	984	1,085	10
11		6,649	13,353	11,002	1,397	8,831	11
12		5,354	24,818		6,146		12
13			6,224		465		13
14							14
15		201	335	2,652	270	1,830	15
16							16
17							17
18			297				18
19		1,468	3,127	221	654	54	19
20		1,583	3,424		856		20
21			389		404		21
22		720					22
23							23
24		28,784	95,245	15,755	19,745	11,800	24
25							25
26		2,962	2,138		63		26
27							27
28							28
29							29
30							30
31							31
32		0	2,138	0	63	0	32
33							33
34							34
35		0	0	0	0	0	35
36							36
37			35,219		14,796		37
38			3,433		442		38
39			5,903		2,224		39
40			1,169		113		40
41		7,944	21,990		1,606		41
42		7,944	67,714	0	19,181	0	42
43		46,359	225,375	20,027	44,633	12,428	43

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

2 The depreciation to be reported on lines 38, 39 and 40 in column (c) is calculated by multiplying the investment in each element by the effective composite rate for Property Account 44, and then adding or subtracting the adjustment reported in column (c). This calculation should equal the amount shown in column (c), Schedule 335

416 SUPPORTING SCHEDULE - ROAD
(Dollars in Thousands)

*NO
Accumulation*

Line No	Density category (Class) (a)	Owned and Used			Improvements to leased property				Capitalized leases			TOTAL		Line No.
		Acct No. (b)	Inv Base (c)	Accum depr. (d)	Depr rate % (e)	Inv Base (f)	Accum depr. (g)	Depr. rate % (h)	Inv Base (i)	Current year Amort. (j)	✓ Accum Amort. (k)	Inv Base (l)	Accum depr & Amort. (m)	
1	I	3										0	0	1
2		8										0	0	2
3		9										0	0	3
4		11										0	0	4
5	SUB-TOTAL											0	0	5
6	II	3	72,985	6,142								72,985	6,142	6
7		8	147,776	34,002								147,776	34,002	7
8		9	239,709	7,736								239,709	7,736	8
9		11	116,917	18,611								116,917	18,611	9
10	SUB-TOTAL		577,387	66,491					0	0	0	577,387	66,491	10
11	III	3		N/A	N/A		N/A	N/A		N/A	N/A	0	0	11
12		8		N/A	N/A		N/A	N/A		N/A	N/A	0	0	12
13		9		N/A	N/A		N/A	N/A		N/A	N/A	0	0	13
14		11		N/A	N/A		N/A	N/A		N/A	N/A	0	0	14
15	SUB-TOTAL		0	N/A	N/A		N/A	N/A		N/A	N/A	0	0	15
16	IV	3	25,300	2,129								25,300	2,129	16
17		8	50,060	11,555					258	23		50,318	11,578	17
18		9	84,382	2,722					733	25		85,115	2,747	18
19		11	39,133	6,250					169	6		39,302	6,256	19
20	SUB-TOTAL		198,875	22,656					1,160	54	0	200,035	22,710	20
21	V	3										0	0	21
22		8										0	0	22
23		9										0	0	23
24		11										0	0	24
25	SUB-TOTAL		0	0								0	0	25
26	GRAND TOTAL		776,262	89,147					1,160	54	0	777,422	89,201	26

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

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

NOTES AND REMARKS

417 SPECIALIZED SERVICE SUBSCHEDULE -- TRANSPORTATION

(Dollars in Thousands)

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

Line No	Cross Check	Items (a)	TOFC/COFC Terminal (b)	Floating Equipment (c)	Coal Manne Terminal (d)	Ore Manne Terminal (e)	Other Manne Terminal (f)	Motor Vehicle Load and Distribution (g)	Protective Services Refrigerator Car (h)	Other Special Services (i)	Total Columns (b-i) (j)	Line No
1	*	Administration									0	1
2	*	Pick up and delivery, marine line haul	3,732						NA		3,732	2
3	*	Loading and unloading and local marine	907						NA		907	3
4	*	Protective services, total debit and credits									0	4
5	*	Freight lost or damaged-solely related	126								126	5
6	*	Fringe benefits	587								587	6
7	*	Casualty and insurance	51								51	7
8	*	Joint facility - Debit									0	8
9	*	Joint facility - Credit									0	9
10	*	Other										10
11	*	TOTAL	5,403					0	0		5,403	11

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

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

COLUMN

(a) = primary account number and title for which capital lease amounts are included therein.

(b) = the total investment in that primary account.

(c) = the investment in capital leases at the end of the year.

(d) = the current year amortization.

(e) = the accumulated amortization relating to the leased properties.

Primary Account No. and Title (a)	Total Investment At End of Year (b)	Capital Leases		
		Investment At End of Year (c)	Current Year Amortization (d)	Accumulated Amortization (e)
8-Ties	198,094	258	11	23
9-Rail and other track material	324,824	733	17	36
11-Ballast	156,219	169	3	6
25-TOFC/COFC terminals	41,669	1,251	31	60
52-Locomotives	64,550	4,272	141	628
53-Freight Train Cars	111,000	15,755	1,615	11,798
TOTAL	896,356	22,438	1,818	12,551

NOTES AND REMARKS

1. 100%

1. 100%

1. 100%

1. 100%

1. 100%

1. 100%

1. 100%

1. 100%

1. 100%

1. 100%

450. ANALYSIS OF TAXES
(Dollars in Thousands)

A Railway Taxes

Line No	Cross Check	Kind of tax (a)	Amount (b)	Line No
1		Other than U.S. Government Taxes	29,368	1
		U S Government Taxes		
		Income Taxes		
2		Normal Tax and Surtax	41,323	2
3		Excess Profits		3
4	*	Total - Income Taxes L 2 + 3	41,323	4
5		Railroad Retirement	38,265	5
6		Hospital Insurance	3,074	6
7		Supplemental Annuities	1,351	7
8		Unemployment Insurance	410	8
9		All Other United States Taxes	2,421	9
10		Total - U.S. Government Taxes	86,844	10
11		Total - Railway Taxes	116,212	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 change in Accounts 714, 744, 762 and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.
- 4 Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or a loss carry-back.
- 5 The total of line 19 in columns (c) and (d) should agree with the total of the contra charges (credits) to Account 557, Provision for Deferred Taxes, and Account 591, Provision for Deferred Taxes - Extraordinary Items, for the current year.
- 6 Indicate in column (e) the cumulative total of columns (b), (c), and (d). The total of column (e) must agree with the total of Account 714, 744, 762, and 786.

Line No	Particulars (a)	Beginning of year balance (b)	Net credits (charges) for current year (c)	Adjustments (d)	End of year balance (e)	Line No
1	Accelerated depreciation, Sec. 167 I R C					1
	Guideline lives pursuant to Rev. Proc. 82-21					
2	Accelerated amortization of facilities, Sec. 168 I R C					2
3	Accelerated amortization of rolling stock, Sec. 184 I R C					3
4	Amortization of rights of way, Sec. 185 I R C					4
5	Other (Specify)					5
6	Property depreciation and basis difference	389,181	15,053		404,234	6
7	Reserve for workforce reductions	(22,853)	10,824		(12,029)	7
8	Postretirement benefits	(16,601)	535		(16,066)	8
9	Claims, accruals and other reserves	(30,747)	(28,790)		(59,537)	9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18	Investment tax credit*					18
19	TOTALS	318,980	(2,378)	0	316,602	19

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

* Footnotes

If the flow-through method was elected, indicate the net decrease (or increase) in tax accrual because of investment tax credit.

\$ N/A

If the deferral method for investment tax credit was elected

(1) Indicate amount of credit utilized as a reduction of tax liability for current year.

\$ N/A

(2) Deduct the amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes.

\$ _____

(3) Balance of current year's credit used to reduce current year's tax accrual.

\$ _____

(4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual

\$ _____

(5) Total decrease in current year's tax accrual resulting from use of investment tax credits.

\$ _____

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

\$ 0

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

Give a brief description for all items, regardless of amount, included during the year in Accounts 555, Unusual or Infrequent Items, 560, Income or Loss From Operations of Discontinued Segments, 562, Gain or Loss on Disposal of Discontinued Segments, 570, Extraordinary Items, 590, Income Taxes on Extraordinary Items, 592, Cumulative Effect of Changes in Accounting Principles, 603, Appropriations Released, 606, Other Credits to Retained Earnings, 616, Other Debits to Retained Earnings; 620, Appropriations for Sinking and Other Funds, 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	620	APPROPRIATIONS FOR SINKING AND OTHER FUNDS	47		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

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 primary liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)	Line No.
1	TERMINAL RR ASSN OF ST LOUIS	REFUNDING & IMPROVEMENT MORTGAGE			1
2		BONDS SERIES "C"	7,787	JOINT	2
3					3
4	(BN, CSXT, IC, MKT, MP, NW, SOU, SSW)				4
5					5
6	GRAND TRUNK WESTERN RAILROAD INC	CANADIAN NATIONAL RAILWAY COMPANY	600,000	JOINT	6
7	GRAND TRUNK CORPORATION	5 YEAR REVOLVING CREDIT FACILITY			7
8	DULUTH, WINNIPEG AND PACIFIC RAILROAD CO				8
9	ST CLAIR TUNNEL CO				9
10	CANADIAN NATIONAL RAILWAY PROPERTIES INC				10
11	ILLINOIS CENTRAL CORPORATION				11
12	ILLINOIS CENTRAL RAILROAD CO				12
13	CCP HOLDINGS INC				13
14	CHICAGO, CENTRAL AND PACIFIC RAILROAD CO				14
15					15
16					16
17	GRAND TRUNK WESTERN RAILROAD INC	GRAND TRUNK CORPORATION	400,000	JOINT	17
18	DULUTH, WINNIPEG AND PACIFIC RAILROAD CO	5 YEAR REVOLVING CREDIT FACILITY			18
19	ST CLAIR TUNNEL CO				19
20	CANADIAN NATIONAL RAILWAY COMPANY				20
21	CANADIAN NATIONAL RAILWAY PROPERTIES INC				21
22	ILLINOIS CENTRAL CORPORATION				22
23	ILLINOIS CENTRAL RAILROAD CO				23
24	CCP HOLDINGS INC				24
25	CHICAGO, CENTRAL AND PACIFIC RAILROAD CO				25
26					26
27					27
28					28
29					29
30					30
31					31
32					32
33					33
34					34
35					35
36	Note 1 Terminal Railroad Association of St. Louis Mortgage Bonds are fully funded by TRRA through a sinking fund established with a balance in the amount				36
37	of approximately \$10 million as of December 31, 2000. This fund covers future interest and principal payments through the remainder of the bonds to				37
38					38

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

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after 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 obligations (a)	Name of all guarantors and sureties (b)	Amount contingent liability of guarantors (c)	Sole or joint contingent liability (d)	Line No.
1					1
2					2
3					3
4					4
5					5
6					6
7					7
8					8
9					9

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

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

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

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

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

4 Compensating balances included in Account 703, Special Deposits, and in Account 717, Other funds, should also be separately disclosed below

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

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

NONE

100

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

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

I Debt Outstanding at End of Year

Line No	Account No	Title	Source	Balance at Close of Year	Line No
1	751	Loans and Notes Payable	Sch. 200, L. 30	0	1
2	764	Equipment Obligations and Other Long-Term Debt due Within One Year	Sch 200, L. 39	102,781	2
3	765/767	Funded Debt Unmatured	Sch 200, L. 41	404,133	3
4	766	Equipment Obligations	Sch 200, L. 42	0	4
5	766 5	Capitalized Lease Obligations	Sch 200, L. 43	10,390	5
6	768	Debt in Default	Sch 200, L. 44	0	6
7	769	Accounts Payable, Affiliated Companies	Sch 200, L. 45	578,000	7
8	770 1/770 2	Unamortized Debt Premium	Sch 200, L. 46	(5,831)	8
9		Total Debt	Sum L. 1-8	1,089,473	9
10		Debt Directly Related to Road Property	Note 1	104,443	10
11		Debt Directly Related to Equipment	Note 1	9,065	11
12		Total Debt Directly Related to Road & Equipment	Sum L. 10 and 11	113,508	12
13		Percent Directly Related to Road	L. 10 divided by L. 12 (2 decimals)	92.01%	13
14		Percent Directly Related to Equipment	L. 11 divided by L. 12 (2 decimals)	7.99%	14
15		Debt Not Directly Related to Road or Equipment	L. 9 minus L. 12	975,965	15
16		Road Property Debt	(L. 13 x L. 15) plus L. 10	1,002,428	16
17		Equipment Debt	(L. 14 x L. 15) plus L. 11	87,045	17

II Interest Accrued During the Year

Line No	Account No	Title	Source	Balance at Close of Year	Line No
18	546-548	Total Interest and Amortization (Fixed Charges)	Sch 210, L. 42	80,510	18
19	546	Contingent Interest on Funded Debt	Sch 210, L. 44	0	19
20	517	Release of Premiums on Funded Debt	Sch 210, L. 22	0	20
21		Total Interest (Note 3)	Sum of Lines (18+19)-20	80,510	21
22		Interest Directly Related to Road Property Debt	Note 4	8,034	22
23		Interest Directly Related to Equipment Debt	Note 4	351	23
24		Interest Not Directly Related to Road or Equipment Property Debt	L. 21 - (L. 22 + L. 23)	72,125	24
25		Interest on Road Property Debt (Note 5)	L. 22 + (L. 24 x L. 13)	74,396	25
26		Interest on Equipment Debt (Note 5)	L. 23 + (L. 24 x L. 14)	6,114	26
27		Embedded Rate of Debt Capital - Road Property	L. 25 / L. 16	7.42%	27
28		Embedded Rate of Debt Capital - Equipment	L. 26 / L. 17	7.02%	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 - Account Payable, Affiliated Companies

Note 4 This interest relates to debt reported in Lines 10 and 11, respectively

Note 5 Line 25 plus Line 26 must equal Line 21

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512

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

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

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

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

The respondent may be required to furnish as an attachment to Schedule 512 a balance sheet and income statement for each affiliate with which respondent carrier had reportable transactions during the year, or alternatively, attach a "Pro forma" balance sheet and income statement for that portion or entity of each affiliate which furnished the agreed to services, equipment, or other reportable transaction. The statements, if required, should be prepared on a calendar year basis in conformity with the prescribed schedules for the balance sheet and income statement in Annual Report Form R-1, and should be noted (1) to indicate the method used for depreciating equipment or other property furnished the carrier, and (2) whether the affiliate's Federal income tax return for the year was filed on a consolidated basis with the respondent carrier.

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

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

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

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

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

SCHEDULE 512.**(Dollars in Thousands)****Transactions Between Respondent and Companies or Persons Affiliated with Respondent for Services Received or Provided**

Line No	Name of company or related party with percent of gross income (a)	%	Nature of relationship (b)	Description of transactions (c)	Dollar amounts of transactions (d)	Amount due from or to related parties (e)	Line No
1	IC FINANCIAL SERVICES		COMMON	LEASE OF EQUIPMENT	3,040	230 (P)	1
2	IC LEASING I		COMMON	LEASE OF EQUIPMENT	2,068	174 (P)	2
3	IC LEASING II		COMMON	LEASE OF EQUIPMENT	842	65 (P)	3
4	IC LEASING III		COMMON	LEASE OF EQUIPMENT	8,629	716 (P)	4
5							5
6							6
7							7
8							8
9							9
10							10
11							11
12							12
13							13
14							14
15							15
16							16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24

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

Give particulars, as of the close of the year, of all road operated and of all owned but not operated. The respondent's proportion of operated road held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (c), (d), or (e), as may be appropriate. The remainder of jointly operated mileage should be shown in column (f). Respondent's proportion of road jointly owned, not operated, should be shown in column (h), as may be appropriate. Mileage which has been permanently abandoned should not be included in column (h). Mileage should be reported to the nearest WHOLE mile adjusted to accord with footings, i.e., counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

Line No	Cross Check	State or Territory (a)	Line owned (b)	Line of proprietary companies (c)	Line operated under lease (d)	Line operated under contract, etc (e)	Line operated under trackage rights (f)	Total mileage operated (g)	Line owned, not operated by respondent (h)	New line constructed during year (i)	Line No
1		ALABAMA	34					34			1
2		ILLINOIS	997		1		157	1,155			2
3		KENTUCKY	85				17	102			3
4		LOUISIANA	253				5	258			4
5		MISSISSIPPI	844					844			5
6		TENNESSEE	151					151			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		TOTAL MILEAGE	2,364	0	1	0	179	2,544	0		31
32		(single track)									32

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data

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

locomotives, but which draw their power from the "mother" unit, e.g., boosters, slugs, etc. For reporting purposes indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate. Radio-controlled units that are self-propelled, 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 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

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

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 of 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 or including reclassification (g)	Units at Close of Year				
				Units installed			All other units including reclassification and second hand units purchased or leased from others (f)	Owned and used (h)		Leased from others (i)	Total in service of respondent (col (h)&(i) (j)	Aggregate capacity of units reported in col (j) (see ins 7) (k)	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)								
LOCOMOTIVE UNITS														
1		Diesel-freight units											(H P)	
2		Diesel-passenger units					2		21	177	97	274	756,450	15
3		Diesel-multiple purpose units	293							8	22	30	40,400	4
4		Diesel-switching units	30											
5	*	TOTAL (lines 1 to 4)	323	0	0	0	2		21	185	119	304	796,850	15
6	*	Electric-locomotives												6
7	*	Other self-powered units										0		7
8	*	TOTAL (lines 5, 6 and 7)	323	0	0	0	2		21	185	119	304	796,850	15
9	*	Auxiliary units										0	N/A	9
10	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	323	0	0	0	2		21	185	119	304	N/A	15

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

Line No	Cross Check	Type of design of units (a)	Before Jan 1, 1980 (b)	During Calendar Year					1996 (g)	1997 (h)	1998 (i)	1999 (j)	2000 (k)	TOTAL (l)	Line No
				Between Jan 1, 1980 and Dec 31, 1984 (c)	Between Jan 1, 1985 and Dec 31, 1989 (d)	Between Jan 1, 1990 and Dec 31, 1994 (e)	1995 (f)								
11	*	Diesel	265		1		18					20		304	11
12	*	Electric													12
13	*	Other self-powered units													13
14	*	TOTAL (lines 11 to 13)	265	0	1	0	18	0	0	0	0	20	0	304	14
15	*	Auxiliary units													15
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	265	0	1	0	18	0	0	0	0	20	0	304	16

710 INVENTORY OF EQUIPMENT													
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS													
Line No	Cross Check	Type of 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				
				Units installed					Owned and used (h)	Leased from others (i)	Total in service of respondent (col (h)&(i) (j)	Aggregate capacity of units reported in col (j) (see ins 7) (k)	Leased to others (l)
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)						
		PASSENGER-TRAIN CARS Non-Self-Propelled											
17		Coaches (PA, PB, PBO)											17
18		Combined cars											18
19		(All class C, except CSB)											19
20		Parlor cars (PBC, PC, PL, PO)											20
		Sleeping cars (PS, PT, PAS, PDS)											
21		Dining, grill and tavern cars											21
		(All class D, PD)										N/A	
22		Non-passenger-carrying cars											22
23		(All Class B, CSB, M, PSA, IA)										N/A	23
		TOTAL (lines 17 to 22)											
		Self-Propelled											
24		Electric passenger cars											24
25		(EP, ET)											25
		Electric combined cars (EC)											
26		Internal combustion rail motorcars (ED, EG)											26
		Other self-propelled cars											
27		(Specify types)											27
28		TOTAL (lines 24 to 27)											28
29		TOTAL (lines 23 to 28)											29
		COMPANY SERVICE CARS											
30		Business car (PV)	6							6		N/A	30
31		Board outfit cars (MWX)	31							31		N/A	31
		Derrick and snow removal cars (MWU, MWV, MWX, MWY)	17						2	15		N/A	32
33		Dump and ballast cars (MWB, MWD)	114						2	112		N/A	33
		Other maintenance and service equipment cars	472						8	484		N/A	34
35		TOTAL (lines 30 to 34)	640	0	0	0	0	0	12	628	0	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		New units purchased or built (d)	New or rebuilt units leased from others (e)	Changes during the year Units installed		Line No
			Time-mileage cars (b)	All others (c)			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)	
FREIGHT TRAIN CARS									
36		Plain box cars - 40' (B1_, B2_)	3						36
37		Plain box cars - 50' longer (B3_0-7, B4_0-7, B5_, B6_, B7_, B8_)	847						37
38		Equipped box cars (All Code A, Except A_5_)	3,279						89 38
39		Plain gondola cars (All Codes, G & J__1,J__2,J__3,J__4)	1,045						39
40		Equipped gondola cars (All Code E)	546						40
41		Covered hopper cars (C__1, C__2, C__3, C__4)	4,332						41
42		Open top hopper cars--general service (All Code H)	2,685						42
43		Open top hopper cars--special service (J__Q, and All Code K)	853						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_)	153						45
46		Flat cars -- TOFC/COFC (All Code P, Q and S, Except Q8_)							46
47		Flat cars -- multi-level (All Code V)							47
48		Flat cars -- general service (F10_, F20_, F30_)	66						48
49		Flat cars -- other (F_1_, F_2_, F_3_, F_4_, F_5_, F_6_) (F_8_, F40_)	490						49
50		Tank cars -- under 22,000 gallons (T__0, T__1, T__2, T__3, T__4, T__5)	34						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_) TOTAL (lines 36 to 52)	748						52
53		Caboose (All Code M-930)	15,081			0	0		89 53
54		TOTAL (lines 53 and 54)	N/A			0	0		54
55			15,081	0		0	0		89 55

710 INVENTORY OF EQUIPMENT - Continued

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

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

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

Line No	Changes during the year (concluded) Units retired from service respondent whether owned or leased, including reclassification (h)	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 cols (k) & (l) (see ins. 4) (m)	Leased to others (n)	
				Time-mileage cars (k)	All other (l)			
36		3	0	3		155		36
37	2	201	644	845		65,071		37
38	187	2,120	1,061	3,181		245,589		38
39		640	405	1,045		101,532		39
40	14	270	262	532		52,573		40
41	98	2,080	2,154	4,234		417,752		41
42	16	699	1,970	2,669		266,445		42
43	205	648	0	648		67,522		43
44				0		0		44
45	2	4	147	151		10,627		45
46			0	0		0		46
47				0		0		47
48	8	58	0	58		4,026		48
49	2	123	365	488		43,863		49
50		34	0	34		3,400		50
51				0		0		51
52		359	389	748		58,969		52
53	534	7,239	7,397	14,636		1,337,524	0	53
54		28		N/A	28	N/A		54
55	534	7,267	7,397	14,636	28	1,337,524	0	55

710 INVENTORY OF EQUIPMENT - Continued

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

Line No	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Per diem (b)	All others (c)	Units installed				
					New units purchased or built (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units including reclassification and second hand units purchased or leased from others (g)	
-	-	FLOATING EQUIPMENT							
56		Self-propelled vessels	N/A						56
		(Tugboats, car ferries, etc.)							
57		Non-self-propelled vessels	N/A						57
		(Car floats, lighters, etc.)							
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		926				489	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 __)						0	67
68		Tractor							68
69	-	Truck							69
70	--	TOTAL (lines 59 and 69)	0	926		0		489	70

NOTES AND REMARKS

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

710. INVENTORY OF EQUIPMENT - Continued										
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS										
Line No	Cross Check	Changes during the year (concluded)	Owned and used (i)	Leased from others (j)	Units at Close of Year					Line No
		Units retired from service of respondent whether owned or leased, including reclassification (h)			Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in cols (k) & (l) (see ins 4) (m)	Leased to others (n)		
					Per diem (k)	All other (l)				
56					N/A					56
57					N/A					57
58					N/A					58
59								-		59
60		489	529	397		926				60
61										61
62										62
63										63
64										64
65										65
66										66
67					0	0				67
68										68
69										69
70		489	529	397	0	926	0			70

NOTES AND REMARKS

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

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

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

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

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

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

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

NEW UNITS

Line No	Class of equipment	Number of units	Total weight (tons)	Total cost	Method of acquisition (see instructions)	Line No
	(a)	(b)	(c)	(d)	(e)	
1						1
2						2
3						3
4						4
5						5
6						6
7						7
8						8
9						9
10						10
11		NOTHING TO REPORT				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	0	N/A	0	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	0	N/A	0	N/A	38
39	GRAND TOTAL	0	N/A	0	N/A	39

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720, 721, 723, 724, 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 10903 of the ICC Termination Act of 1995

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 (e)	Mileage of tracks at end of period (whole numbers) (b)	Average annual traffic density in millions of gross ton-miles per track-mile* (use two decimal places) (c)	Average running speed limit (use two decimal places) (d)	Track miles under slow orders at end of period (e)	Line No
1	A	1,465	28.78	55.54	7.41	1
2	B	870	9.56	42.52	22.86	2
3	C	625	2.76	35.43	40.73	3
4	D	106	0.99	13.41	0.01	4
5	E	1,017	XXXXXXX	XXXXXXX	1.01	5
6	TOTAL	3,883	17.56	45.70	72.02	6
7	F	1,308	XXXXXXX	XXXXXXX	5.90	7
8	Potential abandonments	7	0.02	10.00	0.00	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 line 9, the average cost per tie should include transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply storage and seasoning yards, and in the case of treating ties, also the cost of handling at treating plants and the cost of treatment The cost of unloading, hauling over carrier's own lines, and placing the ties in tracks and of train service other than that necessary in connection with loading or treatment should not be included in this schedule.

Line No.	Track category (a)	Number of cross-ties laid in replacement										Switch and bridge ties (board feed) (j)	Cross-ties switch and bridge ties		Line No
		New ties					Second-hand ties						Total (i)	Percent of spot maintenance (k)	
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)							
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)								
1 A		103,088									103,088	2,216	N/A	1	
2 B		104,476									104,476	2,055	N/A	2	
3 C		63,513									63,513	1,153	N/A	3	
4 D		17,459									17,459	499	N/A	4	
5 E		47,940									47,940	2,941	N/A	5	
6 TOTAL		336,476		0	0	0					336,476	8,864	N/A	6	
7 F		140,501									140,501	2,806	N/A	7	
8 Potential abandonment														8	

9 Average cost per cross-tie \$ N/A and switch-tie (MBM) \$ N/A

Note: Column "j" is in each, not board feet.

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) which ties are new

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 cross-ties 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					BLANK				4	
5									5	
6									6	
7									7	
8									8	
9									9	
10									10	
11									11	
12									12	
13									13	
14									14	
15									15	
16									16	
17									17	
18									18	
19									19	
20	TOTAL								20	
21	21 Number of miles of new running tracks, crossovers, etc. in which ties were laid _____									21
22	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. 9, the average cost of new and relay rail should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines and placing the rails in tracks and of train service in connection with the distribution of rails should not be included in this schedule

Line No	Track category (a)	Miles of rail laid in replacement (rail miles)					Total		Percent of spot maintenance (h)	Line No
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)			
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)					
1 A		19.69		1.64		21.33			NO RECORD	1
2 B		25.52		8.48		34.00			NO RECORD	2
3 C		0.79		4.78		5.57			NO RECORD	3
4 D		0.19		3.00		3.19			NO RECORD	4
5 E		0.00		7.83	9.98	7.83	9.98		NO RECORD	5
6 TOTAL		46.19	0.00	25.73	9.98	71.92	9.98		NO RECORD	6
7 F		38.02		1.82		39.84			NO RECORD	7
8 Potential abandonment	0									8
9 Average cost of new and relay rail laid in replacement per gross ton \$	N/A			New	\$	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 more fully in a footnote)
- (4) Relay rails

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

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

Line No	Class of rail (a)	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 (d)	Average cost per ton (2,000 lbs) (e)	Weight of rail		Total cost of rail applied in yard station, team, industry and other switching tracks during year (h)	Average cost per ton (2,000 lbs) (i)		
		Pounds per yard of rail (b)	Number of tons (2,000 lbs) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lbs) (g)				
1				BLANK						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	TOTAL	N/A				N/A				33	
34	Number of miles new running tracks, passing tracks, cross-over, 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 63 98 , total to date 1943 54										36

725. WEIGHT OF RAIL

Give the particulars called for below concerning the road and track operated by the respondent at the close of the year. Only the respondent's proportion of jointly-owned mileage should be included. Under "Weight of rail," the various weights of rails should be given. Road and track occupied under trackage right or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

Line No	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Remarks (d)	Line No
	Pounds				
1	140	0 03		Other railroads' proportions of joint tracks deducted	1
2	136	693 68			2
3	133	0 01			3
4	132	145 12			4
5	131	57 80			5
6	119	3 67			6
7	115	967 28			7
8	112	512 92			8
9	110	25 20			9
10	105	1 09			10
11	100	0 02			11
12	90	143 74			12
13	85	14 66			13
14	80	9 43			14
15	70	0 95			15
16	60	0 73			16
17					17
18	TOTAL	2,576 33			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
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 (a)	Ties					Rail		Ballast	Track surfacing		Line No.
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles) (f)	Percent replaced (g)	Cubic yards of ballast placed (h)		Miles surfaced	Percent surfaced	
		Crossties (b)	Switch and bridge ties (board feet) (c)	Crossties (d)	Switch and bridge ties (board feet) (e)							
1 A		103,088	2,216	2.2		21.33	1.5	74,692	493.5	33.7	1	
2 B		104,476	2,055	4.8		34.00	5.1	59,526	393.3	58.6	2	
3 C		63,513	1,153	3.1		5.57	0.9	33,418	220.8	35.3	3	
4 D		17,459	499	5.1		3.19	3.0	5,040	33.3	31.3	4	
5 E		47,940	2,941	1.4		17.81	1.7	13,425	88.7	8.8	5	
6 TOTAL		336,476	8,864	2.7	-	81.90	2.1	186,101	1,229.6	31.8	6	
7 F		140,501	2,806	3.3		39.84	3.0	91,658	605.6	46.3	7	
8 Potential abandonments											8	

Note Column "c" is in each, not board feet

750. CONSUMPTION OF DIESEL FUEL
(Dollars in Thousands)

LOCOMOTIVES			
Line No.	Kind of locomotive service (a)	Diesel	Line No.
1 Freight		51,429,870	1
2 Passenger			2
3 Yard switching		6,474,130	3
4 TOTAL		57,904,000	4
5 COST OF FUEL \$(000)		49,399	5
6 Work Train		354,900	6

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755

Unit Train, Way Train and Through Train data under Items 2, 3, 4, 6, and 12 shall be obtained from conductor's wheel reports (freight) or similar records. Unit train service is a specialized scheduled shuttle type service in equipment (Railroad or privately owned) dedicated to such service, moving between origin and destination. The applicable tariffs and/or contracts generally require that a specific minimum tonnage or quantity of carloads be tendered as a unit for shipment on one bill of lading or other shipping document in a solid train for movement between origin and destination. Such tariffs and/or contracts generally contain restricted detention provisions and are subject to time-volume requirements which reflect the approximate capacity of the unit trains for the stated period. Way Trains are defined as trains operated primarily to gather and distribute cars in road service and move them between way stations or way points. Through Trains are those trains operated between two or more major concentration or distribution points. Do not include Unit Train statistics in Way and Through Train statistics. A Work Train is a train operated solely or preponderantly for the purpose of transporting company freight, work equipment or company employees. Statistics for Work Trains should be reported under Item 11 only. Statistics related to company equipment, company employees and company freight moving in transportation trains are not to be reported in Item 11, but are to be reported in Items 4-17, 6-04, 7-02, and 8-04 and 8-05 as instructed in Notes I, K, and L.

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

(B) A train-mile is the movement of a train a distance of 1 mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions considered as 1 mile. Train Miles -- Running shall be based on the actual distance run between terminals and/or stations and shall be computed from the official time tables or distance tables. Train-miles shall not be increased to cover the running of locomotives from shops to terminals, doubling hills, switching, or other work at way stations, or for the service of helper or pusher locomotives or of extra locomotives on double-head or triple-head trains. When the carrier's trains are detoured over foreign roads, the miles shall be computed on the basis of the miles actually run and in accordance with the service performed. Train-miles shall be kept separately for trains hauled by locomotives and trains moved by motorcars.

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

(D) A locomotive is 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 1 mile under its own power. Include miles made by all locomotive units. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.

(E) All locomotive units-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-units.

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

(G) Yard switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in yard switching service. Include miles allowed 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 1 mile. Report miles made by flatcars carrying loaded highway trailers or empty highway trailers moving under revenue billings as loaded freight car-miles and miles made by flatcars carrying other empty highway trailers as empty freight car-miles. Exclude miles made by motorcars and report miles made by business car of other than reporting carrier as sleeping car-miles in Item 5-03. Report mail, express baggage cars and combination cars other than 5-02 combination cars, in Item 5-05.

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

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

(K) From conductors' or dispatchers' train reports or other appropriate source, compute weight in tons (2,000 pounds). Item 6-01 includes weight of all locomotive units moved 1 mile in transportation trains. Ton-miles of motorcars should be excluded. Items 6-02 and 6-03 represent tons behind locomotive units (cars and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Non-revenue gross ton-miles in transportation trains include work equipment and cars carrying company freight and their contents. Use 150 lbs as the average weight per passenger, and 4 tons as the average weight of contents of each head-end car.

(L) From conductors' train reports or other appropriate source, compute ton-miles of freight. Ton-miles represent the number of tons of revenue and non-revenue freight moved one mile in transportation train. Include net ton-miles in motorcar trains. Exclude 1 c 1. shipment of freight handled in mixed baggage express cars. Total Ton-Miles Revenue Freight should correspond to the Ton-Miles reported on Form CBS.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 700

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

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

Give subtotals for each of the several numbered classes, in the order listed above, as well as the total for all classes. Lengths of track should be reported to the nearest WHOLE mile adjusted to accord with footings i.e., counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile. In column (a) insert the figure (and letter, if any) indicating its class in accordance with the preceding classification. In column (b) give the various proportions of each class owned or leased by respondent, listing each proportion once in any grouping. Canadian mileage should be segregated and identified on separate lines in the various groupings. For each listing, in column (d) give its entire length (the distances between termini of single or first main track), and in the following columns the lengths of second main track, all other main tracks, passing tracks, cross-overs and turn-outs, way switching tracks, and yard switching tracks. These classes of tracks are defined as follows:

<u>Running tracks</u>	Running tracks, passing tracks, cross-overs, etc., including turn-outs from those tracks to clearance points
<u>Way switching tracks</u>	Station, team, industry and other switching tracks for which no separate service is maintained
<u>Yard switching tracks</u>	Yards where separate switching services are maintained, including classification, house, team, industry and other tracks switched by yard locomotives

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

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

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

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

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

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

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

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

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

700 MILEAGE OPERATED AT CLOSE OF YEAR

Line No	Class (a)	Proportion owned or leased by Respondent (b)	Running tracks, passing tracks cross-overs, 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	100 0	2,363	157	66	286	201	756	3,829	1
2										2
3	1J	66.0						21	21	3
4		51 0						1	1	4
5		50 0	1	1		3	5	16	26	5
6		40.0					1		1	6
7		33 0					4		4	7
8										8
9		SUB-TOTAL	1	1	0	3	10	38	53	9
10										10
11	TOTAL	CLASS 1 & 1J	2,364	158	66	289	211	794	3,882	11
12										12
13										13
14	3	100.0	1				0		1	14
15										15
16										16
17	5	100 0	179	50	8	41	11	106	395	17
18										18
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56										56
57		TOTAL	2,544	208	74	330	222	900	4,278	57
58		Miles of electrified road or track included in preceding grand total	N/A						0	58

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)	2,544		1
		2. Train Miles - Running (B)	XXXXXX	XXXXXX	
2		2-01 Unit Trains	2,611,598	XXXXXX	2
3		2-02 Way Trains	1,489,604	XXXXXX	3
4		2-03 Through Trains	3,968,411		4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	8,069,613		5
6		2-05 Motorcars (C)	0		6
7		2-06 TOTAL ALL TRAINS (lines 5,6)	8,069,613		7
		3. Locomotive Unit Miles (D)	XXXXXX	XXXXXX	
		Road Service (E)	XXXXXX	XXXXXX	
8		3-01 Unit Trains	6,576,725	XXXXXX	8
9		3-02 Way Trains	2,431,737	XXXXXX	9
10		3-03 Through Trains	8,917,859		10
11		3-04 TOTAL (lines 8-10)	17,926,321		11
12		3-11 Train Switching (F)	254,795	XXXXXX	12
13		3-21 Yard Switching (G)	1,024,204		13
14		3-31 TOTAL ALL SERVICES (line 11, 12, 13)	19,205,320		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	3,210	XXXXXX	16
17		4-012 Box-Equipped	39,988	XXXXXX	17
18		4-013 Gondola-Plain	5,963	XXXXXX	18
19		4-014 Gondola-Equipped	9,300	XXXXXX	19
20		4-015 Hopper-Covered	41,490	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	23,015	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	5,912	XXXXXX	22
23		4-018 Refrigerator-Mechanical	27	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	668	XXXXXX	24
25		4-020 Flat-TOFC/COFC	9,879	XXXXXX	25
26		4-021 Flat-Multi-Level	6,695	XXXXXX	26
27		4-022 Flat-General Service	341	XXXXXX	27
28		4-023 Flat-All Other	5,483	XXXXXX	28
29		4-024 All Other Car Types-Total	3,602	XXXXXX	29
30		4-025 TOTAL (Lines 15-29)	155,573	XXXXXX	30

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755 — Concluded

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

(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 inside 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 carner's property from destruction, trains run for transporting the carner'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 carner receives an initial count, plus one count for each subsequent physical transfer between trains on respondent 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 carner, etc., when a tariff provision requires the shipper-motor carner, etc., and not the railroad to perform that service. Note: The count should reflect the trailers/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 refer 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 --(Continued)

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No
		4-11 RR Owned and Leased Cars - Empty	XXXXXX	XXXXXX	
31		4-110 Box-Plain 40-Foot		XXXXXX	31
32		4-111 Box-Plain 50-Foot and Longer	3,050	XXXXXX	32
33		4-112 Box-Equipped	37,393	XXXXXX	33
34		4-113 Gondola-Plain	5,945	XXXXXX	34
35		4-114 Gondola-Equipped	10,853	XXXXXX	35
36		4-115 Hopper-Covered	41,539	XXXXXX	36
37		4-116 Hopper-Open Top-General Service	23,851	XXXXXX	37
38		4-117 Hopper-Open Top-Special Service	6,133	XXXXXX	38
39		4-118 Refrigerator-Mechanical	26	XXXXXX	39
40		4-119 Refrigerator-Non-Mechanical	828	XXXXXX	40
41		4-120 Flat-TOFC/COFC	1,095	XXXXXX	41
42		4-121 Flat-Multi-Level	2,261	XXXXXX	42
43		4-122 Flat-General Service	355	XXXXXX	43
44		4-123 Flat-All Other	5,889	XXXXXX	44
45		4-124 All Other Car Types	3,383	XXXXXX	45
46		4-125 TOTAL (Lines 31-45)	142,601	XXXXXX	46
		4-13 Private Line Cars - Loaded (H)	XXXXXX	XXXXXX	
47		4-130 Box-Plain 40-Foot		XXXXXX	47
48		4-131 Box-Plain 50-Foot and Longer	2,380	XXXXXX	48
49		4-132 Box-Equipped		XXXXXX	49
50		4-133 Gondola-Plain	620	XXXXXX	50
51		4-134 Gondola-Equipped		XXXXXX	51
52		4-135 Hopper-Covered	8,239	XXXXXX	52
53		4-136 Hopper-Open Top-General Service	19	XXXXXX	53
54		4-137 Hopper-Open Top-Special Service	283	XXXXXX	54
55		4-138 Refrigerator-Mechanical		XXXXXX	55
56		4-139 Refrigerator-Non-Mechanical	1	XXXXXX	56
57		4-140 Flat-TOFC/COFC	44,160	XXXXXX	57
58		4-141 Flat-Multi-Level	2,105	XXXXXX	58
59		4-142 Flat-General Service	2	XXXXXX	59
60		4-143 Flat-All Other	332	XXXXXX	60
61		4-144 Tank Under 22,000 Gallons	7,205	XXXXXX	61
62		4-145 Tank-22,000 Gallons and Over	7,123	XXXXXX	62
63		4-146 All Other Car Types	83	XXXXXX	63
64		4-147 TOTAL (lines 47-63)	72,552	XXXXXX	64

755. RAILROAD OPERATING STATISTICS -- (Continued)

Line No	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No
		4-15 Private Line Cars - Empty (H)	XXXXXX	XXXXXX	
65		4-150 Box-Plain 40-Foot	0	XXXXXX	65
66		4-151 Box-Plain 50-Foot and Longer	660	XXXXXX	66
67		4-152 Box-Equipped	1	XXXXXX	67
68		4-153 Gondola-Plain	616	XXXXXX	68
69		4-154 Gondola-Equipped	20	XXXXXX	69
70		4-155 Hopper-Covered	6,256	XXXXXX	70
71		4-156 Hopper-Open Top-General Service	14	XXXXXX	71
72		4-157 Hopper-Open Top-Special Service	190	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	4,000	XXXXXX	75
76		4-161 Flat-Multi-Level	321	XXXXXX	76
77		4-162 Flat-General Service	0	XXXXXX	77
78		4-163 Flat-All Other	331	XXXXXX	78
79		4-164 Tank Under 22,000 Gallons	7,197	XXXXXX	79
80		4-165 Tank-22,000 Gallons and Over	7,306	XXXXXX	80
81		4-166 All Other Car Types	128	XXXXXX	81
82		4-167 TOTAL (lines 65-81)	27,041	XXXXXX	82
83		4-17 Work Equipment and Company Freight Car-Miles	107	XXXXXX	83
84		4-18 No Payment Car-Miles (I)	199,656	XXXXXX	84
		4-19 Total Car-Miles by Train Type (Note)	XXXXXX	XXXXXX	
85		4-191 Unit Trains	213,175	XXXXXX	85
86		4-192 Way Trains	25,841	XXXXXX	86
87		4-193 Through Trains	367,630	XXXXXX	87
88		4-194 TOTAL (lines 85-87)	606,646	XXXXXX	88
89		4-20 Caboose Miles	4	XXXXXX	89

(1) Total number of loaded miles -0- and empty miles -0- by roadrailer reported above.

Note Line 88 total car miles is equal to the sum of Lines 30, 46, 64, 82, 83 and 84. Accordingly, the car miles reported on Lines 83 and 84 are to be allocated to Lines 85, 86 and 87 and included in the total shown on Line 88.

755. RAILROAD OPERATING STATISTICS - (Continued)

	6	Gross Ton-Miles (thousands) (K)	XXXXXX		
98		6-01 Road Locomotives	3,053,797	XXXXXX	98
		6-02 Freight Trains, Cars, Cnts., and Caboose	XXXXXX		
99		6-020 Unit Trains	17,004,987	XXXXXX	99
100		6-021 Way Trains	1,895,080	XXXXXX	100
101		6-022 Through Trains	28,213,671	XXXXXX	101
102		6-03 Passenger-Trains, Cars, and Cnts	0		102
103		6-04 Non-Revenue	370,743	XXXXXX	103
104		6-05 TOTAL (lines 98-103)	50,538,278	0	104
	7.	Tons of Freight (thousands)	XXXXXX	XXXXXX	
105		7-01 Revenue	83,768	XXXXXX	105
106		7-02 Non-Revenue	1,570	XXXXXX	106
107		7-03 TOTAL (lines 105, 106)	85,338	XXXXXX	107
	8	Ton-Miles of Freight (thousands) (L)	XXXXXX	XXXXXX	
108		8-01 Revenue-Road Service	26,406,768	XXXXXX	108
109		8-02 Revenue-Lake Transfer Service	0	XXXXXX	109
110		8-03 TOTAL (lines 108, 109)	26,406,768	XXXXXX	110
111		8-04 Non-Revenue-Road Service	192,567	XXXXXX	111
112		8-05 Non-Revenue-Lake Transfer Service	0	XXXXXX	112
113		8-06 TOTAL (lines 111, 112)	192,567	XXXXXX	113
114		8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110, 113)	26,599,335	XXXXXX	114
	9	Train Hours (M)	XXXXXX	XXXXXX	
115		9-01 Road Service	370,742	XXXXXX	115
116		9-02 Train Switching	42,465	XXXXXX	116
117		10 TOTAL YARD-SWITCHING HOURS (N)	224,491	XXXXXX	117
	11.	Train-Miles Work Trains (O)	XXXXXX	XXXXXX	
118		11-01 Locomotives	4,355	XXXXXX	118
119		11-02 Motorcars	0	XXXXXX	119
	12.	Number of Loaded Freight Cars (P)	XXXXXX	XXXXXX	
120		12-01 Unit Trains	458,956	XXXXXX	120
121		12-02 Way Trains	211,813	XXXXXX	121
122		12-03 Through Trains	367,137	XXXXXX	122
123		13. TOFC/COFC-No of Rev. Trailers and Containers Loaded and Unloaded (Q)	157,459	XXXXXX	123
124		14. Multi-Level Cars-No of Motor Vehicles Loaded and Unloaded (Q)	18,455	XXXXXX	124
125		15 TOFC/COFC-No of Rev. Trailers Picked Up and Delivered (R)	24,197	XXXXXX	125
	16.	Revenue Tons-Marine Terminal (S)	XXXXXX	XXXXXX	
126		16-01 Marine Terminals-Coal	0	XXXXXX	126
127		16-02 Marine Terminals-Ore	0	XXXXXX	127
128		16-03 Marine Terminals-Other	0	XXXXXX	128
129		16-04 TOTAL (lines 126-128)	0	XXXXXX	129
	17	Number of Foreign Per Diem Cars on Line (T)	XXXXXX	XXXXXX	
130		17-01 Serviceable	44,256	XXXXXX	130
131		17-02 UnServiceable	0	XXXXXX	131
132		17-03 Surplus	0	XXXXXX	132
133		17-04 TOTAL (lines 130-132)	44,256	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 Corporate Comptroller
(Insert here name of the affiant.) (Insert here the official title of the affiant.)

Of Illinois Central Railroad Company
(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 that 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, 2000 to and including December 31, 2000

(Signature of affiant)

Subscribed and sworn to before me, a Commissioner of Oaths in and for the State and county above named, this _____ day of March, 2001.

My commission expires _____

Use an
L.S
impression seal

(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Quebec

County of Montreal

Claude Mongeau makes oath and says that he is Senior Vice President and Chief Financial Officer
(Insert here name of the affiant.) (Insert here the official title of the affiant.)

Of Illinois Central Railroad Company
(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, 2000, to and including December 31, 2000.

(Signature of affiant)

Subscribed and sworn to before me, a Commissioner of Oaths in and for the State and county above named, this _____ day of March, 2001

My commission expires _____

Use an
L.S
impression seal

(Signature of officer authorized to administer oaths.)

MEMORANDA
(FOR USE OF COMMISSION ONLY)
CORRESPONDENCE

[illegible]

CORRECTIONS

[illegible]

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