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ANNUAL REPORT 1973

ILLINOIS CENTRAL GULF R.R. CO.

1 OF 4

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INTERSTATE
COMMERCE COMMISSION
RECEIVED

APR 5 1974

ADMINISTRATIVE SERVICES
F MAIL BRANCH

annual report

ILLINOIS CENTRAL GULF RAILROAD COMPANY

233 NORTH MICHIGAN AVENUE

CHICAGO, ILLINOIS 60601

125000249 ILLINDICENT 1
ILLINOIS CENTRAL GULF R.R. CO.
6827 S DORCHESTER AVE
CHICAGO ILL 60637

12410

CL11H

Correct name and address if different than shown.

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

Batch 61

1973



to the
Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1973

NOTICE

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

SEC. 20. (1) The Commission is hereby authorized to require annual, periodical, or special reports from carriers, lessors, * * * (as defined in this section), to prescribe the manner and form in which such reports shall be made, and to require from such carriers, lessors, * * * specific and full, true, and correct answers to all questions upon which the Commission may deem information to be necessary, classifying such carriers, lessors, * * * as it may deem proper for any of these purposes. Such annual reports shall give an account of the affairs of the carrier, lessor, * * * in such form and detail as may be prescribed by the Commission.

(2) Said annual reports shall contain all the required information for the period of twelve months ending on the 31st day of December in each year, unless the Commission shall specify a different date, and shall be made out under oath and filed with the Commission at its office in Washington within three months after the close of the year for which report is made, unless additional time be granted in any case by the Commission.

(3) (b) Any person who shall knowingly and willfully make, cause to be made, or participate in the making of, any false entry in any annual or other report required under this section to be filed, * * * or shall knowingly or willfully file with the Commission any false report or other document, shall be deemed guilty of a misdemeanor and shall be subject, upon conviction in any court of the United States of competent jurisdiction, to a fine of not more than five thousand dollars or imprisonment for not more than two years, or both such fine and imprisonment. * * *

(7)(c) Any carrier or lessor, * * * or any officer, agent, employee or representative thereof, who shall fail to make and file an annual or other report with the Commission within the time fixed by the Commission, or to make specific and full, true, and correct answer to any question within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

(8) As used in this section * * * the term "carrier" means a common carrier subject to this part, and includes a receiver or trustee of such carrier; and the term "lessor" means a person owning a railroad, a water line, or a pipe line, leased to and operated by a common carrier subject to this part, and includes a receiver or trustee of such lessor. * * *

The respondent is further required to send to the Bureau of Accounts immediately upon preparation, two copies of its latest annual report to stockholders. See schedule 108, page 6.

2. The instructions in this Form should be carefully observed, and each question should be answered fully and accurately, whether it has been answered in a previous annual report or not. Except in cases where they are specifically authorized, cancellations, arbitrary check marks, and the like should not be used either as partial or as entire answers to inquiries. If any inquiry, based on a preceding inquiry in the present report form is, because of the answer rendered to such preceding inquiry, inapplicable to the person or corporation in whose behalf the report is made, such notation as "Not applicable; see page _____, schedule (or line) number _____" should be used in answer thereto, giving precise reference to the portion of the report showing the facts which make the inquiry inapplicable. Where the word "none" truly and completely states the fact, it should be given as the answer to any particular inquiry or any particular portion of an inquiry. Where dates are called for, the month and day should be stated as well as the year. Customary abbreviations may be used in stating dates.

3. Every annual report should, in all particulars, be complete in itself, and references to the returns of former years should not be made to take the place of required entries except as herein otherwise specifically directed or authorized.

4. If it be necessary or desirable to insert additional statements, typewritten or other, in a report, they should be legibly made on durable paper and, wherever practicable, on sheets not larger than a page of the Form. Inserted sheets should be securely attached, preferably at the inner margin; attachment by pins or clips is insufficient.

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

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

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

and, a lessor company, the property of which being leased to and operated by another company, is one that maintains a separate legal existence and keeps financial books on non-operating accounts. In making reports, lessor companies use Annual Report Form E.

Operating companies (including switching and terminal) are broadly classified, with respect to their operating revenues, according to the following general definitions:

Class I companies are those having annual operating revenues of \$5,000,000, or more. For this class, Annual Report Form A is provided.

Class II companies are those having annual operating revenues below \$5,000,000. For this class, Annual Report Form C is provided.

In applying this classification to any switching or terminal company which is operated as a joint facility of owning or tenant railroads, the sum of the annual railway operating revenues, the joint facility rent income, and the returns to joint facility credit accounts in operating expenses, shall be used in determining its class.

Switching and terminal companies are further classified as:

Class S1. **Exclusively switching.** This class of companies includes all those performing switching service only, whether for joint account or for revenue.

Class S2. **Exclusively terminal.** This class of companies includes all companies furnishing terminal trackage or terminal facilities only, such as union passenger or freight stations, stockyards, etc., for which a charge is made, whether operated for joint account or for revenue. In case a bridge or ferry is a part of the facilities operated by a terminal company, it should be included under this heading.

Class S3. **Both switching and terminal.** Companies which perform both a switching and a terminal service. This class of companies includes all companies whose operations cover both switching and terminal service, as defined above.

Class S4. **Bridge and ferry.** This class of companies is confined to those whose operations are limited to bridges and ferries exclusively.

Class S5. **Mixed.** Companies performing primarily a switching or a terminal service, but which also conduct a regular freight or passenger traffic. The revenues of this class of companies include, in addition to switching or terminal revenues, those derived from local passenger service, local freight service, participation in through movement of freight or passenger traffic, other transportation operations, and operations other than transportation.

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

COMMISSION means the Interstate Commerce Commission. RESPONDENT means the person or corporation in whose behalf the report is made. THE YEAR means the year ended December 31 for which the report is made. THE CLOSE OF THE YEAR means the close of business on December 31 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the close of the period covered by the report. THE BEGINNING OF THE YEAR means the beginning of business on January 1 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the beginning of the period covered by the report. THE PRECEDING YEAR means the year ended December 31 of the year next preceding the year for which the report is made. THE UNIFORM SYSTEM OF ACCOUNTS FOR RAILROAD COMPANIES means the system of accounts in Part 1201 of Title 49, Code of Federal Regulations, as amended.

9. All companies using this Form should complete all schedules, with the following exceptions, which should severally be completed by the companies to which they are applicable:

Schedules restricted to Switching and Terminal Companies		Schedules restricted to other than Switching and Terminal Companies	
Schedule	414	Schedule	411
"	415	"	412
"	532		

SPECIAL NOTICE

The attention of the respondent is directed below to certain particulars, if any, in which this report form differs from the corresponding form for the preceding year. It should be understood that mention is not made of necessary substitutions of dates or, in general, such other things as simple modifications intended to make requirements clearer, other minor adjustments, and typographical corrections.

This report, formerly designated Form A, has been reduced in size to make it easier to complete, convenient to handle and permit the use of standard copy machines to reproduce reports.

NOTICE - Inside Front Cover

New instruction 6 added to provide for the reporting of money items throughout the report in thousands of dollars.

Page 10: Schedule 200A. Comparative General Balance Sheet - Assets
Page 11: Schedule 200L. Comparative General Balance Sheet - Liabilities and Shareholders' Equity

Accounts 705 and 752 have been revised to read "Traffic, car service and other balances - Dr." and "Traffic, car service and other balances - Cr." respectively to conform to the amendment of the Uniform System of Accounts for Railroad Companies (49 C.F.R. 1201), as authorized in Order of the Commission, in Docket No. 32153 (Sub-No. 3) dated November 10, 1972.

Page 15: Schedule 201. Items in Selected Current Asset Accounts

Instructions have been revised to require the reporting of the three largest items regardless of the dollar amount and minimum dollar amount increased to \$250,000.

Pages 16 and 17: Schedule 204. Sinking, Capital, Insurance and Other Reserve Funds

Instructions have been revised to require the reporting of the three largest funds in each account, and funds earmarked incentive per diem, regardless of the dollar amount and minimum dollar amount increased to \$250,000. Reporting of par value eliminated. Instructions clarified as to reporting of data in column (b).

Pages 20-23: Schedule 205. Investments in Affiliated Companies

Reporting of par value data eliminated.

Pages 24-27: Schedule 206. Other Investments

Reporting of par value data eliminated. Instructions revised to delete the requirement for reporting investments included in accounts numbered 715, 716 and 717, where those investments are held by trustees in lieu of cash deposits required under the governing instrument.

Pages 28 and 29: Schedule 209. Securities, Advances, and Other Intangibles Owned or Controlled Through Nonreporting Carrier and Noncarrier Subsidiaries

Reporting of par value data eliminated.

Page 46: Schedule 216. Other Assets and Deferred Charges
Page 55: Schedule 223. Items in Selected Current Liability Accounts
Page 57: Schedule 225. Items in Selected Reserve and Other Liability Accounts
Page 62: Schedule 233. Contingent Assets and Liabilities
Page 86: Schedule 371. Income from Lease of Road and Equipment
Schedule 372. Miscellaneous Rent Income
Page 87: Schedule 375. Separately Operated Properties - Profit or Loss

Instructions have been revised to require the reporting of the three largest items regardless of the dollar amount and minimum dollar amount increased to \$250,000.

Page 88: Schedule 376. Hire of Freight Cars

Reporting of "Net Balance of Unequipped Box Car Rentals Included in Line 23" has been eliminated.

Page 90: Schedule 383. Rent for Leased Roads and Equipment

Page 91: Schedule 384. Miscellaneous Rents

Instructions have been revised to require the reporting of the three largest items regardless of the dollar amount and minimum dollar amount increased to \$250,000.

Page 92: Schedule 396. Items in Selected Income and Retained Income Accounts for the Year

Minimum dollar amount increased to \$250,000.

Pages 99-105: Schedule 417. Inventory of Equipment

Provision has been made to report separately auxiliary locomotive units and instruction 6, page 99, revised accordingly. Column headings on pages 102 and 103, have been changed to read "Time-mileage cars" and "All other" instead of "Per diem" and "Non per diem." Column heading on pages 104 and 105 has been changed to read "All other" instead of "Non per diem" and instruction 6, page 103, revised accordingly.

Page 116: Schedule 531. Statistics of Rail-Line Operations

The reference to "per diem" cars has been changed to read "time-mileage" cars and instructions changed accordingly.

Pages 129-131: Schedule 600. Remunerations from National Railroad Passenger Corporation

New schedule to be completed by carriers participating in the National Railroad Passenger Corporation (NRPC) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-No. 3).

ANNUAL REPORT

OF

ILLINOIS CENTRAL GULF RAILROAD COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1973*Mr. Pasniak*

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

(Name) Don R. Montgomery(Title) Comptroller

(Telephone number) _____

312

(Area code)

565-1600

(Telephone number)

(Office address) 233 N. Michigan, Chicago, Ill. 60601

(Street and number, city, State, and ZIP code)

101. 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 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 128.

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between railroad and railway. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification" (p. 132). 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.

2. If incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or

other possession began. If a partnership, give date of formation and also names in full of present partners.

3. Give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter.

4. Give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected, citing chapter and section. Specify Government, State, or Territory under the laws of which each company consolidated or merged or otherwise combined into the present company was organized; give reference to the charters of each and to all amendments of them.

5. 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 Gulf Railroad Company

2. Date of incorporation December 30, 1971

3. Under laws of what Government, State, or Territory organized? If more than one, name all. Give specific reference to each charter or statute and all amendments thereof, effected during the year. If previously effected, show the year(s) of the report(s) setting forth details. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees

Delaware

4. If the respondent was formed as the result of a consolidation or merger during the year, name all constituent and all merged companies

None

5. If respondent was reorganized during the year, give name of original corporation and state the occasion for the reorganization

None

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars

No

7. Class of switching and terminal company

[See section No. 7 on inside of front cover]

Not a switching and terminal company

NOTES AND REMARKS

Continued From Page 3

NOTE: The Executive Committee, when the Board of Directors is not in session, exercises the power of the Board of Directors and directs the business and affairs of the company, except when specific directions have been given by the Board of Directors

Continued from Schedule 104A Companies Controlled by Respondent

- (a) Atchison, Topeka & Santa Fe Ry., Burlington Northern, Chicago & Eastern Illinois RR Co., Chesapeake & Ohio Ry., Chicago Rock Island & Pacific RR Co., Erie Lackawanna RR Co., Grand Truck Western RR Co., Monon Railroad, Norfolk & Western RR Co., Penn Central and Soo Line Railroad Co.
- (b) Baltimore & Ohio RR Co., Burlington Northern Inc., Chicago & Eastern Illinois RR Co., Chicago Rock Island & Pacific RR Co., The Cleveland, Cincinnati, Chicago & St. Louis Ry., Louisville and Nashville RR., Missouri-Kansas-Texas RR., Missouri Pacific RR., The Philadelphia, Baltimore & Washington RR Co., St. Louis-San Francisco Ry., St. Louis Southwestern Ry., Southern Ry. Co. and Norfolk & Western RR Co.
- (c) Baltimore & Ohio RR Co., Burlington Northern Inc., Chicago & Eastern Illinois RR Co., Chicago and North Western Ry. Co., Chicago Rock Island and Pacific RR Co., Norfolk and Western RR Co., Penn Central and St. Louis-San Francisco Ry. Co.

102. DIRECTORS

1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (e) of schedule No. 102 and column (d) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 103 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices, separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

Line No.	Name of director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	G.P. Brock	Mobile, Ala.	5-16-73	5-15-74	None	Line 22
2	A.S. Boyd	Chicago, Ill.	"	"	"	" "
3	W.B. Johnson	" "	"	"	"	" "
4	B.V. Bodie	Mobile, Ala.	"	"	"	
5	J.M. Coates	Chicago, Ill.	"	"	"	Line 22
6	H.S. Eberhard	Peoria, Ill.	"	"	"	
7	G.J. Grayson, Jr.	Dallas, Texas	"	"	"	
8	H. Humphreys	Memphis, Tenn.	"	"	"	
9	J.P. Hickok	St. Louis, Mo.	"	"	"	
10	S.E.G. Hillman	Chicago, Ill.	"	"	"	Line 22
11	P.M. Jarvis	Newark, Ill.	"	"	"	" "
12	J.B. Lanterman	Chicago, Ill.	"	"	"	" "
13	G.J. Morgan	Chicago, Ill.	"	"	"	
14	W.E. Mullins	Chester, Ill.	"	"	"	
15	Dr. E. Oldberg	Chicago, Ill.	"	"	"	Line 22
16	W.J. Rushton	Birmingham, Ala.	"	"	"	
17	J.C. Smith	Birmingham, Ala.	"	"	"	
18	J.W. Van Gorkom	Chicago, Ill.	"	"	"	Line 22
19						
20						

21. Give the names and titles of all officers of the Board of Directors in control of the respondent at the close of the year:

Chairman of board: William B. Johnson

Secretary (or clerk) of board: J.B. Goodrich

22. Name the members of the executive committee of the Board of Directors of the respondent at the close of the year (naming first the chairman), and state briefly the powers and duties of that committee: See Column (F) Above For Members

See Note to Schedule 103 For Description of Powers and Duties

103. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
1	Chairman	Executive	G.P. Brock	None	
2	Pres. & Chf. Exec.	"	A.S. Boyd	"	
3	Chairman-Exec. Comm.	"	W.B. Johnson	"	
4	Vice President	"	W.J. Taylor	"	
5	Sr. V.P.-Admin.	"	H.F. Davenport	"	
6	V.P. & Asst. Secty.	"	F.J. Lott	"	
7	V.P.-Law	Legal	J.N. Ogden	"	
8	General Counsel	"	P.W. Johnston, Jr.	"	
9	V.P.-Finance	Finance & Acctg.	Y.D. Lott	"	
10	Comptroller	Accounting	D.R. Montgomery	"	
11	Secty. & Treas.	Secretary & Treas.	J.B. Goodrich	"	
12	V.P.-Mater. Mgt.	Materials Mgt.	H.C. Miller	"	
13	Sr. V.P.-Operations	Operating	B.V. Bodie	"	
14	" Chf. Op. Off.	"	J.C. Humbert	"	
15	V.P. Real Estate	Real Estate	A. Skriver	"	
16	Sr. V.P.-Traffic	Traffic	P.H. Reistrup	"	
17	V.P. & Chf. Engineer	Engineering	A.L. Sans	"	
18					
19					
20	(Continued on Page 2)				

104. RELATIONSHIP OF RESPONDENT WITH AFFILIATED COMPANIES

Enter below in the appropriate schedule, No. 104A through 104D, the names of all companies, corporate and noncorporate, which are affiliated with the respondent and submit the information requested in each schedule. Control for the purpose of these schedules shall be construed to include sole or jointly held control, whether maintained or exercised through or by reason of the method of or circumstances surrounding organization or operation, through or by common directors, officers, or stockholders a voting trust or trusts, a holding or investment company or compa-

nies, or through or by any other direct or indirect means; and to include the power to exercise control. For the purposes of these schedules, forms of control shall include the following (among others):

1. Right through ownership of securities, an agreement of some character or through some other source to name the majority of the board of directors, managers, or trustees of the controlled company.
2. Right to foreclose a first lien upon all or a major part in

value of the tangible property of the controlled company.

3. Right to secure control in consequence of advances made for construction of the operating property of the controlled company.

Right to control only in a specific respect the action of the controlled company or a lessee interest in the property of a company is not to be classed as a form of control over the lessor company.

104 A. COMPANIES CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled solely or jointly by the respondent. If the respondent obtained control over a company during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase.

etc.

2. In column (b) indicate the principal business activity of each company listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).

4. In column (d) indicate the extent of the control of the respondent in the controlled company. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter names of other companies, if any, that jointly control the companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
1	Blue Island R.R. Co.	Transportation	Securities	100%	
2	Gulf Transport Co.	"	"	"	
3	G.M. & O. Land Co.	Real Estate	"	"	
4	Kensington & Eastern R.R. Co.	Transportation	"	"	
5	Madison Coal Corp.	Real Estate	"	"	
6	Mississippi Valley Corp.	Investment	"	"	
7	New Orleans Great Northern RR	Transportation	"	98 1/3	Public
8	South Chicago R.R. Co.	"	"	100	
9	Waterloo Railroad Co.	"	"	100	
10	Belt Railway Co.-Chicago	"	"	8	(a) See Page 2
11	Chicago Produce Terminal Co.	"	"	50	Atchison, Topeka & Santa Fe
12	Jefferson S.W. R.R. Co.	"	"	33	Chgo & East. Ill. & Mo. Pac. RR
13	C&G Industries	Real Estate	"	100	
14	Paducah & Illinois R.R. Co.	Transportation	"	33	Burlington North.; Louisville & Nash.
15	Pullman Company	"	"	1.6	Various Railroad Co.
16	Terminal RR Assn.-St. Louis	"	"	12 1/2	(b) See Page 2
17	Trailer Train Co.	"	"	4.8	Prop. Comps. subj. to chg.
18	Kansas City Terminal Rwy	"	"	8 1/3	Various Railroad Co.
19	Joliet Union Depot Co.	"	"	33 1/3	Chgo. R. I. & Pac.; GATSF
20	Illinois Terminal Co.	"	"	9.1	(c) See Page 2

104 B. COMPANIES INDIRECTLY CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled through intermediary companies. If control was obtained during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the names of intermediate companies through which control is exercised over companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Intermediary Through Which Control Exists (e)
1	Illinois Terminal RR Co.	Transportation	Securities	9%	Mississippi Valley Corp.
2	Peoria & Pekin Union Ry. Co.	"	"	46%	" " "
3					
4					
5					
6					
7					
8					
9					
10					

104 C. COMPANIES UNDER COMMON CONTROL WITH RESPONDENT

1. Enter in column (a) the names of all companies which are controlled by the same interest that control the respondent.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the names of companies controlling those listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Controlling Company or Individual (e)
1	Chicago & Illinois Western RR	Transportation	Securities	100%	Illinois Central Ind.
2					
3					
4	NOTE: For Other Than Transportation Companies				
5	See Illinois Central Industries Annual Report				
6					
7					
8					
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104 D. COMPANIES CONTROLLING RESPONDENT

1. Enter in column (a) the names of all companies controlling the respondent. Commence with the company which is most remote followed by the company immediately controlled by it. If control over the respondent or control over an intermediary through which respondent is controlled has changed during the year, indicate by footnote the date

and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.

2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.

3. In column (c) indicate the form of control exercised by the company immediately controlled by it.

4. In column (d) indicate the extent of control. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.

Line No.	Name of Controlling Company or Individual (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)
1	Illinois Central Industries	Holding Company	Securities	100%
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108 STOCKHOLDERS REPORTS

1. The respondent is required to send to the Bureau of Accounts, immediately upon preparation, two copies of its latest annual report to stockholders.

Check appropriate box:

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____ (date)

☒ No annual report to stockholders is prepared.

109. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ ~~1.00~~ ^{No} 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 Yes

3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.

4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.

5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.

6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing Books not closed

7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 1000 votes, as of December 31, 1973 (Date)

8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7, 1 stockholders.

9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information on page 10, the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

List under Footnotes, page 8, Other Securities with Voting Power.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	Illinois Central Industries	Chicago, Ill.	1000	1000	None	None
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						

109. VOTING POWERS AND ELECTIONS—(Continued From Page 7)

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 1000
votes cast.

11. Give the date of such meeting. May 16, 1973

12. Give the place of such meeting. Chicago, Illinois

FOOTNOTES

110. GUARANTIES AND SURETYSHIPS

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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. (Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	Term. RR Assn. of St. Louis	Sinking Fund & Int. on Refd. & Impr. Mtge ^s	7 787	Joint
2	B&O N&W	Bonds, Series C due 7-1-2019 (FD14553)		
3	BN ICG (2/16) PB&W			
4	C&E L&N StL-SF	Principal, Interest & Sinking Fund on	28 438	Joint
5	CRI&P MKT StL-SW	Refdg. & Impr. Mtge Bonds, Series D		
6	CCC&StL MoPac (2/16) Sou	due 10-1-85 (FD15070)		
7				
8	Ill. Terminal RR Com.	Principal, Interest & Sinking Fund	6 564	Joint
9	B&O	on First Mtge. 4-5/8% Sinking Fund Bds.		
10	BN ICG (Miss Vally) (2/10)	due 12-1-87 (FD22292)		
11	C&E N&W	Basic Annual Rental Payable to City of	250	Joint
12	C&NW Penn Cent.	Venice, Ill. for use of McKinley		
13	CRI&P StL-SF	Bridge (FD 20388)		
14				
15	Trailer Train Company	Illinois Central Gulf, with other	24 421	Joint
16	Principal Prop. Coms.	proprietary companies is obligated to		
17	Subject to change	advance to Trailer Train Co., under		
18		certain conditions, such sums as maybe		
19		needed to pay principal and interest		
20		under terms of certain of its out-		
21		standing obligations.		
22				
23	A-Kansas Cy. Term. Ry. Co.	F.D. 14932 - Authority granted GM&O RR	27 500	Joint
24	A-Guarantors:	Co to assume obligations and liability		
25	ICG RR Co. and Eleven	as guarantor in respect to its propor-		
26	Other Railroads	tionate share of First Mortgage Serial		
27		Bonds 10-1-1964 to 1974.		
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
1			\$	
2				
3		NONE		
4				
5				
6				
7				
8				
9				

110. GUARANTIES AND SURETYSHIPS

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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. (Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	The Belt Ry. Co. of Chgo	Principal, Interest and Sinking Fund	\$ 28 138	Joint
2	AT-SFe ICG	payments first Mtge, Sinking Fund Bds.		
3	BN	Series A, Due 8-15-87 (FD22140)		
4	C&EI Monon			
5	C&O N&W			
6	CRI&P Penn Cent.			
7	E-L Soo			
8	GTW			
9				
10				
11	Interstate Investmts, Inc.	Cost of Construction of Water Main	184	Sole
12	ICG	in vicinity of Randolph St, Chgo, Ill.		
13				
14				
15	C.I.T. Corporation	Lease agreement dated as 9-1-70 for	58 996	Sole
16	ICG	lease of railroad equipment for a		
17		period of fifteen (15) years (FD26302)		
18				
19				
20	Peterock Corporation	Lease Agreement dated as of 12-15-70	8 514	Sole
21	ICG	for sale & lease back of railroad		
22		equipment for a period of thirteen (13)		
23		years (FD26502 Sub. No. 1)		
24				
25				
26	Chgo. & Ill. Western RR	Equipment Trust Agreement, Series A	20 342	Sole
27	ICG	dated as of May 1, 1971 for a period		
28		of fifteen (15) years (FD26608)		
29				
30				
31				
32				
33				
34				
35				
36				
37				
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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
1			\$	
2				
3		None		
4				
5				
6				
7				
8				
9				

NOTES AND REMARKS

200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (c) should be res-

tated to conform with the accounting requirements followed in column (b). The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line No.	Account or item	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
	(a1)			
	CURRENT ASSETS			
1	(701) Cash		5 391	1 222
2	(702) Temporary cash investments (p. 15)		4 308	15 205
3	(703) Special deposits (p. 15)		1 162	2 551
4	(704) Loans and notes receivable (p. 15)		132	270
5	(705) Traffic, car service and other balances—Dr		-	-
6	(706) Net balance receivable from agents and conductors		31 934	28 445
7	(707) Miscellaneous accounts receivable		27 990	30 445
8	(708) Interest and dividends receivable		249	632
9	(709) Accrued accounts receivable (p. 15)		51 056	35 810
10	(710) Working fund advances		11 514	1 160
11	(711) Prepayments (p. 15)		2 276	942
12	(712) Material and supplies		21 053	19 824
13	(713) Other current assets (p. 15)		40	591
14	Total current assets		157 105	137 097
	SPECIAL FUNDS			
	(a1) Total book assets at close of year	(a2) Respondent's own issues included in (a1)		
15	(715) Sinking funds (pp. 16 and 17)	-	-	-
16	(716) Capital and other reserve funds (pp. 16 and 17)	6 880	8	6 872
17	(717) Insurance and other funds (pp. 16 and 17)	1 011	-	20 545
18	Total special funds		1 011	939
	INVESTMENTS			
19	(721) Investments in affiliated companies (pp. 20-23)		7 883	21 484
20	(722) Other investments (pp. 24-27)		39 039	32 979
21	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)		2 244	2 963
22	Total investments (accounts 721, 722 and 723)		-	-
	PROPERTIES			
23	(731) Road and equipment property: Road		41 283	35 942
24	Equipment		716 162	701 942
25	General expenditures		592 401	578 640
26	Other elements of investment		5 972	5 986
27	Construction work in progress		-	(1 926)
28	Total (pp. 30-32)		-	-
29	(732) Improvements on leased property: Road		1314 535	1284 642
30	Equipment		348	348
31	General expenditures		1 045	748
32	Total (pp. 30-32)		-	-
33	Total transportation property (accounts 731 and 732)		1 393	1 096
34	(735) Accrued depreciation—Road and equipment (pp. 36 and 38)		1315 928	1285 738
35	(736) Amortization of defense projects—Road and Equipment (p. 39)		(353 290)	(348 979)
36	Recorded depreciation and amortization (accounts 735 and 736)		(3 963)	(4 719)
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36)		(357 253)	(353 698)
38	(737) Miscellaneous physical property (pp. 44 and 45)		958 675	932 040
39	(738) Accrued depreciation—Miscellaneous physical property (pp. 44 and 45)		14 396	12 370
40	Miscellaneous physical property less recorded depreciation (account 737 less 738)		(180)	(102)
41	Total properties less recorded depreciation and amortization (line 37 plus line 40)		14 216	12 268
	OTHER ASSETS AND DEFERRED CHARGES			
42	(741) Other assets (p. 46)		972 891	944 308
43	(742) Unamortized discount on long-term debt		19 191	21 658
44	(743) Other deferred charges (p. 46)		25 383	30 599
45	Total other assets and deferred charges		25 962	25 399
46	TOTAL ASSETS		70 536	77 656
			1249 698	1216 487

NOTE: See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

2001. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

For instructions covering this schedule, see the text pertaining to General Balance Sheet A, accounts in the Uniform System of Accounts for Railroad Companies. The entries in the balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (c) should be restated to conform with the accounting requirements followed in

column (b). The entries in short column (a1) should reflect total book liability at close of year. The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parentheses.

Line No.	Account or item (a)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES				
47	(751) Loans and notes payable (p. 55)		\$ 729	\$ 3 168
48	(752) Traffic, car service and other balances—Cr.		18 645	14 240
49	(753) Audited accounts and wages payable		564	4 750
50	(754) Miscellaneous accounts payable		395	277
51	(755) Interest matured unpaid		5 062	5 004
52	(756) Dividends matured unpaid		7 280	5 709
53	(757) Unmatured interest accrued		-	-
54	(758) Unmatured dividends declared		51 682	42 385
55	(759) Accrued accounts payable (p. 55)		2 693	5 430
56	(760) Federal income taxes accrued (p. 56)		13 926	10 815
57	(761) Other taxes accrued (p. 56)		3 466	11 024
58	(763) Other current liabilities (p. 55)		104 442	102 802
59	Total current liabilities (exclusive of long-term debt due within one year)			
LONG-TERM DEBT DUE WITHIN ONE YEAR				
	(a1) Total issued	(a2) Held by or for respondent		
60	(764) Equipment obligations and other debt (pp. 48-51)	43 659	43 659	22 800
LONG-TERM DEBT DUE AFTER ONE YEAR				
	(a1) Total issued	(a2) Held by or for respondent		
61	(765) Funded debt unmatured	176 402	54 672	121 730
62	(766) Equipment obligations	209 466	25	209 441
63	(767) Receivers' and Trustees' securities (pp. 48-51)	-	-	-
64	(768) Debt in default	-	-	-
65	(769) Amounts payable to affiliated companies (p. 54)		1 453	701
66	Total long-term debt due after one year		332 624	330 692
RESERVES				
67	(771) Pension and welfare reserves (p. 57)		-	-
68	(772) Insurance reserves (p. 57)		-	-
69	(774) Casualty and other reserves (p. 57)		18 745	29 925
70	Total reserves		18 745	29 925
OTHER LIABILITIES AND DEFERRED CREDITS				
71	(781) Interest in default (p. 50)		-	-
72	(782) Other liabilities (p. 57)		2 633	3 648
73	(783) Unamortized premium on long-term debt		256	311
74	(784) Other deferred credits (p. 57)		2 724	10 472
75	(785) Accrued depreciation—Leased property (p. 37)		1 995	1 923
76	Total other liabilities and deferred credits		7 608	16 354
SHAREHOLDERS' EQUITY				
<i>Capital stock (Par or stated value)</i>				
	(a1) Total issued	(a2) Held by or for company		
77	(791) Capital stock issued: Common stock (p. 59)	1	1	1
78	Preferred stock (p. 59)	-	-	-
79	Total	1	1	1
80	(792) Stock liability for conversion (p. 60)		-	-
81	(793) Discount on capital stock		-	-
82	Total capital stock		1	1
<i>Capital surplus</i>				
83	(794) Premiums and assessments on capital stock (p. 61)		-	-
84	(795) Paid-in surplus (p. 61)		265 778	265 778
85	(796) Other capital surplus (p. 61)		-	-
86	Total capital surplus		265 778	265 778
<i>Retained income</i>				
87	(797) Retained income—Appropriated (p. 61)		38 158	37 448
88	(798) Retained income—Unappropriated (p. 68)		438 683	410 687
89	Total retained income		476 841	448 135
90	Total shareholders' equity		742 620	713 914
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		1 249 698	1 216 487

NOTE: See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning 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 explanatory statements explaining (1) service interruption insurance policies and indicate 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 entities have been made for net income or retained income restricted under provisions of mortgages and other arrangements. (Dollars in thousands)

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under Section 168 (formerly Section 124-A) and under Section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under Section 168 (formerly Section 124-A) of the Internal Revenue Code \$ 13 453

(b) Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below \$ 101 238

—Accelerated depreciation since December 31, 1953, under Section 167 of the Internal Revenue Code.

—Guideline lives since December 31, 1961, pursuant to Revenue Procedure 62-21.

—Guideline lives under Class Life System (Asset Depreciation Range) since December 31, 1970, as provided in the Revenue Act of 1971.

(c)(i) Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended \$ 25 497

(ii) If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit in account 784, other deferred credits, at beginning of year \$

Add investment tax credits applied to reduction of current year's tax liability but deferred for accounting purposes \$

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual \$

Other adjustments (indicate nature such as recapture on early disposition) \$

Total deferred investment tax credit in account 784 at close of year \$

(d) Estimated accumulated net reduction in Federal income taxes because of accelerated amortization of certain rolling stock since December 31, 1969, under provisions of Section 184 of the Internal Revenue Code \$ 15 848

(e) Estimated accumulated net reduction in Federal income taxes because of amortization of certain rights-of-way investments since December 31, 1969, under the provisions of Section 185 of the Internal Revenue Code \$ 79

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
General Mortgage "A" Bonds	1973	757	\$ 292,745
General Mortgage "A" Bonds	1973 & Prior	755	15,667
General Mortgage "B" Bonds	1973	757	863,782
General Mortgage "B" Bonds	1973 & Prior	755	78,158
Income Debentures Series "A"	1973	757	523,303
Income Debentures Series "A"	1973 & Prior	755	27,546
			<u>\$1,801,201</u>

Continued on following page

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES—Continued

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	Amount in dispute	As recorded on books		Amount not recorded
		Debit	Credit	
Per diem receivable	\$			\$
Per diem payable				
Net amount	\$ None	X X X X X X X X	X X X X X X X X	\$ None

4. 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**

5. 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**

6. (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: **Current cost plus amortization of past service liability over 17 years is being charged to account 457. Consistent with prior year.**

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. **In Thousands** \$ **17 903**

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

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

(ii) If funding is by trust agreement, list trustee(s) **Continental Ill. Nat. Bank & Trust Co.**

Date of trust agreement or latest amendment **August 10, 1972**

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 **Gulf Transport Co., Madison Coal Corp., Waterloo Railroad Co.**

(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 ☒

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

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

(1) **PENSION PLAN:** A retirement plan for railroad employees, whose working conditions and salaries are not subject to union agreements, supplements benefits paid to employees under the Railroad Retirement Act. The plan is qualified and funded and pension payments thereunder charged to operating expenses were \$2,634,408 in 1973 and \$2,045,269 in 1972. Based on actuarial studies, pension expense is substantially equivalent to providing for the cost of the plan on the accrual basis, including amortization of past service costs over a 40-year period.

(2) **LONG-TERM DEBT MATURITIES:** Sinking Fund Provisions of indentures require annual retirements of \$2,279,229 in bonds and debentures. Reacquired bonds and debentures aggregating \$54,672,000 at December 31, 1973 are available to satisfy sinking fund provisions for Illinois Central Railroad Consolidated Mortgage through 1987; Illinois Central Railroad 25 year Sinking Fund Debentures through 1979; Gulf, Mobile and Ohio Railroad General Mortgage, Series "A" & "B", and Income Debentures, Series "A" through 1974.

Maturities of equipment obligations during each of the years 1974 through 1978 are \$25,806,131; 25,450,922; 24,900,543; 24,311,715; 23,329,432.

NOTES AND REMARKS

200 - Comparative General Balance Sheet - Explanatory Notes - Continued

(3)

SERVICE INTERRUPTION:

Respondent carried a service interruption policy with the Imperial Insurance Company Limited, under which it will be entitled to indemnity for certain work stoppage losses. In the event such losses are sustained by other railroads holding similar policies, respondent may be obligated to pay additional premiums. The daily indemnity for which the respondent would be entitled to work stoppage is \$673,728 and the maximum amount of additional premium the respondent may be obligated to pay is (20) times the daily indemnity less the amount of the initial premium or \$13,440,485.

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

Give brief description for each item or class of items of like description in accounts Nos. 702, "Temporary cash investments"; 703, "Special deposits"; 704, "Loans and notes receivable"; 709, "Accrued accounts receivable"; 711, "Prepayments"; and 713, "Other current assets," at the close of the year. Show description of the temporary cash investments, the names of depositaries for the special deposits, the character of loans and notes, with name of debtor (or class of debtors), dates of issue and maturity, and appropriate description for each class of accrued accounts receivable and for the other current assets. Show

the three largest items in each account regardless of the dollar amount, and all other items (or the aggregate of a class of items of like description, amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000". The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in schedule 200A. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote

Line No.	Account No. (a)	Item (b)	(Dollars in Thousands)	Amount (c)
1	702	U.S. Treasury Obligations		\$ 4 308
2				
3	703	Total amount of special deposits		
4		with trustees for payment		
5		of dividends & interest		1 123
6				
7		Deposit for Employee Payroll Savings Bond Deductions		39
8				1 162
9				
10	704	Notes receivable-short term, each less than \$250,000		132
11				
12	709	Bills for collection-Joint Facilities		1 479
13		Bills for collection-suspense (Receivables awaiting completion		
14		and/or billing-various companies & governmental agencies).		7 805
15		Federal income tax refund claims		964
16		Interest receivable on deferred payments relating to land sales		450
17		Sale of property in suspense		1 327
18		Insurance recoveries (injury payments covered by insurance)		462
19		Revenue accrued-freight		25 345
20		Revenue accrued-car hire		12 807
21		Other items, each less than \$250,000		417
22				51 056
23				
24	711	Rents & insurance premiums paid in advance		723
25		Prepayments to contractors for construction		1 388
26		Other items, each less than \$250,000		9
27		Expenses Paid Not Accrued		156
28				2 276
29				
30	713	Freight Advances		30
31		VS&P Bond Claims - 1st National Bank		10
32				40
33				
34				
35				
36				
37				

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS

Give the particulars called for with respect to reserve funds included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds."

Except for deposits held by trustees for proceeds from sale of mortgaged properties, unspent proceeds from sale of equipment obligations, or the value of cars destroyed pledged under equipment financing obligations, which may be reported in total for each category, the designation of the individual fund as carried in the respondent's records should be

entered in Column (b). The entry should indicate the kind of fund, such as sinking, capital, property insurance, pension or relief; the rate of interest, if any; and the date of maturity.

Show the three largest funds in each account, and funds earmarked incentive per diem, regardless of the dollar amount, and all other funds where the amount reportable in Columns (d), (e), (f) or (g) is \$250,000, or more. Each fund amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000".

Line No.	Account No.	Name, kind, and purpose of fund	Name of trustee or depository
	(a)	(b)	(c)
1	715	None	
2			
3			
4	716	Mortgage Property sold KCSTL&C RR	U.S. Trust Co., N.Y., N.Y.
5			
6		Reserve for new equipment	Kuhn, Loeb & Co., N.Y., N.Y.
7			
8		V.S.&P. Ry. - Refunding & Improvements	
9		Mortgage of 11-1-23-Proceeds from	National Bank of Commerce
10		the sale of property	New Orleans
11		A&W Ry.- 1st Mtge 5-1-24	
12		Proceeds from the sale of property	" " "
13			
14		Illinois Central Equip. Trusts	Morgan Guaranty Trust Co.
15		Deposits for payment of	New York, N.Y.
16		New and retired equipment	
17		I.C. Equip. Trust, Series 45	" "
18		" " " " 46	" "
19		" " " " 47	" "
20		" " " " 48	" "
21		" " " " 49	" "
22		" " " " 50	" "
23		" " " " 51	" "
24		" " " " 52	" "
25		" " " " 53	" "
26		" " " " 54	" "
27		" " " " 55	" "
28		" " " " 56	" "
29		" " " " 57	" "
30		" " " " 58	" "
31		" " " " 59	" "
32		" " " " 60	" "
33		" " " " 61	" "
34		" " " " 62	" "
35		" " " " 63	" "
36		" " " " 64	" "
37		" " " " 65	" "
38		I.C.G. Equip. Trust Series 1	" "
39		" " " " 2	" "
40		" " " " 3	" "
41		" " " " 4	" "

Continued On Page 16A

¹Includes income of \$ _____ earned on earmarked incentive per diem funds

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS—Concluded

Insert totals separately for each account. Such totals of columns (g) and (i) should be the same as those stated in short columns (a₁) and (a₂), respectively, in the comparative general balance sheet statement. Entries in column (g) should be the sums of corresponding entries in columns (d) and (e), less those shown in column (f), and the sum of entries in columns (h), (i), and (j) should equal those in column (g).

All conversions of cash into securities, or vice versa, shall be treated as withdrawals from the fund in column (f) and as additions to the fund in

column (e).

Funds representing net credit balances of earmarked incentive per diem should be reported separately for each year. The amount of income earned on these funds should be reported in footnote to this schedule.¹ Wholly owned Canadian subsidiary lines should subdivide the earmarked funds between monies received from Canadian parent companies as a result of incentive charges and the carrier's own credit balances. (Dollars in thousands)

Balance at beginning of year—Book value (d)	Additions during the year—Book value (e)	Withdrawals during the year—Book value (f)	Balance at close of year—Book value (g)	Assets in Funds at Close of Year			Line No.
				Cash (h)	Book value (i)	Other securities and invested assets (j)	
\$ -							1
							2
3	23	-	26	26			3
							4
2 000		2 000	-				5
							6
							7
6	3 274	3 275	5	5			8
							9
336	24	174	186	186			10
							11
							12
							13
							14
19	72	89	2	2		-	15
22	79	97	4	4		-	16
219	473	659	33	4		29	17
161	201	292	70	16		54	18
56	18	65	9	9		-	19
54	36	69	21	1		20	20
64	62	89	37	13		24	21
120	39	129	30	20		10	22
151	494	588	57	15		42	23
66	370	414	22	3		19	24
72	348	385	35	20		15	25
59	-	55	4	4		-	26
181	603	747	37	3		34	27
340	1 360	1 346	354	27		327	28
-	12	-	12	12		-	29
15	15	14	16	1		15	30
-	468	400	68	19		49	31
-	129	51	78	24		54	32
-	665	665	-	-		-	33
53	122	50	125	2		123	34
1 495	3 740	5 116	119	20		99	35
268	606	874	-	-		-	36
8 902	25 352	33 760	494	2		492	37
-	8 487	8 463	24	14		10	38
-	15 535	15 071	464	82		382	39

Continued On Page 17A

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS

Give the particulars called for with respect to reserve funds included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds."

Except for deposits held by trustees for proceeds from sale of mortgaged properties, unspent proceeds from sale of equipment obligations, or the value of cars destroyed pledged under equipment financing obligations, which may be reported in total for each category, the designation of the individual fund as carried in the respondent's records should be

entered in Column (b). The entry should indicate the kind of fund, such as sinking, capital, property insurance, pension or relief; the rate of interest, if any; and the date of maturity.

Show the three largest funds in each account, and funds earmarked incentive per diem, regardless of the dollar amount, and all other funds where the amount reportable in Columns (d), (e), (f) or (g) is \$250,000, or more. Each fund amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000".

Line No.	Account No.	Name, kind, and purpose of fund	Name of trustee or depository
	(a)	(b)	(c)
1	716	I.C.G. Equip. Trust Series 5	Morgan Guaranty Trust, N.Y., N.Y.
2		" " " " 6	" " " " "
3		" " " " 7	" " " " "
4		ICG Conditional Sales Agreements	
5		for Purchase of New Equipment	" " " " "
6		C.S.A. dated 1- 2-68	" " " " "
7		" " 2- 1-69	" " " " "
8		" " 9-30-72	
9		" " 8- 1-73	Irving Trust Co., N.Y., N.Y.
10		GM&O Equip. Trust I, Destroyed Equip.	First Pacific Bk., Chicago, Ill.
11		" " " J " "	1st National Bk., Mobile, Ala.
12		" " " K " "	Merchants Natl. Bk. " "
13		" " " L " "	1st National Bk. " "
14		" " " M " "	Merchants Natl. Bk. " "
15		" " " P " "	1st National Bk. " "
16		" " " Q " "	Merchants Natl. Bk. " "
17		" " " R " "	1st National Bk. " "
18		" " " T " "	Merchants Natl. Bk. " "
19			" " " " "
20		Incentive Per Diem	
21		GM&O Gen'l Mtge Bonds "B"	Morgan Guaranty Trust, N.Y., N.Y.
22		K.C.ST.L.&C. 1st Mtge Bonds	(Held by treasurer of Co. for exchange under plan of reorganization of Alton RR-Finance Docket 14030)
23			
24			
25		Total for Capital Funds	
26			
27	717	Cash surrender value of life insurance on officials	
28		Service Interruption Policy - Deposit	Barclay's Bank C.C.O. - Nassau, Bahamas
29		Pension Trust	Continental Bank & Trust, Chicago, Ill.
30		Gasoline Distributor - Deposit	State of Mississippi
31		Motor Fuel Tax Law - Deposit	State of Illinois
32		GM&O Gen. Mtge Bonds, Series A	Held by Treasurer
33		GM&O 1st & Ref. Mtge Bonds, Series G	Manufacturer Hanover Trust, N.Y., N.Y.
34		" " " " " " "	Held by Treasury
35		GM&O Income Debentures - Series A	" " " "
36		Total for Insurance and Other Funds	
37			
38			
39			
40			
41			

Includes income of \$ _____ earned on earmarked incentive per diem funds.

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS—Concluded

Insert totals separately for each account. Such totals of columns (g) and (i) should be the same as those stated in short columns (a₁) and (a₂), respectively, in the comparative general balance sheet statement. Entries in column (g) should be the sums of corresponding entries in columns (d) and (e), less those shown in column (f), and the sum of entries in columns (h), (i), and (j) should equal those in column (g).

All conversions of cash into securities, or vice versa, shall be treated as withdrawals from the fund in column (f) and as additions to the fund in

column (e).

Funds representing net credit balances of earmarked incentive per diem should be reported separately for each year. The amount of income earned on these funds should be reported in footnote to this schedule.¹ Wholly owned Canadian subsidiary lines should subdivide the earmarked funds between monies received from Canadian parent companies as a result of incentive charges and the carrier's own credit balances.
(Dollars in thousands)

Balance at beginning of year—Book value (d)	Additions during the year—Book value (e)	Withdrawals during the year—Book value (f)	Balance at close of year—Book value (g)	Assets in Funds at Close of Year			Line No.
				Cash (h)	Book value Securities issued or assumed by respondent (i)	Other securities and invested assets (j)	
\$							
-	105	-	105	105			1
-	12 867	12 717	150	1		149	2
-	10 470	10 241	229	229			3
							4
							5
737	110	808	39	39			6
118	309	117	310	310			7
4 495	8 787	10 769	2 513	5		2 508	8
-	1 515	797	718	1		717	9
69	6	-	75	75			10
45	6	-	51	51			11
50	-	-	50	50			12
12	-	-	12	12			13
64	-	-	64	64			14
78	22	-	100	100			15
12	-	-	12	12			16
97	-	-	97	97			17
15	-	-	15	15			18
							19
91	-	91	-	-			20
3	-	-	3	-	3		21
5	-	-	5	-	5		22
							23
-							24
20 553	96 804	110 477	6 880	1 700	8	5 172	25
							26
59	18		77	77			27
648	83	58	673	673			28
224	305	276	253	253			29
7	-	-	7			7	30
1			1			1	31
44		44	-				32
4 114		4 114	-				33
45		45	-				34
1		1	-				35
5 143	406	4 538	1 011	1 003		8	36
							37
							38
							39
							40
							41

NOTES AND REMARKS

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 205 AND 206

1. Schedules 205 and 206 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated and nonaffiliated companies held by respondent at close of year specifically as investments including obligations of the United States, of a State or local government, or of an individual, so held; investments made, disposed of, or written down during the year; and dividends and interest credited to income. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing account No. 721, "Investments in affiliated companies," in the Uniform System of Accounts for Railroad Companies.

2. These investments should be subdivided to show the book value pledged, unpledged, and held in fund accounts. Under "pledged" include the book value of securities recorded in accounts Nos. 721, "Investments in affiliated companies," and 722 "Other investments," which are deposited with some pledgee or other trustee, or held subject to the lien of a chattel mortgage, or subject to any other restriction or condition which makes them unavailable for general corporate purposes. "Unpledged" should include all securities held by or for the respondent free from any lien or restriction, recorded in the accounts mentioned above. Under "In sinking, insurance, and other funds" include the book value of securities recorded in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

3. 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:

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

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

Symbol	Kind of industry
I	Agriculture, forestry, and fisheries.
II	Mining.
III	Construction.
IV	Manufacturing.
V	Wholesale and retail trade.
VI	Finance, insurance, and real estate.
VII	Transportation, communications, and other public utilities.
VIII	Services.
IX	Government.
X	All other.

6. By carriers, as the term is here used, is meant companies owning or operating railroads, facilities auxiliary thereto such as bridges, ferries, union depots, and other terminal facilities, sleeping cars, parlor cars, dining cars, freight cars, express service and facilities, electric railways, highway motor vehicles, steamboats and other marine transportation equipment, pipe lines (other than those for transportation of water), and other instrumentalities devoted to the transportation of persons or property for hire. Telegraph and telephone companies are not meant to be included.

7. Noncarrier companies should, for the purposes 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.

8. 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.

9. Any balance in account 723, Reserve for adjustment of investment in securities - Credit, shall be disclosed by footnote to the securities against which such reserves were established.

10. Show dollars in thousands.

NOTES AND REMARKS

205. INVESTMENTS IN AFFILIATED COMPANIES

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 721, "Investments in affiliated companies"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

3. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise

encumbered, giving names and other important particulars of such obligations in footnotes.

4. Give totals for each class and for each subclass and a grand total for each account.

5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially 19__ to 19__". In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR			
						Book Value of Amount Held at Close of Year			
						Pledged		Unpledged	
	(a)	(b)	(c)	(d)	(e)	(f)		(g)	
1	721A	A1	VII	#Belt Ry. Co. - Common Stock	8+	\$		\$	240
2	"	"	"	#Chgo. Prod. Term. Co. - Common Stock	50			3	642
3	"	"	"	Gulf Transport Co. - " "	100	1	687		
4	"	"	"	#Ill. Terminal Co. - " "	9+				2
5	"	"	"	#Jefferson S.W. RR Co. " "	33+				28
6	"	"	"	#Joliet Union Depot Co. " "	33+		10		
7	"	"	"	#Kansas City Terminal Co. Common Stock	8+		183		
8	"	"	"	#N.O.G.N. Ry. Co. " "	98+		823		
9	"	"	"	#P.&I. RR Co. " "	33+				3
10	"	"	"	#Pullman Co. " "	1+				63
11	"	"	"	#Term. RR Assn. - St. Louis " "	12+				-
12	"	"	"	#Trailer Train Co. " "	4+				173
13	"	"	"	Waterloo RR Co. " "	100				347
14				Total A1		2	703	4	498
15	"	A2	"	Blue Island RR Co. Common Stock	100				25
16	"	"	"	Kensington & East. RR Co. " "	100				5
17	"	"	"	South Chgo. RR Co. " "	100				20
18				Total A2					50
19	"	A3	VI	GM&O Land Co. Common Stock	100	1	746		
20	"	"	"	Madison Coal Corp. " "	100			1	000
21	"	"	X	Mississippi Valley Corp. " "	100				5
22	"	"	"	C&G Industries " "	100				1
23				Total A3		1	746	1	006
24	721B	B1	VII	N.O.G.N. Ry. Co. 1st Mtge 5%					
25	"	"	"	Bonds, Mature 7-1-83		4	416		
26	"	"	"	N.O.G.N. Ry. Co. 5% Income					
27	"	"	"	Debentures, Mature 7-1-2032		2	087		
28				Total B		6	503		
29	721D	D1	"	Ry Express Agency-Note 10-1-59				1	012
30	"	"	"	Trailer Train Co.-Note 4-17-67					336
31	"	"	"	" " " -Note 1- 9-69					336
32	"	"	"	LaSalle Properties-Note 12-29-71				6	951
33	"	"	"	" " " -Note on Parcels B&C				4	093
34				Total D		-		12	728
35	721E	E1	"	Belt Ry., Co. of Chgo - Advances					835
36	"	"	"	Jefferson S.W. RR Co. " "					11
37	"	"	"	Joliet Union Depot Co. " "					2
38	"	"	"	Kansas City Term Ry. - " "				1	491
39	"	"	"	P&I RR. Co. " "				1	415
40	"	"	"	Term. RR Assn. of St. L. " "					219
41	"	"	"	N.O.G.N. Ry. Co. - " "				2	446
42	"	"	"	Gulf Transport Co. " "					-
43	"	"	"	Waterloo Railroad Co. " "					-
44				Total E1		-		6	419
45									
46									

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given 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. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (l) inclusive. If the cost of any investment made during the year differs from the book value report-

ed in column (j), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (k), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

9. This schedule should not include securities issued or assumed by respondent. (Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year					Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)	
In sinking, insurance, and other funds (h)	Total book value (i)								
\$	\$			\$	\$	\$	%	\$	
		240							1
	3	642			2	2		150	2
	1	687							3
		2							4
		28							5
		10							6
		183							7
		823							8
		3							9
		63							10
		-							11
		173							12
		347							13
	7	201			2	2		150	14
		25							15
		5							16
		20							17
		50							18
	1	746							19
	1	000							20
		5							21
		1			69	69			22
	2	752			69	69			23
									24
	4	416					5	304	25
									26
	2	087					5	105	27
	6	503						409	28
	1	012					5	9	29
		336					6½	22	30
		336					7½	25	31
	6	951			549	549	5½	413	32
	4	093	4	300	207	207	6½	135	33
	12	728	4	300	756	756		604	34
		835		63				47	35
		11							36
		2							37
	1	491		79					38
	1	415			21	21		63	39
		219		106					40
	2	446	2	446					41
		-		175	175	175	4½	2	42
		-		225	225	225			43
	6	419	3	094	421	421		112	44
									45
									46

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held, also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR	
						Book Value of Amount Held at Close of Year	
	(a)	(b)	(c)	(d)	(e)	Pledged (f)	Unpledged (g)
					% \$	\$	
47	721E	E2	VII	Blue Island RR Co. - Advances			387
48	"	"	"	Kensington & Eastern RR Co. "			1 664
49	"	"	"	South Chicago RR Co. - "			1 266
50				Total E2		-	3 317
51	"	E3	VI	Madison Coal Corp. - Advances			-
52	"	"	X	Mississippi Valley Corp.- "			-
53	"	"	X	C&G Industries - "			69
54				Total E3		-	69
55				Total E		-	9 805
56				Total Account 721		10 952	28 087
57							
58							
59				Other Parties to joint control:			
60				<u>The Belt Ry. Co. of Chicago</u>			
61				<u>The Atchison, Topeka and Santa Fe Ry. Co., The Chesapeake & Ohio Ry. Co.</u>			
62				<u>Chicago & Eastern Illinois RR Co., Erie-Lackawanna RR Co., Chicago,</u>			
63				<u>Burlington & Quincy RR Co., Monon Railroad, Chicago, Rock Island & Pacific</u>			
64				<u>RR Co., Grand Trunk Western RR Co., Soo Line Railroad Co., Penn Central and</u>			
65				<u>Norfolk & Western RR Co.</u>			
66				<u>Chicago Produce Terminal Company</u>			
67				<u>The Atchison, Topeka and Santa Fe Ry. Co.</u>			
68				<u>Jefferson Southwestern RR Co.</u>			
69				<u>Chicago & Eastern Illinois RR Co. and Missouri Pacific RR Co.</u>			
70				<u>Paducah and Illinois RR Company</u>			
71				<u>Burlington Northern, Inc. and Louisville & Nashville RR Co.</u>			
72				<u>The Pullman Company</u>			
73				<u>Various railroad companies</u>			
74				<u>Terminal RR Association of St. Louis</u>			
75				<u>The Baltimore & Ohio RR Co., Burlington Northern, Inc., Chicago & Eastern</u>			
76				<u>Illinois RR Co., Chicago Rock Island and Pacific RR Co., The Cleveland,</u>			
77				<u>Cincinnati, Chicago & St. Louis Ry. Co., Norfolk and Western RR Co.,</u>			
78				<u>Louisville & Nashville RR Co., Missouri-Kansas-Texas RR Co., Missouri</u>			
79				<u>Pacific RR Co., The Philadelphia, Baltimore & Washington RR Co., St. Louis</u>			
80				<u>San Francisco Ry. Co., St. Louis Southwestern Ry Co., Southern Ry. Co.</u>			
81				<u>Trailer Train Company</u>			
82				<u>Proprietary companies subject to change.</u>			
83				<u>Illinois Terminal RR Company</u>			
84				<u>Baltimore & Ohio RR Co., Chicago & Eastern Illinois RR Co., Burlington</u>			
85				<u>Northern, Inc., Chicago, Rock Island & Pacific RR Co., Chicago &</u>			
86				<u>Northwestern RR Co., Penn Central, Norfolk & Western Ry. Co., St. Louis-</u>			
87				<u>San Francisco Ry. Co.</u>			
88				<u>New Orleans Great Northern</u>			
89				<u>Outstanding in hands of public</u>			
90				<u>Joliet Union Depot</u>			
91				<u>Chicago, Rock Island & Pacific RR Co., and Atchison, Topeka & Santa Fe,</u>			
92				<u>Ry. Co.</u>			
93				<u>Kansas City Terminal Ry. Co.</u>			
94				<u>Chicago, Milwaukee, St. Paul & Pacific RR Co., Atchison, Topeka & Santa Fe</u>			
95				<u>Ry. Co., Burlington Northern, Inc., Chicago & North Western RR Co.,</u>			
96				<u>Chicago, Rock Island & Pacific RR Co., Missouri Pacific RR Co., Kansas</u>			
97				<u>City Southern Ry. Co., Missouri Kansas Texas RR Co., St. Louis San</u>			
98				<u>Francisco Ry. Co., Union Pacific RR Co., and Norfolk & Western RR Co.</u>			
99							

205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded											Line No.		
INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR			DIVIDENDS OR INTEREST DURING YEAR					
Book Value of Amount Held at Close of Year					Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)					
In sinking, insurance, and other funds (h)	Total book value (i)												
\$		\$	387	\$	5	\$	40	\$	40	%	\$		
			1 664		12		32		32				47
			1 266		14		115		115				48
			3 317		32		187		187				49
			-		64		64		64				50
			-		10		10		10				51
			69		69								52
			69		143		74		74			-	53
			9 805		3 269		682		682			112	54
			39 039		7 569		1 509		1 509			1 275	55
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206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds." Investments included in accounts Nos. 715, 716 and 717 held by trustees in lieu of cash deposits required under the governing instrument are not to be reported.

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and

(c). Investment in U. S. Treasury obligations may be reported as one item.

3. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise encumbered, giving names and other important particulars of such obligations in footnotes.

4. Give totals for each class and for each subclass and a grand total for each account.

5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness, in case obligations of the same designa-

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held, also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR	
					Book Value of Amount Held at Close of Year	
	(a)	(b)	(c)	(d)	Pledged (e)	Unpledged (f)
1	715			None		
2	716	B3	IX	U.S. Treasury Obligations		
3	717			None		
4						
5	722A	A3	VI	First Columbus National Bank Stock		
6	"	"	"	Miss. Bus. & Ind. Dvlp. Coop Stock		2
7				Total A		2
8	722B	B1	VII	Corinth & Counce RR Co. First Mtge		
9				5-5/8% Bonds due 1-1-82		233
10	"	B3	IX	Jackson, Tenn. 5% Revenue Bonds - 7-1-73		
11	"	"	"	U.S. Treasury Bonds		
12				Total B		233
13	722C	C3	X	Loana Collectible - R.C. Stovall Jr.		21
14				Autry Greer & Sons Realty Co.		
15	"	"	"	6% note due 12-1-77		16
16	"	"	"	Peco Foods Inc. 7 1/2% note due 7-16-75		4
17	"	"	"	Tab Chemical Inc. 8% note due 7-1-73		
18				Total C		41
19	722D	D3	I	Westlake Fertilizer Service note		
20				no interest due 1971		
21	"	"	VI	Technical Prod. Inc. 6% note		
22				serial payments 1968 to 1973		
23	"	"	V	Madison Dairy Supply Co. 6% note		
24				serial payments 1968 to 1973		20
25	"	"	X	Major Packaging Inc. 7% note		
26				serial payments 1968 to 1970		1
27	"	"	VII	Midwest Frt. Car Co. 6 1/2% note		
28				serial payments 1971 to 1976		3
29	"	"	V	World Color Press. 8 1/2% note due 5-1-80		61
30	"	"	VII	Port Auth. of New Orleans 4% note		
31				serial payments 1972 to 1997		1 715
32	"	"	X	Delta Enterprises 7 1/5% ser. 1973 to 1976		6
33	"	"	VI	La Salle Natl Bnk-Note at prime		
34	"	"	VII	Walker Auto Wrecking 6% ser. to 1974		4
35	"	"	X	R. Rosson 8% note ser. 1973 to 1974		5
36	"	"	X	E&A Ross 8% note ser. 1970 to 1974		
37	"	"	X	Cardett Distrib. note ser. 1973 to 1974		4
38	"	"	X	Note receivable-employees 2% ser. to 1974		11
39				Total D		1 830
40	722E	E3	VII	New Orleans Union Passenger		
41	"	"		Terminal Working Fund Advance		62
42	"	"	"	Louisville-Jefferson County		
43	"	"		Riverport Authority		75
44	"	"	VI	Hancock Bank-Trustee Gulfport C of C		1
45				Total E		138
46				Total Account 722		2 244

206. OTHER INVESTMENTS—Continued

tion mature serially, the date in column (d) may be reported as "Serially 19 to 19". In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

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

7. Particulars of investments made, disposed of, or written down during the year should be given in columns (h) and (k). If the cost of any investment made during the year differs from the book value reported in

column (h), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in the footnote. Identify all entries in column (j) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

(Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.		
Book Value of Amount Held at Close of Year					Book value (j)		Selling price (k)		Rate (l)	Amount credited to income (m)			
In sinking, insurance, and other funds (g)	Total book value (h)												
\$		\$		\$		\$		\$	%	\$			
2	255	2	255	34	914	37	872	38	259	Var		387	1
													2
													3
			-				11		142				4
			2										5
			2				11		142				6
													7
			233				33		33			14	8
			-				30		30				9
			-				298		298			1	10
			233				361		361			15	11
			21				5		5				12
													13
			16				4		4			1	14
			4				3		3				15
			-				7		7			1	16
			41				19		19			2	17
													18
			-				4		4				19
			-				22		22			1	20
													21
			20				4		4			1	22
			1				1		1				23
													24
			5				1		1				25
			61				-		-			4	26
													27
			1 715				290		290			98	28
			6				-		-				29
			-				17		17			1	30
			4				1		1				31
			5		8		3		3				32
			-				1		1				33
			4		14		10		10			1	34
			11		8		4		4				35
			1 830		30		358		358			106	36
													37
			62										38
													39
			75										40
			1										41
			138										42
			2 244		30		749		880			123	43
													44
													45
													46

206. OTHER INVESTMENTS—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR	
					Book Value of Amount at Close of Year	
					Pledged (e)	Unpledged (f)
(a)	(b)	(c)	(d)		\$	\$
47						
48						
49						
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206. OTHER INVESTMENTS—Concluded

INVESTMENTS MADE DURING YEAR				Book value of investments made during year (i)		INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.	
Book Value of Amount Held at Close of Year						Book value (j)		Selling price (k)		Rate (l)	Amount credited to income (m)		
In sinking, insurance, and other funds (g)	Total book value (h)												
\$		\$		\$		\$		\$		%	\$		47
													48
													49
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209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES

1. Give particulars of investments represented by securities and advances (including securities issued or assumed by respondent), and of other intangible property, indirectly owned or controlled by respondent through any subsidiary which does

not report to the Commission under the provisions of Part 1 of the Interstate Commerce Act, without regard to any question of whether the company issuing the securities, or the obligor, is controlled by the subsidiary.

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	Total book value of investments at close of year	Book value of investments made during year
	(a)	(b)	(c)	(d)
1	A1	Illinois Terminal RR Co. Com. Stk.	\$ 2	\$
2	"	Peoria & PU RR Common Stock	473	
3	B1	P&PU RR Co. 3 1/8% Bonds of 1975	200	
4	"	GM&O RR Co. 5% Income Debts.	546	
5	B3	U.S. Treasury Obligations	-	
6	C3	I.C. Industries Commercial Paper	-	891
7	"	Amer. Jr. Miss. Foundation-Inc. Debn.	1	
8	D3	Commercial Paper-Various Companies	-	2 383
9	"	" " " "	325	925
10	"	Savings Acct-1st Fed S&L, Mobile, Ala.	-	
11	"	C/D-Hibernia Nat'l, New Orleans, La.	500	500
12				
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NOTES AND REMARKS

209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES—Continued

2. This schedule should include all securities, open account advances, and other intangible property owned or controlled by nonreporting companies shown in schedules 104A, 104B, and 205, as well as those owned or controlled by any other organization or individual whose action respondent is able to determine.

3. Investments in U.S. Treasury obligations may be combined in a single item.

4. Column (a), Class No., should show classifications as provided in instructions 3 and 4, page 19.

(Dollars in thousands)

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				Names of subsidiaries in connection with things owned or controlled through them	Line No.
Book value		Selling price			
(e)		(f)			
\$		\$			
				Mississippi Valley Corporation	1
				" " "	2
				Madison Coal Corporation	3
				" " "	4
	100		100	" " "	5
	891		900	" " "	6
	1		1	CM&O Land Company	7
2	383	2	400	Madison Coal Corporation	8
	750		750	CM&O Land Company	9
	100		100	" " "	10
	500		500	" " "	11
					12
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NOTES AND REMARKS

211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 32)

Line No.	Account (a)	(Dollars in thousands) Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering	\$ 18 631	\$	\$
2	(2) Land for transportation purposes	34 881		
3	(2 1/2) Other right-of-way expenditures	439		
4	(3) Grading	119 035		
5	(5) Tunnels and subways	3 838		
6	(6) Bridges, trestles, and culverts	98 849		
7	(7) Elevated structures			
8	(8) Ties	39 127		
9	(9) Rails	72 858		
10	(10) Other track material	53 118		
11	(11) Ballast	42 418		
12	(12) Track laying and surfacing	39 853		
13	(13) Fences, snowsheds, and signs	2 509		
14	(16) Station and office buildings	38 544		
15	(17) Roadway buildings	1 532		
16	(18) Water stations	306		
17	(19) Fuel stations	1 604		
18	(20) Shops and enginehouses	37 876		
19	(21) Grain elevators			
20	(22) Storage warehouses	755		
21	(23) Wharves and docks	523		
22	(24) Coal and ore wharves	707		
23	(25) TOFC/COFC terminals	844		
24	(26) Communication systems	17 930		
25	(27) Signals and interlockers	23 443		
26	(29) Power plants	478		
27	(31) Power-transmission systems	5 675		
28	(35) Miscellaneous structures	109		
29	(37) Roadway machines	15 573		
30	(38) Roadway small tools	357		
31	(39) Public improvements—Construction	15 913		
32	(43) Other expenditures—Road	16		
33	(44) Shop machinery	12 269		
34	(45) Power-plant machinery	2 280		
35	Other (specify and explain)			
36	Total expenditures for road	702 290		
37	(52) Locomotives	138 972		
38	(53) Freight-train cars	415 724		
39	(54) Passenger-train cars	9 858		
40	(55) Highway revenue equipment	65		
41	(56) Floating equipment	252		
42	(57) Work equipment	11 828		
43	(58) Miscellaneous equipment	2 689		
44	Total expenditures for equipment	579 388		
45	(71) Organization expenses	41		
46	(76) Interest during construction	5 057		
47	(77) Other expenditures—General	888		
48	Total general expenditures	5 986		
49	Total	1 287 664		
50	(80) Other elements of investment (p. 33)	(1 926)		
51	(90) Construction work in progress			
52	Grand Total	1 285 738		

211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 32)

EXPENDITURES FOR ADDITIONS AND BETTERMENTS DURING THE YEAR		CREDITS FOR PROPERTY RETIRED DURING THE YEAR		Net changes during the year (i)	Balance at close of year (j)	Line No.
Made on owned property (e)	Made on leased property (f)	Owned property (g)	Leased property (h)			
\$ 880	\$	\$ 67	\$	\$ 813	\$ 19 444	1
242		649		(407)	34 474	2
					439	3
341		292		49	119 084	4
					3 838	5
2 029		871		1 158	100 007	6
						7
252		278		(26)	39 101	8
1 100		271		829	73 687	9
875		420		455	53 573	10
989		187		802	43 220	11
709		234		475	40 328	12
		26		(26)	2 483	13
2 970		687		2 283	40 827	14
55		34		21	1 553	15
		3		(3)	303	16
114		(5)		119	1 723	17
3 203		116		3 087	40 963	18
						19
		215		(215)	540	20
		138		(138)	385	21
					707	22
796				796	1 640	23
1 417		294		1 123	19 053	24
891		421		470	23 913	25
					478	26
(17)		6		(23)	5 652	27
1				1	110	28
1 067		83		984	16 557	29
					357	30
113		104		9	15 922	31
					16	32
1 813		329		1 484	13 753	33
128		28		100	2 380	34
						35
19 968		5 748		14 220	716 510	36
11 905	389	9 113		3 181	142 153	37
45 396	12	33 465	103	11 840	427 564	38
		2 435		(2 435)	7 423	39
2 083				2 083	2 148	40
		252		(252)		41
545		507		38	11 866	42
59		456		(397)	2 292	43
59 988	401	46 228	103	14 058	593 446	44
					41	45
		12		(12)	5 045	46
		2		(2)	886	47
		14		(14)	5 972	48
79 956	401	51 990	103	28 264	1 315 928	49
1 926				1 926		50
						51
81 882	401	51 990	103	30 190	1 315 928	52

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 211 ON PAGES 30 and 31

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 (h), inclusive. Column (j) is the aggregate of columns (b) to (h), inclusive. Grand totals of columns (b) and (j) should equal the sum of accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.

2. In column (c) are to be shown disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, and for the extension of old lines, as provided for in Instruction 2-1, "Items to be charged," of the Uniform System of Accounts for Railroad Companies, for such items.

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

4. In columns (e) and (f), should be included all entries covering expenditures for additions and betterments, as defined, whether replacing other property or not.

5. In column (f) show particulars for improvements made on property held under lease or other form of long-term contract and not charged to the owning company.

6. In columns (g) and (h) should be entered all credits representing property sold, abandoned, or otherwise retired.

7. 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.

8. 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.

9. Report on line 35 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

10. If during the year a segment of transportation property was acquired, state in a footnote the name of the vendor, the mileage acquired, and the date of acquisition, giving termini and the cost of the property to the respondent. Also furnish a statement of the amount included in each primary account representing such property acquired, referring to the column or columns in which the entries appear.

11. If an amount of less than \$500 is used as the minimum debit or credit for additions and betterments to property investment accounts as provided for in Instruction 2-2, of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

12. Show dollars in thousands.

NOTES AND REMARKS

NOTE: The following fully depreciated amounts included in Schedule 211B:

<u>Acct. No.</u>	<u>Col. (b)</u>	<u>Col. (c)</u>
52	31,613	30,257
53	43,644	31,537
54	9,577	7,228
55	65	65
56	21	-
57	904	856
58	91	85
Total	85,915	70,028

211A. OTHER ELEMENTS OF INVESTMENT

1. Give particulars and explanation of all entries in account No. 80, "Other elements of investment," during the year.

2. In column (b) show the account number to which the entries in column (c) were credited and the account number to which the entries in

column (d) were charged. If more than one contra account is involved in an item, the amount applicable to each account and total for the item should be shown.

(Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)	Credits during the year (d)
			\$	\$
1	To clear 1973 proportion of ten equal			
2	installments per instructions from			
3	the Interstate Commerce Commission			
4	dated January 13, 1965	606	1 926	
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
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37				
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40				
41				
42				
43				
44				
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46				
47				
48				
49				
50	TOTALS	x x x	1 926	
51	NET CHANGES	x x x	1 926	

211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing 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 29 and 37 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 accounts Nos. 536 to 540, inclusive. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, 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 property, used but not owned, when the rent therefor is included in account 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2-1/2, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

5. 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.

Line No.	Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
		\$	\$	%	\$	\$	%
	ROAD						
1	(1) Engineering	5 189	6 037	2.08	144	144	3.07
2	(2-1/2) Other right-of-way expenditures	270	270	4.21		-	
3	(3) Grading	6 928	7 266	2.08	6	6	2.50
4	(5) Tunnels and subways	1 695	1 695	0.57		-	
5	(6) Bridges, trestles, and culverts	92 792	93 950	1.90	3 109	3 344	2.43
6	(7) Elevated structures					-	
7	(13) Fences, snowsheds, and signs	2 486	2 460	1.52	38	38	4.82
8	(16) Station and office buildings	31 782	34 064	2.13	1 227	1 219	2.45
9	(17) Roadway buildings	1 433	1 454	1.95	12	12	1.23
10	(18) Water stations	326	323	2.69	6	6	2.20
11	(19) Fuel stations	1 313	1 432	2.55	12	12	3.60
12	(20) Shops and enginehouses	23 773	26 860	1.81	109	96	1.75
13	(21) Grain elevators					-	
14	(22) Storage warehouses	765	551	1.20		-	
15	(23) Wharves and docks	1 543	1 405	2.22		-	
16	(24) Coal and ore wharves	707	707	2.00		-	
17	(25) TOFC/COFC terminals	652	1 448	2.39	9	9	2.45
18	(26) Communications systems	11 540	12 663	2.75	175	175	3.73
19	(27) Signals and interlockers	19 885	20 355	3.06	884	898	3.47
20	(29) Power plants	545	545	1.35		-	
21	(31) Power transmission systems	5 162	5 138	3.02	499	496	3.29
22	(35) Miscellaneous structures	136	137	2.91	2	2	3.00
23	(37) Roadway machines	13 917	14 901	6.03	12	12	5.75
24	(39) Public improvements—Construction	11 109	11 154	3.27	93	93	5.45
25	(44) Shop machinery	12 024	13 529	2.21	41	41	2.75
26	(45) Power plant machinery	1 860	1 960	2.48		-	
27	All other road accounts						
28	Amortization (other than defense projects)						
29	Total road	247 832	260 284	2.40	6 378	6 603	2.68
	EQUIPMENT						
30	(52) Locomotives	137 066	136 743	4.65	248	766	6.67
31	(53) Freight-train cars	406 912	426 566	3.26	316	326	6.67
32	(54) Passenger-train cars	9 693	7 254	2.00	165	165	4.00
33	(55) Highway revenue equipment	65	65	-			
34	(56) Floating equipment	252	-	-			
35	(57) Work equipment	11 721	11 652	4.09			
36	(58) Miscellaneous equipment	2 726	2 271	12.49			
37	Total equipment	568 435	584 551	3.60	729	1 257	6.32
38	GRAND TOTAL	816 267	844 835	XX XX	7 107	7 860	XX XX

211C. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT LEASED TO OTHERS

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 account No. 509.

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 in computing the depreciation for the month of December and on lines 28 and 36 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 in computing the depreciation for December and dividing the total so computed by the depreciation base.

4. If the depreciation base for accounts 1, 2-1/2, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

5. 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.

Line No.	Account (a)	DEPRECIATION BASE		Annual composite rate (percent) (d)
		Beginning of year (b)	Close of year (c)	
	(Dollars in thousands)			
	ROAD	\$	\$	
1	(1) Engineering	20	20	2.51
2	(2-1/2) Other right-of-way expenditures			
3	(3) Grading			
4	(5) Tunnels and subways			
5	(6) Bridges, trestles, and culverts	462	436	1.00
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs	8	8	4.85
8	(16) Station and office buildings	37	37	2.05
9	(17) Roadway buildings			
10	(18) Water stations			
11	(19) Fuel stations			
12	(20) Shops and enginehouses			
13	(21) Grain elevators			
14	(22) Storage warehouses			
15	(23) Wharves and docks			
16	(24) Coal and ore wharves			
17	(25) TOFC/COFC terminals			
18	(26) Communication systems	7	5	2.75
19	(27) Signals and interlockers	120	110	3.25
20	(29) Power plants			
21	(31) Power transmission systems	191	191	2.60
22	(35) Miscellaneous structures			
23	(37) Roadway machines			
24	(39) Public improvements—Construction	2	2	5.60
25	(44) Shop machinery			
26	(45) Power-plant machinery			
27	All other road accounts			
28	Total road	847	810	1.85
	EQUIPMENT			
29	(52) Locomotives			
30	(53) Freight-train cars			
31	(54) Passenger-train cars			
32	(55) Highway revenue equipment		None	
33	(56) Floating equipment			
34	(57) Work equipment			
35	(58) Miscellaneous equipment			
36	Total equipment			
37	GRAND TOTAL	847	810	x x x x

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211F for the reserve relating to road and equipment owned but not used by the respondent.) If any entries are

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

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 28.

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)		CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)	
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
	ROAD	\$		\$	\$	\$	\$	\$	
1	(1) Engineering	1	873	113		37		1	949
2	(2-1/2) Other right-of-way expenditures		139	9		-			148
3	(3) Grading	3	753	130		5		3	878
4	(5) Tunnels and subways		754	9		-			763
5	(6) Bridges, trestles, and culverts	41	545	1 862		739		42	668
6	(7) Elevated structures		-	-		-			-
7	(13) Fences, snow sheds, and signs	2	413	38		27		2	424
8	(16) Station and office buildings	15	415	734		316		15	833
9	(17) Roadway buildings		804	27		31			800
10	(18) Water stations		338	9		3			344
11	(19) Fuel stations		928	33		-			961
12	(20) Shops and enginehouses	5	962	405		114		6	253
13	(21) Grain elevators		-	-		-			-
14	(22) Storage warehouses		517	9		1			525
15	(23) Wharves and docks	2	872	8		215		2	665
16	(24) Coal and ore wharves		256	13		137			132
17	(25) TOFC/COFC terminals		110	17		-			127
18	(26) Communication systems	5	116	332		592		4	856
19	(27) Signals and interlockers	8	658	676		440		8	894
20	(29) Power plants		2	11		-			13
21	(31) Power-transmission systems	3	715	140		29		3	826
22	(35) Miscellaneous structures		85	4		-			89
23	(37) Roadway machines	6	552	883		75		7	360
24	(39) Public improvements—Construction	8	471	320		73		8	718
25	(44) Shop machinery*	2	682	238		369		2	551
26	(45) Power-plant machinery*		133	45		24			154
27	All other road accounts	27	951			27		27	924
28	Amortization (other than defense projects)								
29	Total road	141	044	6 065		3 254		143	855
	EQUIPMENT			(2)					
30	(52) Locomotives	62	250	3 571	(1) 12	7 143		58	690
31	(53) Freight-train cars	129	320	11 933	(1) 159	4 704		136	708
32	(54) Passenger-train cars	9	650	2		2 258		7	394
33	(55) Highway revenue equipment		60	-		-			60
34	(56) Floating equipment		137	13		67			83
35	(57) Work equipment	5	520	423		409		5	534
36	(58) Miscellaneous equipment		964	380		412			932
37	Total equipment	207	901	16 322	(1) 171	14 993		209	401
38	GRAND TOTAL	348	945	22 387	(1) 171	18 247		353	256

*Chargeable to account 305.

(1) Adjustment Due to Repricing Reused Material

(2) Includes \$31 Depreciation on Passenger Locomotives Used by Amtrak

211E. DEPRECIATION RESERVE—ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Give full particulars called for hereunder with respect to credits and debits to account No. 785, "Accrued depreciation—Leased property," during the year relating to road and equipment leased from others, the depreciation charges for which are includible in operating expenses of the respondent.

2. Show in column (c) amounts which were charged to operating expenses, and in column (f) show payments made to the lessor in settlement thereof. A full explanation should be given of all entries in columns (d) and (f).

3. Any inconsistency between the credits to the reserve as shown in

column (c) and the charges to operating expenses should be fully explained.

4. Show in column (e) the debits to the reserve arising from retirements.

5. If settlement for depreciation is made currently between lessee and lessor, and no credits or debits to account No. 785 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.

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		Retirements (e)	Other debits (f)	Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)			
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering	2	4			4	2
2	(2-1/2) Other right-of-way expenditures						1
3	(3) Grading	1					
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	1 289	89		9		1 369
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	25	1				26
8	(16) Station and office buildings	236	30		8	22	236
9	(17) Roadway buildings	9					9
10	(18) Water stations	4					4
11	(19) Fuel stations	5	1				6
12	(20) Shops and enginehouses	56	2				58
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks						
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals	2					2
18	(26) Communication systems	48	4			2	50
19	(27) Signals and interlockers	81	31			27	85
20	(29) Power plants						
21	(31) Power-transmission systems	1	16			16	1
22	(35) Miscellaneous structures						
23	(37) Roadway machines	12					12
24	(39) Public improvements—Construction	1	5			5	1
25	(44) Shop Machinery*	15	1				16
26	(45) Power-plant machinery*						
27	All other road accounts						
28	Total road	1 787	184		17	76	1 878
	EQUIPMENT						
29	(52) Locomotives	72	22		70		24
30	(53) Freight-train cars	59	22				81
31	(54) Passenger-train cars	5	7				12
32	(55) Highway revenue equipment						
33	(56) Floating equipment						
34	(57) Work equipment						
35	(58) Miscellaneous equipment						
36	Total equipment	136	51		70		117
37	GRAND TOTAL	1 923	235		87	76	1 995

*Chargeable to account 305.

Col. (f) Represents settlement for depreciation made currently between lessee and lessor

211F. DEPRECIATION RESERVE—ROAD AND EQUIPMENT LEASED TO OTHERS

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 account No. 509.

2. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment leased to others, the depreciation charges for which are not includible in operating expen-

ses of the respondent. (See schedule 211D 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 column (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

(Dollars in thousands)

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

211G. AMORTIZATION OF DEFENSE PROJECTS—ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

1. Show in columns (b) to (e) the amount of base of road and equipment property for which amortization reserve is provided in account No. 736, "Accrued amortization of defense projects—Road and Equipment" of the respondent. If the amortization base is other than the ledger value stated in the investment account, a full explanation should be given.

2. Show in columns (f) to (i) the balance at the close of the

year and all credits and debits during the year in reserve account No. 736, "Accrued amortization of defense projects—Road and Equipment."

3. The information requested for "Road" by columns (b) through (i) may be shown by projects amounting to \$100,000 or more, or by single entries as "Total road" in line 22. If reported by projects, each project should be briefly described, stating

kind, location, and authorization date and number. Projects amounting to less than \$100,000 should be combined in a single entry designated "Minor items, each less than \$100,000."

4. Any amounts included in columns (b) and (f), and in column (h) affecting operating expenses, should be fully explained. (Dollars in thousands)

Line No.	Description of property or account (a)	BASE				RESERVE			
		Debits during year (b)	Credits during year (c)	Adjustments (d)	Balance at close of year (e)	Credits during year (f)	Debits during year (g)	Adjustments (h)	Balance at close of year (i)
	ROAD:	\$	\$	\$	\$	\$	\$	\$	\$
1	Bridge: Grenada, Miss.								
2	Date 7-27-43 Amended 4-8-46								
3	No. WD-N-22254				126				126
4									
5	Interlocker: Chicago, Ill.								
6	Weldon Yd. Date 1-4-44								
7	No. WD-N-27292				174				174
8									
9	85,740 ft. of trk. Harahan, La.								
10	Mays Yd. Date 10-23-43 amended								
11	4-9-46 No. WD-N-11500				480				480
12									
13	40,828 ft. of trk. Harahan, La.								
14	Mays Yd. Date 2-10-44								
15	No. WD-N-28923				250				250
16									
17	Minor items, 78 in number								
18	each less than \$100,000				1 088				1 088
19									
20									
21	TOTAL ROAD				2 118				2 118
22	EQUIPMENT:								
23	(52) Locomotives		1		607		1		607
24	(53) Freight-train cars		755		1 238		755		1 238
25	(54) Passenger-train cars								
26	(55) Highway revenue equipment								
27	(56) Floating equipment								
28	(57) Work equipment								
29	(58) Miscellaneous equipment								
30	TOTAL EQUIPMENT		756		1 845		756		1 845
	GRAND TOTAL		756		3 963		756		3 963

NOTES AND REMARKS

2111. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

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).

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 417: 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; and cars should be identified as to

special construction or service characteristics such as Aluminum covered hopper cars, LO; Steel boxcars—special service, XAP, etc.; for TOFC/COFC show type of equipment as enumerated in Schedule 417, lines 74-84 and type of construction.

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 reportable in columns (c), (e), (p), and (r) of schedule 417, showing returns for new units in the upper section of this schedule and showing returns for rebuilt units acquired and rebuilt units rewritten into respondent's property investment account in the lower section. The term "new" as used herein shall refer to and mean a unit or units placed in service for the first time on any railroad.

6. All unequipped box cars 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.

(Dollars in thousands)

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
	Equipment in Service Year 1972-Not Previously Reported:			\$	
1	Steel Covered Hopper Cars-LO	50	1 505	873	P
2	Steel Boxcars, Cushion-Underframe, Gen. Serv. Unequip. XM	14	595	(1) 327	C
3	Steel Boxcars, Cushion-Underframe, Gen. Serv. Equip. XL	10	441	268	C
4	Steel Boxcars, Cushion-Underframe, Special Serv. -XP	26	1 093	628	C
5	Diesel Pile Driver Derrick-MWP	1	114	226	P
6					
7	Equipment in Service Year 1973:				
8	Steel Gondola Cars, General Service-GB	200	6 778	3 722	P
9	Steel Flat Cars, Special Service - LP	100	2 770	1 841	P
10	Steel Open-top Hopper Cars, Special Service - HTS	100	3 760	1 971	P
11	Steel High-Cube Boxcars, General Service-Equip.-XL	20	890	493	P
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	TOTAL	521	xx xx	10 349	xxxx

Note: (1) Used approximately \$91,000 incentive per diem funds.

Continued on Page 41A

2111. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

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).

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 417: 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; and cars should be identified as to

special construction or service characteristics such as Aluminum covered hopper cars, LO; Steel boxcars—special service, XAP, etc.; for TOFC/COFC show type of equipment as enumerated in Schedule 417, lines 74-84 and type of construction.

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 reportable in columns (c), (e), (p), and (r) of schedule 417, showing returns for new units in the upper section of this schedule and showing returns for rebuilt units acquired and rebuilt units rewritten into respondent's property investment account in the lower section. The term "new" as used herein shall refer to and mean a unit or units placed in service for the first time on any railroad.

6. All unequipped box cars 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.

(Dollars in thousands)

REBUILT UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
	Equipment in Service Year 1971, Not Previously Reported:			\$	
1	Steel Boxcars, General Service, Unequipped, XM	3	73	23	C
2					
3	Equipment in Service Year 1972, Not Previously Reported:				
4	Steel Boxcars, General Service, Unequipped, XM	(1) 295	7 031	2 457	C
5					
6	Equipment in Service Year 1973:				
7	Diesel Switch Locomotives "A" Units, SW-13, 1300 H.P.	4	499	880	P
8	Diesel Switch Locomotives "B" Units, SW-13, 1300 H.P.	1	125	220	P
9	Diesel Road Locomotives "A" Units, GP-8, 1600 H.P.	19	2 343	4 187	P
10	Diesel Road Locomotives "A" Units, GP-10, 1850 H.P.	41	5 053	9 020	P
11	Steel Box Cars, General Service, Unequipped -XM	2 270	57 908	24 609	P
12	Steel Box Cars, General Service, Equipped-XL	588	15 186	6 007	P
13	Steel Box Cars, Special Service - XP	90	2 324	996	P
14	Steel Flat Cars, Special Services-FMS	50	1 588	542	P
15	Steel Flat Cars, General Service-FM	150	3 750	1 620	P
16	Steel Gondola Cars, General Service, GB	145	3 408	1 498	P
17	Steel Gondola Cars, Special Service, GBS	4	105	41	P
18					
19					
20					
21					
22					
23					
24					
25	TOTAL	3 660	x x x x	52 093	x x x x

1	Note: (1) Erroneously shown as (298) Units				
2	on 1972 Report.				
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13	TOTAL		x x x x		x x x x
14	GRAND TOTAL	4 181	x x x x	62 442	x x x x

NOTES AND REMARKS

211N-1 INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE (SEE INSTRUCTION 2)

1. Give particulars, as requested, of the investment in transportation property at the close of the year, as related to "Net railway operating income," of the respondent for the year.

2. The term "Investment in railway property used in transportation service" means the aggregate of property owned, and property not owned but used by the respondent, in transportation service. (a) the investment in which is represented in accounts 731 and 732 of the respondent, including operating, lessor, and inactive railroads, (b) road and equipment property leased to or from others, the rentals of which are included in accounts 509 and 542, (c) equipment owned or leased, the lease-rental from which is included in accounts 503 to 507, inclusive, of the respondent, minus (d) investment in property leased to others the lease-rental from which is included in account 509. It does not include investment of others in equipment used by the respondent, rent for which is included in accounts 536 to 540, inclusive, nor does it include investment of other carriers in property jointly used by the respondent, such as trackage rights, rent for which is included in account 541 of the respondent. 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 columns (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. Then show, as deductions, data for transportation property leased to carriers and others, rentals from which are included in account 509.

4. In column (c) line-haul carriers should report the miles of road used in line-haul service, and switching and terminal companies should report the miles of all tracks owned.

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, explanation should be given. Differences between the amounts in column (d) of this schedule and the amounts shown in column (c), line 33, 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 and 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 735, 736, and 785 that is applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded. (Dollars in thousands)

Line No.	Class (See Ins. 2) (a)	Name of company (b)	Miles of road owned (See Ins. 4) (c)	Investment in property (See Ins. 5) (d)	Depreciation and amortization of defense projects (See Ins. 6) (e)
1	R	Illinois Central Gulf Railroad Company	9007 50	\$ 1 315 928	\$ 359 146
2	P	Blue Island Railroad Company	4 28	843	380
3	P	The South Chicago Railroad Company	4 93	2 279	908
4					
5		Total	9016 71	1 319 050	360 434
6					
7	L	New Orleans Great Northern Railway Company	227 51	13 252	103
8					
9					
10		<u>ADD-LEASED FROM OTHERS</u>			
11					
12	O	Louisville & Nashville Railroad Company			
13		Princeton to Gracey, Kentucky	20 68	336	
14	O	Burlington Northern-West Frankfort, Ill.		1	
15	O	West Kentucky Coal Co.-Madisonville, Ky.		47	
16	O	Kensington & Eastern Railroad Company	6 20	2 125	340
17	O	Kensington & Eastern Railroad Co. of Indiana		-	
18	O	Vicksburg Bridge Commission of Warren County, Miss.-Bridge-Vicksburg, Miss. to Delta Point, Louisiana	3 00	3 481	
19	O	Terminal Railroad Association of St. Louis		409	
20	O	St. Louis & San Francisco Railway Company		33	
21	O	Seaboard Coast Line Railroad Company		12	
22	O	Southern Railway System (Mobile and Birmingham Railway Company)		4	
23					
24		Total-Leased from Others	29 88	6 448	340
25					
26		<u>DEDUCT-LEASED TO OTHERS</u>			
27	O	Chicago & North Western Ry. Co.-Madison, Ill.		9	
28	O	Chicago & North Western Ry. Co.-Dubuque, Iowa		20	
29	O	Penn Central Right-of-Way Decatur, Ill.		-	
30	O	Kensington & Eastern RR Co.-Leased to Chicago South Shore & South Bend RR	5 10	1 648	340
31	O	Norfolk & Western RR - Chicago, Ill.		43	21
32	O	Terminal Railroad Association of St. Louis East St. Louis, Illinois		79	
33		Total-Leased to Others	5 10	1 799	361
34		TOTAL *	9269 08	1336 951	360 516

211N-2. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE—Continued

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 53 herein should correspond with the amounts for respondent and with the aggregate amounts for each class of company and properties shown in schedule 211N-1 on page 12. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in this schedule.

3. Report on line 35 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where cost of property leased from other carriers is not ascertainable. Identify non-carrier owners, and briefly explain methods of estimating value of property of non-carriers or property of other carriers under "Notes and Remarks," page 40.

4. Report on line 36 amounts not includable in the accounts shown, or in line 35. The items reported should be briefly identified and explained under "Notes and Remarks," page 40. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary) companies (d)	Other leased properties (e)
		\$	\$	\$	\$
1	(1) Engineering	19 444	224	176	159
2	(2) Land for transportation purposes	34 474	778	143	374
3	(2 1/2) Other right-of-way expenditures	439	13		
4	(3) Grading	119 084	1 850	67	248
5	(5) Tunnels and subways	3 838			33
6	(6) Bridges, trestles, and culverts	100 007	3 196	2	2 271
7	(7) Elevated structures				
8	(8) Ties	39 101	620	63	124
9	(9) Rails	73 687	1 615	62	55
10	(10) Other track material	53 573	710	74	79
11	(11) Ballast	43 220	467	47	56
12	(12) Track laying and surfacing	40 328	621	70	137
13	(13) Fences, snowsheds, and signs	2 483	18	9	(25)
14	(16) Station and office buildings	40 827	278	944	(28)
15	(17) Roadway buildings	1 553	9	3	4
16	(18) Water stations	303	6		1
17	(19) Fuel stations	1 723	12		
18	(20) Shops and enginehouses	40 963	56		55
19	(21) Grain elevators				
20	(22) Storage warehouses	540			
21	(23) Wharves and docks	385			
22	(24) Coal and ore wharves	707			
23	(25) TOFC/COFC terminals	1 640	9		
24	(26) Communication systems	19 053	126	48	69
25	(27) Signals and interlockers	23 913	111	794	109
26	(29) Power plants	478			
27	(31) Power-transmission systems	5 652	1	502	28
28	(35) Miscellaneous structures	110		2	
29	(37) Roadway machines	16 557	12		
30	(38) Roadway small tools	357	4		(172)
31	(39) Public improvements—Construction	15 922	444	116	17
32	(43) Other expenditures—Road	16	6		
33	(44) Shop machinery	13 753	41		
34	(45) Power-plant machinery	2 380			
35	Leased property capitalized rentals (explain)				
36	Other (specify & explain)				
37	Total expenditures for road	716 510	11 267	3 122	3 594
38	(52) Locomotives	142 153			
39	(53) Freight-train cars	427 564			
40	(54) Passenger-train cars	7 423			
41	(55) Highway revenue equipment	2 148			
42	(56) Floating equipment				
43	(57) Work equipment	11 866			
44	(58) Miscellaneous equipment	2 292			
45	Total expenditures for equipment	593 646			
46	(71) Organization expenses	41			135
47	(76) Interest during construction	5 045	290		745
48	(77) Other expenditures—General	886	112		29
49	Total general expenditures	5 972	402		909
50	Total	1 315 928	13 669	3 122	4 503
51	(80) Other elements of investment		1 583		145
52	(90) Construction work in progress				
53	Grand Total	1 315 928	13 252	3 122	4 648

214. MISCELLANEOUS PHYSICAL PROPERTY

1. Give particulars of all investments of the respondent in physical property includible in account No. 737, "Miscellaneous physical property," together with the revenue, income, expenses, taxes, and depreciation data on such property, as requested.

2. Show in column (a) a description and location of the physical property, and, if operated, the kind of business in which engaged, stating whether the respondent's title is that of ownership or whether the property is held under lease or other incomplete title. All peculiarities of title should be explained. Each item of property investment amounting to \$1,000,000 or more should be separately stated and each item whose net profit or net loss for the year (as per column (i), regardless of amount of investment) is \$50,000 or more should also be separately stated. All other

items may be combined in a single entry designated "All other items."

3. If any of the individual items of property shown in column (a) were acquired in consideration of stocks, or of bonds or other evidence of debt, or in exchange for other property, enter in column (e) only the amount at which carried in respondent's books and in a footnote give a full description of the consideration actually paid. Also if the actual money cost to respondent is different from that shown in column (e), give particulars in a footnote.

4. If any property investment includible in this schedule, amounting to \$250,000 or more, was disposed of during the year, give particulars in a footnote.

Line No.	Item (Kind and location of property, and nature of business, if any) (a)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)	Balance at close of year (See ins. 3) (e)
1	Miscellaneous Physical Property		\$ 119	\$ 177	\$ 7 913
2	Air Rights, Chicago, Illinois		2 084		6 352
3	Material Leased				131
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22	Total	x x x x	2 203	177	14 396

NOTES AND REMARKS

214. MISCELLANEOUS PHYSICAL PROPERTY—Continued

5. In section B include in column (f) the gross amount of revenue or income included in accounts 502 and 511, in column (g) the gross amount of expenses (including depreciation) charged to accounts 511 and 534, in column (h) the amount of taxes charged to accounts 535 and 544 for the year, and in column (i) the net profit or loss of columns (f) minus (g) and (h).

6. Any differences between the total of column (h) and the totals of accounts 535 and 544, and differences between the total of column (i) and the net total of accounts 502, 511, 534, 535, and 544, of such accounts in Schedule 300, "Income Account for the Year," should be explained in a footnote.

7. In section C give an analysis of account 738, "Accrued depreciation—Miscellaneous physical property," for each item shown in column (a). Show in column (n) the percentage or composite rate used by the respondent for computing the amount of depreciation credited to the account during the year. Any adjustments of importance included in columns (j) and (k) should be fully explained in a footnote.

8. The word "item" as herein used means a unit or composite of an investment in or operation of property such as a powerplant, a mine, an amusement park, etc., together with ancillary property or operations. (Dollars in thousands)

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 502, 511, 534, 535 AND 544 DURING THE YEAR					C. DEPRECIATION RESERVE (ACCOUNT 738)					
Revenues or income (f)	Expenses (g)	Taxes (a) (h)	Net profit for year after taxes (L loss) (b) (i)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)	Line No.	
\$ 156	\$ 3	\$ (440)	\$ 593	\$ 78	\$ -	\$ 180	\$ 2 493	1.23%	1	
48			48						2	
									3	
									4	
									5	
									6	
									7	
									8	
									9	
									10	
									11	
									12	
									13	
									14	
									15	
									16	
									17	
									18	
									19	
									20	
204	3	(440)	641	78	-	180	2 493	XXXXX	21	
									22	

NOTES AND REMARKS

(a) The difference of \$14 in Account 544 consists of Federal Excise Tax on Service Interruption Insurance

(b) No individual item of property had "A" net profit "Or Net Loss" in excess of \$50

216. OTHER ASSETS AND DEFERRED CHARGES

Give description and particulars for each item or class of items of like description in accounts Nos. 741, "Other assets," and 743, "Other deferred charges," at the close of the year. Show debtor (or class of debtors) for deferred assets and appropriate description for items or class of items of deferred charges. Show the three largest items regardless of the dollar amount and all other items (or the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items of like description amounting to less than \$250,000 may be com-

bined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200A. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
			\$
1	741	Bills for collection-Deferred	1 795
2		Traffic Balances-Bankrupt roads	490
3		Side track refunds in suspense	1 522
4		Tramwell Crow-deferred note for sale of land	276
5		Uncollected tariff charges under investigation	1 569
6		Prepaid Federal income taxes	13 504
7		Other items, each less than \$250,000	35
8		Total Account 741	19 191
9			
10	743	Foreign Roads Traffic Claims-Loss & Damage -Suspense	238
11		" " " " -Overcharge - "	883
12		Additional F.I.T. and interest in litigation	512
13		Mgr. Revenue Acctg.-Unadjusted debits-freight	9 697
14		Prepaid additional rental-N.O. Union Passenger terminal	826
15		Prepaid expense-Chgo South Sub. Mass Transit Dist.	12 460
16		Suspense account agents relief claims	637
17		Other items, each less than \$250,000	709
18		Total Account 743	25 962
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
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44			
45			

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 48, 49, 50 AND 51

Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 768, "Debt in default," 767, "Receivers' and trustees' securities," 766, "Equipment obligations," and 764, "Equipment obligations and other debt due within 1 year," at the close of the year, together with interest accrued and interest paid during the year and total amount of matured interest in default. Include receipts outstanding for funded debt with their respective issues. List entries under captions of account numbers and titles, and insert total for each account.

In column (a) show the symbol and name, and account number of each bond or other obligation according to the following designations in the numerical order given, and give a total for each such numerical alphabetical and each numerical group and for each account:

- (1) MORTGAGE BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS:
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.
- (5) MISCELLANEOUS OBLIGATIONS.
- (6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).
- (7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

If an issue is a serial issue, the last date of maturity should be shown in column (c) preceded by the letter "S." If the payments required in the contracts for equipment obligations are unequal in amount (except for the last payment) or are to be made at irregular intervals, show a symbol against the entry made in column (c) opposite the name of such obligations and give particulars in a footnote.

If the issue is an income bond, the entry in column (d) should be the annual maximum rate of interest specified by the indenture. In column (k) show the approximate number of miles of road on which the mortgage is a direct first lien and in column (l) the approximate number of miles of road on which the mortgage is a direct junior lien. Do not consider any road or other property indirectly subject to either a first or junior lien through the pledge of collateral, leaseholds, or other contractual rights in making the returns required in columns (i), (j), (k), and (l).

In column (m) enter the amount of debt both nominally and actually issued up to the date of the report and not the amount authorized. In the event debt is assumed, column (m) should include the amount of debt issued by the original debtor.

No entries shall be made in this schedule with respect to issues of matured obligations nominally issued or nominally outstanding when no parts of such issues are actually outstanding.

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

Entries in columns (v) and (w) should include interest accrued on funded debt reacquired, matured during the year, even though no portion of the issue is outstanding at the close of the year.

In column (y) enter the total in account No. 781, "Interest in default," at the close of the year.

The grand totals of columns (n) and (r), when combined, should equal the sum of the amounts stated in short column (a₂) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 51 give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

For each class of securities actually issued or assumed, the sum of the entries in columns (bb) and (cc), plus discounts or less premiums, such discounts or premiums to be shown in a footnote applicable to each issue, should equal the entry in column (aa). For definition of expense, reportable in column (cc), see Definition 10 in the Uniform System of Accounts for Railroad Companies.

Particulars concerning the reacquirement of securities that were actually outstanding should be reported on pages 50 and 51, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

Show dollars in thousands.

NOTES AND REMARKS

Note "A" ICC Finance Docket No. 27296
 Note "B" ICC Finance Docket No. 27285 27306
 Note "C" ICC Finance Docket No. 27366
 Note "D" ~~ICC Finance Docket No. 27443 Discount \$79~~
 Note "E" ~~ICC Finance Docket No. 27491 Discount \$27~~

27505

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Line No	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund (g)	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	
	Account 765 Funded Debt Unmatured											
	(1) Mortgage Bonds (a) with Fixed Interest											
	ICRR, Cons. (First Mtge)											
3	3-3/4s Of 1979: Ser. A	11-1-49	11-1-79	3-3/4	5&11-1	No	Yes	Yes				
4	3-3/4s Of 1979: Ser. B	11-1-49	11-1-79	3-3/4	5&11-1	"	"	"				
5	3-3/4s of 1974: Ser. C	11-1-49	11-1-74	3-3/4	5&11-1	"	"	"				
6	3-3/4s Of 1984: Ser. F	1-1-54	1-1-84	3-3/4	1&7-1	"	"	"	Yes	No	6173	
7	3-1/4s Of 1980: Ser. G	8-1-54	8-1-80	3-1/4	2&8-1	"	"	"				
8	3-3/8s Of 1980: Ser. H	9-15-54	9-15-89	3-3/8	3&9-15	"	"	"				
9	Alabama & Vicksburg Ry.											
10	Co. 1st Mtge Series A	5- 1-24	5- 1-74	5	5&11-1	"	"	No	Yes	No	141	
11	Vicksburg, Shreveport &											
12	Pacific Ry. Refunding											
13	And Improvement 5s Of											
14	1973: Series B	5-1-29	11-1-73	5	5&11-1	"	"	"				
15	Vicksburg, Shreveport &											
16	Pacific Ry. Refunding											
17	And Improvement Of	11-1-40	11-1-73	5	5&11-1	"	"	"				
18	1973: Series C	5-1-41	11-1-73	5	5&11-1	"	"	"				
19	Southern Railway Co											
20	In Miss. First Mortgage	10-20-84	7-1-95	5	1&7-1	"	"	"	"	"	10	
21	GM&O RR 1st Refunding											
22	Mort. 3-3/8s Ser "G" Bds	5-1-55	5-1-80	3-3/8	5&11-1	"	"	"	"	"	2135	
23	KCS&T&C RR 1st Mtge											
24	4-1/2 % Bonds	5-31-47	5-31-2022	4 1/2	5&11-31	No	No	"	"	"	157	
25	Total 1-(a)											
26	(1) Mortgage Bonds (b) with Contingent Int.											
27	GM&O RR Gen. Mortgage											
28	5% Income Bds Ser. A	7-1-40	7-1-2015	5	4/1	No	No	No	No	No	2303	
29	4% Income Bds Ser. B	1-1-45	1-1-2044	4	4/1	"	"	"	"	"	2303	
30	Total 1-(b)											
31	Total Mortgage Bonds											
32	(3) Unsecured Bonds											
33	(a) With Fixed Int.											
34	25 Yr. Sinking Fund											
35	Debentures of 1980	1-1-55	1-1-80	3-1/2	1&7-1	No	Yes	Yes	No	No		
36	(b) With Contingent Int.											
37	GM&O RR Co. Income											
38	Debentures Ser "A"	12-1-57	12-1-2056	5	6&12-1	"	"	No	"	"		
39	Total 3											
40	Total Funded Debt Unmatured											
41												
42												
43												
44												
45												
46												
47												
48												
49												
50												
51												

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Canceled		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	Matured and no provision made for payment (account 768)	
(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
									1
									2
									3
3 972			3 972	1 600	515	1 857			4
5 519			5 519	390	18	5 111			5
19 366			19 366	2 715	12	-	16 639		6
15 000			15 000	826	3 922	10 252			7
25 000			25 000	5 800	7 644	11 556			8
60 000			60 000	1 324	28 581	30 095			9
									10
2 500			2 500		1 286	-	1 214		11
									12
									13
1 845			1 845	1 845					14
									15
									16
3 069			3 069	3 069					17
677			677	677					18
									19
200			200			200			20
									21
30 538			26 618	5 5100	5 552	15 966			22
									23
2 094			2 094	307	49	1 738			24
169 780			165 860	23 653	47 579	76 775	17 853		25
									26
									27
									28
									29
6 026			6 026	7	44	5 975			30
22 675			22 675	12	836	21 827			31
28 701			28 701	19	880	27 802			32
198 481			194 561	23 672	48 459	104 577	17 853		33
									34
									35
									36
18 000			18 000	12 800	4 643	557			37
									38
									39
18 862			18 862	696	1 570	16 596			40
36 862			36 862	13 496	6 213	17 153			41
235 343			231 423	37 168	54 672	121 730	17 853		42
									43
									44
									45
									46
									47
									48
									49
									50
									51

Continued on Page 49A

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Line No	Name and character of obligation	Nomin./ date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		
				Rate percent per annum (current year)	Dates due	Con version	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien	
													(f)
	Account No. 766 Equipment Obligations												
1													
2	(4) Equip.Obligations												
3	(a) Equip.Securities												
4	IC Equipment Trust 45	1-1-58	81-1-73	4- $\frac{1}{2}$	1&7-1	No	No	No	Yes	No	None	None	
5	IC " 46	12-1-58	812-1-73	4-1/8	6&12-1	"	"	"	"	"	"	"	
6	" " 47	4-1-59	84-1-74	4	4&10-1	"	"	"	"	"	"	"	
7	" " 48	9-1-59	89-1-74	4- $\frac{1}{2}$	3&9-1	"	"	"	"	"	"	"	
8	" " 49	5-1-60	85-1-75	4-3/8	5&11-1	"	"	"	"	"	"	"	
9	" " 50	9-1-60	89-1-75	4	3&9-1	"	"	"	"	"	"	"	
10	" " 51	12-1-60	812-1-75	4-1/8	6&12-1	"	"	"	"	"	"	"	
11	" " 52	3-1-61	83-1-76	4	3&9-1	"	"	"	"	"	"	"	
12	" " 53	2-1-65	82-1-80	4-1/8	2&8-1	"	"	"	"	"	"	"	
13	" " 54	2-1-66	82-1-81	4-5/8	2&8-1	"	"	"	"	"	"	"	
14	" " 55	4-1-66	84-1-81	5- $\frac{1}{2}$	4&10-1	"	"	"	"	"	"	"	
15	" " 56	9-1-66	89-1-81	5-5/8	3&9-1	"	"	"	"	"	"	"	
16	" " 57	2-1-67	82-1-82	5- $\frac{1}{2}$	2&8-1	"	"	"	"	"	"	"	
17	" " 58	6-1-67	86-1-82	5- $\frac{1}{2}$	6&12-1	"	"	"	"	"	"	"	
18	" " 59	5-1-69	85-1-79	7-3/8	5&11-1	"	"	"	"	"	"	"	
19	" " 60	8-1-69	88-1-84	7-3/4	2&8-1	"	"	"	"	"	"	"	
20	" " 61	10-1-69	810-1-79	8	4&10-1	"	"	"	"	"	"	"	
21	" " 62	2-15-70	82-15-80	8- $\frac{1}{2}$	2&8-15	"	"	"	"	"	"	"	
22	" " 63	11-1-71	811-1-85	7	5&11-1	"	"	"	"	"	"	"	
23	" " 64	4-15-72	84-15-85	7	4&10-15	"	"	"	"	"	"	"	
24	" " 65	6-15-72	86-15-87	7	6&12-15	"	"	"	"	"	"	"	
25	ICG Equip. Trust 1	9-15-72	89-15-87	7- $\frac{1}{2}$	3&9-15	"	"	"	"	"	"	"	
26	" " 2	12-15-72	812-15-86	7-3/4	6&12-15	"	"	"	"	"	"	"	
27	" " 3	2-15-73	82-15-86	7-3/4	2&8-15	"	"	"	"	"	"	"	
28	" " 4	3-1-73	83-1-83	7-3/4	3&9-1	"	"	"	"	"	"	"	
29	" " 5	5-1-73	85-1-83	8	5&11-1	"	"	"	"	"	"	"	
30	" " 6	8-1-73	88-1-88	8-5/8	2&8-1	"	"	"	"	"	"	"	
31	" " 7	11-15-73	811-15-88	8-3/8	5&11-15	"	"	"	"	"	"	"	
32	Miss.Cent.Pur.Agrmt.	3-21-66	811-1-81	6	5&11-1	"	"	"	"	"	"	"	
33	GM&O Equip.Trust Ser.I	9-1-61	89-1-76	4-3/8	3&9-1	"	"	"	"	"	"	"	
34	" " J	7-15-62	87-15-77	4-1/8	1&7-15	"	"	"	"	"	"	"	
35	" " K	10-1-62	810-1-77	4	4&10-1	"	"	"	"	"	"	"	
36	" " L	4-1-63	84-1-78	4	4&10-1	"	"	"	"	"	"	"	
37	" " M	8-1-63	88-1-78	4-1/8	2&8-1	"	"	"	"	"	"	"	
38	" " N	3-1-64	83-1-79	4-1/8	3&9-1	"	"	"	"	"	"	"	
39	" " O	8-1-64	88-1-79	4-1/8	2&8-1	"	"	"	"	"	"	"	
40	" " P	1-15-65	87-15-80	4-1/8	1&7-15	"	"	"	"	"	"	"	
41	" " Q	9-1-65	89-1-80	4-3/8	3&9-1	"	"	"	"	"	"	"	
42	" " R	1-15-66	81-15-81	4-5/8	1&7-15	"	"	"	"	"	"	"	
43	" " S	4-15-66	84-15-81	4-7/8	4&10-15	"	"	"	"	"	"	"	
44	" " T	4-15-71	84-15-86	7-1/8	4&10-15	"	"	"	"	"	"	"	
45	" " U	4-1-72	84-1-87	7- $\frac{1}{2}$	4&10-1	"	"	"	"	"	"	"	
46	C&G Ry.Pur. Agmt.	9-15-65	810-1-75	4	Monthly	"	"	"	"	"	"	"	
47	" " "	3-15-72	83-22-75	4-3/4	3&10-22	"	"	"	"	"	"	"	
48	Secured Loan 1st Natl.												
49	Bank-Chicago	2-15-72	81-1-82	Prm & $\frac{1}{2}$	1&7-1	No	Yes	"	"	"	"	"	
50	Total 4(a)												
51	Continued on Page 48B								Grand Total	XXX	XXX	XXX	XXX

Continued on Page 48B

Grand Total

x x x x x x x x x x

218. FUNDED DEBT AND OTHER OBLIGATIONS--Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.	
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured accounts 765, 766, and 767 (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)		
\$	\$	\$	\$	\$	\$	\$	\$	\$		
									1	
									2	
									3	
10 500			10 500	10 500					4	
2 610			2 610	2 610					5	
4 440			4 440	4 292				148	6	
2 820			2 820	2 632				188	7	
2 610			2 610	2 349			87	174	8	
2 520			2 520	2 184			168	168	9	
2 625			2 625	2 275			175	175	10	
4 500			4 500	3 750			450	300	11	
8 250			8 250	4 675			3 025	550	12	
10 800			10 800	5 400			4 680	720	13	
6 000			6 000	3 000	25		2 575	400	14	
5 400			5 400	2 520			2 520	360	15	
11 700			11 700	5 070			5 850	780	16	
10 200			10 200	4 420			5 100	680	17	
6 000			6 000	2 400			3 000	600	18	
6 225			6 225	1 660			4 150	415	19	
7 500			7 500	3 000			3 750	750	20	
7 000			7 000	2 100			4 200	700	21	
10 570			10 570	1 510			8 305	755	22	
7 150			7 150	550			6 050	550	23	
9 525			9 525	635			8 255	635	24	
9 548			9 548	682			8 184	682	25	
17 000			17 000	707			15 545	748	26	
8 463			8 463				7 812	651	27	
15 072			15 072				13 565	1 507	28	
16 000			16 000				15 000	1 000	29	
12 690			12 690				11 844	846	30	
7 304			7 304				6 817	487	31	
495			495	231			231	33	32	
3 600			3 600	2 880			480	240	33	
3 150			3 150	2 310			630	210	34	
4 140			4 140	3 036			828	276	35	
2 580			2 580	1 806			602	172	36	
3 900			3 900	2 600			1 040	260	37	
1 920			1 920	1 152			640	128	38	
2 520			2 520	1 512			840	168	39	
5 640			5 640	3 196			2 068	376	40	
1 950			1 950	1 040			780	130	41	
6 180			6 180	3 090			2 678	412	42	
2 640			2 640	1 232			1 232	176	43	
5 770			5 770	768			4 617	385	44	
4 215			4 215	281			3 653	281	45	
441			441	377			29	35	46	
87			87	87			-	-	47	
									48	
8 000			8 000	1 200			6 000	800	49	
282 250			282 250	95 719	25	167 455	19 051		50	
Continued on Page 49B										51

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")	APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund (g)	Sinking fund		SUBJECT TO LIEN OF THE OBLIGATION?		
										First lien	Junior to first lien	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
	Account 766-Equipment Obligations - 4(c)											
	Cond. Sales Agreements											
4	Morgan Guar.-N.Y.	2-15-68	S2-15-83	6-7/8	268-15	No	No	No	Yes	No	None	None
5	" " "	3-15-69	S3-15-84	7-7/8	369-15	"	"	"	"	"	"	"
6	Irving Trust Co.	9-30-72	S-1-15-83	7-3/4	167-15	"	"	"	"	"	"	"
7	Merchant Natl-Mobile	2-1-63	S2-1-78	4-1/2	268-1	No	Yes	No	No	No	None	None
8	1st Natl-Mobile	5-1-65	S5-1-80	4.4	5611-1	"	"	"	"	"	"	"
9	" " -St.Louis	1-1-67	S1-1-77	Prime	167-1	"	"	"	"	"	"	"
10	Mercan.Tr.Natl Assn.	4-1-67	S4-1-77	"	4610-1	"	"	"	"	"	"	"
11	Hibernia Nat.-N.O.La.	2-15-68	S8-15-78	"	268-15	"	"	"	"	"	"	"
12	Boatmans Nat-St.Louis	4-15-68	S4-15-78	"	4610-5	"	"	"	"	"	"	"
13	1st Natl-St.Louis	2-1-69	S2-1-79	"	268-1	"	"	"	"	"	"	"
14	Natl.Commerce-N.O.La.	7-1-69	S7-1-79	"	167-1	"	"	"	"	"	"	"
15	1st Natl-Chicago	8-1-69	S8-1-79	"	268-1	"	"	"	"	"	"	"
16	" " -St.Louis	2-1-70	S2-1-80	"	268-1	"	"	"	"	"	"	"
17	" " -Mobile	7-1-70	S7-1-80	"	167-1	"	"	"	"	"	"	"
18	" " - "	11-1-71	S11-1-81	"	5611-1	"	"	"	"	"	"	"
19	Hibernia Nat-N.O.La.	1-1-72	S1-1-82	"	167-1	"	"	"	"	"	"	"
20	First Pacific Bk-Chgo	8-31-73	S9-1-83	8-1/2	369-1	"	No	"	Yes	"	"	"
21												
22	Total 4(c)											
23												
24	Total Equip.Obligations											
25												
26												
27												
28												
29												
30												
31												
32												
33												
34												
35												
36												
37												
38												
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40												
41												
42												
43												
44												
45												
46												
47												
48												
49												
50												
51												
	Grand Total								xxx	xxx	xxx	xxx

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 764, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	1
									2
40 000			40 000	22 000		15 400	2 600		3
15 000			15 000	4 000		10 000	1 000		4
5 170			5 170	259		4 394	517		5
621			621	414		165	42		6
873			873	495		320	58		7
3 900			3 900	2 535		975	390		8
1 600			1 600	1 040		400	160		9
2 695			2 695	1 482		943	270		10
1 525			1 525	840		533	152		11
2 150			2 150	967		968	215		12
3 250			3 250	1 300		1 625	325		13
2 500			2 500	1 000		1 250	250		14
3 500			3 500	1 225		1 925	350		15
1 200			1 200	360		720	120		16
900			900	180		630	90		17
1 360			1 360	204		1 020	136		18
798			798	-		718	80		19
87 042			87 042	38 301	(40)	41 986	6 755		20
369 292			369 292	134 020		25 209 441	25 806		21
									22
									23
									24
									25
									26
									27
									28
									29
									30
									31
									32
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									39
									40
									41
									42
									43
									44
									45
									46
									47
									48
									49
604 535			600 715	171 183	54 697	331 171	43 559		50

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 48)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
(a)	(v)	(w)	(x)	(y)	
1	Account 765 Funded Debt Unmatured	\$	\$	\$	\$
2	(1) Mortgage Bonds (a) with Fixed Interest				
3	ICRR Cons. (First Mtge)				
4	3-3/4s Of 1979:Series A 11- 1-49	75		73	
5	3-3/4s Of 1979:Series B 11- 1-49	192		192	
6	3-3/4s Of 1974:Series C 11- 1-49	624		624	
7	3-3/4s Of 1984:Series F 1- 1-54	457		475	
8	3-1/4s Of 1980:Series G 8- 1-54	421		426	
9	3-3/8s Of 1980:Series H 9-15-54	1 184		1 132	
10	Alabama & Vicksburg Ry.				
11	Co. 1st Mtge Series A 5- 1-24	62		60	
12	Vicksburg, Shreveport & Pacific Ry. Refunding				
13	And Improvement 5s Of				
14	1973: Series B 5- 1-29	67		80	
15	Vicksburg, Shreveport & Pacific Ry. Refunding				
16	And Improvement Of 11- 1-40	-		-	
17	1973: Series C 5-1-41	-		-	
18	Southern Railway Co. In				
19	Miss. First Mortgage 10-20-84	-		-	
20	GN&O RR Co. 1st & Refunding				
21	Mort. 3-3/8s Ser. "G" Bonds 5- 1-55	555		332	
22	KCS&AC RR 1st Mtge				
23	4-4% Bonds 5-31-47	78		39	
24	Total 1-(a)	3 715		3 433	
25	(1) Mortgage Bonds (b) with Contingent Interest				
26	GN&O RR Gen. Mortgage				
27	5% Income Bds. Ser. A 7-1-40	299		299	
28	4% Income Bds. Ser. B 1-1-45	873		894	
29	Total 1-(b)	1 172		1 193	
30	Total Mortgage Bonds	4 887		4 626	
31	(3) Unsecured Bonds				
32	(a) With Fixed Interest				
33	25 Yr. Sinking Fund				
34	Debentures of 1980 1-1-55	23		25	
35	(b) With Contingent Int.				
36	GN&O RR Co. Income				
37	Debentures Ser. "A" 12-1-57	909		485	
38	Total 3	926		510	
39	Total Funded Debt Unmatured	5 813		5 136	
40					
41					
42					
43					
44					
45					
46					
47					
48					
49					
50					
51	Grand Total				

Continued on Page 50A

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued											
SECURITIES ISSUED OR ASSUMED DURING YEAR						SECURITIES REACQUIRED DURING YEAR				Line No.	
Purpose of the issue and authority (z)	Par value (aa)		Net proceeds received for issue (cash or its equivalent) (bb)		Expense of issuing securities (cc)		AMOUNT REACQUIRED				
							Par value (dd)		Purchase price (ee)		
	\$		\$		\$		\$		\$		1
											2
								181		158	3
								15		3	4
								-		-	5
								-		-	6
								3 880		3 195	7
								2 933		2 445	8
								6 360		4 561	9
											10
								28		28	11
											12
											13
								4		4	14
											15
											16
								-		-	17
								-		-	18
								-		-	19
								-		-	20
											21
								777		609	22
											23
								35		18	24
								14 213		11 021	25
											26
											27
											28
											29
											30
								-		-	31
								133		61	32
								133		61	33
								(1) 14 346		11 082	34
											35
											36
								128		108	37
											38
								1 520		848	39
								(3) 1 748		956	40
								16 094		12 038	41
											42
											43
											44
											45
											46
											47
											48
											49
											50
											51
Grand Total											

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124100

ILLINOIS CENTRAL GULF R.R. CO.

2 OF 4

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Description of obligation (List on separate lines and in same order as on page 180)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
		(v)	(w)	(x)	(y)
	Account No. 766				
	Equipment Obligations				
	(4) Equip. Obligations				
	(a) Equip. Securities				
	IC Equipment Trust 45	-		7	
	" " " 46	5		5	
	" " " 47	12		15	
	" " " 48	12		15	
	" " " 49	16		17	
	" " " 50	16		18	
	" " " 51	21		22	
	" " " 52	35		39	
	" " " 53	155		164	
	" " " 54	261		275	
	" " " 55	168		173	
	" " " 56	170		177	
	" " " 57	362		379	
	" " " 58	343		338	
	" " " 59	280		287	
	" " " 60	373		386	
	" " " 61	405		418	
	" " " 62	424		446	
	" " " 63	678		695	
	" " " 64	472		480	
	" " " 65	643		675	
	ICG Equip. Trust 1	626		689	
	" " " 2	1 357		1 304	
	" " " 3	574		328	
	" " " 4	969		584	
	" " " 5	677		-	
	" " " 6	293		-	
	" " " 7	79		-	
	Miss. Cent. Pur. Agreement	18		18	
	GM&O Eqp. Trust Ser. I	36		39	
	" " " " J	36		41	
	" " " " K	50		52	
	" " " " L	34		36	
	" " " " M	60		64	
	" " " " N	33		34	
	" " " " O	46		49	
	" " " " P	106		112	
	" " " " Q	44		46	
	" " " " R	149		157	
	" " " " S	74		73	
	" " " " T	380		370	
	" " " " U	290		295	
	C&G Ry. Pur. Agmt.	5		5	
	" " " " "	-		-	
	Secured Loan 1st Natl.				
	Bank-Chicago	543		484	
	Total 4(a)	11 330		9 811	

Grar. J Total

Continued on Page 50B

218. FUNDED DEBT AND OTHER OBLIGATIONS—(Continued)

SECURITIES ISSUED OR ASSUMED DURING YEAR						SECURITIES REACQUIRED DURING YEAR				Line No.	
Purpose of the issue and authority (r)	Par value		Net proceeds received for issue (cash or its equivalent)		Expense of issuing securities		AMOUNT REACQUIRED				
	(aa)		(bb)		(cc)		Par value (dd)		Purchase price (ee)		
	\$		\$		\$		\$		\$		
								350		350	
								174		174	
								296		296	
								188		188	
								174		174	
								168		168	
								175		175	
								300		300	
								550		550	
								720		720	
								400		400	
								360		360	
								780		780	
								680		680	
								600		600	
								415		415	
								750		750	
								700		700	
								755		755	
								550		550	
								635		635	
								682		682	
								707		707	
Purchase of Equip. - Note A	8	463	8	440		23		-		-	
" " " - Note B	15	071	15	058		13		-		-	
" " " - Note C	16	000	15	969		31		-		-	
" " " - Note D	12	690	12	612		78	5	-		-	
" " " - Note E	7	304	7	275		28	71	-		-	
								33		33	
								240		240	
								210		210	
								276		276	
								172		172	
								260		260	
								128		128	
								168		168	
								376		376	
								130		130	
								412		412	
								176		176	
								384		384	
								281		281	
								35		35	
								-		-	
								800		800	
	59	528	59	355	173	77		15	190	15	190
Grand Total					Continued on Page 51B						

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Description and character of obligation (List on same lines and in same order as on page 48)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
	(a)	(v)	(w)	(x)	(y)
1	Account 766-Equipment Obligations - 4(c)	\$	\$	\$	\$
2					
3	Cond. Sales Agreements				
4	Morgan Guar.-N.Y. 2-15-68	1 255		1 306	
5	" " " 3-15-69	883		906	
6	Irving Trust Co. 9-30-72	490		289	
7	Merchant-Natl-Mobile 2- 1-63	9		10	
8	1st Natl-Mobile 5- 1-65	18		19	
9	" " -St. Louis 1- 1-67	107		93	
10	Mercan. Tr. Natl. Assn. 4- 1-67	46		41	
11	Hibernia Nat.-N.O. La. 2-15-68	91		79	
12	Boatmans Nat.-St. Louis 4-15-68	53		49	
13	1st Natl-St. Louis 2- 1-69	91		75	
14	Natl. Commerce-N.O. La. 7- 1-69	149		123	
15	1st. Natl.-Chicago 8- 1-69	115		95	
16	" " -St. Louis 2- 1-70	173		142	
17	" " -Mobile 7- 1-70	64		52	
18	" " - " 11- 1-71	54		49	
19	Hibernia Nat.-N.O. La. 1- 1-72	82		71	
20	First Pacific Bk. Chgo. 8-31-73	22		-	
21					
22	Total 4(c)	3 702		3 399	
23					
24					
25					
26					
27					
28					
29					
30					
31					
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43					
44					
45					
46					
47					
48					
49					
50					
51	Grand Total	20 845		18 346	

218. FUNDED DEBT AND OTHER OBLIGATIONS—Conclude

SECURITIES ISSUED OR ASSUMED DURING YEAR						SECURITIES REACQUIRED DURING YEAR				Line No.
Purpose of the issue and authority	Par value		Net proceeds received for issue (cash or its equivalent)	Expense of issuing securities	AMOUNT REACQUIRED					
					Par value		Purchase price			
(a)	(aa)		(bb)	(cc)	(dd)		(ee)			
	\$		\$		\$		\$		1	
									2	
									3	
						2 200		2 200	4	
						1 000		1 000	5	
Cell phone acct. installed	775	675	675			258		258	6	
Equipment was incomplete as of Dec. 31, 1972						41		41	7	
						58		58	8	
						390		390	9	
						160		160	10	
						270		270	11	
						153		153	12	
						215		215	13	
						325		325	14	
						250		250	15	
						350		350	16	
						120		120	17	
						90		90	18	
						136		136	19	
Purch. Of Telephone System	798		795	3		-		-	20	
	798		795	3		6 016		6 016	22	
	1 473		1 470						23	
									24	
									25	
									26	
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									46	
									47	
									48	
									49	
									50	
Grand Total	60	326	60	150	176-76	37	300	33	244	51

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in column (b) show the classes of equipment and the number of units cov-

ered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

(Dollars in thousands)

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218)	Description of equipment covered	Contract price of equipment acquired	Cash paid on acceptance of equipment
	(a)	(b)	(c)	(d)
1	IC Equip. Tr.Ser. 47	700 Freight Cars	\$ 5 720	\$ 1 430
2	" " " " 48	500 " "	3 561	890
3	" " " " 49	500 " "	3 393	848
4	" " " " 50	500 " "	3 371	851
5	" " " " 51	500 " "	3 469	867
6	" " " " 52	750 " "	6 114	1 614
7	" " " " 53	1360 " "	11 027	2 777
8	" " " " 54	500 Frt.Cars, 40 Diesel-Elec. Loco.	14 416	3 604
9	" " " " 55	725 Freight Cars	7 989	1 997
10	" " " " 56	600 " "	7 014	1 753
11	" " " " 57	1350 " "	12 938	1 294
12	" " " " 58	1500 " "	13 273	3 073
13	" " " " 59	957 Frt.Cars, 5 Diesel-Elec. Loco.	7 503	1 503
14	" " " " 60	100 " " 23 " " "	7 793	1 568
15	" " " " 61	1028 " " 3 " " "	9 378	1 828
16	" " " " 62	1078 Freight Cars	8 751	1 751
17	" " " " 63	107 Frt.Cars, 61 Diesel-Elec. Loco.	13 260	2 690
18	" " " " 64	50 " " 49 " " "	*9 486	*2 382
19	" " " " 65	655 Freight Cars	11 779	2 356
20	ICG Equip.Tr.Ser. 1	63 Diesel-Electric Locomotives	12 259	2 710
21	" " " " 2	1484 Freight Cars	*17 055	* 55
22	" " " " 3	731 " "	8 474	11
23	" " " " 4	1551 " "	15 071	-
24	" " " " 5	2028 " "	16 000	-
25	" " " " 6	200 Frt.Cars, 65 Diesel Elec. Loco.	19 392	-
26	" " " " 7	518 Freight Cars	7 304	-
27	Miss.Cent.Purch.Agmt.	50 Freight Cars	495	-
28	GM&O Equip.Tr.Ser. I	475 " "	4 508	906
29	" " " " J	325 " "	3 393	808
30	" " " " K	300 Frt.Cars, 6 Diesel-Elec. Loco.	5 248	1 065
31	" " " " L	75 " " 10 " " "	1 303	261
32	" " " " M	200 " " 11 " " "	2 770	544
33	" " " " N	12 Diesel-Electric Locomotives	2 400	425
34	" " " " O	40 Frt.Cars, 12 Diesel-Elec.Loco.	3 158	633
35	" " " " P	322 " " 12 " " "	7 013	1 403
36	" " " " Q	12 Diesel-Electric Locomotives	2 437	487
37	" " " " R	318 Frt.Cars, 12 Diesel-Elec. Loco.	7 731	1 551
38	" " " " S	300 Freight Cars	3 308	668
39	" " " " T	300 Frt.Cars, 12 Diesel-Elec. Loco.	7 216	1 446
40	" " " " U	100 " " 15 " " "	5 269	1 054
41	C&G Purchase Agmt.	2 Diesel-Electric Locomotives	441	88
42	" " " "	4 " " "	87	10
43	Secured Loan 1st Natl.	1564 Freight Cars	8 339	339
44	C.S.A. 2-15-68	2743 Frt.Cars, 16 Diesel Elec. Loco.	40 069	69
45	" 3-15-69	1200 Freight Cars	15 000	-
46	" 9-30-72	Auto. Rev.Col. Sys. - Components	* 5 170	-
47	" 2- 1-63	4 Diesel-Electric Locomotives	775.6	155
48	" 5- 1-65	60 Freight Cars	873	-
49	" 1- 1-67	500 " "	7 255	3 355
50	" 4- 1-67	150 " "	2 104	504

* adjusted by 675

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in column (b) show the classes of equipment and the number of units cov-

ered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

(Dollars in thousands)

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218)	Description of equipment covered	Contract price of equipment acquired	Cash paid on acceptance of equipment
	(a)	(b)	(c)	(d)
1	C.S.A. 2-15-68	221 Freight Cars	\$ 3 351	\$ 556
2	" 4-15-68	130 " "	1 915	390
3	" 2- 1-69	200 " "	2 706	556
4	" 7- 1-69	300 " "	4 287	1 037
5	" 8- 1-69	20 Diesel-Electric Locomotives	3 890	1 309
6	" 2- 1-70	300 Freight Cars	4 323	823
7	" 7- 1-70	100 " "	1 518	316
8	" 11- 1-71	100 " "	1 130	230
9	" 1- 1-72	150 " "	1 717	357
10	" 8-31-73	Telephone Switchboard Equip.	798	-
11				
12		27042	96 882	9 840
13		87,042		9 840
14	*Entries in col. (c) and (d) for IC Equip. Trust 64 and ICG Equip. Trust 2			
15	are estimated amounts. Equipment not completed as of 12/31/73.			
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NOTES AND REMARKS

222. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

Give full particulars of amounts payable by the respondent to affiliated companies, as defined in connection with account No. 769, "Amounts payable to affiliated companies," in the Uniform System of Accounts for Railroad Companies. If any such amounts are evidenced by notes, each note should be separately shown in column (a). Entries in columns (e) and

(f) should include interest accruals and interest payments on debt retired during the year, even though no portion of the debt remained outstanding at the close of the year. Show, also, in a footnote, particulars of interest charged to cost of property.
(Dollars in thousands)

Line No.	Name of creditor company (a)	Rate of interest (b)	Balance at beginning of year (c)	Balance at close of year (d)	Interest accrued during year (e)	Interest paid during year (f)
		% \$	\$	\$	\$	\$
1	Paducah & Ill. R.R. Co.					
2	Depreciation	None	601	601		
3						
4	Seay & Thomas Inc.					
5	Commission on sale of					
6	property, New Orleans	None	100	100		
7						
8	Columbus & Greenville Ind.	None	-	102		
9	Madison Coal Corp-Advance	None	-	650		
10	TOTAL		701	1,453		

NOTES AND REMARKS

223. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 751, "Loans and notes payable"; 759, "Accrued accounts payable"; and 763, "Other current liabilities," at the close of the year. Show character of loans and notes, with name of creditor (or class of creditors), dates of issue and maturity, and appropriate description for each class of accrued accounts payable and for the other current liabilities. Show the three largest items regardless of the dollar amount and all other items (or the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items

of like description amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 2001. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1	751	None	\$
2			
3	759	Accrued lease rental - Locomotives	653
4		" " " - Freight Cars	1 720
5		Accrued vacation pay earned	13 200
6		" wages payable	5 812
7		Expenses accrued not paid	5 760
8		Miscellaneous rents payable	346
9		Casualty claims payable in 1 year	2 572
10		Freight overcharge & relief claims payable in 1 yr.	2 316
11		Loss & damage claims payable in 1 year	2 079
12		Accrued payables-car hire	11 410
13		NRPC reserves payable in 1 year	1 115
14		Merger reserves payable in 1 year	3 861
15		Other items, each less than \$250,000	338
16		Total Account 759	51 682
17			
18	763	Amtrak credits in Suspense	1 470
19		Freight Prepaid	624
20		NRPC Contribution due in 1 year	309
21		Other items, each less than \$250,000	463
22		Total Account 763	3 466
23			
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224. FEDERAL INCOME AND OTHER TAXES ACCRUED

Give the particulars called for with respect to the balances at close of year in accounts Nos. 760, "Federal income taxes accrued" and 761.

"Other taxes accrued."
(Dollars in thousands)

Line No.	Kind of tax (a)	Previous years (b)	Current year (c)	Balance at close of year (d)
1	Federal income taxes Total (account 760)	\$ 1 495	\$ 1 198	\$ 2 693
2	Railway property State and local taxes (532)		9 494	9 494
3	Old-age retirement (532)		3 288	3 288
4	Unemployment insurance (532)		1 076	1 078
5	Miscellaneous operating property (535)		-	-
6	Miscellaneous tax accruals (544)		-	-
7	All other taxes		66	66
8	Total (account 761)		13 926	13 926

NOTES AND REMARKS

225. ITEMS IN SELECTED RESERVE AND OTHER LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 771, "Pension and welfare reserves"; 772, "Insurance reserves"; 774, "Casualty and other reserves"; 782, "Other liabilities"; and 784, "Other deferred credits" at the close of the year. Show creditor (or class of creditors) for deferred liabilities, and appropriate description of each class of operating reserve and for items of deferred credits. Show the three largest items regardless of the dollar amount and all other items (or the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items

of like description amounting to less than \$250,000 may be combined into a single entry designated "Other items each less than \$250,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 2001. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1	771	None	\$
2	772	None	
3	774	IC, C&O, & C&G Railroads - merger reserves	5 379
4		Injuries to persons-transportation	4 291
5		" " " -maintenance of Equipment	288
6		" " " " " " Way	1 135
7		Damage to property & Livestock	286
8		Above casualty reserves-payable in 1 yr (Acct. 759)	Dr. 2 572
9		Freight overcharge & relief claims	2 184
10		Freight corrections	512
11		Loss & Damage - freight	1 821
12		NRPC-Severance & Protective payments	4 268
13		NCUPT Bonds	1 028
14		Reserve for deferred incentive per diem	125
15		Total Account 774	18 745
16			
17	782	Contract Payments in Suspense	454
18		Penn Central traffic balances-payable	342
19		Side track repayments	1 483
20		Other items each less than \$250,000	354
21		Total Account 782	2 633
22			
23	784	Bills for collection-credits in suspense	844
24		Open Account-Manager Revenue Accounting	342
25		" " " Miscellaneous Accounts	Dr. 735
26		" " " Disbursement Accounting	Dr. 148
27		Rents billed in advance	1 248
28		Sales of Astray & Damaged Freight	265
29		Cash clearing accounts in suspense	229
30		NRPC Potential contract adjustment	300
31		Other items, each less than \$250,000	379
32		Total Account 784	2 724
33			
34			
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NOTES AND REMARKS

228. CAPITAL STOCK

Give particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.

In the second section list particulars of the various issues on the same lines and in the same order as in the first section.

Identify the entries in columns (m) to (s), inclusive, in a manner which will indicate whether par value or the number of shares is shown.

In stating the date of an authorization the date of the latest assent or ratification necessary to its validity should be shown; e. g., in case an authorization is required to be ratified by stockholders after action by the board of directors, but is not required to be approved by any State or other governmental board or officer, give the date of approval by stockholders; if the assent of

a State railroad commission or other public board or officer is necessary, give the date of such assent, or if subsequent to such assent notice has to be filed with a secretary of state or other public officer and a tax or other fee has to be paid as a condition precedent to the validity of the issue, give the date of such payment. In case some condition precedent has to be complied with after the approval and ratification of the stockholders has been obtained, state, in a footnote, the particulars of such condition and of the respondent's compliance therewith.

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 is-*

sued when sold to a bona fide purchaser for a valuable consideration, and such purchaser 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 under such circumstances as require them to be considered as held alive, and not canceled or retired, they are considered to be *nominally outstanding*.

Column (d) refers to the initial preference dividend payable before any common dividend; columns (k) and (l) to participations in excess of initial preference dividend; at a specified percentage or amount (nonpar stock) (column (k)) or a percentage or proportion of the profits (column (l)).

(Dollars in thousands)

Line No	Class of stock (a)	Date issue was authorized (b)	Par value per share (if non-par, so state) (c)	Dividend rate specified in contract (d)	Total amount of accumulated dividends (e)		PREFERRED STOCK			Other Provisions of Contract			
							Cumulative		Noncumulative ("Yes" or "No") (h)	Convertible ("Yes" or "No") (i)	Callable or redeemable ("Yes" or "No") (j)	Participating Dividends	
							To extent earned ("Yes" or "No") (f)	Fixed \$ rate or percent specified by contract (g)				Fixed amount or percent (Specify) (k)	Fixed ratio with common (Specify) (l)
1	Common	8-11-72	\$ 1.00 No Par	XXXXXX	XXX	XXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
2				XXXXXX	XXX	XXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
3				XXXXXX	XXX	XXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
4				XXXXXX	XXX	XXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
5	Preferred												
6													
7													
8	Debenture												
9	Receipts outstanding for installments paid*												
10	TOTAL	XXXX	XXXX	XXXXXX			XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX

Line No.	PAR VALUE OF PAR-VALUE STOCK OR NUMBER OF SHARES OF NONPAR STOCK										STOCK ACTUALLY OUTSTANDING AT CLOSE				
	Authorized (m)		Authenticated (n)		Nominally Issued and		Actually issued (q)		Reacquired and		OF YEAR				
					Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P") (o)	Canceled (p)			Canceled (r)	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P") (s)	Number of shares (t)	Par value of par-value stock (u)	Book value of stock without par value (v)		
1	1 000	1 000					1 000				1 000	\$		\$	+
2	(Shares)	(Shares)					(Shares)								
3															
4															
5															
6															
7															
8															
9															
10	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	1 000			+

*State the class of capital stock covered by the receipts.

229. CAPITAL STOCK CHANGES DURING THE YEAR

Give full particulars of stocks actually or nominally issued (either original issues or reissues) and of stocks reacquired or canceled during the year.

In the second section of the schedule show the particulars of the several issues on the same lines and in the same order as in the first section.

In column (c) state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. If an issue of securities was authorized for more than one purpose, state amount applicable to each purpose. Also give the number and date of the authorization by the public authority

under whose control such issue was made, naming such authority. In column (e) include as cash all money, checks, drafts, bills of exchange and other commercial paper payable at par on demand. For nominally issued stock, show returns in columns (a), (b), (c), and (d) only. For each class of stock actually issued, the sum of the entries in columns (e), (f), and (h), plus discounts or less premiums in column (g), should equal the total par value or the book value represented by the total number of shares reported in column (d).

Particulars concerning the reacquirement of stock that was actually outstanding should be given in columns (a), (i), and (j).
(Dollars in thousands)

Line No.	Class of stock (a)	STOCKS ISSUED DURING YEAR				Net proceeds received for issue (cash or its equivalent) (e)	
		Date of issue (b)	Purpose of the issue and authority (c)	Par value (for nonpar stock show the number of shares) (d)			
1			None	\$		\$	
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
Total							

STOCKS ISSUED DURING YEAR—Concluded				STOCKS REACQUIRED DURING YEAR		Remarks (k)
Line No.	Cash value of other property acquired or services received as consideration for issue (f)	Net total discounts (in black) or premiums (in red). Excludes entries in column (h) (g)	Expense of issuing capital stock (h)	Par value (For nonpar stock show the number of shares) (i)	Purchase price (j)	
1	\$	\$	\$	\$	\$	
2						
3						
4						
5						
6				None		
7						
8						
9						
10						
11						
12						
13						
14						
15						

230. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES

If at the close of the year respondent was subject to any liability to issue its own capital stock in exchange for outstanding securities of constituent of other companies, give full particulars thereof hereunder, includ-

ing names of parties to contracts and abstracts of terms of contracts whereunder such liability exists.

None

231. CAPITAL SURPLUS

Give an analysis in the form called for below of capital surplus accounts. In column (a) give a brief description of the item added or deducted and in column (b) insert the contra account number to which the

amount stated in column (c), (d) or (e) was charged or credited. (Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	ACCOUNT NO.		
			794. Premiums and Assessments on Capital Stock (c)	795. Paid-In Surplus (d)	796. Other Capital Surplus (e)
1	Balance at beginning of year	x x x	\$	\$ 265 778	\$
	Additions during the year (describe):				
2					
3					
4					
5					
6	Total additions during the year	x x x			
	Deductions during the year (describe):				
7					
8					
9					
10	Total deductions	x x x			
11	Balance at close of year	x x x		265 778	

232. RETAINED INCOME—APPROPRIATED

Give an analysis in the form called for below of account No. 797, "Retained income—Appropriated." (Dollars in thousands)

Line No.	Class of appropriation (a)	Credits during year (b)	Debits during year (c)	Balance at close of year (d)
		\$	\$	\$
1	Additions to property through retained income			
2	Funded debt retired through retained income			
3	Sinking fund reserves	991	191	38 158
4	Incentive per diem funds		91	-
5	Miscellaneous fund reserves			
6	Retained income—Appropriated not specifically invested			
	Other appropriations (specify):			
7				
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL	991	282	38 158

233 CONTINGENT ASSETS AND LIABILITIES

1. Give particulars with respect to contingent assets and liabilities at the close of the year, in accordance with Instruction 6—6 in the Uniform System of Accounts for Railroad Companies, that are not reflected in the accounts of the respondent. Show the three largest items regardless of the dollar amount and all other items amounting to \$250,000, or more. If an actual monetary amount is not known and an estimate of the amount of any item involved is not feasible, disclosure should be made describing the contingency and explaining why an estimate is not determinable.

Examples of contingent liabilities are items which may become obliga-

tions as a result of pending or threatened litigation, assessments or possible assessments of additional taxes and agreements or obligations to repurchase securities or property.

2. Information concerning the guaranties and suretyships are to be shown in other schedules provided for those items and not in this schedule.

3. In column (a) give a description of each item of contingent assets and liabilities under an inserted caption "CONTINGENT ASSETS" or "CONTINGENT LIABILITIES," as appropriate, and in column (b) show the amount of each item.

(Dollars in thousands)

Line No.	Item (a)	Amount (b)
		\$
1		
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13	"None"	
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43		
44		
45		
46		
47		

234. PROPRIETARY COMPANIES

Give particulars called for regarding inactive proprietary companies, as defined in Schedule No. 411, page 94. The separation of accounts 731 and 732 into the various subdivisions shown below should be estimated, if not

actually shown on respondent's books. Enter brief designations of the several proprietary companies at the heads of their respective columns. (Dollars in thousands)

Line No.	Item	The So.Chgo Railroad Co.	Blue Island Railroad Co.				
	Mileage owned:						
1	Road, State of <u>Illinois</u>	4 935	4 284			9 219	
2	Road, State of _____						
3	Road, State of _____						
4	Second and additional main tracks	4 925				4 925	
5	Passing tracks, cross-overs, and turn-outs	0 675	0 64			1 311	
6	Way switching tracks						
7	Yard switching tracks	1 542	2 262			3 804	
	Road and equipment property:	\$ 12 062.5	\$ 7 187.5			19 245	
8	Road	2 279	843				
9	Equipment						
10	General expenditures						
11	Other property accounts*						
12	Total (account 731)	2 279	843				
	Improvements on leased property:						
13	Road						
14	Equipment						
15	General expenditures						
16	Total (account 732)	-	-				
17	Depreciation and amortization (accounts 735, 736, and 785)	(908)	(380)				
18	Capital stock (account 791)	20	25				
19	Funded debt unmatured (account 765)						
20	Debt in default (account 768)						
21	Amounts payable to affiliated companies (account 769)	1 266	387				

Line No.	Item						
	Mileage owned:						
1	Road, State of _____						
2	Road, State of _____						
3	Road, State of _____						
4	Second and additional main tracks						
5	Passing tracks, cross-overs, and turn-outs						
6	Way switching tracks						
7	Yard switching tracks						
	Road and equipment property:	\$	\$	\$	\$		
8	Road						
9	Equipment						
10	General expenditures						
11	Other property accounts*						
12	Total (account 731)						
	Improvements on leased property:						
13	Road						
14	Equipment						
15	General expenditure						
16	Total (account 732)						
17	Depreciation and amortization (accounts 735, 736, and 785)						
18	Capital stock (account 791)						
19	Funded debt unmatured (account 765)						
20	Debt in default (account 768)						
21	Amounts payable to affiliated companies (account 769)						

*Includes account Nos. 80, "Other elements of investment," and 90, "Construction work in progress."

300. INCOME ACCOUNT FOR THE YEAR

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report. The amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under

lease for a rental of \$1,000,000, but road (A) owns 50 percent of the stock of road (B) on which it receives \$250,000 in dividends. The entries in column (d) should be: Account No. 513, "Dividend income," \$250,000; Account No. 542, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire a part or all of the securities of road (D), a separately operated carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Offsetting debits and credits for current year (d)
	ORDINARY ITEMS	\$	\$	\$
	OPERATING INCOME			
	Railway Operating Income			
1	(501) Railway operating revenues (p. 69)	525 993	408 962	
2	(531) Railway operating expenses (p. 76)	395 442	324 203	
3	Net revenue from railway operations	130 551	84 759	
4	(532) Railway tax accruals (p. 82)	52 598	39 253	
5	Railway operating income	77 953	45 506	
	Rent Income			
6	(503) Hire of freight cars and highway revenue equipment—			
	Credit balance (p. 88)	-	-	
7	(504) Rent from locomotives (p. 89)	189	217	
8	(505) Rent from passenger-train cars (p. 89)	15	23	
9	(506) Rent from floating equipment	-	-	
10	(507) Rent from work equipment	77	112	
11	(508) Joint facility rent income	1 846	1 671	
12	Total rent income	2 127	2 023	
	Rents Payable			
13	(536) Hire of freight cars and highway revenue equipment—			
	Debit balance (p. 88)	31 521	20 462	
14	(537) Rent for locomotives (p. 89)	2 585	1 820	
15	(538) Rent for passenger-train cars (p. 89)	534	357	
16	(539) Rent for floating equipment	107	77	
17	(540) Rent for work equipment	-	(2)	None
18	(541) Joint facility rents	2 576	2 192	
19	Total rents payable	37 323	24 906	
20	Net rents (lines 12, 19)	(35 196)	(22 883)	
21	Net railway operating income (lines 5, 20)	42 757	22 623	
	Other Income			
22	(502) Revenues from miscellaneous operations (p. 45)	-	-	
23	(509) Income from lease of road and equipment (p. 86)	38	37	
24	(510) Miscellaneous rent income (p. 86)	3 000	3 011	
25	(511) Income from nonoperating property (p. 45)	202	329	
26	(512) Separately operated properties—Profit (p. 87)	-	-	
27	(513) Dividend income	159	536	
28	(514) Interest income	3 916	2 176	
29	(516) Income from sinking and other reserve funds	432	444	
30	(517) Release of premiums on funded debt	52	7	
31	(518) Contributions from other companies	-	-	
32	(519) Miscellaneous income (p. 92)	17 267	9 871	
33	Total other income	25 066	16 411	
34	Total income (lines 21, 33)	67 823	39 034	
	Miscellaneous Deductions From Income			
35	(534) Expenses of miscellaneous operations (p. 45)	-	-	
36	(535) Taxes on miscellaneous operating property (p. 45)	-	-	
37	(543) Miscellaneous rents (p. 91)	22	28	
38	(544) Miscellaneous tax accruals (p. 45)	(426)	761	
39	(545) Separately operated properties—Loss (p. 87)	-	-	
40	(549) Maintenance of investment organization	-	-	
41	(550) Income transferred to other companies	-	-	
42	(551) Miscellaneous income charges (p. 92)	797	679	
43	Total miscellaneous deductions	393	1 468	
44	Income available for fixed charges (lines 34, 43)	67 430	37 566	

300. INCOME ACCOUNT FOR THE YEAR—Continued

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 21, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's rules governing the separation of operating expenses

between freight and passenger service; railroads.

4. Any unusual accruals involving substantial amounts included in column (b) on lines 6 to 53, inclusive, should be fully explained in a footnote.

5. All contra entries hereunder should be indicated in parenthesis.
(Dollars in thousands)

RAIL-LINE, INCLUDING WATER TRANSFERS										Other items not related to either freight or to passenger and allied services (k)	Line No.
Related solely to freight service (e)		Apportioned to freight service (f)		Total freight service (g)		Related solely to passenger and allied services (h)		Apportioned to passenger and allied services (i)		Total passenger service (j)	
\$		\$		\$		\$		\$		\$	
514	103	-		514	103	11	890	-		11	890
284	483	88	341	372	824	17	052	5	566	22	618
X X	X X	X X	X X	141	279	X X	X X	X X	X X	(16	725)
38	673	11	257	49	930	1	968	700		2	668
X X	X X	X X	X X	91	249	X X	X X	X X	X X	(13	316)
	171	6			177		12			12	
							15			15	
	77				77						
1	499	84		1	495	305		46		351	
X X	X X	X X	X X	1	749	X X	X X	X X	X X	378	
31	521			31	521						
2	583			2	583	2				2	
						534				534	
	107				107						
	2	441	102	2	543	32		1		33	
X X	X X	X X	X X	36	754	X X	X X	X X	X X	569	
X X	X X	X X	X X	(35	005)	X X	X X	X X	X X	(191)	
X X	X X	X X	X X	56	344	X X	X X	X X	X X	(13	587)

If this report is made for a system, list hereunder the names of all companies included in the system returns:

300. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Offsetting debits and credits for current year (d)
	Fixed Charges	\$	\$	\$
45	(542) Rent for leased roads and equipment (p. 90)	913	648	
	(546) Interest on funded debt:			
46	(a) Fixed interest not in default	16 925	11 288	
47	(b) Interest in default	-	-	
48	(547) Interest on unfunded debt	54	84	
49	(548) Amortization of discount on funded debt	2 331	170	
50	Total fixed charges	20 223	12 190	
51	Income after fixed charges (lines 44, 50)	47 207	25 376	None
	Other Deductions			
	(546) Interest on funded debt:			
52	(c) Contingent interest	2 075	880	
53	Ordinary income (lines 51, 52)	45 132	24 496	
	EXTRAORDINARY AND PRIOR PERIOD ITEMS			
54	(570) Extraordinary items - Net Credit (Debit) (p. 92)		(8 229)	
55	(580) Prior period items - Net Credit (Debit) (p. 92)			
56	(590) Federal income taxes on extraordinary and prior period items - Debit (Credit) (p. 92)		(8 577)	
57	Total extraordinary and prior period items - Credit (Debit)	-	348	
58	Net income transferred to Retained Income - Unappropriated (lines 53, 57)	45 132	24 844	

NOTE.—See page 67 for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

INCOME ACCOUNT FOR THE YEAR—EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential effect on net income for the year need not be reported. If carrier has nothing to report, insert the word

"None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Federal income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 92.

Lease Commitments: The Railroad entered into several 15 year lease agreements in 1967 for the use of freight train cars and locomotives. In addition to annual rental of \$2,264,379, the Railroad is obligated to insure, maintain and pay the property taxes on the equipment during the term of the leases. Upon expiration, the Railroad has the right to extend the term of the leases of the freight train cars only. There is no option to purchase any of the equipment.

Lease agreement dated June 12, 1968, for a period of 8 years, for use of motor vehicle trailers with an annual rental of \$621,077 including maintenance. Upon expiration, there is no provision for the purchase of the motor vehicle trailers or extension of the lease.

Lease agreement dated September 1, 1970 for use of locomotives and freight cars over a 15 year period provide for a rental of \$2,467,880 for the years 1974 and 1975; \$5,405,988 for each year thereafter through 1985. Upon expiration, the railroad has the option to buy all of the equipment, based on the fair market value agreed upon by the lessor and lessee, or to extend the term of the lease.

Lease agreement dated December 15, 1970 for use of locomotives over a period of 13 years provides for a rental of \$738,298 for the years 1974, 1975; \$785,900 for the year 1976; \$833,501 for the years 1977 through 1983; and \$416,751 for the year 1984. Upon expiration, there is no provision for the purchase of the locomotives or extension of the lease.

Lease agreement effective May 1, 1971, for use of freight cars over a period of 15 years provides for a rental of \$1,881,132 annually for first five years, \$1,649,881 annually for second five years, and \$1,418,631 annually for last five years. Upon expiration, there is no provision for the purchase of the freight train cars or extension of the lease.

Lease agreement dated May 16, 1973 for a period of 8 years, for use of motor vehicle trailers with an annual rental of \$817,600 including maintenance. Upon expiration there is no provision for the purchase of the motor vehicle trailers or extension of the lease.

The accumulated undistributed earnings and losses since acquisition of unconsolidated affiliated companies at December 31, 1973 was \$7,037,838.

305. RETAINED INCOME—UNAPPROPRIATED

1. Show hereunder the items of the Retained Income 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 indicated in parentheses.

3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.
(Dollars in thousands)

Line No.	Item (a)	Amount (b)	Remarks (c)
	CREDITS	\$	
1	(602) Credit balance transferred from Income (p. 66)	45 132	Net of Federal income taxes - \$ None
2	(606) Other credits to retained income	1 926	
3	(622) Appropriations released	282	
4	Total	47 340	
	DEBITS		
5	(612) Debit balance transferred from Income (p. 66)		Net of Federal income taxes - \$ None
6	(616) Other debits to retained income		
7	(620) Appropriations for sinking and other reserve funds	991	
8	(621) Appropriations for other purposes		
9	(623) Dividends (p. 68)	18 353	
10	Total	19 344	
11	Net increase during year*	27 996	
12	Balance at beginning of year (p. 11)*	410 687	
13	Balance at end of year (carried to p. 11)*	438 683	

*Amount in parentheses indicates debit balance.

Note.—See p. 92, schedule 396, for analysis of Retained Income accounts.

308. DIVIDEND APPROPRIATIONS

1. Give particulars of each dividend declared. For par value or nonpar stock, show in column (d) the respective total par value or total number of shares on which dividend was declared and the corresponding rate percent or per share in column (b) or (c). If any such dividend was payable in anything other than cash, explain the matter fully in a footnote.

2. If an obligation of any character has been incurred for the purpose of procuring funds for the payment of any dividend or for the purpose of

replenishing the treasury of the respondent after payment of any dividend, give full particulars in a footnote. If any class of stock received a return not reportable in this schedule, state the particulars of the case in a footnote.

3. The sum of the dividends stated in column (e) should equal the amount shown in schedule No. 305.

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
1	I.C.G. - Common	4,896 00		\$ 1,000 shares	4 896	3/14/73	3/30/73
2	"	4,451 00		" "	4 451	6/14/73	6/30/73
3	"	4,053 00		" "	4 053	9/12/73	10/ 1/73
4	"	4,953 00		" "	4 953	12/14/73	12/31/73
5							
6		100 +					
7							
8							
9							
10							
11							
12							
13				Total	18 353		

310. RAILWAY OPERATING REVENUES

1. State the railway operating revenues of the respondent for the year classifying them in accordance with the Uniform System of Accounts for Railroad Companies and distribute the amounts among the classes of service as indicated. In the absence of records separating revenues between freight and passenger trains, the distribution should be estimated on the basis of the best data available.

2. Assign rail-line revenues, including revenues from water transfers and highway motor vehicle operations, to "Freight service" or to "Passenger and allied services" according to the type of train (or other equipment) by which the traffic moved.

3. Incidental revenues should be assigned as provided for in the schedule.

4. Revenues which are not assignable to freight service or to passenger and allied services are includible in column (e) only in cases where the related operating expenses are reportable in column (i) of schedule No. 320. If the expenses are assigned to the classes of service mentioned, the revenues, likewise, should be distributed on an equitable basis.

5. Any unusual accruals involving substantial amounts included in column (b) should be fully explained in a footnote.
(Dollars in thousands)

Line No.	Class of railway operating revenues (a)	Amount of revenue for the year (b)		RAIL-LINE REVENUES, INCLUDING WATER TRANSFERS				Other revenues not assignable to freight or to passenger and allied services (e)		Remarks (f)
				Assignable to freight service (c)		Assignable to passenger and allied services (d)				
		\$		\$		\$		\$		
	Transportation—Rail-Line									
1	(101) Freight*	492	356	492	356			XX	XX	
2	(102) Passenger*	10	467			10	467	XX	XX	
3	(103) Baggage							XX	XX	
4	(104) Sleeping car							XX	XX	
5	(105) Parlor and chair car							XX	XX	
6	(106) Mail		694		694			XX	XX	
7	(107) Express							XX	XX	
8	(108) Other passenger-train†		743				743	XX	XX	
9	(109) Milk							XX	XX	
10	(110) Switching*	7	266	7	266			XX	XX	
11	(113) Water transfers									
12	Total rail-line transportation revenue	511	526	500	316	11	210			
	Incidental									
13	(131) Dining and buffet							XX	XX	
14	(132) Hotel and restaurant									
15	(133) Station, train, and boat privileges		48		4		44			
16	(135) Storage—Freight		362		362	XX	XX	XX	XX	
17	(137) Demurrage	11	149	11	149	XX	XX	XX	XX	
18	(138) Communication									
19	(139) Grain elevator					XX	XX	XX	XX	
20	(141) Power									
21	(142) Rents of buildings and other property		542		376		166			
22	(143) Miscellaneous		1 122		864		258			
23	Total incidental operating revenue	13	223	12	755		468			
	Joint Facility									
24	(151) Joint facility—Cr		1 249	1	038		211			
25	(152) Joint facility—Dr		65		15					
26	Total joint facility operating revenue		1 244	1	033		211			
27	Total railway operating revenues	525	993	514	104 103	11	689 890			

*Report hereunder the charges to these accounts representing:

A. Payments made to others for—

1. Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates: \$ -

(a) Of the amount reported for item A. 1, _____% (to nearest whole number) represents payments for collection and delivery of I.C.T. freight either in TOFC trailers or otherwise. The percentage reported is (check one):
Actual () Estimated ()

2. Switching services when performed in connection with line-haul transportation of freight on the basis of switching tariffs and allowances out of freight rates, including the switching of empty cars in connection with a revenue movement: \$ 15,191

3. Substitute highway motor service in lieu of line-haul rail service performed under tariffs published by rail carriers (does not include traffic moved on joint rail-motor rates):

(a) Payments for transportation of persons: \$ -

(b) Payments for transportation of freight shipments: \$ -

†Governmental aid for providing passenger commuter or other passenger-train service included in account 108, as provided in item (d) of that account: \$ -

NOTE—Gross charges for protective services to perishable freight, without deduction for any proportion thereof credited to account No. 101, "Freight" (not required from switching and terminal companies):

1. Charges for service for the protection against heat: \$ 423

2. Charges for service for the protection against cold: \$ 27

320. RAILWAY OPERATING EXPENSES

State the railway operating expenses on respondent's road for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies, and analyzing them in accordance with the Commission's rules governing the separation of operating expenses between

freight and passenger service; railroads. The returns to accounts 202-221 should be classified as provided for by instructions pertaining to those accounts in the effective rules. The designations shown in column (a) for these accounts are defined as follows:

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)	
		\$	
	Maintenance of Way and Structures		
1	(201) Superintendence		8 418
2	(202) Roadway maintenance—Yard switching tracks		544
3	Roadway maintenance—Way switching tracks		53
4	Roadway maintenance—Running tracks		5 295
5	(206) Tunnels and subways—Yard switching tracks		
6	Tunnels and subways—Way switching tracks		
7	Tunnels and subways—Running tracks		32
8	(208) Bridges, trestles, and culverts—Yard switching tracks		19
9	Bridges, trestles, and culverts—Way switching tracks		5
10	Bridges, trestles, and culverts—Running tracks		3 051
11	(210) Elevated structures—Yard switching tracks		
12	Elevated structures—Way switching tracks		
13	Elevated structures—Running tracks		
14	(212) Ties—Yard switching tracks		649
15	Ties—Way switching tracks	8009	190
16	Ties—Running tracks		7 170
17	(214) Rails—Yard switching tracks		48
18	Rails—Way switching tracks	1745	7
19	Rails—Running tracks		1 690
20	(216) Other track material—Yard switching tracks		68
21	Other track material—Way switching tracks		10
22	Other track material—Running tracks		645
23	(218) Ballast—Yard switching tracks		13
24	Ballast—Way switching tracks		6
25	Ballast—Running tracks		1 069
26	(220) Track laying and surfacing—Yard switching tracks		1 902
27	Track laying and surfacing—Way switching tracks		215
28	Track laying and surfacing—Running tracks		13 840
29	(221) Fences, snowsheds, and signs—Yard switching tracks		2
30	Fences, snowsheds, and signs—Way switching tracks		
31	Fences, snowsheds, and signs—Running tracks		139
32	(227) Station and office buildings		2 002
33	(229) Roadway buildings		289
34	(231) Water stations		28
35	(233) Fuel stations		100
36	(235) Shops and engine houses		715
37	(237) Grain elevators		
38	(239) Storage warehouses		8
39	(241) Wharves and docks		8
40	(243) Coal and ore wharves		7
41	(244) TOFC/COFC terminals		59
42	(247) Communication systems		1 861
43	(249) Signals and interlockers		3 667
44	(253) Power plants		27
45	(257) Power-transmission systems		387
46	(265) Miscellaneous structures		8
47	(266) Road property—Depreciation (p. 78)		5 965
48	(267) Retirements—Road (p. 78)		1 079
49	(269) Roadway machines		3 365

320. RAILWAY OPERATING EXPENSES—Continued

Yard switching tracks.—Yards where separate switching services are maintained, including classification, house, team, industry, and other tracks switched by yard locomotives.

Way switching tracks.—Station, team, industry, and other switching tracks for which no separate switching service is maintained.

Running tracks.—Running tracks, passing tracks, cross-overs, etc., including turn-outs from those tracks to clearance points.

Any unusual accruals involving substantial amounts included in column (b) should be fully explained in a footnote.

(Dollars in thousands)

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS						Other expenses not related to either freight or to passenger and allied services (i)	Line No
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)		
\$ 2 401	\$ 5 662	\$ 8 063	\$ 1	\$ 354	\$ 355		1
416	122	538	6		6		2
53		53					3
4 049	1 167	5 216	57	22	79		4
							5
13	19	32					6
11	8	19					7
5		5					8
1 825	1 193	3 018	3	30	33		9
							10
							11
							12
403	244	647	1	1	2		13
190		190					14
4 453	2 644	7 097	12	61	73		15
44	4	48					16
7		7					17
1 535	143	1 678	9	3	12		18
(60)	123	63	5		5		19
10		10					20
(567)	1 136	569	52	24	76		21
6	7	13					22
6		6					23
508	549	1 057	1	11	12		24
1 189	682	1 871	29	2	31		25
215		215					26
8 652	4 818	13 470	214	156	370		27
2		2					28
							29
119	19	138		1	1		30
398	270	668	568	766	1 334		31
182	102	284	2	3	5		32
18	10	28					33
62	38	100					34
490	204	694	3	18	21		35
							36
8		8					37
8		8					38
7		7					39
59		59					40
547	1 234	1 781		80	80		41
1 605	1 883	3 488	151	28	179		42
17	10	27					43
42	112	154	216	17	233		44
8		8					45
525	4 476	5 001	567	417	964		46
98	954	1 052		27	27		47
1 391	1 915	3 306	8	51	59		48
							49

320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)
	Maintenance of Way and Structures—Continued	\$
50	(270) Dismantling retired road property	509
51	(271) Small tools and supplies	1 588
52	(272) Removing snow, ice, and sand	247
53	(273) Public improvements—Maintenance	472
54	(274) Injuries to persons	1 361
55	(275) Insurance	872
56	(276) Stationery and printing	134
57	(277) Employees' health and welfare benefits	2 536
58	(281) Right-of-way expenses	
59	(282) Other expenses	(227)
60	(278) Maintaining joint tracks, yards, and other facilities—Dr	1 677
61	(279) Maintaining joint tracks, yards, and other facilities—Cr	(1 415)
62	Total—All road property depreciation (account 266)	5 965
63	Total—All other maintenance of way and structures accounts	66 444
64	Total maintenance of way and structures	72 409
	Maintenance of Equipment	
65	(301) Superintendence	4 962
66	(302) Shop machinery	1 439
67	(304) Power-plant machinery	133
68	(305) Shop and power-plant machinery—Depreciation (p. 80)	284
69	(306) Dismantling retired shop and power-plant machinery	10
70	(311) Locomotives—Repairs, Diesel locomotives—Yard	3 523
71	Locomotives—Repairs, Diesel locomotives—Other	18 398
72	Locomotives—Repairs, Other than Diesel—Yard	
73	Locomotives—Repairs, Other than Diesel—Other	
74	(314) Freight-train cars—Repairs*	26 610
75	(317) Passenger-train cars—Repairs	3 065
76	(318) Highway revenue equipment—Repairs	383
77	(323) Floating equipment—Repairs	2
78	(326) Work equipment—Repairs	292
79	(328) Miscellaneous equipment—Repairs	785
80	(329) Dismantling retired equipment	53
81	(330) Retirements—Equipment (p. 80)	(179)
82	(331) Equipment—Depreciation (p. 80)	16 342
83	(332) Injuries to persons	1 274
84	(333) Insurance	645
85	(334) Stationery and printing	88
86	(335) Employees' health and welfare benefits	3 372
87	(339) Other expenses	(16)
88	(336) Joint maintenance of equipment expenses—Dr	296
89	(337) Joint maintenance of equipment expenses—Cr	(274)
90	Total—All equipment depreciation (accounts 305 and 331)	16 626
91	Total—All other maintenance of equipment accounts	64 911
92	Total maintenance of equipment	81 537
93	*Includes charges for work done by others of	\$ 8 547
94	and credits for work charged to others in the amount of	\$ 13 244

320. RAILWAY OPERATING EXPENSES—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS											Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)	Other expenses not related to either freight or to passenger and allied services (i)					
\$	\$	\$	\$	\$	\$	\$					
322	170	492	11	6	17					50	
1 018	553	1 571	2	15	17					51	
178	63	241	4	2	6					52	
333	131	464	4	4	8					53	
1 212	93	1 305	50	6	56					54	
87	740	827		45	45					55	
28	95	123		11	11					56	
252	2 152	2 404		132	132					57	
(25)	(191)	(216)		(11)	(11)					58	
1 542	113	1 655	20	2	22					59	
(1 131)	(169)	(1 300)	(96)	(19)	(115)					60	
525	4 476	5 001	547	417	964					61	
34 241	29 022	63 263	1 333	1 848	3 181					62	
34 766	33 498	68 264	1 880	2 265	4 145					63	
										64	
493	4 020	4 513		449	449					65	
143	1 169	1 312		127	127					66	
18	150	168		15	15					67	
15	232	247	13	24	37					68	
1	8	9		1	1					69	
3 523		3 523								70	
17 304		17 304	1 094		1 094					71	
										72	
26 610		26 610								73	
			3 065							74	
383		383		3 025 0	3 065					75	
2		2								76	
28	250	278		14	14					77	
78	659	737		48	48					78	
1	48	49	1	3	4					79	
(179)		(179)								80	
15 288	961	16 249	75	18	93					81	
1 017	83	1 100	165	9	174					82	
(32)	621	589	(13)	69	56					83	
9	71	80		8	8					84	
335	2 732	3 067		305	305					85	
(2)	(13)	(15)		(1)	(1)					86	
296		296								87	
(274)		(274)								88	
15 303	1 193	16 496	88	172	130					89	
49 754	9 798	59 552	4 312	1 047	5 359					90	
65 057	10 991	76 048	1 375	4 114	5 489					91	
										92	

320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)	
		\$	
	Traffic		
95	(351) Superintendence	3	909
96	(352) Outside agencies	5	807
97	(353) Advertising*		241
98	(354) Traffic associations		572
99	(355) Fast freight lines		289
100	(356) Industrial and immigration bureaus		27
101	(357) Insurance		407
102	(358) Stationery and printing		551
103	(359) Employees' health and welfare benefits		24
104	(360) Other expenses	11	827
105	Total traffic		
	Transportation—Rail Line		
106	(371) Superintendence	10	405
107	(372) Dispatching trains	2	364
108	(373) Station employees	15	834
109	(374) Weighing, inspection, and demurrage bureaus		742
110	(375) Coal and ore wharves		204
111	(376) Station supplies and expenses	2	268
112	(377) Yardmasters and yard clerks	10	062
113	(378) Yard conductors and brakemen	25	002
114	(379) Yard switch and signal tenders		711
115	(380) Yard enginemen	10	520
116	(382) Yard switching fuel	2	120
117	(383) Yard switching power produced		
118	(384) Yard switching power purchased	1	102
119	(388) Servicing yard locomotives	1	372
120	(389) Yard supplies and expenses	17	752
121	(392) Train enginemen	18	475
122	(394) Train fuel		
123	(395) Train power produced	1	290
124	(396) Train power purchased	3	499
125	(400) Servicing train locomotives	33	395
126	(401) Trainmen	9	284
127	(402) Train supplies and expenses**		(5)
128	(403) Operating sleeping cars	2	780
129	(404) Signal and interlocker operation		195
130	(405) Crossing protection		102
131	(406) Drawbridge operation		715
132	(407) Communication system operation		
133	(408) Operating floating equipment	5	950
134	(409) Employees' health and welfare benefits	1	238
135	(410) Stationery and printing		
136	*Value of transportation issued in exchange for advertising		
	**Includes gross charges and credits for heater and refrigerator service as follows:		
137	Freight train cars: Refrigerator-Charges		55
138	-Credits		49
139	Heater-Charges		258
140	-Credits		
141	TOFC trailers: Refrigerator-Charges		
142	-Credits		
143	Heater-Charges		
144	-Credits		

320. RAILWAY OPERATING EXPENSES—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS										Line No.				
Expenses related solely to freight service (c)		Common expenses apportioned to freight service (d)		Total freight expense (e)		Related solely to passenger and allied services (f)		Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)		Other expenses not related to either freight or to passenger and allied services (i)	
\$		\$		\$		\$		\$		\$		\$		
3	909			3	909									95
5	807			5	807									96
	220				220		21				21			97
	569				569		3				3			98
														99
	289				289									100
	27				27									101
	407				407									102
	504				504		47				47			103
	24				24									104
11	756			11	756		71				71			105
4	564	4	988	9	552		518		335		853			106
1	067	1	189	2	256		11		97		108			107
13	155		907	14	062		1 641		131		1 772			108
	742				742									109
	204				204									110
1	660		203	1	863		318		87		405			111
8	337	1	656	9	993		67		2		69			112
19	229	5	695	24	924		74		4		78			113
	489		206		695		15		1		16			114
8	200	2	318	10	518				2		2			115
2	120			2	120									116
														117
														118
	761		260	1	021		81				81			119
	940		422	1	362		9		1		10			120
16	570			16	570		1 182				1 182			121
18	736			18	736		(261)				(261)			122
														123
							1 290				1 290			124
2	541			2	541		958				958			125
31	494			31	494		1 901				1 901			126
8	747			8	747		537				537			127
							(5)				(5)			128
1	445	1	098	2	543		218		19		237			129
	161		21		182		13				13			130
	102				102									131
	472		225		697		1		17		18			132
														133
	591	5	026	5	617				333		333			134
	505		635	1	140		51		47		98			135

320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)
	Transportation—Rail Line	\$
145	(411) Other expenses	303
146	(414) Insurance	465
147	(415) Clearing wrecks	2 766
148	(416) Damage to property	584
149	(417) Damage to livestock on right of way	153
150	(418) Loss and damage—Freight	7 710
151	(419) Loss and damage—Baggage	1
152	(420) Injuries to persons	6 854
153	(421) TOFC/COFC terminals	1 765
154	(422) Other highway transportation expenses	59
155	(390) Operating joint yards and terminals—Dr	5 025
156	(391) Operating joint yards and terminals—Cr	(2 053)
157	(412) Operating joint tracks and facilities—Dr	873
158	(413) Operating joint tracks and facilities—Cr	(1 367)
159	Total transportation—Rail line	200 514
	Miscellaneous Operations	
160	(441) Dining and buffet service	
161	(442) Hotels and restaurants	
162	(443) Grain elevators	
163	(445) Producing power sold	
164	(446) Other miscellaneous operations	
165	(449) Employees' health and welfare benefits	
166	(447) Operating joint miscellaneous facilities—Dr	
167	(448) Operating joint miscellaneous facilities—Cr	
168	Total miscellaneous operations	
	General	
169	(451) Salaries and expenses of general officers	4 081
170	(452) Salaries and expenses of clerks and attendants	14 373
171	(453) General office supplies and expenses	3 798
172	(454) Law expenses	1 648
173	(455) Insurance	83
174	(456) Employees' health and welfare benefits	813
175	(457) Pensions	2 635
176	(458) Stationery and printing	1 027
177	(460) Other expenses*	530
178	(461) General joint facilities—Dr	167
179	(462) General joint facilities—Cr	
180	Total general expenses	29 155
181	Grand total railway operating expenses	395 442
182	Operating ratio (ratio of operating expenses to operating revenues) percent. (Two decimal places required)	75.18 %
183	Amount of employee compensation † (applicable to the current year) chargeable to operating expenses	\$ 250 449

*Give description and amount of charges to account No. 460, "Other expenses," for severance payments made to employees. This includes payments made as a result of agreements with employee organizations and awards pursuant to decisions of arbitration boards or by specific orders of this Commission or by voluntary action on the part of respondent. This also includes severance payments in cases relating to mergers and situations involving reduction in employees because of abandonment or consolidation of facilities.

Description of payments	Amount
Protective Allowance to Employees	\$ 61
Severance Allowance to Employees	40
	\$ 101

†Includes "straight time paid for" in train and engine service, and "time actually worked and paid for at straight time rates" in other services; all overtime in train and engine service, and overtime paid for at punitive rates in other services; and "constructive allowances, including vacations and holidays" in train and engine service and "vacations, holidays, and other allowances" in other services. (Compensation chargeable to operating expenses applicable to prior years, which was paid or is payable under labor awards of the current year or for other reasons, should be shown in Schedule 361C and not included in this return.)

320. RAILWAY OPERATING EXPENSES—Concluded

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS											Line No.			
Expenses related solely to freight service (c)		Common expenses apportioned to freight service (d)		Total freight expenses (e)		Expenses related solely to passenger and allied services (f)		Common expenses apportioned to passenger and allied services (g)		Total passenger expense (h)		Other expenses not related to either freight or to passenger and allied services (i)		
\$		\$		\$		\$		\$		\$			\$	
	273		25		298		2		3		5			145
	46		419		465									146
2	766				2 766									147
	449		89		538		37		9		46			148
	58		69		127		10		16		26			149
7	710				7 710									150
							1				1			151
5	218		86		5 304		1 525		25		1 550			152
1	765				1 765									153
	59				59									154
4	622				4 622		403				403			155
2	017		122		2 039		(2)		(12)		(14)			156
	623		192		815		54		4		58			157
	609		558		1 167		(104)		(96)		(200)			158
163	795		25 149		188 944		10 545		1 025		11 570			159
														160
														161
														162
														163
														164
														165
														166
														167
														168
	422		3 440		3 862				219		219			169
7	079		6 723		13 802		143		428		571			170
	501		3 100		3 601				197		197			171
	164		1 395		1 559				89		89			172
	8		71		79				4		4			173
	81		688		769				44		44			174
	262		2 231		2 493				142		142			175
	137		837		974				53		53			176
	302		214		516				14		14			177
	156				156		11				11			178
														179
	9 112		18 699		27 811		154		1 190		1 344			180
284	486		88 337		372 823		14 025		8 594		22 619			181

17 050

5 569

322. ROAD PROPERTY—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 266, "Road property—Depreciation," for the year.

Line No.	Subaccount (Dollars in thousands)		Amount of operating expenses for the year
	(a)	(b)	
		\$	
1	(1) Engineering _____		117
2	(2 1/2) Other right-of-way expenditures _____		9
3	(3) Grading _____		130
4	(5) Tunnels and subways _____		9
5	(6) Bridges, trestles, and culverts _____		1 951
6	(7) Elevated structures _____		-
7	(13) Fences, snowsheds, and signs _____		39
8	(16) Station and office buildings _____		764
9	(17) Roadway buildings _____		27
10	(18) Water stations _____		9
11	(19) Fuel stations _____		34
12	(20) Shops and enginehouses _____		407
13	(21) Grain elevators _____		-
14	(22) Storage warehouses _____		9
15	(23) Wharves and docks _____		8
16	(24) Coal and ore wharves _____		13
17	(25) TOFC/COFC terminals _____		17
18	(26) Communication systems _____		336
19	(27) Signals and interlockers _____		707
20	(29) Power plants _____		11
21	(31) Power-transmission systems _____		156
22	(35) Miscellaneous structures _____		4
23	(37) Roadway machines _____		883
24	(39) Public improvements—Construction _____		325
25	All other road accounts _____		
26	Total (account 266)		5 965

324. RETIREMENTS—ROAD

Give the particulars called for with respect to the amount included in account 267, "Retirements—Road," for the year.

Line No.	Subaccount (Dollars in thousands)		Amount of operating expenses for the year
	(a)	(b)	
		\$	
1	(1) Engineering _____		37
2	(2 1/2) Other right-of-way expenditures _____		
3	(3) Grading _____		319
4	(5) Tunnels and subways _____		
5	(8) Ties _____		292
6	(9) Rails _____		(254)
7	(10) Other track material _____		223
8	(11) Ballast _____		180
9	(12) Track laying and surfacing _____		268
10	(38) Roadway small tools _____		
11	(39) Public improvements—Construction _____		
12	(43) Other expenditures—Road _____		
13	(76) Interest during construction _____		12
14	(77) Other expenditures—General _____		2
15	(80) Other elements of investment _____		
16	All other road accounts _____		
17	Total (account 267)		1 079

322. ROAD PROPERTY—DEPRECIATION

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS											Other expenses not related to either freight or to passenger and allied services	Line No.		
Expenses related solely to freight service		Common expenses apportioned to freight service		Total freight expense		Related solely to passenger and allied services		Common expenses apportioned to passenger and allied services		Total passenger expense				
(c)		(d)		(e)		(f)		(g)		(h)			(i)	
\$		\$		\$		\$		\$		\$		\$		
	8		75		83		30		4		34			1
	1		8		9									2
	8		83		91		37		2		39			3
	1		8		9									4
	267	1	605	1	872		58		21		79			5
					-									6
	7		31		38		1				1			7
	52		258		310		170		284		454			8
	3		23		26		1				1			9
			9		9									10
	5		29		34									11
	31		335		366		25		16		41			12
					-									13
			9		9									14
	3		5		8									15
			13		13									16
	3		14		17									17
	30		280		310		9		17		26			18
	47		563		610		60		37		97			19
	1		10		11		-							20
	5		28		33		116		7		123			21
	1		3		4									22
	14		836		850		9		24		33			23
	38		251		289		31		5		36			24
														25
	525	4	476	5	001		547		417		964			26

324. RETIREMENTS—ROAD

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS											Other expenses not related to either freight or to passenger and allied services	Line No.		
Expenses related solely to freight service		Common expenses apportioned to freight service		Total freight expense		Related solely to passenger and allied services		Common expenses apportioned to passenger and allied services		Total passenger expense				
(c)		(d)		(e)		(f)		(g)		(h)			(i)	
\$	2	\$	32	\$	34	\$		\$	3	\$	3	\$		1
														2
	25		287		312				7		7			3
														4
	17		272		289				3		3			5
	(3)		(246)		(249)				(5)		(5)			6
	29		187		216				7		7			7
	3		173		177				3		3			8
	15		244		259				9		9			9
														10
														11
														12
	8		4		12									13
	1		1		2									14
														15
														16
	98		954		1 052				27		27			17

326. SHOP AND POWER-PLANT MACHINERY—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 305, "Shop and power-plant machinery—Depreciation," for the year.

Line No.	Subaccount (a)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(44) Shop machinery		239
2	(45) Power-plant machinery		45
3	Total (account 305)		284

328. RETIREMENTS—EQUIPMENT

Give the particulars called for with respect to the amount included in account 330, "Retirements—Equipment," for the year.

Line No.	Subaccount (a)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(52) Locomotives		
2	(53) Freight-train cars		(179)
3	(54) Passenger-train cars		
4	(55) Highway revenue equipment		
5	(56) Floating equipment		
6	(57) Work equipment		
7	(58) Miscellaneous equipment		
8	(76) Interest during construction		
9	(77) Other expenditures—General		
10	(80) Other elements of investment		
11	Total (account 330)		(179)

330. EQUIPMENT—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 331, "Equipment—Depreciation," for the year.

Line No.	Subaccount (a)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(52) Locomotives-Yard		385
2	(52) Locomotives-Other		3 177
3	(53) Freight-train cars		11 956
4	(54) Passenger-train cars		9
5	(55) Highway revenue equipment		
6	(56) Floating equipment		12
7	(57) Work equipment		423
8	(58) Miscellaneous equipment		380
9	Total (account 331)		16 342

326. SHOP AND POWER-PLANT MACHINERY—DEPRECIATION—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS											Other expenses not related to either freight or to passenger and allied services (i)	Line No.
Expenses related solely to freight service (c)		Common expenses apportioned to freight service (d)		Total freight expense (e)		Related solely to passenger and allied services (f)		Common expenses apportioned to passenger and allied services (g)		Total passenger expense (h)		
\$		\$		\$		\$		\$		\$		
	15		192		207		12		20		32	1
			40		40		1		4		5	2
	15		232		247		13		24		37	3

328. RETIREMENTS-EQUIPMENT—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS												Line No.		
Expenses related solely to freight service (c)		Common expenses apportioned to freight service (d)		Total freight expense (e)		Related solely to passenger and allied services (f)		Common expenses apportioned to passenger and allied services (g)		Total passenger expense (h)			Other expenses not related to either freight or to passenger and allied services (i)	
\$		\$		\$		\$		\$		\$		\$		
	(179)				(179)									1
														2
														3
														4
														5
														6
														7
														8
														9
	(179)				(179)									10
														11

330. EQUIPMENT-DEPRECIATION—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS													Line No.	
Expenses related solely to freight service (c)		Common expenses apportioned to freight service (d)		Total freight expense (e)		Related solely to passenger and allied services (f)		Common expenses apportioned to passenger and allied services (g)		Total passenger expense (h)		Other expenses not related to either freight or to passenger and allied services (i)		
\$		\$		\$		\$		\$		\$		\$		
	38		347		385									1
	3 130				3 130		47				47			2
	11 956				11 956									3
							9				9			4
	12				12									5
	40		379		419		3		1		4			6
	112		235		347		16		17		33			7
	15 288		961		16 249		75		18		93			8
														9

350. RAILWAY TAX ACCRUALS

1. In Sections A and B show the particulars called for with respect to net accruals of taxes on railroad property, and U.S. Government taxes charged to account 532, "railway tax accruals" of the respondent's In-

come account for the year.
2. In Section C show an analysis and distribution of Federal income taxes. (Dollars in thousands)

A. Other than U.S. Government Taxes

Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
1	Alabama	221	South Dakota	3	41
2	Alaska	-	Tennessee	1 236	42
3	Arizona	-	Texas	1	43
4	Arkansas	1	Utah	-	44
5	California	1	Vermont	-	45
6	Colorado	-	Virginia	-	46
7	Connecticut	-	Washington	-	47
8	Delaware	-	West Virginia	-	48
9	Florida	-	Wisconsin	28	49
10	Georgia	1	Wyoming	-	50
11	Hawaii	-	District of Columbia	-	51
12	Idaho	-			
13	Illinois	8 948	Other		
14	Indiana	169	Canada	1	52
15	Iowa	878	Mexico	25	53
16	Kansas	-	Puerto Rico	-	54
17	Kentucky	544			
18	Louisiana	1 513	Total—Other than U.S. Government Taxes	17 334	55
19	Maine	-			56
20	Maryland	-			
21	Massachusetts	-	B. U.S. Government Taxes		
22	Michigan	1	Kind of tax (a)	Amount (b)	
23	Minnesota	17			
24	Mississippi	3 212	Income taxes:		
25	Missouri	522	Normal tax and surtax	3 544	57
26	Montana	-	Excess profits	-	58
27	Nebraska	10	Total—Income taxes	3 544	59
28	Nevada	-	Old-age retirement*	28 023	60
29	New Hampshire	-	Unemployment insurance	3 690	61
30	New Jersey	-	All other United States Taxes	7	62
31	New Mexico	-	Total—U.S. Government taxes	35 264	63
32	New York	2	Grand Total—Railway Tax Accruals (account 532)	52 598	64
33	North Carolina	-			
34	North Dakota	-			
35	Ohio	-			
36	Oklahoma	-			
37	Oregon	-			
38	Pennsylvania	-			
39	Rhode Island	-			
40	South Carolina	-			

*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:

Hospital insurance \$ 1 457
Supplemental annuities 3 727

350. RAILWAY TAX ACCRUALS—Continued

C. Analysis of Federal Income Taxes

Line No.	Item (a)	Amount (b)	Item (a)	Amount (b)	Line No.
67	Provision for income taxes based on taxable net income recorded in the accounts for the year	14 109	Net Decrease (or Increase) Because of		73
68	Net decrease (or increase) because of use of accelerated depreciation under section 167 of the Internal Revenue Code and guideline lives pursuant to Revenue Procedure 62-21 and different basis used for book depreciation	3 021	Timing Differences-Purch. Acctg.	1 394	74
			Net Decrease (or Increase) Because of		75
			Other Book/Tax Timing		76
			Differences	1 802	77
69	Net increase (or decrease) because of accelerated amortization of facilities under section 168 of the Internal Revenue Code for tax purposes and different basis used for book depreciation	188	Net applicable to the current year	3 544	78
			Adjustments applicable to previous years (net debit or credit), except carry-backs and carry-overs		79
70	Net decrease (or increase) because of investment tax credit authorized in Revenue Act of 1962	3 041	Adjustments for carry-backs		80
			Adjustments for carry-overs		81
71	Net decrease (or increase) because of accelerated amortization of certain rolling stock under section 184 of the Internal Revenue Code and basis used for book depreciation	1 462	Total	3 544	82
			Distribution:		83
			Account 532	3 544	84
			Account 590		85
			Other (Specify)		86
72	Net decrease (or increase) because of amortization of certain rights-of-way investment under section 185 of the Internal Revenue Code	33	Total	3 544	87
					88

Note.—The amount shown on line 59 should equal line 84; the amount shown on line 83 should equal line 88.

351. RECONCILIATION OF REPORTED NET INCOME WITH TAXABLE INCOME FOR FEDERAL INCOME TAXES

1. Report hereunder a reconciliation of reported net income for the year with taxable income used in computing Federal income tax accruals. The reconciliation shall be submitted even though there is no taxable income for the year. Descriptions should clearly indicate the nature of each reconciling amount.

2. If the respondent is a member of a group which files a consolidated Federal tax return, reconcile reported net income with taxable net income as if a separate return were to be filed, indicating, however, inter-company amounts to be eliminated in such consolidated return.

Line No.	Item (a)	(Dollars in thousands)	Amount (b)
1	Net income for year from Schedule 300 (p. 66)		\$
	Reconciling amounts (list additional income and unallowable deductions followed by additional deductions and nontaxable income):		
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13	Federal tax net income		
14	Amount taxed as ordinary income	\$	XXXXXXXXXX
15	Amount taxed as capital gains		XXXXXXXXXX
16	Total (should be same as line 13)		XXXXXXXXXX

352. COMPUTATION OF FEDERAL INCOME TAXES

All carriers who are not members of a group which files a consolidated Federal tax return shall complete parts 1 and 3. Carriers who are members of a group which files a consolidated Federal tax return shall com-

plete parts 2 and 3. All carriers shall furnish information requested at bottom of schedule.
(Dollars in thousands)

Line No.	Item (a)	Amount (b)
1	1. Computation of tax accrual on a separate return:	\$
2	Tax on ordinary income _____	
3	Tax on capital gains _____	
4	Total tax _____	
5	Less tax credits _____	
6	Tax accrual for year _____	
7	2. If respondent is a member of an affiliated group which files a consolidated tax return, compute tax accrual in (a) as if filing on a separate return basis. Also compute tax accrual in (b) to reflect tax liability as allocated to respondent on consolidated tax return and complete Schedule 353.	
8	(a) Computation of tax on separate return basis:	
9	Tax on ordinary income _____	
10	Tax on capital gains _____	
11	Total tax _____	
12	Less tax credits _____	
13	Tax accrual for year _____	
14	(b) Allocation of tax on consolidated return:	
15	Allocated tax on ordinary income _____	
16	Allocated tax on capital gains _____	
17	Total tax _____	
18	Less tax credits allocated to respondent _____	
19	Tax accrual for year _____	
20	3. Distribution of tax accrual:	
21	Account 532 _____ \$ _____	
22	Account 590 _____	
23	Other (Specify) _____	
24	Tax accrual for year _____	
25	1. Net decrease (or increase) in tax because of computing book depreciation under Commission rules and computing tax depreciation using the items listed below _____	\$
26	-Accelerated depreciation under section 167 of the Internal Revenue Code.	
27	-Guideline lives pursuant to Revenue Procedure 62-21.	
28	-Guideline lives under Class Life System (Asset Depreciation Range) as provided in the Revenue Act of 1971.	
29	2. Net increase (or decrease) in tax because of accelerated amortization of facilities under Section 168 of the Internal Revenue Code for tax purposes and different basis used for book depreciation _____	\$
30	(a) Indicate method elected by carrier, as provided in the Revenue Act of 1971, to account for the investment tax credit.	
31	Flow-through _____ Deferral _____	
32	(b) If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit _____	\$
33	(c) If deferral method was elected, indicate amount of investment tax credit utilized as a reduction of tax liability for current year _____	\$
34	3. Deduct amount of current year's investment tax credit applied to reduction of tax liability but deferred for accounting purposes _____	\$
35	4. Balance of current year's investment tax credit used to reduce current year's tax accrual _____	\$
36	5. Add amount of prior years' deferred investment tax credits being amortized and used to reduce current year's tax accrual _____	\$
37	6. Total decrease in current year's tax accrual resulting from use of investment tax credits _____	\$
38	7. Net decrease (or increase) in tax because of accelerated amortization of certain rolling stock under Section 184 of the Internal Revenue Code and basis used for book depreciation _____	\$
39	8. Net decrease (or increase) in tax because of amortization of certain rights-of-way investment under Section 185 of the Internal Revenue Code _____	\$

BLANK

353. CONSOLIDATED FEDERAL INCOME TAX INFORMATION

To be completed by carriers who are members of a group which files a consolidated Federal tax return. Give particulars for latest consolidated return filed. (Dollars in thousands)

Line No.	Name of Company:																																																																																																																																																																																																						
1	1. Schedule of affiliated companies included in consolidated return and allocation of tax liability for tax year ended _____ 19____																																																																																																																																																																																																						
	<table border="1"> <thead> <tr> <th>Item (a)</th> <th colspan="2">Book income (b)</th> <th colspan="2">Taxable income (c)</th> <th colspan="2">Tax liability on separate return basis (d)</th> <th colspan="2">Tax allocated on consolidated return (e)</th> </tr> <tr> <th></th> <th>\$</th> <th></th> <th>\$</th> <th></th> <th>\$</th> <th></th> <th>\$</th> <th></th> </tr> </thead> <tbody> <tr> <td>Carriers regulated by ICC:</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>2 Respondent _____</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>Other carriers:</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>3 BLANK</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>4</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>5</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>6</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>7</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>8</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>9</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>10 Totals-ICC regulated carriers _____</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>Other affiliates:</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>11</td> <td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td> </tr> <tr> <td>12</td> <td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td> </tr> <tr> <td>13</td> <td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td> </tr> <tr> <td>14</td> <td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td> </tr> <tr> <td>15</td> <td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td><td>XXX</td> </tr> <tr> <td>16</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>17 Totals-Other affiliates _____</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> <tr> <td>18 Grand totals _____</td> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> </tbody> </table>	Item (a)	Book income (b)		Taxable income (c)		Tax liability on separate return basis (d)		Tax allocated on consolidated return (e)			\$		\$		\$		\$		Carriers regulated by ICC:									2 Respondent _____									Other carriers:									3 BLANK									4									5									6									7									8									9									10 Totals-ICC regulated carriers _____									Other affiliates:									11	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	12	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	13	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	14	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	15	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	16									17 Totals-Other affiliates _____									18 Grand totals _____								
Item (a)	Book income (b)		Taxable income (c)		Tax liability on separate return basis (d)		Tax allocated on consolidated return (e)																																																																																																																																																																																																
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18 Grand totals _____																																																																																																																																																																																																							
19	2. Indicate method of allocating the consolidated tax liability to the affiliated companies as elected under the provisions of Internal Revenue Code Section 1552 by specifying subsection 1, 2, 3 or 4. If subsection 4 is designated, describe method of allocation.																																																																																																																																																																																																						
20	Consolidated tax liability is allocated under Section 1552 (a) ()																																																																																																																																																																																																						
21																																																																																																																																																																																																							
22																																																																																																																																																																																																							
23	3. (a) Are tax loss companies paid by the group for the tax benefits arising from the inclusion of their losses in the consolidated return? Specify. Yes___No___																																																																																																																																																																																																						
24	(b) If loss companies are paid for tax benefits, describe method of allocating the tax savings and the method of payment.																																																																																																																																																																																																						
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371. INCOME FROM LEASE OF ROAD AND EQUIPMENT

1. Give particulars called for with respect to road and equipment leased to others during the year, the rent of which is includible in account No. 509, "Income from lease of road and equipment".

2. If the respondent leased to others during all or any part of the year any road and equipment upon which no rent receivable accrued, give par-

ticulars in a footnote. Show the three largest items regardless of the dollar amount and all other items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000" (Dollars in thousands)

Line No.	Description of property (a)	Name of lessee (b)	Total rent accrued during year (account 509) (c)
1	Sta. Fac. - Kensing. & Hegewisch - Ill.	Chgo. So. Shore & So. Bend	\$ 37
2	Track at Dubuque Iowa	Chgo. & North Western	1
3			
4			
5			
Total			38

371A. ABSTRACT OF TERMS AND CONDITIONS OF LEASES

Give brief abstracts of the terms and conditions of the leases under which the above-stated rents are derived, showing particularly (1) the date of the grant, (2) the chain of title (in case of assignment or subletting) and dates of transfer connecting the original parties with the present parties, (3) the basis on which the amount of the annual rent is determined, and (4) the date when the lease will terminate, or, if the date of termination has not yet been fixed, the provisions governing the termination of the lease. Also give reference to the Interstate Commerce Commission's authority for the lease, if any. If none, state the reasons therefor. Only

changes during the year are required.—Indicate the year in which reference was made to the original lease, and also the year or years in which any change in lease was mentioned.

Copies of leases may be filed in lieu of abstracts above called for. References to copies filed in prior years should be specific.

If the respondent has any reversionary interest in railroad property from which it derives no rent, give the particulars hereunder; if it has no such reversionary interest, state that fact.

372. MISCELLANEOUS RENT INCOME

Give particulars of rents receivable accrued for use of all properties not otherwise specified under rents receivable. This account is for rent income from property not operated by the respondent but the cost of which is properly included in cost of road and equipment. It should not be confused with operating revenue account No. 142, "Rents of buildings and other property", which is for rent revenue from operated property in road and equipment the cost of operation of which cannot be separately

stated.

Show amount of rent from three properties producing largest income regardless of amount, and all properties producing income of \$250,000 or more. Other properties whose income is less than \$250,000 may be combined into a single entry designated, "Other items, each less than \$250,000 per annum."

Line No.	Description of Property		Name of lessee (c)	Amount of rent (d)
	Name (a)	Location (b)		
1	185,000 sq. ft. of land	N. Side of 31st, West	Metropolitan Fair	\$
2		of Outer Drive	and Exposition	
3		Chicago, Ill.	Authority	37
4				
5	Warehouse #30	Tchoupitoulas &		
6		Foucher St.	Barclay Terminal	
7		New Orleans, La.	Warehouse	86
8	Randolph St.			
9	Suburban Station	Chicago, Ill.	John Curtis Co.	65
10	other items, each less than \$250,000			2 812
11			Total	3 000

375. SEPARATELY OPERATED PROPERTIES - PROFIT OR LOSS

Give particulars of the several separately operated properties of companies having a corporate existence separate and distinct from that of the respondent, the profits or losses resulting from the operation of which are receivable or payable in whole or in part by the respondent, and for each such separately operated property state the amount of such profits or losses accrued to the respondent during the year. Show the three largest

items regardless of the dollar amount and all other items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000". No dividends or other returns on securities held by or for the respondent should be shown hereunder nor any interest on construction advances or other loans. (Dollar in thousands)

Line No.	Description of property operated (a)	Location of property (b)	Name of operator (c)	ACCRUED TO RESPONDENT	
				Profit (d)	Loss (e)
				\$	\$
1					
2					
3					
4	None				
5					
6					
7					
8					
9					
10			Total		

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 376. HIRE OF FREIGHT CARS, PAGE 88

1. Show a recapitulation of the total amounts credited and charged during the year to hire of freight cars on account of freight cars leased, freight cars interchanged, private and individual cars, auto racks and highway trailers. The difference between the total amount receivable and the total amount payable should be entered as a balance, receivable or payable as the case may be, and should be consistent with the entry for hire of freight cars in the Income Account, on page 300.

2. In column (b) show the total car-miles, both loaded and empty whether paid for on loaded and empty basis or loaded basis only. Car-miles, loaded and empty, reported in column (b), lines 1 through 4, relate to total car-miles incurred on lines of respondent by cars rented on a mileage basis, for which payments are reported in columns (d) and (f). Exclude from lines 1 through 4, data applicable to TOFC and COFC cars and cars rented on a combination mileage and per diem* basis. These exclusions should be reported in lines 5 and 6 through 16.

3. On line 5, column (b), enter the total miles, loaded plus empty, incurred on lines of respondent by TOFC and COFC cars for which payments are reported in columns (d) and (f). In columns (c) through (f), as applicable, enter the rentals paid for TOFC and COFC cars regardless of basis for charges.

4. On lines 6, 7, and 8 report data applicable to all cars the rentals for

which are charged only on a combination mileage and per diem* basis. Car-miles loaded and empty, reported in column (b), lines 6, 7, and 8, relate to total car-miles incurred on lines of respondent by cars rented on a combination mileage and time basis* for which payments are reported in columns (d) and (f). Exclude from lines 6, 7, and 8, data reported on lines 1 through 5 and 9 through 16.

5. On lines 9 through 14 report the per diem (time portion) charges applicable to cars rented on a combination mileage and per diem* basis for which the mileage portion was reported on lines 6, 7, and 8. Report on line 15, columns (c) and (d), the car-days paid for and for which payments were received applicable to the unequipped boxcar charges reported on lines 9 through 12. Report on line 16, columns (c) and (d), the car-days paid for and for which payments were received applicable to cars, other than unequipped box cars, for which charges are reported on line 13.

6. Amounts payable to insurance companies and to other non-carrier companies for lease rental of cars should be included on line 17, column (f). Amounts receivable from railroads or other carriers for per diem rental of these cars should be reported on lines 6 through 16, column (c).

7. Line 21 refers to the auto racks separate and apart from the cars on which the racks are installed.

*Combination mileage and per diem refers to cars moving at rates per mile and per day prescribed by the Commission in Docket No. 31358 or updated computations thereof.

376. HIRE OF FREIGHT CARS

(Dollars in thousands)

Line No.	Item	Car-miles (loaded and empty) See instructions 2, 3, and 4	CARS OF RESPONDENT OR OTHER CARRIERS (Excluding cars of private car lines)		CARS OF INDIVIDUALS AND COMPANIES NOT CARRIERS (Including cars of private car lines)	
			Gross amount receivable (c)	Gross amount payable (d)	Gross amount receivable (e)	Gross amount payable (f)
(a)	(b)					
	FREIGHT CARS		\$	\$	\$	\$
	Mileage Basis:					
1	Tank cars	122 811 566	-	11	-	9 867
2	Refrigerator cars	12 212 213	-	22	-	696
3	All other cars	97 709 259	-	-	-	2 319
4	Total (Lines 1-3)	232 733 038	-	33	-	12 882
5	TOFC and/or COFC Cars	60 689 347	-	-	-	3 404
	Combination Mileage and Per Diem Basis:					
	Mileage Portion:					
6	Unequipped box cars	N/A	N/A	N/A	-	-
7	All other per diem cars	411 630 495	9 957	9 374	-	-
8	Total (Lines 6 and 7)	411 630 495	9 957	9 374	-	-
	Per Diem Portion:					
	Unequipped Box Cars:					
	U.S. Ownership:					
9	Basic		N/A	N/A	-	-
10	Incentive		4 679	4 886	-	-
	Canadian Ownership:					
11	Basic		N/A	N/A	-	-
12	Incentive		73	230	-	-
13	All Other Per Diem Cars		26 567	30 958	-	-
14	Total Per Diem Portion (Lines 9-13)		31 319	36 074	-	-
15	Car-days Paid For Unequipped Box Cars		N/A	N/A	-	-
16	Car-days Paid For, All Other Per Diem Cars		7 892 285	9 282 970	-	-
17	Leased Rental-Railroad, Insurance and Other Companies	\$	-	\$ 3 760	\$	\$ 3 682
18	Other Basis		-	-	72	-
	OTHER FREIGHT CARRYING EQUIPMENT					
19	Refrigerated Highway Trailers		1 153	109	-	1 806
20	Other Highway Trailers		2 743	1 537	-	4 333
21	Auto Racks		2 639	2 410	-	-
22	GRAND TOTAL (Lines 4, 5, 8, 14, & 17-21)		47 811	53 297	72	26 107
23	NET BALANCE CARRIED TO INCOME ACCOUNT: CREDIT \$ or DEBIT \$ 31521					

377. LOCOMOTIVE RENTALS

Give an analysis as requested of amounts credited to account 504, "Rent from locomotives," and amounts charged to account 537, "Rent for locomotives," on account of locomotives leased or otherwise rented. (Dollars in thousands)

Line No.	Item (a)	Amount receivable (b)	Amount payable (c)	Remarks (d)
	Locomotives of respondent or other carriers:	\$	\$	
1	Mileage basis _____		2	
2	Per diem basis _____	76		
3	Other basis _____	188	1 086	
	Locomotives of individuals and companies not carriers:			
4	Mileage basis _____			
5	Per diem basis _____	(75)	286	
6	Lease rental-insurance and other companies _____		1 211	
7	Other basis _____			
8	Total _____	189	2 585	

378. PASSENGER-TRAIN CAR RENTALS

Show a recapitulation of the total amounts credited to account 505, "Rent from passenger-train cars," and amounts charged to account 538, "Rent for passenger-train cars," on account of passenger cars leased, passenger cars interchanged, and private or individual cars. (Dollars in thousands)

Line No.	Item (a)	Amount receivable (b)	Amount payable (c)	Remarks (d)
	Cars of respondent or other carriers:	\$	\$	
1	Mileage basis _____			
2	Per diem basis _____			
3	Other basis _____	15		
	Cars of individuals and companies not carriers:			
4	Mileage basis _____			
5	Per diem basis _____			
6	Lease rental-insurance and other companies _____		534	
7	Other basis _____			
8	Total _____	15	534	

Avail ^{to cover} 100 of which 10 was long term. 5x

Say 110 to cover 30 i. 3.7x

383. RENT FOR LEASED ROADS AND EQUIPMENT

1. Give particulars called for with respect to roads and equipment leased from others during the year, the rent for which is includible in account No. 542, "Rent for leased roads and equipment."

2. Rents payable which are not classifiable under one of the three headings provided should be explained in a footnote.

3. If the respondent held under lease during all or any part of the year any road upon which no rent payable accrued, or if any portion of the

charge shown hereunder is for construction on a line in which the respondent's leasehold interest will soon expire, give full particulars in a footnote.

4. Show the three largest items regardless of the dollar amount and all other items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." (Dollars in thousands)

Line No.	Name of lessor or reversioner and description of property (a)	Total rent accrued during year (Acct. 542) (b)	Classification of Amount Column (b)		
			Interest on bonds (c)	Dividends on stocks (d)	Cash (e)
1	New Orleans Great Northern Ry	\$ 510	\$ 408		\$ 102
2					
3	Vicksburg Bridge Commission of				
4	Warren Cnty, Miss.-Bridge				
5	Vicksburg, Miss. to Delta Point IA	386			386
6					
7	Other Items, Each Less Than				
8	\$250,000	17			17
9					
10	Total	913	408		505

383A. ABSTRACTS OF LEASEHOLD CONTRACTS

1. Give brief abstracts of the terms and conditions of the leases under which the respondent holds the properties above named, showing particularly (1) the date of the lease, (2) the chain of title and dates of transfers connecting the original lessee with the respondent in case of assignment or subletting, (3) the basis on which the amount of the annual rent is determined, and (4) the date when the lease is to terminate, or, if such date has not yet been determined, the provisions governing its determination.

Also give reference to the Interstate Commerce Commission's authority for the lease, if any. If none, state the reasons therefore. Only changes during the year are required.

2. In lieu of the abstracts here called for, the respondent may file copies of lease agreements and give specific references to copies heretofore filed with the Commission. Agreements being filed should be addressed to the Bureau of Accounts.

NONE

384. MISCELLANEOUS RENTS

Give particulars of all properties the rents on which were charged by the respondent during the year to Income, under the heading "Miscellaneous rents," showing for each item the total charge therefor to Income. Show the three largest items regardless of the dollar amount and all other

items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." (Dollars in thousands)

Line No.	Description of Property		Name of lessor (c)	Amount charged to Income (d)	
	Name (a)	Location (b)			
1	Wharf Property	Louisville, Ky.	City of Louisville	\$	7
2					
3	Land	Front St. & Wiggins Ave.	Terminal RR Assn.		3
4		East St. Louis	of St. Louis		
5					
6	Peabody Coal Dock	East St. Louis	" "		3
7					
8	Other items, each less than \$250,000				9
9					
10			Total		22

396. ITEMS IN SELECTED INCOME AND RETAINED INCOME ACCOUNTS FOR THE YEAR

Give a brief description for all items, regardless of amount, included during the year in accounts 570, "Extraordinary items"; 580, "Prior period items"; 590, "Federal income taxes on extraordinary and prior period items"; 606, "Other credits to retained income"; 616, "Other debits to retained income"; 620, "Appropriations for sinking and other reserve funds"; 621, "Appropriations for other purposes"; and 622, "Appropriations released." Give a brief description of the three largest items regardless of the dollar amount and all other items amounting to \$250,000 or

more included during the year in accounts 519, "Miscellaneous income", and 551, "Miscellaneous income charges." Items less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the total of each account shall be shown corresponding to the amounts in Schedules 300 and 305, as appropriate. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote. (Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)
1	606	1973 Acct. 80 Clearance-ICG Letter 1-13-65		1 926
2				
3	620	Approp. For - 25 Year Debentures Sinking Fund		800
4		General Mortgage Series "A" Bonds		30
5		" " " "B" "		114
6		Income Debentures Series "A"		47
7		Total Acct. 620		991
8				
9	622	Approp. Released-Incentive Per Diem		91
10		General Mtge Series "A" Bonds		30
11		" " " "B" "		114
12		Income Debentures Series "A"		47
13		Total Acct. 622		282
14				
15	519	Gain From The Sale of Property		12 422
16		" " " Purchase of ICG Debt		2 995
17		" " " Sale of Copper Wire		1 309
18		Other Items, Each Less than \$250,000		541
19		Total Acct. 519		17 267
20				
21	551	Premium on Strike Insurance		343
22		Write-Off of Bills Uncollected Thru Litigation		95
23		Interest On Overcharge Claims		81
24		Other Items, Each Less Than \$250,000		278
25		Total Acct. 551		797
26				
27				
28				
29				
30				

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED INCOME ACCOUNTS

397. STATEMENT OF CHANGES IN FINANCIAL POSITION

Give the information as requested concerning the source and application of funds during the year. Funds for the purpose of this schedule shall include all assets or financial resources even though a transaction may not directly affect cash or working capital. For example, the purchase of property in exchange for shares of stock or bonds would be an applica-

tion of funds for investment in property provided by the issue of securities. Sources and uses of funds should be individually disclosed. For example, outlays for fixed assets should not be reported net of retirements.

(Dollars in thousands)

Line No.	Item	Amount (b)	Amount (c)
	Sources of funds:		
1	Start with cash (line 58)	45 132	
	Add non-cash charges for:		
2	Depreciation and amortization	22 669	
3	Retirements of nondepreciable property	900	
	Add non-cash charges for additions (deduct for decreases) to reserves:		
4	Pension and welfare reserves	-	
5	Insurance reserves	-	
6	Casualty and other reserves	(11 180)	
7	Interest in default		
8	Other important items (specify)		
9	Amortization of Debt Premium & Discount	2 279	
10	Funds provided by operations		59 800
11	Proceeds from sale of capital stock of own issue		-
12	Proceeds from sale of funded debt and other obligations of own issue (except equipment obligations)		-
13	Proceeds from sale of equipment obligations of own issue		60 326
14	Book value of depreciable transportation property retired during year	52 093	
15	Less service value charged to accrued depreciation account	19 864	32 229
16	Net book value of miscellaneous physical property disposed of during year		177
17	Net book value of investment securities disposed of during year		71
18	Advances, notes and other debts repaid by affiliated companies		2 190
19	Advances, notes and other debts repaid by other companies		749
20	Net decrease in sinking and other reserve funds		13 601
21	Net decrease in working capital (total current assets less total current liabilities)*		2 491
22	Other sources (specify) Other credits to retained income		1 926
23	Deferred tax effect on amortization of former GM&O debt		1 938
24	Unamortized discount on repurchased debt		1 255
25	Net decrease in Other Assets & Other Deferred Charges		1 904
26	Total sources of funds (should be same as line 43)		178 657
	Application of funds:		
27	Investment in transportation property (excluding donations and grants)		82 283
28	Investment in miscellaneous physical property		2 203
29	Investments and advances, affiliated ICC regulated carriers	7 426	
30	Investments and advances, other affiliated companies	143	7 569
31	Investments in nonaffiliated companies		30
32	Advances, notes and other debts repaid to other companies		-
33	Capital stock of own issue reacquired		-
34	Funded debt and other obligations paid or reacquired, (except equipment obligations)		17 692
35	Equipment obligations paid or reacquired		20 595
36	Net increase in sinking and other reserve funds		-
37	Payment of dividends (other than stock dividends)		18 353
38	Net increase in working capital*		-
39	Other applications (specify)		
40	Debt due within 1 yr. transferred to Acct. 764		20 859
41	Decrease in Other Liabilities & Other Deferred Credits		8 763
42	Net discount and expense on issuance of debt		310
43	Total application of funds (should be same as line 26)		178 657

* For the purpose of this schedule, account 764, Long-term Debt Due Within One Year, shall be classified as a current liability in the determination of working capital.

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 411

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 should be stated to the nearest hundredth of a mile.

In column (a) insert the figure (and letter, if any) indicating its class in accordance with the preceding classification.

In column (b) give the various proportions of each class owned or leased by respondent, listing each proportion once in any grouping. Canadian mileage should be segregated and identified on separate lines in the various groupings. For each listing, in column (d) give its entire length (the distances between termini of single or first main track), and in the following columns the lengths of second main track; all other main tracks; passing tracks, cross-overs and turn-outs; way switching tracks; and yard switching tracks. These classes of tracks are defined as follows:

Running tracks.—Running tracks, passing tracks, cross-overs, etc., including turn-outs from those tracks to clearance points.

Way switching tracks.—Station, team, industry and other switching tracks for which no separate service is maintained.

Yard switching tracks.—Yards where separate switching services are maintained, including classification, house, team, industry and other tracks switched by yard locomotives.

The returns in columns (h) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc., not classifiable under "branch lines" as defined below. 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.

In classifying the line between *main* and *branch* (column (c)), use the distinction usually followed by respondent. Branch lines are distinguished from industrial tracks or yard tracks and sidings in that branch lines serve one or more stations beyond the point of junction with the main line or another branch line and to or from which stations train service, or its equivalent, is performed.

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

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

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

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

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

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

411. MILEAGE OPERATED AT CLOSE OF YEAR (For other than switching and terminal companies)

Line No.	Class	Proportion owned or leased by respondent (b)	Main (M) or branch (B) line (c)	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.								Miles of way switching tracks (h)	Miles of yard switching tracks (i)	Total (j)
				Miles of road (d)	Miles of second main track (e)	Miles of all other main tracks (f)	Miles of passing tracks, cross-overs, and turn-outs (g)							
1	I	100%	M	6446 02	761 13	199 51	884 12	739 01	1915 37	10945 16				
2	IJ	1/2	M	11 03	3 31	3 88	7 76	22 85	50 46	99 29				
3		1/3	M	-	-	-	0 11	-	29 13	29 24				
4		1/4	M	0 61	0 61	-	0 28	-	0 99	2 49				
5		1/5	M	-	-	-	0 03	-	0 81	0 84				
6		1/6	M	-	-	-	-	-	0 02	0 02				
7		2/3	M	-	-	-	0 16	-	1 20	1 36				
8		2/5	M	-	-	-	-	1 49	-	1 49				
9		3/4	M	1 36	0 23	0 20	0 16	-	0 82	2 77				
10	Total-Class IJ Main			13 00	4 15	4 08	8 50	24 34	83 43	137 50				
11	Total-Class I&IJ Main			6459 02	765 28	203 59	892 62	763 35	1998 80	11082 66				
12	I	100%	B	2545 03	-	1 77	122 13	248 78	138 50	3056 21				
13	IJ	1/2	B	-	-	-	0 52	10 24	11 38	22 14				
14		1/3	B	-	-	-	0 08	4 51	1 26	5 85				
15		1/4	B	-	-	-	0 03	-	0 97	1 00				
16		1/5	B	-	-	-	0 03	-	1 15	1 18				
17		2/5	B	-	-	-	-	-	0 87	0 87				
18	Total-CL, IJ BRANCH			-	-	-	0 66	14 75	15 63	31 04				
19	Total-CL, I&IJ BRANCH			2545 03	-	1 77	122 79	263 53	154 13	3087 25				
20	Total Class I			9004 05	765 28	205 36	1015 41	1026 88	2152 93	14169 91				
21	Total CL, 2 100%			9 21	4 92	-	1 31	-	3 80	19 24				
22	3A	100%	M	152 61	-	-	17 25	16 74	24 46	211 06				
23	3A	100%	B	74 90	-	-	2 84	7 75	-	85 49				
24	Total-Class 3A			227 51	-	-	20 09	24 49	24 46	296 55				
25	3B	100%	M	3 00	-	-	1 19	1 11	2 85	8 15				
26	3B	100%	B	23 68	-	-	0 11	0 25	-	21 04				
27	Total-Class 3B			23 68	-	-	1 30	1 36	2 85	29 19				
28	Total-Class 3			251 19	-	-	21 39	25 85	27 31	325 74				
29	5	100%	M	284 35	88 18	19 85	61 17	33 33	80 70	567 58				
30	5	100%	B	77 10	-	-	21 69	17 82	10 27	126 88				
31	Total-Class 5			361 45	88 18	19 85	82 86	51 15	90 97	694 46				
32	Total Main Line			XXX 6898 98	853 46	223 44	972 23	814 53	2106 81	11869 45				
33	Total Branch Lines			XXX 2726 92	4 92	1 77	148 74	289 35	168 20	3339 90				
34	Grand Total			XXX 9625 90	858 38	225 21	1120 97	1103 88	2275 01	15209 35				
35	Miles of road or track classified included in preceding grand total			XXX 10 51	6 22	83 07	3 25	-	14 77	117 82				

411-A. MILEAGE OWNED BUT NOT OPERATED BY RESPONDENT AT CLOSE OF YEAR

If any of the tracks returned in this schedule are operated by other than the respondent, the name of the company or individual operating them and the conditions under which they are held for operation should be

shown in a footnote. Tracks which have been permanently abandoned should not be included in this schedule.

Line No.	Class	Name of road or track	Main (M) or branch (B) line	RUNNING TRACKS, PASSING		TRACKS, CROSS-OVERS, ETC.		Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turn-outs			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	Ill. Central								
2		Gulf RR	M	-	-	-	-	0 82	-	0 82
3	1	" "	M	-	-	-	1 04	-	-	1 04
4										
5	1	" "	M	9 76	-	-	0 09	0 35	-	10 20
6										
7										
8										
9										
10										
11										
12										
13										
14										
15		Total	XXX	9 76	-	-	1 13	1 17	-	12 06

Schedule 411-A Operated under lease agreement by the following companies:

Line 1 - Chicago & North Western Railroad

Line 3 - Chicago & North Western and Chicago, Milwaukee, St. Paul and Pacific Railroads

Line 5 - Southern Railway

412. MILES OF ROAD AT CLOSE OF YEAR—BY STATES AND TERRITORIES (SINGLE TRACK) (For other than switching and terminal companies)

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), (e), or (f), as may be appropriate. The remainder of jointly operated mileage should be shown in column (g). Respondent's proportion of road jointly owned, not operated, should be shown in columns (i) and (j), as may be appropriate.

Tracks which have been permanently abandoned should not be included in columns (i) and (j). Lengths should be stated to the nearest hundredth of a mile.

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT														LINE OWNED, NOT OPERATED BY RESPONDENT				New line constructed during year (k)	
		LINE OWNED				Line of proprietary companies (d)		Line operated under lease (e)		Line operated under contract, etc. (f)		Line operated under trackage rights (g)		Total mileage operated (h)		Main line (i)		Branch lines (j)			
		Main line (b)	Branch lines (c)																		
1	Illinois	2058	24	8	712	38	2	9	21	9				42	32	3	2822	15	2		
2	Indiana	151	71	2	15	60	5							15	82	6	183	13	3		
3	Wisconsin	-			45	13	5							-			45	13	5		
4	Iowa	459	15	9	225	87	6							0	28	-	685	30	5		
5	Minnesota	-			30	08	0							6	87	7	36	95	7		
6	South Dakota	-			14	95	5							-			14	95	5		
7	Nebraska	2	81	3	-									-			2	81	3		
8	Missouri	208	49	9	24	10	4							12	42	2	245	01	5		
9	Kentucky	511	06	1	142	47	3			20	68	1		15	61	5	689	82	0		
10	Tennessee	428	21	8	149	25	7							81	62	2	659	08	7		
11	Mississippi	1976	20	6	960	44	1			113	81	4		7	48	7	3057	93	8	9	76
12	Louisiana	369	64	8	214	48	5			116	70	6		40	83	1	741	65	2		
13	Alabama	287	20	7	10	28	0							144	51	5	441	99	2		
14																					
15																					
16	Total Mileage (single track)	6452	71	3	2545	03	5	9	21	7	251	19	1	367	76	8	9625	90	6	9	76

414. TRACKS OPERATED AT CLOSE OF YEAR

(For switching and terminal companies only)

Give particulars of all tracks operated by the respondent at the close of the year.

Classify the tracks, as follows:

- (1) Tracks owned by the respondent.
- (2) Tracks operated by the respondent but owned by the respondent's proprietary corporations.
- (3) Tracks operated under lease for a specified sum, lessor being (A) an affiliated corporation, or (B) independent or not affiliated with respondent.
- (4) Tracks operated under contract or agreement, or where the rent is contingent upon earnings or other consideration, owner being (A) an affiliated corporation, or (B) independent or not affiliated with respondent.
- (5) Tracks operated under trackage rights.

Name all the tracks of each class before any of a later class, and insert in column (a) before the name of each owner the figure (and letter, if any) indicating its class in accordance with the preceding classification.

Give subtotals for each of the several numbered classes.

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

Class (2) includes each line full title to which is in an inactive proprietary corporation of the respondent (i.e., one all of whose outstanding stocks or obligations are held by or for the respondent, and which is operated by the respondent or an affiliated system corporation without any accounting to the said proprietary corporation). It may also include such line when the actual title to all of the outstanding stocks or obligations rests in a corporation controlled by or controlling the respondent, but in the case of any such inclusion, the facts of the 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 conditioned upon earnings or other fact.

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

Lengths should be stated to the nearest hundredth of a mile.

Tracks belonging to an industry for which no rent is payable should not be reported.

Tracks 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, and full particulars showing all of the joint or common title holders, and the extent of their respective interests should be shown in a memorandum attached to the schedule.

Line No.	Class (a)	Name of owner (b)	Location (c)	Character of business (d)	Total mileage operated (e)
1					
2					
3					
4					
5					
6					
7					
8					
9					Total
10					Miles of road or track electrified (included in each preceding total)
					TRACKS OPERATED AT COST FOR JOINT BENEFIT—INCLUDED ABOVE
11					
12					
13					
14					
15					
16					
17					Total

18 Are the tracks of the respondent operated primarily in the interest of any industrial, manufacturing, or other corporation, firm, or individual?

If so, give name, address, and character of business of corporation, firm, or individual. Name _____

Address _____

Character of business _____

Road Initials

ICG

Year 1973

415. MILES OF TRACKS AT CLOSE OF YEAR—BY STATES AND TERRITORIES (For switching and terminal companies only)

Give particulars, as of the close of the year, of all tracks operated and of all owned but not operated. The respondent's proportion of operated tracks held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (d), or (e), as may be appropriate. The

remainder of jointly operated mileage should be shown in column (f). Tracks owned, not operated by respondent (including respondent's proportion of jointly owned tracks, not operated), should be shown in column (h). If any of the tracks returned in column (h) are operated by other than the respondent, the name

of the company or individual operating them and the conditions under which they are held for operation should be shown in a footnote. Tracks which have been permanently abandoned should not be included in column (h). Lengths should be stated to the nearest hundredth of a mile.

Line No.	State or Territory (a)	Tracks Operated						Tracks owned, not operated by respondent (h)	New tracks constructed during year (i)
		Tracks owned (b)	Tracks of proprietary companies (c)	Tracks operated under lease (d)	Tracks operated under contract, etc. (e)	Tracks operated under trackage rights (f)	Total mileage operated (g)		
1									
2									
3									
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
Total Mileage									

INSTRUCTION CONCERNING RETURNS IN SCHEDULE 417 ON PAGES 100 AND 101

Instructions for reporting locomotive and passenger-train car data, pages 100 and 101

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 (i); 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 operating at terminals.

5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from 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, and whether power may at times be supplied from 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 third rail, and use the power to drive one or more electric motors that propel the vehicle. An "Other self-powered unit" includes all units other than diesel

or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "Auxiliary unit" includes all units used in conjunction with locomotives but which draw their power from the "mother" unit, e.g., boosters, slugs, etc.

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

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

417. INVENTORY OF EQUIPMENT

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

Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year				Units at Close of Year					
			Units installed				Units retired from service of respondent whether owned or leased, including re-classification	Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units including re-classification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
	Locomotive Units										(H.P.)	
1	Diesel-Freight ——— A units	152.					152					
2	Diesel-Freight ——— B units	8.					8					
3	Diesel-Passenger ——— A units	34.					4	30		30	68,100	
4	Diesel-Passenger ——— B units	6.					6	6		6	14,250	
5	Diesel-Multiple purpose — A units	654.			60	160	36	730	108	838	1696,950	
6	Diesel-Multiple purpose — B units				4	18	3	199	2	201	221,200	1
7	Diesel-Switching ——— A units	182.			1			3	1	4	4,900	
8	Diesel-Switching ——— B units	3.						3				
9	Total (lines 1 to 8)	1,039.			65	178	203	968	111	1,079	2005,400	1
10	Electric-Freight ———											
11	Electric-Passenger ———											
12	Electric-Multiple purpose ———											
13	Electric-Switching ———											
14	Total (lines 10 to 13)											
15	Other self-powered units ———	1,039.			65	178	203	968	111	1,079	2005,400	1
16	Total (lines 9, 14 and 15)										XXXX	
17	Auxiliary units ———											
18	Total Locomotive Units (lines 16 and 17)	1,039.			65	178	203	968	111	1,079.	XXXX	1

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

Type or design of units	Before Jan. 1, 1950	Between Jan. 1, 1950, and Dec. 31, 1954	Between Jan. 1, 1955, and Dec. 31, 1959	Between Jan. 1, 1960, and Dec. 31, 1964	Between Jan. 1, 1965, and Dec. 31, 1969	During Calendar Year					TOTAL
(a)	(b)	(c)	(d)	(e)	(f)	1970	1971	1972	1973	1974	(h)
						(g)	(h)	(i)	(j)	(k)	
19 Diesel ———	135	265	320	94	194	35	13	23			1,079
20 Electric ———											
21 Other self-powered units ———											
22 Total (lines 19 to 21)	135	265	320	94	194	35	13	23			1,079
23 Auxiliary units ———											
24 Total Locomotive Units (lines 22 and 23)	135	265	320	94	194	35	13	23			1,079

417. INVENTORY OF EQUIPMENT—Continued

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

Line No.	Class of equipment and car designations (a)	Units in service of respondent at beginning of year (b)	Changes During the Year					Units at Close of Year					
			Units Installed					Units retired from service of respondent whether owned or leased, including reclassification (g)	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 <i>Non-Self-Propelled</i>													
25	Coaches [PA, PB, PBO] —	3.					2	1		1	(Seating capacity) 80		
26	Combined cars [All class C, except CSB] —												
27	Parlor cars [PBC, PC, PL, PO] —												
28	Sleeping cars [PS, PT, PAS, PDS] —												
29	Dining, grill and tavern cars [All class D, PD] —												
30	Postal cars [All class M] —										XXXX		
31	Non-passenger carrying cars [All class B, CSB, PSA, IA] —	1.					1				XXXX		
32	Total (lines 25 to 31) —	4.					3	1		1	80		
<i>Self-Propelled Rail Motorcars</i>													
33	Electric passenger cars [EP, ET] —	367.					58	179	130	309	36,032		
34	Electric combined cars [EC] —												
35	Internal combustion rail motorcars [EO, EG] —												
36	Other self-propelled cars (Specify types: —												
37	Total (lines 33 to 36) —	367.					58	179	130	309	36,032		
38	Total (lines 33 and 37) —	371.					61	180	130	310	36,112		
COMPANY SERVICE CARS													
39	Business cars [PV] —	6.						6		6	XXXX		
40	Boarding outfit cars [MWX] —	471.				8	28	451		451	XXXX		
41	Derrick and snow removal cars [MV, U, MWV, MWW, MWK] —	46.				2	2	46		46	XXXX		
42	Dump and ballast cars [MWB, MWD] —	120.				5	6	119		119	XXXX		
43	Other maintenance and service equipment cars —	1,943.				74	69	1,948		1,948	XXXX		
44	Total (lines 39 to 43) —	2,586.				89	105	2,570		2,570	XXXX		

417. INVENTORY OF EQUIPMENT—Continued

Instructions for reporting freight-train car data, pages 102 and 103:

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
 2. In column (p) give the number of units purchased or built in company shops. In column (q) 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 (z); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (u); units rented from others for a period less than one year should not be included in column (v).

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

Line No	Class of equipment and car designations (m)	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars (n)	All others (o)	New units purchased or built ¹ (p)	New units leased from others (q)	Units Installed	
						Rebuilt units acquired and rebuilt units rewritten into property accounts ¹ (r)	All other units, including reclassification and second hand units purchased or leased from others (s)
FREIGHT-TRAIN CARS							
45	Box-General Service (unequipped) [All B, L070, R-00, R-01]	17,156			29	(1) 2,303	74
46	Box-General Service (equipped) [A-20, A-30, A-40, A-50, R-06, R-07]	13,339	17	20	10	588	16
47	Box-Special Service [A-00, A-10]	395			51	90	68
48	Gondola-General Service [All G (except G-9-)]	3,081		200		(2) 147	87
49	Gondola-Special Service [G-9-, J-00, all C, all E]	446				4	19
50	Hopper (open top)-General Service [All H (except H-70)]	10,955					
51	Hopper (open top)-Special Service [H-70, J-10, J-20, all K]	1,716		100			
52	Hopper (covered) [L-5-]	5,326	64*				20
53	Tank, under 12,000 gallons [T-0, T-1, T-2, T-3]						
54	Tank, 12,000-18,999 gallons [T-4]						
55	Tank, 19,000-24,999 gallons [T-5, T-6]						
56	Tank, 25,000 gallons and up [T-7, T-8, T-9]						
57	Refrigerator (meat)-Mechanical [R-11, R-12]						
58	Refrigerator (other than meat) -Mechanical [R-04, R-10]						
59	Refrigerator (meat)-Non-Mechanical [R-02, R-08, R-09, R-14, R-15, R-17]						
60	Refrigerator (other than meat) -Non-Mechanical [R-03, R-05, R-13, R-16]	58					
61	Stock [All S]	46					
62	Autorack [F-5-, F-6-]	7					
63	Flat-General Service [F-0-]	1,336				150	6
64	Flat-Special Service [F-1-, F-9-, F-20, F-30, F-40, L-2-, L-3-]	4,905		100		50	1
65	Flat-TOFC [F-7-, F-8-]	9					
66	All other [I-0-, I-1-, I-4-, I080, I090]	107					
67	Total (lines 45 to 66)	58,882	81	420	90	3,332	291
68	Caboose [All N]	XXXX	664				9
69	Total (lines 67, 68)	58,882	745	420	90	3,332	300
70	Grand total, all classes of cars (lines 38, 44 and 69)	58,882	3,702	420	90	3,332	389
		New units purchased or built			Units rebuilt or acquired		
		General funds		Incentive funds	General funds		Incentive funds
¹ Box, unequipped (which refers to incentive per diem units)							
(1) Includes 33 units leased from others)							
(2) Includes 2 units leased from others)							
Not included on Schedule 2111 - Rebuilt units							

4. Column (y) should show aggregate capacity for all units reported in columns (w) and (x), 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.

gle code to represent several car type codes. Descriptions of car codes and designations are published in *The Official Railway Equipment Register*.

6. 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 year (Concluded)	Units At Close of Year						
	Owned and used (u)	Leased from others (v)	Total in service of respondent (col. (u)+(v))		Aggregate capacity of units reported in col. (w)+(x) (see ins. 4)	Leased to others (z)	
			Time- mileage cars (w)	All other (x)			
Units retired from service of respondent whether owned or leased, in- cluding re- classification (t)							
4,534	14,298	730	15,028		832,419		45
805	10,473	2,712	13,168	17	878,233		46
45	463	96	559		39,211		47
401	3,042	72	3,114		192,114		48
46	393	30	423		29,096		49
171	10,784		10,784		878,463		50
76	1,641	99	1,740		126,626		51
37	4,297	1,076	5,310	63	458,755		52
							53
							54
							55
							56
							57
							58
							59
8	50		50		1,876		60
45	1		1		40		61
	7		7		770		62
165	1,327		1,327		73,153		63
187	4,173	696	4,869		338,623		64
6	3		3		120		65
10	97		97		6,332		66
6,536	51,049	5,511	56,480	80	3,855,831		67
52	521	100	XXXX	621	XXXXXXXXXXXXXX		68
6,588	51,570	5,611	56,480	701	3,855,831		69
6,754	54,320	5,741	56,480	3,581	3,855,831		70

417. INVENTORY OF EQUIPMENT—Concluded

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

Line No.	Class of equipment and car designations (m)	Units in service of respondent at beginning of year		Changes During the Year			
		Per diem (n)	All other (o)	Units installed			
				New units purchased or built ¹ (p)	New units leased from others (q)	Rebuilt units acquired and rebuilt units rewritten into property accounts (r)	All other units, including reclassification and second hand units purchased or leased from others (s)
	FLOATING EQUIPMENT						
71	Self-propelled vessels [Tugboats, car ferries, etc.] _____	X X X X	1 *				
72	Non-self-propelled vessels [Car floats, lighters, etc.] _____	X X X X	1 *				
73	Total (lines 71 and 72) _____	X X X X	2 *				
	HIGHWAY REVENUE EQUIPMENT						
74	Bogie-chassis _____		5 *				
75	Dry van _____		2,226 *		300		
76	Flat bed _____		119 *		100		
77	Open top _____		50 *		299		21
78	Mechanical refrigerator _____		578 *				21
79	Bulk _____						
80	Insulated _____		24 *				
81	Platform, removable sides _____		9 *				
82	Other trailer or container _____		8 *				
83	Tractor _____		83 *				
84	Truck _____		7 *				
85	Total (lines 74 to 84) _____		3,109 *		699		42

NOTES AND REMARKS

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

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used (u)	Leased from others (v)	Total in service of respondent (col. (u)+(v))		Aggregate capacity of units reported in col. (w)+(x) (see ins. 4) (y)	Leased to others (z)	
			Per diem (w)	All other (x)			
Units retired from service of respondent whether owned or leased, in- cluding re- classification (t)					(Tons)		
1			XXXX		XXX	71	
1			XXXX		XXX	72	
2			XXXX		XXX	73	
	5			5	XXX	74	
821		1,705		1,705	XXX	75	
47		172		172	XXX	76	
		370		370	XXX	77	
		599		599	XXX	78	
		24		24	XXX	79	
		9		9	XXX	80	
	8			8	XXX	81	
		83		83	XXX	82	
7					XXX	83	
875	13	2,962		2,975	XXX	84	
						85	

NOTES AND REMARKS

421. HIGHWAY MOTOR VEHICLE OPERATIONS

Give particulars of highway motor vehicles operated by respondent in revenue and nonrevenue service and of revenue traffic handled for the respondent by others under contractual arrangements.

In reporting highway motor vehicle miles in line-haul service, show the mileage of buses and combination bus-trucks on line 5; the mileage of trucks and of bogies, trailers and semitrailers with trucks on line 6; and the mileage of tractors and of bogies, trailers and semitrailers with tractors on line 7. Vehicle miles in terminal service should be reported on lines 8 and 9.

In reporting traffic carried and traffic handled 1 mile on lines 10 to 15, and on lines 20 to 23, both inclusive, show the total number of tons and ton-miles of revenue freight in column (b) and the total number of passengers carried and passenger-miles in column (c) regardless of the class of vehicle used to perform the transportation service.

In reporting highway motor vehicles in nonrevenue service include those used in maintenance, shops, and storehouses, and transportation of company material; also buses used for transportation of company employees. Exclude automobiles used by officials and employees.

A. OPERATED BY RESPONDENT
(Revenue and nonrevenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
REVENUE SERVICE				
Vehicles owned or leased:				
1	Number available at beginning of year	5		
2	Number installed during the year			
3	Number retired during the year			
4	Number available at close of year	5		
Vehicle miles (including loaded and empty):				
Line haul (station to station):				
5	Passenger vehicle miles	XXXXXX		XXXXXX
6	Truck miles		XXXXXX	XXXXXX
7	Tractor miles		XXXXXX	XXXXXX
Terminal service:*				
8	Pick-up and delivery			
9	Transfer service			
Traffic carried:				
10	Tons—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
11	Tons—Revenue freight—Terminal service only	XXXXXX	XXXXXX	XXXXXX
12	Revenue passengers—Line haul	XXXXXX		XXXXXX
13	Revenue passengers—Terminal service only	XXXXXX		XXXXXX
Traffic handled 1 mile:				
14	Ton-miles—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
15	Revenue passenger-miles—Line haul	XXXXXX		XXXXXX
NONREVENUE SERVICE				
Vehicles owned or leased:				
16	Number available at beginning of year			
17	Number installed during the year			
18	Number retired during the year			
19	Number available at close of year			

*When performed by vehicles other than those used for line haul.

B. OPERATED BY OTHERS
(Revenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
Traffic carried:				
20	Tons—Revenue freight	XXXXXX	XXXXXX	XXXXXX
21	Revenue passengers	XXXXXX		XXXXXX
Traffic handled 1 mile:				
22	Ton-miles—Revenue freight	XXXXXX	XXXXXX	XXXXXX
23	Revenue passenger-miles	XXXXXX		XXXXXX

421. HIGHWAY MOTOR VEHICLE OPERATIONS - Continued

"Trailers" means trailer bodies used in TOFC/COFC service which are permanently mounted on running gear. "Containers" means trailer bodies used in TOFC/COFC service which are not permanently mounted on wheels or chassis, but are separated from such running gear before being loaded on flat cars.

A. OPERATED BY RESPONDENT—Concluded
(Revenue and nonrevenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Trucks (i)	Combination bus-trucks (j)	Line No.
						1
						2
						3
						4
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		5
XXXXXX		XXXXXX			XXXXXX	6
XXXXXX				XXXXXX	XXXXXX	7
						8
						9
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	10
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	11
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	12
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	13
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		14
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	15
			27	303		16
			30	117		17
			1	67		18
			56	353		19

B. OPERATED BY OTHERS—Concluded
(Revenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Truck (i)	Combination bus-trucks (j)	Line No.
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	22
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	23

422. HIGHWAY MOTOR-VEHICLE ENTERPRISES IN WHICH THE RESPONDENT HAD A DIRECT OR INDIRECT FINANCIAL INTEREST DURING THE YEAR

Give particulars of highway motor-vehicle enterprises (excluding Railway Express Agency, Inc.) in which the respondent had a financial interest, either directly or indirectly, during the year.

In column (a) identify each motor-vehicle enterprise by name and address, and in column (b) state whether the respondent's interest in such

enterprise was direct or indirect. If the interest was indirect, give the names of all intermediaries.

In column (c) give the date on which respondent first acquired its direct or indirect interest in the enterprise.

Line No.	Name and address of highway motor-vehicle enterprise (a)	Nature of respondent's interest (b)	Date on which respondent's direct or indirect interest was originally acquired (c)
1			
2	Gulf Transport Company		
3	505 South Conception		
4	Mobile, Alabama 36603	Direct	2-18-36
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

510. GRADE CROSSINGS

A—Railroad With Railroad

1. A crossing of a railroad with a railroad means the intersection of all the tracks on one right-of-way with all of the tracks on another right-of-way, whether or not owned or operated by the same company; thus, the intersection of one double-track line with another double-track line shall be reported as one crossing. Each such crossing shall be reported only by the carrier who performs the actual maintenance of the signal or interlocking protection, if so provided, or by the carrier who maintains the crossing frogs where no protection exists. The carrier which actually performs the maintenance shall be the reporting carrier, even though other party, or parties, assume a part or all of the expense of such maintenance. Where portions of the apparatus are maintained by two or more companies, as for example—the condition where one crossing frog is maintained by one company and the second frog by the other company, agreement should be made between carriers as to which shall report. Report should be made of each crossing, whether main line, branch line, or switching tracks are involved, so long as separate rights-of-way are involved, regardless of whether or not the rights-of-way involved are

owned or leased by the same company. A cross-over from one track to another on the same right-of-way, or the use of a crossing frog for the intersection of two tracks in the same right-of-way, is not to be considered as a crossing in this connection. If one right-of-way intersects two or more rights-of-way in the same vicinity a separate crossing shall be reported for each such intersection, even though all are controlled by one interlocking plant. In such case, this fact should be explained in a footnote in order that the interlocking plant may not be counted more than once.

2. The term "Protection" as used in this connection should include all signalling or derailing devices which may restrict the use of the crossing by either carrier. It shall not include stationary or other cautionary signs which merely indicate the proximity of a crossing. Where crossings are protected by more than one of the types of protection shown in columns (b) to (f) inclusive, the kind of protection, etc., should be reported in only one classification and that of the more elaborate type.

Line No.	Number of crossings (a)	Interlocking (b)	Automatic signals (automatic interlocking) (c)	Derails on one line, no protection on other (d)	Hand-operated signals, without interlocking (e)	Gates (f)	Total specially protected (g)	Total not specially protected (h)	Grand total (i)
1	Number at beginning of year (48 Plants)	87	60	3	11	40	201	75	276
2	Crossings added: New crossings	-	*2	-	-	-	*2	*6	*8
3	Change in protection	-	1	-	-	-	1	-	1
4	Crossings eliminated: Separation of grade	-	-	-	-	-	-	-	-
5	Change in protection	1	-	-	-	-	1	-	1
6	Other causes	-	*2	-	-	-	*2	*2-1	*4-1
7	Number at close of year (47 Plants)	86	61	3	11	40	201	78	279
8	Number at Close of Year by States:								
9	Illinois	61	31	-	6	11	109	11	120
10	Wisconsin	-	-	-	-	1	1	1	2
11	Missouri	2	1	-	-	1	4	-	4
12	Indiana	-	1	-	1	2	4	1	5
13	Iowa	7	6	-	-	-	13	12	25
14	Minnesota	-	-	-	-	-	-	2	2
15	South Dakota	-	-	-	-	-	-	3	3
16	Nebraska	-	-	-	-	-	-	4	4
17	Kentucky	1	1	-	-	6	8	4	12
18	Tennessee	2	5	-	3	3	13	7	20
19	Mississippi	3	14	1	1	12	31	11	42
20	Alabama	-	1	-	-	-	1	9	10
21	Louisiana	10	1	2	-	4	17	13	30
22									
23									
24									
25									

*Corrections

510. GRADE CROSSINGS—Continued
B—Railroad With Highway

1. A highway grade crossing is to be regarded as a single crossing of all of the tracks within the adjacent owned or leased right(s) of way of the railroad(s) at the point of intersection with a publicly maintained highway, street or avenue at the same grade to the extent that the tracks are located within the limits of a single set of grade crossing signs or protective devices having an integrated set of actuating circuits.

2. Not to be included are crossings of tracks with private roads leading to or within industrial plants, or with other roads or driveways not dedicated to public use. All crossings of tracks at grade with public roads and streets should be included if any railroad operations are conducted thereover by the reporting company whether or not the track is located on railroad right-of-way.

3. A private grade crossing which becomes public during the year should be reported as a new grade crossing. A grade crossing of a dual or multi-lane highway should be reported as one crossing. In the classification of protection, a crossing having more than one of the classes of protection listed below should be reported once only, using the furthest left column that applies. To avoid

duplicate reporting of jointly owned, jointly maintained or jointly used crossings, one railroad shall be designated the reporting road by mutual agreement of the interested parties.

4. In columns (b) and (c) include grade crossings with or without audible signals. In columns (d) and (e) include grade crossings with or without any type of audible or visible supplemental device. Exclude from columns (f) and (g) those crossings where train movement is protected only by a member of the train crew. Audible signals reportable in column (h) include any train-actuated bell, whistle, siren or other audible device located adjacent to the crossing. Other automatic signals reportable in column (i) include wigwags, Highway Traffic Signals or special types of train-actuated devices with or without audible supplements. Include in column (l), in addition to "Railroad Crossing" crossbuck, any other static sign (except "Number of Tracks" sign) or any non-train-actuated signal such as amber continuous-flashing lights. In column (m) report other than railroad crossbuck. Totals in column (o), lines 9 and 10 should be equal, resulting in no change in the total number of crossings.

*Corrected to agree with Signal Engineer's Report
#Watchman Eliminated

Line No.	Item of Annual Change	TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE													
		Automatic gates with flashing light	Automatic flashing light signals	Gates manually operated		Watchmen only		Audible signals only	Other automatic signals	Total indicating warning of train	"Railroad Crossing" crossbuck signs only	Crossbuck signs with other fixed signs	Other fixed signs only	No signs or signals	Total crossings at grade
				24 hours per day	Less than 24 hours per day	24 hours per day	Less than 24 hours per day								
	Alabama	1	41						1	43	289				332
	Louisiana (a)	(21)	(199)	(4)	(14)	(4)	(14)	(4)	(3)	123	288	(1)	408	108	927
1	Number at beginning of year	379	1 289	8	-	-	4	58	193	1 931	5 455	12	2 403	228	10 029
2	Added: By new, extended or relocated highway	-	5 4-1	-	-	-	-	-	*1	15-16	5	3	-	-	19 5-9
3	By new, extended or relocated railroad	-	-	-	-	-	-	-	-	-	1	-	-	-	1
4	Total added	-	5	-	-	-	-	-	1	6	6	3	-	-	15
5	Eliminated: By closing or relocation of highway	*3	3 4-1	-	-	-	*1	*1	1	6-1-29	6	1	-	-	*6-1-9 16
6	By relocation or abandonment of railroad	-	4	-	-	-	-	-	-	4	23	-	2	-	29
7	By separation of grades	-	-	-	-	-	-	-	-	-	-	-	-	-	-
8	Total eliminated	3	7	-	-	-	1	1	1	13	29	1	2	-	45
9	Changes in protection: Number of each type added	10	33	-	-	-	-	-	-	43	-	-	-	-	43
10	Number of each type selected	-	2	-	-	-	-	-	7	9	27	-	7	-	43
11	Net of all changes	+7	+29	-	-	-	-1	-1	-7	+27	-50	+2	-9	-	-30
12	Number at close of year	386	1 318	8	-	-	3	57	186	1 958	5 405	14	2 394	228	9 999
	Illinois	303	389	8	-	-	2	34	88	1 024	1 974	-	405	49	3 452
13	Wisconsin	-	14	-	-	-	-	-	5	19	50	-	-	2	71
14	Missouri	1	27	-	-	-	1	16	9	54	174	-	-	-	228
15	Indiana	-	31	-	-	-	-	-	17	48	28	-	131	-	207
16	Iowa	12	143	-	-	-	-	1	4	160	736	-	-	-	896
17	Minnesota	-	-	-	-	-	-	-	-	-	38	-	3	-	41
18	South Dakota	-	-	-	-	-	-	-	-	-	24	-	-	-	24
19	Nebraska	-	2	-	-	-	-	-	-	2	8	-	-	-	10
20	Kentucky	9	66	-	-	-	-	5	28	108	534	-	-	4	646
21	Tennessee	24	68	-	-	-	-	-	8	100	453	1	7	41	602
22	Mississippi	15	238	-	-	-	-	1	23	277	809	13	1 440	24	2 563

Road Inlets

TCG

Year

ANNUAL REPORT 1973

124100

ILLINOIS CENTRAL GULF RR CO.

3 OF 4

511. GRADE SEPARATIONS Highway-Railroad

1. (a) A highway-railroad grade separation is to be regarded as a single crossing of all of the tracks within the owned or leased right-of-way or contiguous rights-of-way of the railroad(s) at the point of intersection with a publicly maintained highway, street or avenue at separate grades.

(b) Not to be included are structures which serve some major purpose other than the avoidance of conflict of railway movements with highway movements and which contain no design features required for accommodation of the intersecting traffic flow as in the case of major tunnels.

(c) In order to avoid duplicate reporting and possible confusion, in reporting grade separations used or maintained by more than one railroad, the interested parties in each case should designate one line to be the reporting railroad.

2. All separated crossings of tracks with public roads and streets should be included if any railroad operations are conducted thereover by the reporting company whether or not the track is located on railroad owned right-of-way.

3. Not to be included are crossings of tracks with private roads leading to or within industrial plants, or with other roads not dedicated to public use.

4. A private crossing which becomes public during the year should be reported as a new crossing.

5. A crossing of a dual or multi-lane highway should be reported as one crossing.

Line No.	Items of Annual Change (a)	Types and numbers of highway-railroad grade separations		
		Overpass (Highway above railroad) (b)	Underpass (Railroad above highway) (c)	TOTAL (d)
1	Number at beginning of year	789	731	1 520
2	Added: By new, extended or relocated highway	10	-	10
3	By new, extended or relocated railroad	-	-	-
4	By elimination of grade crossing ¹	-	-	-
5	Total added	10	-	10
6	Deducted: By closing or relocation of highway	-	1	1
7	By relocation or abandonment of railroad	-	-	-
8	Total deducted	-	1	1
9	Net of all changes	+10	-1	+9
10	Number at close of year	799	730	1 529
11	Number at close of year by States:			
12	Illinois ✓	259	360	619
13	Wisconsin	8	5	13
14	Missouri	30	22	52
15	Indiana ✓	22	42	64
16	Iowa ✓	51	44	95
17	Minnesota	-	1	1
18	South Dakota	-	3	3
19	Nebraska	2	-	2
20	Kentucky ✓	79	75	154
21	Tennessee	62	62	124
22	Mississippi	195	80	275
23	Alabama ✓	48	21	69
24	Louisiana	43	15	58
25				
26				
27				
28				
29				

¹Total in column (d) should correspond to total number of grade crossings eliminated "By separation of grades", Schedule 510-B, line 7 column (a).

513. TIES LAID IN REPLACEMENT

Give particulars of ties laid during the year in previously constructed tracks maintained by the respondent. Do not include any ties used in any new tracks or in track extensions.

In column (a) classify the ties as follows:

(U) Wooden ties untreated when applied.

(T) Wooden ties treated before application.

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

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

In columns (d) and (g) should be shown 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 yards; and,

in the case of treated 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.

The sum of entries on lines 21, 22, and 23 should equal the total of columns (d) and (g).

Any material difference between the return on line 22 and the charge to operating expense account No. 212, or between the sum of charges to additions and betterments shown in schedules Nos. 513 and 514 and the related charge to investment account No. 8, should be explained in a footnote.

(Dollars in thousands)

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in previously constructed tracks during year (d)	Number of feet (board measure) applied (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in previously constructed tracks during year (g)	
1	T	1 163 071	\$ 6 02	\$ 7 003	2 297 179	\$ 177 17	\$ 407	New
2	T				8 617	116 04	1	SecondHand
3	T	51 292	3 86	198				Rejects
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	1 214 363	5 93	71 201	2 305 796	176 94	408	

(Dollars in thousands)

21 Amount of salvage on ties withdrawn _____ \$ _____
 22 Amount chargeable to operating expenses _____ \$ 7585
 23 Amount chargeable to additions and betterments _____ \$ 24 } 7609 ✓

Estimated number of crossties in all maintained tracks:

	Number	Percent of Total
24 Wooden ties _____	40,773,476	100.00
25 Other than wooden ties (steel, concrete, etc.) _____	-	-
26 Total _____	40,773,476	100.00

Difference of \$423,932 between return on Line 22 and amount charged to Operating Expense Account 212 is due to inventory adjustment of \$141,000 and other adjustments totaling \$283,115.

514. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS

Give particulars of ties laid during the year in new construction, following the instructions given in the preceding schedule, so far as applicable,
(Dollars in thousands)

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES				Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)		
1	T	26 618	\$ 5 41	\$ 144	409 137	\$ 178 42	\$ 73	New	
2									
3									
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20	Total	26 618	5 41	144	409 137	178 42	73		
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid .37								
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 12.08								

Treatment Class T - Creosote Oil

The returns on Line 23 Schedule 513 and on Line 20 Schedule 514 are for ties actually laid during the year, while amount shown for Account 8 on Page 32 is the total audited during the year.

515. RAILS LAID IN REPLACEMENT

Give particulars of all rails applied during the year in connection with replacement of rails in previously constructed tracks maintained by the respondent.

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.

Returns in columns (e) and (g) should be reported in whole numbers. Fractions of less than one-half should be disregarded, and fractions of one-half or more reckoned as one.

The returns in columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign

lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks, and of train service in connection with the distribution of the rails, should not be included in this schedule.

The sum of entries on lines 22, 23, and 24 should equal the total of columns (d) and (h).

Any material difference between the return on line 23 and the charge to operating expense account No. 214, or between the sum of charges to additions and betterments shown in schedules Nos. 515 and 516 and the related charge to investment account No. 9, should be explained in a footnote.

(Dollars in thousands)

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				
		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 lb.) (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 lb.) (i)	
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)				Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)			
1	2	132	102	\$ 21	\$ 205	88	115	28	\$ 8	\$ 285	71
2	2	115	10 040	2 198	218	92	112	51	4	78	43
3	2	112	10	3	300	00	90	7	1	142	86
4											
5	4	132	1 540	158	102	60	115	329	28	85	11
6	4	131	62	6	96	77	112	85	11	129	41
7	4	115	8 083	751	92	91	90	38	3	78	95
8	4	112	7 609	706	92	78					
9	4	110	242	22	90	91					
10	4	90	4 810	419	87	11					
11	4	85	923	77	83	42					
12	4	80	66	4	60	61					
13	4	75	86	6	69	77					
14											
15											
16	2-	10 152	2222					86	13		
17	4-	23 431	2149					452	42		
18											
19											
20	Total	XXXX	33 573	4 371	130	19	XXXX	538	55	102	23

(Dollars in thousands)

21	Number of tons (2,000 lb.) of relays and scrap rail taken up	35781	
22	Salvage value of rails released	\$ 2338	
23	Amount chargeable to operating expenses	\$ 1199	
24	Amount chargeable to additions and betterments	\$ 889	
25	Miles of new rails laid in replacement (all classes of tracks) †	101.08	(rail-miles)
26	Miles of new and second-hand rails laid in replacement (all classes of tracks) †	253.27	(rail-miles)
27	Average weight per yard of new rails laid in replacement (running, passing, and cross-over tracks, etc.) *	115.11	(pounds)
28	Tons of rail sold as scrap and amount received	14,439	(tons of 2,000 lb.): \$ 585
29	Track-miles of welded rail installed this year	171.13	: total to date 1725.01 (a)

*Classes 1, 2, and 3 rails.—Reduce tonnage in columns (c) and (g) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new rail laid in all classes of tracks; divide the total number of yards of new rails laid in all classes of tracks by 1,760; state the quotient with two decimal places.

†Classes 1, 2, 3, and 4 rails.—Reduce tonnage in columns (c) and (g) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new and second-hand rail laid in all classes of tracks; divide the total number of yards of new and second-hand rails laid in all classes of tracks by 1,760; state the quotient with two decimal places.

*Classes 1, 2, and 3 rails.—Reduce tonnage in column (c) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new rail laid in running, passing, and cross-over tracks, etc.; divide the total number of pounds of new rails laid in running tracks, etc., by the total number of yards of new rails laid in such tracks.

Difference of \$545,889 between return on Line 23 and amount charged to Operating Expense Account 214 is due to inventory adjustment of \$166,263 and miscellaneous adjustments of \$429,626

Weights reported for relay rail in column (b) and (f) are pattern weights while the mileage reported on Line 26 is computed at 90 percent of the pattern weight.

(a) Adjustment Due To Remeasurement (1.88) - Total In Track 1723.13

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

Give particulars of rails applied during the year in the construction of new tracks, following the instructions given in the preceding schedule, so far as applicable. (Dollars in thousands)

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			
		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 lb.) (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 lb.) (i)
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)		
1	2	115	29	\$ 4	\$ 137.93	115	40	\$ 9	\$ 225.00
2	2					112	49	4	81.63
3	2					90	11	1	90.91
4									
5	4	112	35	3	85.71	115	477	51	106.92
6	4					112	308	27	87.66
7	4					110	16	1	62.50
8	4					90	892	85	95.29
9	4					85	20	2	100.00
10									
11									
12									
13		2-	29	4			100	14	
14		4-	35	3			1713	166	
15									
16	Total	XXX	64	7	109.38	XXX	1813	180	99.28

17 Number of miles of new running tracks, passing tracks, cross-overs, etc. in which rails were laid .37

18 Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid 12.08

The returns on Line 24 Schedule 515 and on Line 16 Schedule 516 are for rail actually laid during the year, while the amount shown for Account 9 on Page 32 is the total audited during the year.

517. GAUGE OF TRACK AND WEIGHT OF RAIL

Give the particulars below called for 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, if any part of the road operated at the close of the year is other than standard gauge.

4 feet 8-1/2 inches, show the gauge of each part in column (d). 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)
	Pounds			
1	140	0.02		
2	132	436.39		
3	131	103.87		
4	130	1.65		
5	119	0.07		
6	115	2503.61		
7	112	2222.77		
8	110	255.81		
9	105	7.27		
10	100	180.70		
11	90	2726.72		
12	88	2.00		
13	85	669.74		
14	80	295.64		
15	78	93.05		
16	77 1/2	15.77		
Total				10,229.54
Other Railroads' Proportions of Joint Track Deducted				

531. STATISTICS OF RAIL-LINE OPERATIONS (See Page 117 for Instructions)

Line No.	Item (a)	Freight trains (b)			Passenger trains (c)			Total transportation service (d)		
1	Average mileage of road operated (State in whole numbers)	9 634			76			9 634		
	Train-Miles	16 797 121						16 815 991		
2	Diesel locomotives	16 666 792			18 870			16 685 662		
3	Other locomotives							16 815 991		
4	Total locomotives	16 797 121 → 16 666 792			18 870			16 685 662		
5	Motorcars				1 459 373			1 459 373		
6	Total train-miles	16 797 121 → 16 666 792			1 478 243			16 145 035		
	Locomotive Unit-Miles	45 961 845			45 983 265			18 275 364		
7	Road service	45 893 754			21 420			45 915 174		
8	Train switching	1,000,360 → 1 232 919			1 000 360			1 232 919		
9	Yard switching	9 343 003						9 343 003		
10	Total locomotive unit-miles	56,305,208 → 56 469 676			21 420			56 491 096		
	Car-Miles							56 326 628		
11	Total motorcar car-miles				4 817 996			4 817 996		
12	Loaded time-mileage freight cars	670 748 686						670 748 686		
13	Loaded other freight cars									
14	Empty time-mileage freight cars	529 828 524						529 828 524		
15	Empty other freight cars									
16	Caboose	16 332 024						16 332 024		
17	Total freight car-miles (lines 12, 13, 14, 15 and 16)	1216 909 234						1216 909 234		
18	Passenger coaches				57 366			57 366		
19	Combination passenger cars (mail, express, or baggage, etc., with passenger)									
20	Sleeping and parlor cars									
21	Dining, grill and tavern cars									
22	Head-end cars	1 142						1 142		
23	Total (lines 18, 19, 20, 21, and 22)	1 142			57 366			58 508		
24	Business cars									
25	Crew cars (other than caboose)									
26	Grand total car-miles (lines 11, 17, 23, 24 and 25)	1216 910 376			4 875 362			1221 785 738		
	Gross Ton-Miles and Train-Hours in Road Service	5 772 124						5 774 681		
27	Gross ton-miles of locomotives and tenders (thousands)	5 868 135			2 552			5 870 687		
28	Gross ton-miles of freight-train cars, contents, and cabooses (thousands)	66 763 934						66 763 934		
29	Gross ton-miles of passenger-train cars and contents (thousands)	54			300 084			300 138		
30	Train-hours—Total	975,424			1 659 900			1 715 053		
	Revenue and Nonrevenue Freight Traffic							1 031 377		
31	Tons of revenue freight	XX	XX	XX	XX	XX	XX	102 471 366		
32	Tons of nonrevenue freight	XX	XX	XX	XX	XX	XX	1 920 815		
33	Total tons revenue and nonrevenue freight	XX	XX	XX	XX	XX	XX	104 392 181		
34	Ton-miles—Revenue freight in road service (thousands)	XX	XX	XX	XX	XX	XX	34 103 275		
35	Ton-miles—Revenue freight in lake transfer service (thousands)	XX	XX	XX	XX	XX	XX	-		
36	Total ton-miles—Revenue freight (thousands)	XX	XX	XX	XX	XX	XX	34 103 275		
37	Ton-miles—Nonrevenue freight in road service (thousands)	XX	XX	XX	XX	XX	XX	1 189 362		
38	Ton-miles—Nonrevenue freight in lake transfer service (thousands)	XX	XX	XX	XX	XX	XX	-		
39	Total ton-miles—Nonrevenue freight (thousands)	XX	XX	XX	XX	XX	XX	1 189 362		
40	Net ton-miles of freight—Revenue and nonrevenue (thousands)	35	292	637				35 292 637		
	Revenue Passenger Traffic									
41	Passengers carried—Total	XX	XX	XX	XX	XX	XX	15 828 921		
42	Passenger-miles—Total	XX	XX	XX	XX	XX	XX	786 221 401		
	Train-Miles Work Trains									
43	Locomotives							39 065		
44	Motorcars							-		
45	Total							39 068		

INSTRUCTIONS CONCERNING SCHEDULE 531 ON PAGE 116

1. Give the various statistical items called for concerning the rail-line operations of respondent's road during the year. Train-miles, car-miles and other particulars are to be reported in accordance with the classification of train-miles and car-miles prescribed in the Uniform System of Accounts for Railroad Companies (Mileage Accounts 800 to 805 and 820 to 825). Locomotive unit-miles should include all miles made by each locomotive unit.

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

3. Item No. 1 includes miles of road operated under trackage rights.

4. For gross ton-miles compute from conductors' or dispatchers' train reports weight in tons (2,000 pounds). Line 27 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Lines 28 and 29 represent tons behind locomotive units (cars and contents, company-service equipment and cabooses) moved one mile in transportation trains. Include ton-miles of exclusive work service equipment and motorcars moving in transportation

trains. Use 150 pounds as the average weight per passenger and four tons as the average weight of contents of each head-end car.

5. Line No. 35 should represent the ton-miles of revenue freight in water transfer service on the Great Lakes involving a rail-line haul, the revenue from which is includible in account No. 101, "Freight." Ton-miles of revenue freight in water transfer service which was moved on the basis of lawful local tariff rates, the revenue from which is creditable to account No. 113, "Water transfers," should be excluded. Line 36, Total ton-miles—Revenue freight, should correspond to the ton-miles reported on Form OS-B, Item 2.

6. For net ton-miles, Line 40, compute from conductors' train reports. This item represents the number of tons of revenue and non-revenue freight moved one mile in transportation trains. Include a reasonable proportion of the weight of exclusive work equipment moved one mile. Include net ton-miles in motorcar trains. Exclude LCL shipments handled in mixed baggage-express cars.

7. The mileage of company service equipment, designed exclusively for work service and moved in transportation trains, should be classed as loaded freight car-miles.

8. Highway vehicle operations should not be included in Schedule 531 but particulars thereof given in a footnote below.

532. SWITCHING AND TERMINAL TRAFFIC AND CAR STATISTICS

(For switching and terminal companies only)

1. Give particulars of cars handled during the year. For descriptions of kinds of services included in switching operations, and in terminal operations, reference is made to the "Notice" on the inside of the front cover of this form. With respect to the term "cars handled" it should be observed that, when applied to switching operations, the movement of a car from the point at which a switching company receives it, whether loaded or empty, to the point where it is loaded or unloaded or delivered to another connecting line is to be counted as one car handled. The return of a car, whether loaded or empty, from the point where it is loaded or un-

loaded, to the point of delivery is to be counted as one car handled. No incidental movement is to be considered, unless such incidental movement involves the receipt of additional revenue. When applied to terminal operations, such as union station, bridge, ferry, or other joint facility terminal operations, the term "cars handled" includes all cars for which facilities are furnished.

2. The number of locomotive-miles in yard switching service should be computed in accordance with account No. 816, "Yard Switching Locomotive-miles."

Line No.	Item (a)	Switching operations (b)	Terminal operations (c)	Total (d)
	Freight Traffic			
1	Number of cars handled earning revenue—Loaded			
2	Number of cars handled earning revenue—Empty			
3	Number of cars handled at cost for tenant companies—Loaded			
4	Number of cars handled at cost for tenant companies—Empty			
5	Number of cars handled not earning revenue—Loaded			
6	Number of cars handled not earning revenue—Empty			
7	Total number of cars handled			
	Passenger Traffic			
8	Number of cars handled earning revenue—Loaded			
9	Number of cars handled earning revenue—Empty			
10	Number of cars handled at cost for tenant companies—Loaded			
11	Number of cars handled at cost for tenant companies—Empty			
12	Number of cars handled not earning revenue—Loaded			
13	Number of cars handled not earning revenue—Empty			
14	Total number of cars handled			
15	Total number of cars handled in revenue service (lines 7 and 14)			
16	Total number of cars handled in work service			
17	Number of locomotive-miles in yard switching service: Freight, _____; passenger, _____			

NOTES AND REMARKS

561C. COMPENSATION APPLICABLE TO PRIOR YEARS

Show hereunder, for each group of employees, the amount of compensation applicable to prior years, which was paid or is payable under labor awards of the current year or for other reasons. Additional compensation for the current year under labor awards or for other reasons is includible in I.C.C. Wage Statistics Form A and B, "Report of Employees, Service, and Compensation," for the calendar year. For purposes of this report,

labor awards are intended to cover adjustments resulting from the decisions of Wage Boards and voluntary awards by the respondent incident thereto. Explain the nature of any amounts in excess of \$10,000 included in column (c) in a footnote.

(Dollars in thousands)

Line No.	Group No.	Class of employees (a)	Amount of Compensation			
			Under labor awards (b)		Other back pay (c)	Total (d)
			\$		\$	\$
1	I	Executives, officials, and staff assistants				
2	II	Professional, clerical, and general				
3	III	Maintenance of way and structures				
4	IV	Maintenance of equipment and stores				
5	V	Transportation (other than train, engine, and yard)		22		22
6	VI (a)	Transportation (yardmasters, switch tenders, and hostlers)				
7	VI (b)	Transportation (train and engine service)		22		22
8		Total				

9 Amount of foregoing compensation that is chargeable to operating expenses: \$ 22

NOTES AND REMARKS

Schedule 591 - Changes During The Year

2. Line 15 - 5.99 miles of road abandoned from Trotters Point, Miss. to Danforth, Miss. Effective April 5, 1973, FD. No. 27175 and 23.98 miles of road abandoned from Grand Tower, Ill. to McClure, Ill. Effective June 29, 1973, FD. No. AB-43. All other changes are due to track changes and remeasurements with no new territory served.
3. None
4. None

562. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

1. In columns (a) and (b) enter the name and position of each of the five persons named in Schedules 102 and 103 of this report to whom the respondent paid the largest amount during the year as compensation for current or past service over and above necessary expenses incurred in discharge of duties. In addition, list all other officers, directors, pensioners or employees, if any, to whom the respondent paid \$40,000 or more in total compensation during the year.

2. The salary per annum to be entered in column (c) is the annual rate at which an employee is paid rather than the amount actually paid for a part of a year. If the salary of an individual was increased or decreased during the year, show salary before each change as well as at close of year.

3. If an officer, director, etc., receives compensation from one or more of the affiliated companies listed in Schedule 104, reference to this fact should be made if the aggregate compensation from all companies amounts to \$40,000 or more. The detail as to division of the compensation should be reported in schedule 564.

4. Other compensation to be entered in column (d) includes, but is not limited to, commissions; bonuses; shares in profits; contingent compensation; moneys paid, set aside or accrued pursuant to any pension, retirement, savings, deferred compensation, or similar plan including premiums paid for retirement annuities, or life insurance where the respondent is not the beneficiary (Premiums on group life insurance for benefits less than \$50,000 need not be reported.), or any other arrangement which constitutes a form of compensation. Give the details of any plan not previously reported, the basis of determining the ultimate benefits payable, and the payments or provisions made during the year.

5. Also include in column (d) all remuneration paid, directly or indirectly, in the form of securities, options, warrants, rights or other property. Furnish particulars concerning any options, warrants, or rights issued or granted during the year including prices, expiration dates and other information relating to exercise of the options, warrants, or rights. Specify the amount of such securities or assets so entitled to be purchased by each officer, director, etc. (Dollars in thousands)

Line No.	Name of person (a)	Position of Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
1	G.P. Brock	Chairman	\$ 116	\$
2	A.S. Boyd	President	105	12
3	B.V. Bodie	Sr.VP Opertns.	81	
4	J.C. Humbert	" " " to 11/11/73	60	8
5	J.C. Humbert	" " " from 11/12/73	70	
6	Q.H. Zimmerman	" " " to 10/31/73	65	5
7	P.H. Reistrup	" " Traff. to 11/11/73	55	7
8	F.H. Reistrup	" " " from 11/12/73	62	
9	Y.E. Lott	VP Finance	59	
10	J.N. Ogden	VP Gen. Counsel	57	
11	H.F. Davenport	Sr.VP Admin.to 11/11/73	44	4
12	H.F. Davenport	" " " from 11/12/73	50	
13	H.L. Williams	Chf.Trnsp.Off.to 11/11/73	40	4
14	H.L. Williams	" " " from 11/12/73	45	
15	D.R. Montgomery	Comptroller to 3/18/73	42	4
16	D.R. Montgomery	" from 3/19/73	44	
17	E. Oliver	VP Personnel	43	4
18	F.J. Lott	VP Subs.&Asst. Sec.	42	
19	A.L. Sams	VP Chief Engineer	42	4
20	P.W. Johnston	General Counsel	41	2
21	H.D. Koontz	Sr.Gen.Sol.to 1/31/73	38	2
22	H.D. Koontz	" " " from 2/1/73	42	
23	R.A. Johnson	Asst.VP Sales	41	4
24				
25				
26	W.B. Johnson	Chairman&Exec. Comm.	*	
27	*Compensation paid by parent company, Illinois Central Industries, Inc. and billed 35% to Illinois Central Gulf Railroad Company.			
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				

f. In the event of the Owner's noncompliance with the non-discrimination clauses of this contract or with any of such rules, regulations or orders, this contract may be cancelled, terminated or suspended in whole or in part, and the Owner may be declared ineligible for further Government contracts in accordance with procedures authorized in Executive Order 11246 of September 24, 1965, and such other sanctions may be imposed and penalties invoked as provided in Executive Order 11246 of September 24, 1965, or by rule, regulation, or order of the Secretary of Labor, or as otherwise provided by law.

g. The Owner will include the provisions of paragraphs a through g in every subcontract or purchase order unless exempted by rules, regulations, or orders of the Secretary of Labor issued pursuant to Section 204 of Executive Order 11246 of September 24, 1965, so that such provisions will be binding upon each subcontractor or vendor. The Owner will take such action with respect to any subcontract or purchase order as the contracting agency may direct as a means of enforcing such provisions including sanctions for noncompliance: Provided, however, that in the event the Owner becomes involved in, or is threatened with, litigation with a subcontractor or vendor as a result of such direction by the contracting agency, the Owner may request the United States to enter into such litigation to protect the interests of the United States. (ASPR 12-804(a))

Article 17. Definitions.

a. The term "head of agency" or "Secretary" as used herein means the Secretary of the Army; and the term "his duly authorized representative" means the Chief of Engineers, Department of the Army or an individual or board designated by him.

b. The term "Contracting Officer" as used herein means the person executing this contract on behalf of the Government and includes a duly appointed successor or authorized representative.

IN WITNESS WHEREOF, the parties hereto have executed this contract as of the day and year first above written.

THE UNITED STATES OF AMERICA

By /s/ Guy E. Jester /s/ Sep 25
 GUY E. JESTER
 Colonel, CE
 Contracting Officer

ILLINOIS CENTRAL RAILROAD COMPANY

By /s/ A. L. Sams DATE
 Title Vice President and Chief Engineer

CERTIFICATE

The following certificate shall be completed by a person who is an officer of the corporation other than the person executing the contract.

I, R. C. Wiese, certify that I am the Assistant Secretary of the Illinois Central Railroad Company named as Owner herein; that A. L. Sams, who signed this contract on behalf of the Owner was then Vice President and Chief Engineer of said corporation; that I know his signature and that his signature thereto is genuine; that said contract was duly signed, sealed and attested for and in behalf of said corporation by authority of its governing body.

IN WITNESS WHEREOF, I have hereunto affixed my hand and the seal of said Corporation, this 20th day of June 1972.

AFFIX
 CORPORATE SEAL

/s/ R. C. Wiese
 (Signature)
 (Cannot be signature of person signing the contract.)

563. PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES AND AFFILIATES

1. In the form below give information concerning payments, fees, retainers, commissions, gifts, contributions, assessments, bonuses, pensions, subscriptions, allowance for expenses, or any form of payments amounting in the aggregate to \$50,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person, except:

(a) Payments to employees of the respondent shall be reported in Schedule 562.

(b) Payments for services rendered by affiliates shall be reported in Schedule 564.

2. The aggregate of payments to be reported in column (c) shall include amounts paid and/or accrued during the year which are applicable to the year.

3. When contributions under \$50,000 are made in common with other carriers under a joint arrangement in payment for the performance of services or as a donation, each such contribution shall be reported, irrespective of the amount thereof, if the total amount paid by all contributors for the performance of the particular service is equal to the sum of \$100,000 or more.

4. Payments to the independent public accountant reporting on the respondent's annual report shall be subdivided to show separately the amount paid for auditing and the total amount paid for other types of management services such as, but not limited to, compensation plans, pension plans, forecasts and budgets, and tax advice. All carriers, whether payments aggregate more or less than \$50,000, shall answer the following question.

Did the independent accountant reporting on the respondent's annual report provide any management services other than auditing?

Specify: Yes ☐ No ☒

5. To be included are, among others, payments, directly or indirectly, for legal, medical, engineering, advertising, valuation, accounting, statistical, financial, educational, entertainment, charitable, advisory, defensive, detective, developmental, research, appraisal, registration, purchasing, architectural, and hospital services; payments for expert testimony and for handling wage disputes; and payments for services of banks, bankers, trust companies, insurance companies, brokers, trustees, promoters, solicitors, consultants, actuaries, investigators, inspectors, and efficiency engineers. Payments to the various railroad associations, commissions, committees, bureaus, boards, and other organizations maintained jointly by railroads shall also be included. The enumeration of these kinds of payments should not be understood as excluding other payments for services not excluded below.

6. To be excluded are: Rent of buildings or other property, taxes payable to the Federal, State, or local Governments, payments for heat, light, power, telegraph, and telephone services, and payments to other carriers on the basis of lawful tariff charges or for the interchange of equipment between carriers, as well as other payments for services which both as to their nature and amount may reasonably be regarded as ordinarily connected with the routine operation, maintenance, or construction of a railroad, but any special and unusual payments for services should be reported. Payments of \$50,000 or more to organizations maintained jointly by railroads with other railroads are not to be excluded even if their services are regarded as routine.

7. If more convenient, this schedule may be filled out for a group of roads considered as one system and shown only in the report of the principal road in the system, with references thereto in the reports of the other roads.

8. If any doubt exists in the mind of the reporting officer as to the reportability of any type of payment, request should be made for a ruling before filing this report.

(Dollars in thousands)

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)
1	Assoc. of American RR	Assessments & Services	\$ 510
2	Assoc. of Western Rwy.	Proportion of Expenses	108
3	East. Weighing & Inspect. Bur.	" " "	19
4	Illinois Freight Assoc.	" " "	35
5	Illinois Railroad Assoc.	Assessments	29
6	Kentucky " "	"	10
7	Metropolitan Crusade of Mercy	Contribution	50
8	Mississippi Railroad Assoc.	Proportion of Expenses	45
9	Morgan Guaranty Trust	Various Trustee Services	53
10	Nat. Rwy. Labor Conf.	Assessments	65
11	Price Waterhouse & Co.	Consulting & Auditing Fees	420
12	S.E. Demurrage & Storage Bur.	Proportion of Expenses	81
13	S.E. RR Assoc. Bureau	" " "	104
14	Southern Freight Assoc.	" " "	181
15	" Weigh. & Inspect. Bur.	" " "	178
16	Southwestern Freight Bureau	" " "	9
17	Tennessee RR Assoc.	" " "	9
18	Traffic Executive Assoc.	" " "	54
19	Western Weigh & Insp. Bur.	" " "	661
20			
21			
22			
23			
24			
25			
26			
27			
28			

**564. TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT
FOR SERVICES RECEIVED OR PROVIDED**

1. Furnish the information called for below concerning each contract, agreement or arrangement (written or unwritten) in effect at any time during the year between the respondent and the affiliated companies listed in Schedule 104, 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 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:

- Lawful tariff charges for transportation services.
 - Payments to or from other railroads for interline services and interchange of equipment.
 - Payments to or from other railroads for services which may reasonably be regarded as ordinarily connected with routine operation, maintenance, or construction of a railroad, but any special or unusual transactions should be reported.
 - Agreements relating to allocation of Federal income taxes between affiliated companies should be reported in Schedule 353 (p. 85).
 - Agreements relating to joint pension plans with affiliated companies should be reported in explanatory notes section of Schedule 200 (p. 13).
2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$30,000 or more for the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to \$30,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges in column (d). If the respondent provides services to more than one affiliate, and the aggregate compensation amounts to \$30,000 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.

Attach a balance sheet and income statement for each affiliate with which respondent had reportable transactions during the year. These statements should be prepared on the same accounting

year basis and in conformity with the balance sheet and income statement in annual report form A, and should be noted to indicate method of depreciating property, if any, furnished to the respondent. Balance sheet and income statement are not required for affiliated carriers filing annual reports with the Commission.

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

- If respondent directly controls affiliate insert the word "direct".
- If respondent controls through another company insert the word "indirect".
- If respondent is under common control with affiliate insert the word "common".
- If respondent is controlled directly or indirectly by the company listed in column (a) insert the word "controlled".
- 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 character of service 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 (g).

5. In column (d) fully describe the basis for computing charges under each contract, agreement, etc.

6. In columns (e) and (f) indicate the date and term of each contract or arrangement. If oral contract, indicate with symbol "O".

7. In column (g) report the total amount received, paid, or accrued during the year which is applicable to the year, for each type of service listed in column (c). Indicate purchase items with the symbol "P" and sales items with the symbol "S". Do not report net figures when services are both provided and received between the respondent and an affiliate.

(Dollars in thousands)

Line No.	Name of Company or Individual and percent of gross income from respondent carrier (a)	%	Form of Affiliation (b)	Character of Service (c)	Basis of Charge (d)	Contract		Total Charges for Year	
						Date (e)	Term (f)	(P)(S)	(g)
1	IC Industries, Inc.		Controlled	Joint Salaries & Expenses				\$	
2				including joint officers					
3				salaries, proportion of					
4				medical, auto liability,					
5				directors & officers					
6				insurance and audit fees		0	0		1 751
7									
8				Rent of Office Space	\$6.00/sq. ft./yr.	0	0		80
9									

565. OTHER TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT

1. Furnish the information called for below concerning transactions between the respondent and the affiliated companies listed in Schedule 104, 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 not limited to, purchase, sale or transfer of equipment, land, structures, securities or other assets aggregating \$30,000 in value for the year.

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent transacted purchase, sale or transfer.

3. In column (b) indicate form of affiliation or control between the respondent and company or person identified in column (a) in accord with instruction No. 3 to Schedule 564.

4. In column (c) briefly describe the kind of asset purchased, sold or transferred.

5. In column (d) report the total of all purchases, sales or transfers of property with a value of \$30,000 or more. If individual items are less than that amount, report the total of all purchases or sales with the company or individual named in column (a) when the aggregate of such items is \$30,000 for the year. Indicate purchase items with the symbol "P" and sales items with the symbol "S".

6. In column (e) summarize the book cost, less accrued depreciation if applicable, for each item reported in column (d).

7. In column (f) report the net profit or loss for each item (column (d) less column (e)).

8. Answer all questions at bottom of schedule. (Dollars in thousands)

Line No.	Name of Company or Individual (a)	Form of Affiliation (b)	Description of Item (c)	Sales or Purchase Price (d)	Net Book Value (e)	Gain or (Loss) (f)
1	C&IW Railroad	Common	Freight Cars & Locomotives	\$ P 24 072	\$ 24 072	\$ -
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						

With respect to the transactions listed above, were any gains or losses incurred by other affiliated companies in the six (6) accounting years preceding this report year on the transfer of the item to the company or individual named in column (a)? Specify. Yes ☒ No ☐ If yes, give particulars of prior transaction such as sales price, and gain or loss.

In 1973 the C&IW Railroad had a net gain of \$104,320.00 on these transactions.

Where any services provided or assets transferred between respondent and affiliated companies or individuals during the year for which no charges were assessed? Specify. Yes ☐ No ☒ If yes, explain.

**566 A. TRANSACTIONS BETWEEN NONCARRIER SUBSIDIARIES OF RESPONDENT AND OTHER AFFILIATED COMPANIES OR PERSONS
FOR SERVICES RECEIVED OR PROVIDED**

1. Furnish the information called for below concerning transactions between noncarrier subsidiaries of the respondent and other affiliated companies for services received or provided in accord with instruction No. 1 to Schedule 564.

2. In column (a) enter the name of the noncarrier subsidiary of respondent.

3. In column (b) enter the name of other affiliated company with which the noncarrier subsidiary received or provided services aggregating \$30,000 or more for the year.

4. In column (c) indicate form of affiliation or control between noncarrier subsidiary and other affiliated company identified in column (b) in accord with instruction No. 3 to Schedule 564.

5. In column (d) fully describe the character of service involved such as management fees, lease of building, purchase of material, etc. If more

than one type of service is provided, list each type of service separately. When services are both provided and received between the noncarrier subsidiary and other affiliate they should be listed separately and the amounts shown separately in column (h).

6. In column (e) fully describe the basis for computing charges under each contract, agreement, etc.

7. In columns (f) and (g) indicate the date and term of each contract or arrangement. If oral contract, indicate with symbol "O".

8. In column (h) report the total amount received, paid, or accrued during the year which is applicable to the year, for each type of service listed in column (d). Indicate purchase items with the symbol "P" and sales items with the symbol "S". Do not report net figures when services are both provided and received between the noncarrier subsidiary and other affiliate. (Dollars in thousands)

Line No.	Name of Respondent's Noncarrier Subsidiary Company (a)	Name of Other Affiliated Company (b)	Form of Affiliation (c)	Character of service (d)	Basis of Charge (e)	Contract		Total Charges for Year	
						Date (f)	Term (g)	(P)(S)	(h)
1								\$	
2									
3									
4		None							
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
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19									
20									
21									
22									
23									
24									
25									
26									

566 B. OTHER TRANSACTIONS BETWEEN NONCARRIER SUBSIDIARIES OF RESPONDENT AND OTHER AFFILIATED COMPANIES OR PERSONS

1. Furnish the information called for below concerning other transactions between noncarrier subsidiaries of the respondent and other affiliated companies in accord with instruction No. 1 to Schedule 565.

2. In column (a) enter the name of the noncarrier subsidiary of respondent.

3. In column (b) enter the name of other affiliated company with which the noncarrier subsidiary transacted a purchase, sale or transfer of equipment, land, structures, securities or other assets aggregating \$30,000 in value for the year.

4. In column (c) indicate form of affiliation or control between noncarrier subsidiary and other affiliated company identified in column (b) in accord with instruction No. 3 to Schedule 564.

5. In column (d) briefly describe the kind of asset purchased, sold or transferred.

6. In column (e) report the total of all purchases, sales or transfers of property with a value of \$30,000 or more. If individual items are less than that amount, report the total of all purchases or sales when the aggregate of such items is \$30,000 for the year. Indicate purchase items with the symbol "P" and sales items with the symbol "S".

7. In column (f) summarize the book cost, less accrued depreciation if applicable, for each item reported in column (e).

8. In column (g) report the net profit or loss for each item (column (e) less column (f)).

9. Answer all questions at bottom of schedule.
(Dollars in thousands)

Line No.	Name of Respondent's Noncarrier Subsidiary Company (a)	Name of Other Affiliated Company (b)	Form of Affiliation (c)	Description of Item (d)	Sales or Purchase Price (e)	Net Book Value (f)	Gain or (Loss) (g)
1							
2							
3		None					
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							

With respect to the transactions listed above, were any gains or losses incurred by other affiliated companies in the six (6) accounting years preceding this report year on the transfer of the item to the company or individual named in column (b)? Specify Yes . . . No . . . If yes, give particulars of prior transaction such as sales price, and gain or loss.

Were any services provided or assets transferred between noncarrier subsidiaries of respondent and other affiliated companies or individuals for which no charges were assessed? If so, explain.

571. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

Show hereunder the amounts of the various kinds of fuel consumed by locomotive units and motors or other self-propelled rail cars in the service of the respondent during the year, and the number of kilowatt-hours for such tractive equipment as was propelled by electricity. The ton of 2,000 pounds should be used.

Kilowatt-hours, for entry in column (c) of section A, and column (h) of section B, are to be figures at high tension taps (point of production or point of purchase), and divided among the several classes of service, the division being made on the respondent's best estimate if actual figures are not available.

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight <u>124554125</u>	<u>110,340,546</u>			
2	Passenger <u>117965</u>	<u>15,913,153</u>			
3	Yard switching <u>14443524</u>	<u>15,573,038</u>			
4	Total <u>139115554</u>	<u>141,826,737</u>			
5	Work train <u>544,810</u>				
6	GRAND TOTAL <u>139660364</u>	<u>142,371,547</u>			
7	Total cost of fuel*	\$ <u>20,595,065</u>	\$	\$	\$

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
8	Freight			
9	Passenger		<u>56,815,167</u>	
10	Yard switching			
11	Total		<u>56,815,167</u>	
12	Work train			
13	GRAND TOTAL		<u>56,815,167</u>	
14	Total cost of fuel*	\$	\$ <u>1,290,251</u>	\$

*Show cost of fuel charged to train and yard service (accounts Nos. 382 and 394, for other than electric, and accounts Nos. 383, 384, 395, and 396, for electric). The cost stated for the various kinds of fuel should be the total charges in the accounts specified, including freight charges and handling expenses. The cost stated for electric current should be the total charges in the accounts enumerated. Fuel and power consumed by mixed and special trains that are predominantly freight should be included in freight service, but where the service of mixed or special trains is predominantly passenger, the fuel and power used should be included in passenger service. (Dollars in thousands)

NOTES AND REMARKS

581. CONTRACTS, AGREEMENTS, ETC.

1. Hereunder give a concise statement of each important contract, agreement, arrangement, etc., with other companies or persons, together with important revisions, modifications, terminations, and other changes thereof, which became effective during the year, and concerned in any way the transportation of persons or things at other than tariff rates, or the purchase of equipment under conditional sales plans without the issuance of securities by respondent, making such statements in the following order:

- (a) Express companies.
- (b) Mail.
- (c) Sleeping, parlor, and dining-car companies.
- (d) Freight or transportation companies or lines.
- (e) Other railway companies.
- (f) Steamboat or steamship companies.
- (g) Telegraph companies.
- (h) Telephone companies.
- (i) Equipment purchased under conditional sales contracts.
- (j) Routing traffic of affiliated companies.
- (k) Other contracts.

2. Under item 1(f), include particulars of joint facility arrangements entered into during the year by the respondent, including those maintained or operated by other carriers as well as those maintained or operated by respondent. For each joint facility, give a brief statement of the basis or bases on which revenues, expenses, taxes, interest on investment, and other items, if any, related to the facility are apportioned among the carriers using the facility or otherwise deriving benefit therefrom.

3. Under item 1(i), give particulars of conditional sales agreements, lease or rental contracts, and other similar instruments, entered into by respondent for the purchase of equipment, which provide for payment in installments and do not involve the issuance of securities by respondent. State the names of the parties to the contracts or agreements, the number

of units of each class of equipment covered, and the terms and conditions of payment.

4. Under item 1(j) give particulars of arrangements, written or oral with affiliated companies for routing of traffic. Through route arrangements for handling of traffic interchanged with carrier affiliates should not be reported.

5. Under item 1(k), Other contracts, describe briefly the particulars of all contracts or agreements, including estimated amounts receivable, under which a government agency, or instrumentality thereof, seeks to assist respondent with grants or aid for providing passenger commuter or other passenger-train services.

6. Information concerning contracts of minor importance may be omitted. A contract of minor importance is defined as one involving receipts or payments of less than \$25,000 per year, and which, by its terms, is otherwise unimportant.

7. In lieu of giving abstracts, copies of contracts may be filed. Every copy of a contract furnished in connection with the foregoing requirement should be listed hereunder.

8. The basis for computing receipts and payments should be fully stated in the case of each such contract, agreement, or arrangement.

9. Compliance with the requirements of this schedule does not relieve the respondent of the duty placed upon common carriers by section 6(5), Part I, of the Interstate Commerce Act, which reads as follows:

"Every common carrier subject to this part shall also file with said Commission copies of all contracts, agreements, or arrangements with other common carriers in relation to any traffic affected by the provisions of this part to which it may be a party. Provided, however, that the Commission, by regulations, may provide for exceptions from the requirements of this paragraph in the case of any class or classes of contracts, agreements, or arrangements, the filing of which, in its opinion, is not necessary in the public interest."

(a) To (h) and (j) NONE

(i) Conditional Sales Agreement dated August 31, 1973 with G.T.E. Automatic Electric Incorporated, covering Purchase of telephone equipment for railroads offices at 233 No. Michigan Ave., Chicago Illinois, and assigned to First Pacific Bank of Chicago at the aggregate cost of \$825,000.00 (maximum) to be paid in ten (10) annual payments commencing on September 1, 1974 and payable each September 1, thereafter to and including September 1, 1983. Copy of agreement attached.

(k) Agreement dated January 16, 1973 with the National Railroad Passenger Corporation (AMTRAK) - Copy of agreement attached.

Agreement dated March 28, 1973, with the National Railroad Passenger Corporation (AMTRAK) - Copy of agreement attached.

Agreement dated September 6, 1972 with the U.S. Corps of Army Engineers for relocation, rearrangement or alteration of railroad and appurtenant facilities of the Illinois Central Gulf Railroad crossing the Kaskaskia River at New Athens, Illinois. Total estimated cost of project \$9,000,000. Copy of agreement attached.

Interim transportation funding agreement with State of Illinois, Department of Transportation. \$742,665 received in the Year 1973 for deficit operations of Illinois Central Gulf Suburban Passenger Service.

591. CHANGES DURING THE YEAR

Hereunder state the matters called for. Make the statements explicit and precise, and number them in accordance with the inquiries; each inquiry should be fully answered, and if the word "none" truly states the fact it may be used in answering any particular inquiry. Changes in mileage should be reported by classes and stated to the nearest hundredth of a mile.

1. For each railroad property used in respondent's transportation service, show all increases and decreases in mileage, classifying the changes in the tables below as follows:

(Class 1) Line owned by respondent.

(Class 2) Line owned by proprietary companies.

(Class 3) Line operated under lease for a specified sum.

(Class 4) Line operated under contract or agreement for contingent rent.

(Class 5) Line operated under trackage rights.

2. For changes in miles of road, give dates of beginning or abandonment of operations. If any changes reportable in this schedule occurred

under authority granted by the Commission in certificates of convenience and necessity, issued under paragraphs (18) to (22) of section 1 of the Interstate Commerce Act or otherwise, specific reference to such authority should in each case be made by docket number or otherwise, as may be appropriate.

3. All consolidations, mergers, and reorganizations effected, giving particulars.

This statement should show the mileage, equipment, and cash value of property of each company as well as the consideration received by each company party to the action. State the dates on which consolidated, etc., and whether the prior companies have been dissolved. Copies of the articles of consolidation, merger, or reorganization should be filed with this report.

4. Other important changes not elsewhere provided for involving more than \$50,000, giving full particulars.

INCREASES IN MILEAGE

Line No.	Class (a)	Main (M) or branch (B) line (b)	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks (g)	Miles of yard switching tracks (h)	Total (i)	Remarks (j)
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs and turn-outs (f)				
1	1	M	0 01	0 14	—	0 32	6 05	8 38	14 90	
2		B	—	—	—	0 41	0 23	0 39	1 03	
3										
4	1J	M	—	—	—	—	—	0 12	0 12	
5										
6	2	B	—	—	—	—	—	0 13	0 13	
7										
8	3A	M	—	—	—	0 07	—	0 04	0 11	
9		B	—	—	—	0 03	0 03	—	0 06	
10										
11	5	M	—	—	—	0 86	0 30	0 30	1 46	
12		B	—	—	—	—	0 03	—	0 03	
13	Total Increase		0 01	0 14	—	1 69	6 64	9 36	17 84	

DECREASES IN MILEAGE

14	1	M	0 53	2 38	0 02	8 08	2 94	10 17	24 12	
15		B	31 38	—	—	1 39	4 72	4 45	41 94	See Notes
16										Page 119
17	1J	M	—	—	0 20	—	—	0 90	1 10	
18										
19	2	B	—	—	—	0 09	—	0 42	0 51	
20										
21	3A	M	—	—	—	0 06	—	0 04	0 10	
22										
23	5	M	—	—	—	0 03	0 89	0 47	1 39	
24		B	—	—	—	0 03	0 05	—	0 08	
25	Total Decrease		31 91	2 38	0 22	9 68	8 60	16 45	69 24	

If returns under Inquiry No. 1 above include any first main track owned by respondent or its proprietary companies representing new construction or permanent abandonment give the following particulars:

Owned by respondent:

Miles of road constructed None Miles of road abandoned 29.97

Owned by proprietary companies:

Miles of road constructed None Miles of road abandoned None

The item "miles of road constructed" is intended to show the mileage of first main track laid to extend respondent's road, and should not include tracks relocated and tracks laid to shorten the distance between two points, without serving any new territory.

By road abandoned is meant "permanently abandoned," the cost of which has been or is to be written out of the investment accounts.

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

This schedule should be completed by carriers participating in the National Railroad Passenger Corporation (NRP) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-NO. 3). Classify by accounts the amounts credited for remunerations for intercity

passenger service performed by respondent on behalf of NRP. All contra entries should be indicated in parenthesis

(Dollars in thousands.)

Line No.	Name of Account (a)	Amount (b)
Maintenance of Way and Structures		
1	201 Superintendence	12
2	202 Roadway Maintenance	
3	206 Tunnels and Subways	
4	208 Bridges, Trestles and Culverts	
5	210 Elevated Structures	
6	212 Ties	1
7	214 Rails	
8	216 Other Track Material	
9	218 Ballast	
10	220 Track Laying and Surfacing	5
11	221 Fences, Snowsheds and Signs	
12	227 Station and Office Buildings	60
13	229 Roadway Buildings	
14	231 Water Stations	12
15	233 Fuel Stations	4
16	235 Shops and Enginehouses	4
17	247 Communication Systems	
18	249 Signals and Interlockers	
19	253 Power Plants	1
20	257 Power-transmission Systems	
21	265 Miscellaneous Structures	
22	269 Roadway Machines	
23	271 Small Tools and Supplies	
24	272 Removing Snow, Ice and Sand	
25	273 Public Improvements; Maintenance	1
26	274 Injuries to Persons	8
27	276 Stationery and Printing	
28	277 Employees Health and Welfare Benefits	4
29	278 Maintaining Joint Tracks, Yards and Other Facilities - Dr.	169
30	279 Maintaining Joint Tracks, Yards and Other Facilities - Cr.	
31	281 Right-of-way Expenses	
32	282 Other Expenses	
33	Total	281
Maintenance of Equipment		
34	301 Superintendence	39
35	302 Shop Machinery	2
36	304 Power-plant Machinery	
37	305 Shop and Power-plant Machinery; Depreciation	
38	311 Locomotives; Repairs	1 454
39	317 Passenger-train Cars; Repairs	299
40	326 Work Equipment; Repairs	6
41	328 Miscellaneous Equipment; Repairs	
42	331 Equipn.ent; Depreciation	32
43	332 Injuries to Persons	5
44	334 Stationery and Printing	
45	335 Employees Health and Welfare Benefits	37

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Continued

Line No	Name of Account (a)	Amount (b)
	Maintenance of Equipment—Continued	\$
		17
46	336 Joint Maintenance of Equipment Expenses - Dr.	
47	337 Joint Maintenance of Equipment Expenses - Cr.	
48	339 Other Expenses	
49	Total	1 891
	Traffic	
		84
50	351 Superintendence	43
51	352 Outside Agencies	
52	353 Advertising	8
53	354 Traffic Associations	1
54	358 Stationery and Printing	4
55	359 Employees Health and Welfare Benefits	
56	360 Other Expenses	
57	Total	140
	Transportation	
		196
58	371 Superintendence	2
59	372 Dispatching Trains	229
60	373 Station Employees	100
61	376 Station Supplies and Expenses	
62	377 Yardmasters and Yard Clerks	36
63	378 Yard Conductors and Brakemen	10
64	379 Yard Switch and Signal Tenders	22
65	380 Yard Enginemen	3
66	382 Yard Switching Fuel	
67	383 Yard Switching Power Produced	
68	384 Yard Switching Power Purchased	
69	388 Servicing Yard Locomotives	1
70	389 Yard Supplies and Expenses	346
71	390 Operating Joint Yards and Terminals - Dr.	
72	391 Operating Joint Yards and Terminals - Cr.	1 269
73	392 Train Enginemen	618
74	394 Train Fuel	
75	395 Train Power Produced	
76	396 Train Power Purchased	274
77	400 Servicing Train Locomotives	1 593
78	401 Trainmen	603
79	402 Train Supplies and Expenses	132
80	403 Operating Sleeping Cars	2
81	404 Signal and Interlocker Operation	
82	405 Crossing Protection	
83	406 Drawbridge Operation	1
84	407 Communication System Operation	189
85	409 Employees Health and Welfare Benefits	7
86	410 Stationery and Printing	19
87	411 Other Expenses	31
88	412 Operating Joint Tracks and Facilities - Dr.	
89	413 Operating Joint Tracks and Facilities - Cr.	39
90	415 Clearing Wrecks	40
91	420 Injuries to Persons	
92	Total	5 762

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Concluded

Line No.	Name of Account (a)	Amount (b)
	Miscellaneous	
93	441 Dining and Buffet Service _____	699
94	447 Operating Joint Miscellaneous Facilities - Dr. _____	11
95	448 Operating Joint Miscellaneous Facilities - Cr. _____	
96	449 Employees Health and Welfare Benefits _____	31
97	Total _____	741
	General	
98	451 Salaries and Expenses of General Officers _____	26
99	452 Salaries and Expenses of Clerks and Attendants _____	90
100	453 General Office Supplies and Expenses _____	
101	454 Law Expenses _____	
102	456 Employees Health and Welfare Benefits _____	5
103	457 Pensions _____	
104	458 Stationery and Printing _____	
105	460 Other Expenses _____	498
106	461 General Joint Facilities - Dr. _____	55
107	462 General Joint Facilities - Cr. _____	
108	Total _____	674
	RENTS	
	Rent Income	
109	504 Rent from Locomotives _____	
110	505 Rent from Passenger-train Cars _____	
111	507 Rent from Work Equipment _____	
112	508 Joint Facility Rent Income _____	72
113	Total Rent Income _____	72
	Rents Payable	
114	537 Rent for Locomotives _____	167
115	538 Rent for Passenger-train Cars _____	11
116	541 Joint Facility Rents _____	224
117	Total Rents Payable _____	402
118	Net Rents (lines 113, 117) _____	404
119	532 Railway Tax Accruals _____	730
120	Total Remunerations _____	10 623

REMARKS:

VERIFICATION

The foregoing report must be verified by the oath of the officer having control of the accounting of the respondent. It should be verified, also, by the oath of the president or other chief officer of the respondent, unless the respondent states on the last preceding page of this report that such chief officer has no control over the accounting of the respondent. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

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

State of Illinois }
County of Cook } ss:

DON R. MONTGOMERY

(Insert here the name of the affiant)

makes oath and says that he is

COMPTROLLER

(Insert here the official title of the affiant)

Of ILLINOIS CENTRAL GULF R.R. CO.

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

that it is his duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept; that he knows that such books have, during the period covered by the foregoing report, been kept in good faith in accordance with the accounting and other orders of the Interstate Commerce Commission, effective during the said period; that he has carefully examined the said report and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he believes that all other 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 during the period of time from and including

January 1, 1973 to and including December 31, 1973

Don R. Montgomery
(Signature of affiant)

Subscribed and sworn to before me, a notary public, in and for the State and county above named,
this 3rd day of April, 1974
My commission expires My Commission Expires Sept. 29, 1976

Use an
L.S.
impression seal

John E. White
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Illinois }
County of Cook } ss:

A. S. Boyd

(Insert here the name of the affiant)

makes oath and says that he is President & Chief Executive Officer

(Insert here the official title of the affiant)

of ILLINOIS CENTRAL GULF R.R. CO.

(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, 1973 to and including December 31, 1973

A. S. Boyd
(Signature of affiant)

Subscribed and sworn to before me, a notary public, in and for the state and county above named,
this 3rd day of April, 1974
My commission expires My Commission Expires Sept. 29, 1976

Use an
L.S.
impression seal

John E. White
(Signature of officer authorized to administer oaths)

MEMORANDA
(FOR USE OF COMMISSION ONLY)

CORRESPONDENCE

[illegible]

CORRECTIONS

Date of Correction			Page					Authority				Clerk making Correction		
Month	Day	Year						Letter or Telegram of—			Officer sending letter or telegram		Commission File number	
Month	Day	Year	Month	Day	Year	Name	Title		Name					
5	20	74	72	73					4	8	74	Don R. Montgomery, Compt.		J. D.
5	20	74	51A	51B	47				5	10	74	Don R. Montgomery, Compt.		J. D.
6	18	74	65	69	73	77			6	14	74	Don R. Montgomery, Compt.		J. D.
6	20	74	7	59	73				6	14	74	Don R. Montgomery, Compt.		J. D.
8	12	74	116						8	8	74	Don R. Montgomery, Compt.		J. D.
Aug.	19	1974	51A	51B					Aug.	8	1974	Don R. Montgomery, Compt.		J. D.
10	19	76	126						10	11	1976	"		J. D.

EXPLANATORY REMARKS

* Signed by W.R. Hoff

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106-1877

CONDITIONAL SALE AGREEMENT

This Agreement dated and effective as of August 31, 1973, between Illinois Central Gulf Railroad Company, a Delaware corporation (hereinafter referred to as Railroad), and GTE Automatic Electric Incorporated, a Delaware corporation (hereinafter referred to as Manufacturer or Builder, as more particularly set forth in Article XXIII hereof).

WHEREAS, the Builder has agreed with Railroad to manufacture, sell, deliver and install and Railroad has agreed to purchase from Builder, certain items of equipment comprising a telephone switchboard system for Railroad's offices at Chicago, Illinois (hereinafter collectively referred to as Equipment). The Equipment covered by this Agreement is described on Schedule A attached hereto and made a part hereof.

Now, THEREFORE, in consideration of the mutual promises, covenants and agreements hereinafter set forth, the parties hereto do hereby agree as follows:

I. Manufacture, Installation and Sale.

Builder agrees to manufacture, deliver and install the Equipment listed on Schedule A hereto. The base price for each unit of the Equipment is shown on Schedule A hereto. Builder will sell the Equipment to Railroad and will make delivery and complete installation by March 31, 1974; provided that Railroad provides access to Railroad's building; a finished, secure switching equipment room which has been tiled, painted, and supplied with required power; and a secure equipment storage room, on or before August 6, 1973. Railroad will accept and purchase the Equipment and make payment therefor as hereinafter provided.

It is understood that Builder has ascertained Railroad's performance requirements objectives relative to the Equipment and that Builder and Railroad have agreed on plans and specifications for the Equipment and its installation as reflected in Builder's proposal which is part of its Quotation No. 73-05-GJ11, dated May 31, 1973 and letter of transmittal dated June 4, 1973, which are made a part hereof by reference. However, the General Terms and Conditions, Direct Purchase Agreements and Equipment Warranty contained therein shall be void and of no force nor effect.

It is understood and agreed that Railroad shall have the right, prior to March 31, 1974, to order additional equipment at the base prices stated in Item III of Schedule A hereto. The total purchase price provided in Article III shall be increased accordingly to cover additional equipment; provided that Railroad shall not order additional equipment under this Agreement which increases the total purchase price hereof in excess of \$825,000. Railroad, Builder and Manufacturer shall enter into a supplemental agreement covering such additional equipment.

It is understood and agreed that Builder will repair at its own expense any damage which may be caused to property of the Railroad or Railroad's lessor either by Builder's forces or through the prosecution of any work by Builder under this Agreement.

It is understood that Builder agrees to release, indemnify and save harmless Railroad, its officers, employees, agents and lessor and any successor to Builder's or Manufacturer's rights hereunder and to assume all risk, responsibility and liability for death of, or injury to, any persons, including but not limited to, officers, employees, agents, patrons and licensees of the parties hereto, and all risk, responsibility and liability for loss, damage or injury to any property, including, but not limited to, that belonging to the parties hereto or their assigns, together with all liability for any expenses, attorneys' fees and cost incurred or sustained by Railroad or any successor to Builder's or Manufacturer's rights hereunder arising from, growing out of, or in any manner or degree directly or indirectly caused by, attributable to or resulting from the performance of any work under this Agreement or the entry upon Railroad property or property leased by Railroad by the Builder, except when due to the sole negligence of Railroad, its employees or agents.

It is understood and agreed that Builder will procure and carry accident and casualty insurance covering all liability which may be incurred in connection with the performance of any work under this Agreement, whether such liability shall arise from negligence or shall be imposed by any law under so-called Workmen's Compensation Acts or other legislation, whether state or national. Such insurance policy shall contain minimum limits of \$250,000 for each person and \$500,000 for each occurrence for public liability and \$500,000 for each occurrence for property damage and such policy shall not be canceled without at least 30 days written notice to Railroad and shall specifically refer to this Agreement. Builder shall furnish to the Railroad certificates of insurance meeting the requirements of this clause.

In matters respecting liaison with the Railroad, it will be accomplished through the Director, Communications, Illinois Central Gulf Railroad Company, or his duly authorized representative. All work completed and accepted or rejected shall, unless otherwise provided herein, be by said Director, Communications, or a representative designated by him prior to delivery.

The contracting parties are not employer and employee, and nothing herein shall be construed as creating such relationship between the Railroad and the Builder. Builder may adopt such arrangements as it may desire, subject to the provisions of this Agreement, with regard to the details of the work, the personnel or the workers and the hours during which the work is to be performed, provided, however, that the work shall be done by the Builder in such manner as will be consistent with the achievement of the result contracted for within the time herein agreed upon. It is further understood and agreed that in no event shall the Railroad be required to make deductions from compensation or report earnings of employees of the Builder under any Social Security Act, Railroad Retirement Act, State or Federal, purporting to levy a tax on payrolls or the compensation of employees; and the Builder hereby agrees to indemnify and save the Railroad harmless from any and all liability, cost or expense under such law, growing out of the performance of this Agreement.

The Builder shall not discriminate against any employee or applicant for employment because of race, religion, color or national origin, in, but not limited to, employment, upgrading, demotion or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. Builder assures that it does not and will not maintain or provide for its employees any segregated facilities at any of its establishments, and that it does not and will not permit its employees to perform their services at any location under its control, where segregated facilities are maintained. Builder understands that the phrase "segregated facilities" includes facilities which are in fact segregated on a basis of race, color, creed or national origin, because of habit, local custom or otherwise. Builder understands and agrees that maintaining or providing segregated facilities for its employees or permitting its employees to perform their services at any locations, under its control, where segregated facilities are maintained is a violation of the equal opportunity clause required by Executive Order 11246 of September 24, 1965. Builder further understands and agrees that a breach of the assurance herein contained subjects it to the provisions of the Order 26-65 of the Secretary of Labor dated October 5, 1965. Builder obligates itself to obtain a substantially similar assurance from any subcontractors prior to awards to non-exempt subcontractors exceeding \$10,000. Builder shall post in places conspicuous to employees and applicants for employment, notice of the provisions of this non-discrimination clause.

II. Installation and Inspection.

Builder will deliver the various units of Equipment to Railroad's offices in Chicago, Illinois and shall install or provide for the installation of all Equipment. Builder shall be responsible for all freight and handling charges.

The Builder's obligation as to time of completion of installation is subject, however, to delays resulting from causes beyond the Builder's reasonable control, including but not limited to, acts of God, acts of

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government such as embargoes, priorities and allocations, war and war conditions, riot or civil commotion, sabotage, strikes, differences with workmen, accidents, fire, flood, explosion, damage to plant, equipment or facilities, delays in receiving necessary materials, delays of Railroad or Railroad's lessor, or delays of carriers or subcontractors.

Notwithstanding the foregoing provisions, the Railroad shall not be obligated hereunder to accept and pay for any Equipment not accepted and settled for on or before March 31, 1974 (hereinafter called the Cut-Off Date).

If any Equipment shall be excluded from this Agreement pursuant to the immediately preceding paragraph, the Railroad, the Builder and the Manufacturer shall execute an agreement supplemental hereto limiting this Agreement to the Equipment not so excluded herefrom. If the Builder's failure to deliver Equipment so excluded from this Agreement resulted from one or more of the causes referred to in the second paragraph of this Article II, the Railroad shall nevertheless be obligated to accept all such Equipment and pay the full Purchase Price therefor, determined as provided herein, if and when such Equipment shall be completed and delivered by the Builder, such payment to be in cash on the delivery of such Equipment, paid either directly or, in case the Railroad shall arrange therefor, by means of a conditional sale, equipment trust or such other appropriate method of financing as the Railroad shall determine.

Upon completion of installation, the Equipment will be presented to an inspector or other authorized representative of the Railroad for inspection, and if each such Equipment apparently conforms to the plans, specifications, requirements and standards applicable thereto, such inspector or representative shall execute and deliver to the Builder, in such number of counterparts as may reasonably be requested, a certificate of acceptance (hereinafter called the Certificate of Acceptance) stating that each such unit has been inspected and is accepted by him on behalf of the Railroad and has been completed in accordance with said plans, specifications, drawings, requirements and standards. Railroad's inspector or other authorized representative shall be available and shall conduct all inspections promptly so as not to delay delivery of any certificates to Builder.

Upon acceptance of Equipment hereunder, Railroad will assume responsibility for risk of loss as between the parties hereto. Prior to acceptance of Equipment and while such Equipment is situated at Railroad's offices, Railroad shall provide adequate security to prevent loss or damage. Notwithstanding anything to the contrary in this Agreement, Railroad agrees to indemnify and save harmless the Manufacturer from and against all losses, damages, liabilities, claims and damages whatsoever, and expenses in connection therewith, including counsel fees, proximately caused by Railroad's failure to provide such security.

III. Purchase Price and Payment.

The base prices per unit of Equipment are shown on Schedule A and, based upon the base prices so shown, the purchase price for all of the Equipment to be purchased hereunder is \$797,619.48. The purchase price for all Equipment to be purchased hereunder, as it may be adjusted as provided in the 3rd paragraph of Article I, is referred to herein as Purchase Price. Railroad hereby acknowledges itself to be indebted to the Manufacturer in the amount of the Purchase Price for the Equipment to be purchased and hereby promises to pay said Purchase Price to the Manufacturer at such place as the Manufacturer shall designate from time to time in ten consecutive, substantially equal, annual payments commencing on September 1, 1974 and payable each September 1 thereafter to and including September 1, 1983; provided, however, that if any Equipment is excluded herefrom pursuant to the 3rd and 4th paragraphs of Article II hereof, such payments due after the Cut-Off Date shall be reduced so that the then unpaid Purchase Price shall be paid in substantially equal payments over the remaining term. Railroad will also pay interest which will begin accruing on the effective date of this agreement at the rate of 8.25% per annum on the unpaid balance of the Purchase Price, payable semi-annually on MARCH 1 and September 1 in each year commencing MARCH 1, 1974.

Interest under this Agreement shall be determined on the basis of a 360-day year of twelve 30-day months.

The Railroad will pay to the Manufacturer, to the extent legally enforceable, interest at the rate of 10% per annum upon all amounts, including principal and interest, remaining unpaid after the same shall have become due and payable pursuant to the terms hereof, anything herein to the contrary notwithstanding.

All payments provided for in this Agreement shall be made by the Railroad in such coin or currency of the United States of America as at the time of payment shall be legal tender for the payment of public and private debts. In any case where the date of a payment provided for in this Agreement shall be, in the City of Chicago, a Saturday, Sunday, holiday or day on which banking institutions are authorized by law to close, then such payment shall be made on the next preceding business day and interest will be computed as of the date payment is made. The Railroad shall not have the privilege of prepaying any installment of its indebtedness hereunder.

If this Agreement shall have been assigned by the Manufacturer, the Builder shall not thereafter have any lien on, security interest in, or claim against, the Equipment or any part thereof.

IV. Taxes.

All payments to be made by the Railroad hereunder will be free of expense to the Manufacturer for collection or other charges and will be free of expense to the Manufacturer with respect to the amount of any local, state or federal taxes (other than income, gross receipts - except gross receipts taxes in the nature of or in lieu of sales taxes - excess profits and similar taxes), fines or penalties hereafter levied or imposed upon, or measured by, this Agreement or any sale, use, payment, shipment, delivery or transfer of title under the terms hereof, all of which expenses, taxes, fines and penalties the Railroad assumes and agrees to pay on demand in addition to the principal of and interest on the Purchase Price of the Equipment. The Railroad will also pay promptly all taxes and assessments which may be imposed upon the Equipment accepted by it or for the use or operation thereof by the Railroad or upon the earnings arising therefrom or upon the Manufacturer solely by reason of its ownership thereof and will keep at all times all and every part of the Equipment free and clear of all taxes and assessments which might in any way affect the title of the Manufacturer or result in a lien upon any unit of the Equipment; PROVIDED, HOWEVER, that the Railroad shall be under no obligation to pay any taxes, assessments, charges, fines or penalties of any kind so long as it is contesting in good faith and by appropriate legal proceedings such taxes, assessments, license fees, charges, fines or penalties and the non-payment thereof does not, in the opinion of the Manufacturer, adversely affect the property or rights of the Manufacturer hereunder. If any such expenses, taxes, assessments, license fees, charges, fines or penalties shall be charged or levied against the Manufacturer directly and paid by the Manufacturer, the Railroad shall reimburse the Manufacturer on presentation of an invoice therefor; PROVIDED, HOWEVER, that the Railroad shall not be obligated to reimburse the Manufacturer for any expenses, taxes, assessments, license fees, charges, fines or penalties so paid unless the Manufacturer was legally liable in respect thereof or unless the Railroad shall have approved the payment thereof.

V. Title to the Equipment.

The Manufacturer shall and hereby does retain the full legal title to and property in the Equipment (which retention shall constitute the grant of a security interest in the Equipment under Article 9 of the Uniform Commercial Code) until the Railroad shall have made all of the payments hereunder and shall have kept and performed all its agreements herein contained, notwithstanding the delivery of the Equipment to an the possession and use thereof by the Railroad as herein provided. Any and all additions to the Equipment and any and all replacements of the Equipment and of parts thereof and additions thereto shall constitute accessions to the Equipment and, together with proceeds of the Equipment,

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shall be subject to all the terms and conditions of this Agreement and included in the term Equipment as used in this Agreement.

When, and only when, the Manufacturer shall have been paid the full Purchase Price of the Equipment, together with interest and all other payments as herein provided, and all the Railroad's other obligations herein contained shall have been performed by the Railroad, the title to and property in the Equipment shall pass to and vest in the Railroad without further transfer or action on the part of the Manufacturer, except that the Manufacturer, if requested by the Railroad so to do, will execute a bill or bills of sale of the Equipment transferring its title thereto and property therein to the Railroad, or upon its order, free of all liens, security interests and other encumbrances created or retained hereby and deliver such bill or bills of sale to the Railroad at its address specified in Article XX hereof, and will execute in the same manner and deliver at the same place, for recording or for filing in all necessary public offices, such instrument or instruments in writing as may be necessary or appropriate in order then to make clear upon the public records the title of the Railroad to the Equipment. The Railroad hereby waives and releases any and all rights, existing or that may be acquired, in or to the payment of any penalty, forfeit or damages for failure to execute and deliver such bill or bills of sale or to file any such instrument in compliance with any law or statute requiring the filing of the same, except for failure to execute and deliver such bill or bills of sale or to file such instrument within a reasonable time after written demand by Railroad.

VI. Maintenance and Repair.

The Railroad will at all times after acceptance thereof maintain the Equipment in good order and repair at its own expense.

VII. Builder's Warranty of Materials and Workmanship.

The Builder guarantees to the Railroad, and the Railroad likewise guarantees to any assignee of the Builder or Manufacturer, that the units of the Equipment will be built in accordance with the plans, specifications, drawings, requirements and standards set forth or referred to in Article I hereof and that the Equipment will be free from defects in material or workmanship or design under normal use and service for a period of 12 months from the date of acceptance by the Railroad. This guaranty to the extent made by the Builder, is expressly in lieu of all other guarantees or warranties, express or implied, INCLUDING BUT NOT LIMITED TO THE IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE and all other liabilities or obligations on the part of the Builder, except for its obligations under Articles I, II, III, VIII, XII and XXIV hereof. Nothing herein shall be construed as an assumption by Builder of responsibility for normal wear and tear. Builder's exclusive obligation for breach of this guaranty shall be limited to the repair or replacement, at Builder's option, of any defective part. In no event shall Builder be liable for consequential damages. This guaranty does not extend to products not of Builder's manufacture. As to such products, Builder conveys to Railroad the warranty, if any, of Builder's supplier. The Builder further agrees with the Railroad and the Railroad agrees with any assignee of the Builder or Manufacturer that neither the inspection, nor any examination, nor the acceptance of any units of the Equipment by the Railroad under Article II hereof shall be deemed a waiver by the Railroad (or such assignee) of any of its rights under this Article VII.

VIII. Compliance with Laws and Rules.

It is expressly understood and agreed that the Builder will comply with all laws relating to, as well as each and every order, permit, priority, rule and regulation of every governmental agency having jurisdiction over, the work to be performed by Builder hereunder and the Builder hereby further agrees to indemnify, save and hold the Railroad and any assignee of the Builder or the Manufacturer harmless from any loss, cost, damage or expense arising from, occasioned by, or in any manner connected with violations of any such law, order, permit, priority, rule or regulation. Railroad shall advise Builder in writing of all such laws, or-

ders, permits, priorities, rules and regulations of which it has knowledge.

IX. Possession and Use.

The Railroad, so long as it shall not be in default under this Agreement, shall be entitled to the possession and control of the Equipment and the use thereof in connection with its suburban transportation system, either alone or jointly with others, from and after acceptance of the Equipment by the Railroad, but only upon and subject to all the terms and conditions of this Agreement.

X. Prohibition Against Liens.

The Railroad will pay or satisfy and discharge any and all sums claimed by any party from, through, under or against the Railroad or its successors or assigns which, if unpaid, might become a lien, security interest or a charge upon the Equipment, or any unit thereof, equal or superior to the title thereto of the Manufacturer, but shall not be required to pay or discharge any such claim so long as the validity thereof shall be contested in good faith and by appropriate legal proceedings in any reasonable manner and the non-payment thereof does not, in the opinion of the Manufacturer, adversely affect the property or rights of the Manufacturer hereunder.

This covenant will not be deemed breached by reason of liens for taxes, assessments or governmental charges or levies, in each case not due and delinquent, or undetermined or inchoate materialmen's, mechanics' workmen's, repairmen's or other like liens arising in the ordinary course of business and, in each case, for charges not due and delinquent.

XI. Railroad's Indemnities.

The Railroad agrees to indemnify and save harmless the Manufacturer from and against all losses, damages, injuries, liabilities, claims and demands whatsoever, regardless of the cause thereof, and expenses in connection therewith, including counsel fees, arising out of retention by the Manufacturer of title to the Equipment, or out of the use and operation thereof by the Railroad during the period when title thereto remains in the Manufacturer. This covenant of indemnity shall continue in full force and effect notwithstanding the full payment of the principal of and interest on the Purchase Price and the conveyance of the Equipment, as provided in Article V hereof, or the termination of this Agreement in any manner whatsoever.

The Railroad will bear the risk of, and shall not be released from its obligations hereunder in the event of, any damage to or the destruction or loss of any unit of or all the Equipment; PROVIDED, HOWEVER, that the Builder shall not be relieved from its warranties set forth in Article VII hereof or from its agreements set forth in Article XII hereof.

XII. Patent Indemnities.

Builder hereby covenants to protect, indemnify and save harmless Railroad and any assignee of Builder or Manufacturer from and against any and all claims, demands, actions, proceedings, prosecutions, judgments, losses, damages and expenses which any of them may sustain, incur, be subjected to or become liable for directly or indirectly because of (a) any infringements or alleged infringements of any patent(s) (now or hereafter issued) and involving the whole or any part of any Equipment developed or produced under this Agreement; (b) any claims involving shop rights rules, actual or implied covenants not to compete or any similar claim brought or alleged by a former employer or principal of any of Builder's officers, employees or agents' provided, however, that Builder shall not be liable for indemnity with respect to any matter contemplated under this section if Railroad or such assignee settles or otherwise disposes of any matter without the prior written approval of the Builder.

Builder shall upon written notice from Railroad or such assignee undertake the defense or handling of any such claims, suits, actions, proceedings or prosecutions, and shall bear the entire expense thereof.

XIII. Assignments.

The Railroad will not sell, assign, transfer or otherwise dispose of any of its rights under this Agreement including, but not limited to, its right to possession of any unit of the Equipment, without first obtaining the written consent of the Manufacturer.

All or any of the rights, benefits and advantages of the Manufacturer under this Agreement, including the right to receive the payments herein provided to be made by the Railroad, may be assigned by the Manufacturer and reassigned by any assignee at any time or from time to time. No such assignment shall subject any assignee to, or relieve the Builder from, any of the obligations of the Builder under this Agreement nor shall any assignment relieve the Railroad of its obligations to the Builder under Articles I, II, and IV hereof or any other obligation which, according to its terms and context, is intended to survive an assignment.

Upon any such assignment or reassignment either the assignor or the assignee may give written notice to the Railroad, together with a counterpart or copy of such assignment, stating the identity and post office address of the assignee, and such assignee shall by virtue of such assignment acquire all or a portion, as the case may be, of the assignor's rights, benefits and advantages under this Agreement including all of the assignor's right, title and interest in and to the Equipment, or in and to a portion thereof, as the case may be, subject only to such reservations and limitations as may be contained in such assignment. From and after the receipt by the Railroad of the notification of any such assignment, all payments thereafter to be made by the Railroad hereunder shall, to the extent so assigned, be made to the assignee or as it may direct at the address specified in the aforesaid notice.

The Railroad recognizes that it is the custom of equipment manufacturers to assign agreements of this character and understands that the assignment of some of or all the rights of the Manufacturer hereunder is contemplated. The Railroad expressly represents, for the purpose of assurance to anyone considering the acquisition of all or any of the rights of the Manufacturer hereunder and for the purpose of inducing such acquisitions, that in the event of such assignment the rights of such assignee to the entire unpaid Purchase Price or such part thereof as may be assigned, together with interest thereon, as well as any other rights hereunder which may be so assigned, shall not be subject to any defense, set-off, counterclaim or recoupment whatsoever arising out of any breach of any obligation of the Builder in respect of the Equipment or the manufacture, sale, delivery, guaranty or warranty thereof, or in respect of any indemnity herein contained, nor be subject to any defense, set-off, counterclaim or recoupment whatsoever arising by reason of any other indebtedness or liability at any time owing to the Railroad by the Builder. Any and all such obligations, howsoever arising, shall be and remain enforceable by the Railroad against and only against the Builder.

In the event of any such assignment prior to the acceptance of all of the Equipment, the Railroad will, in connection with each acceptance subsequent to such assignment, deliver to or at the direction of each assignee of any of the Equipment included in such delivery all documents required by the terms of this Agreement.

XIV. Defaults.

In the event that any one or more of the following events of default shall occur:

(a) The Railroad shall fail to pay in full, when due and payable hereunder, any sum payable by Railroad as herein provided in respect of the Purchase Price of the Equipment or for interest; or

(b) The Railroad shall fail or refuse to comply with or otherwise breach, any other covenant, agreement, term or provision of this Agreement on its part to be kept or performed and such failure, refusal or breach shall continue for a period of fifteen (15) days; or

(c) Any default shall occur under any other indenture or agreement securing or providing for the issuance of obligations of the Railroad, and any such default or event of default shall continue unremedied for a period sufficient to permit the acceleration of the maturity of such obligations or amounts due under such agreements, or default shall be made by the Railroad in the payment of the principal or interest of any such obligations or amounts due under such agreements when due unless such obligations or amounts shall be extended or renewed; or

(d) The Railroad shall (i) apply for or consent to the appointment of a receiver, trustee or liquidator of all or a substantial portion of its assets, (ii) be unable or admit in writing its inability to pay its debts as they mature, (iii) become insolvent however evidenced, or make a general assignment for the benefit of creditors, (iv) be adjudicated a bankrupt or insolvent, and such adjudication shall not have been set aside or an appeal shall not have been filed within thirty (30) days thereafter, or (v) file a voluntary petition in bankruptcy or a petition or an answer seeking reorganization or an arrangement with creditors to take advantage of any insolvency law or file an answer admitting the material allegations of a petition filed against it in any bankruptcy, reorganization or insolvency proceeding, or corporate action shall be taken by it for the purpose of effecting any of the foregoing; or

(e) An order, judgment or decree shall be entered, without the application, approval or consent of the Railroad, by any court of competent jurisdiction, approving a petition seeking reorganization of the Railroad or appointing a receiver, trustee, or liquidator of the Railroad or for all or a substantial part of its assets, and such order, judgment or decree shall continue unstayed and in effect for a period of thirty (30) consecutive days;

then at any time after the occurrence of such an event of default the Manufacturer may, upon written notice to the Railroad and upon compliance with any legal requirements then in force and applicable to such action by the Manufacturer (all of which, to the extent legally permissible, being hereby waived by the Railroad), declare the entire Purchase Price of the Equipment, together with the interest thereon then accrued and unpaid, immediately due and payable, without further notice or demand, and thereafter the aggregate of the unpaid balance of such Purchase Price and interest thereon, to the extent legally enforceable, shall bear interest from the date of such declaration at the rate of 10 % per annum and the Manufacturer shall thereupon be entitled to recover judgment for the entire unpaid balance of the Purchase Price of the Equipment so payable, with interest as aforesaid, and to collect such judgment out of any property of the Railroad wherever situated.

The Manufacturer may at its election waive any such event of default and its consequences and rescind and annul any such declaration by notice to the Railroad in writing to that effect, and thereupon the respective rights of the parties shall be as they would have been if no such default had existed and no such declaration had been made. Notwithstanding the provisions of this paragraph, it is expressly understood and agreed by the Railroad that time is of the essence of this Agreement and that no such waiver, rescission or annulment shall extend to or affect any other or subsequent default or impair any rights or remedies consequent thereon.

XV. Remedies.

At any time after the entire principal of and interest on the Purchase Price of the Equipment shall have been declared immediately due and payable as hereinbefore provided (unless such declaration shall have been rescinded and annulled as provided in Article XIV hereof), the Manufacturer may take or cause to be taken by its agent or agents immediate possession of the Equipment, or any unit thereof, without liability to return to the Railroad any sums theretofore paid and free from all claims whatsoever, except as hereinafter in this Article XV expressly provided, and may remove the same from possession and/or use of the Railroad or other person and for such purpose may enter upon the Railroad's premises or any other premises where the Equipment may be located. However, such

removal must be done in compliance with the terms of Railroad's lease covering such premises and without damage to such premises.

At any time after the entire principal of and interest on the Purchase Price of the Equipment shall have been declared immediately due and payable as hereinbefore provided (unless such declaration has been rescinded and annulled as provided in Article XIV hereof), the Manufacturer may:

(a) (after retaking possession of the Equipment as hereinbefore in this Article XV provided) propose to retain the Equipment in satisfaction of the entire Purchase Price of the Equipment and interest thereon and make such disposition thereof as the Manufacturer shall deem fit. Written notice of the Manufacturer's proposal to so retain the Equipment shall be given to the Railroad by telegram or registered mail, addressed as provided in Article XX hereof, and to any other persons to whom the law may require notice. In the event that the Manufacturer should propose to so retain the Equipment and no objection is made thereto by Railroad (or other persons entitled by law to object thereto) within the time period prescribed by law, the Manufacturer may so retain the Equipment and, upon such retention, all the Railroad's rights in the Equipment shall thereupon terminate and all payments made by the Railroad may be retained by the Manufacturer as compensation for the use of the Equipment by the Railroad; PROVIDED, HOWEVER, that if the Railroad, before the expiration of thirty (30) days from the receipt of notice of the Manufacturer's election to retain the Equipment, should pay or cause to be paid to the Manufacturer in cash the total unpaid balance of the Purchase Price of the Equipment, together with interest thereon accrued and unpaid and all other payments due under this Agreement, then in such event absolute right to the possession of, title to and property in the Equipment shall pass to and vest in the Railroad; PROVIDED, FURTHER, that if the Railroad or any other person notified under the terms of this paragraph objects to such retention in writing to the Manufacturer within the time period prescribed by law, then the Manufacturer may not so retain the Equipment, but shall sell, lease or otherwise dispose of it and continue to hold it pending sale, lease or other disposition as hereinafter provided or as may otherwise be permitted by law, or

(b) with or without retaking possession thereof, at its election, dispose of the Equipment, or any unit thereof, free from any and all claims of the Railroad or any other party claiming by, through or under the Railroad at law or in equity, at public or private proceedings, and with or without advertisement, as the Manufacturer may determine. The proceeds of such disposition, less the attorneys' fees and any other expenses incurred by the Manufacturer in taking possession of, removing, storing, preparing for disposition and disposing of the Equipment, and all other deductions permitted by law, shall be credited on the amount due to the Manufacturer under the provisions of this Agreement. Any disposition hereunder may be held or conducted at Chicago, Illinois, at such time or times as the Manufacturer may fix (unless the Manufacturer shall specify a different place or places, in which case the disposition shall be held at such place or places and at such time or times as the Manufacturer may specify), in one lot and as an entirety, or in separate lots, and without the necessity of gathering at the place of sale the property to be disposed of, and in general in such manner as the Manufacturer may determine, provided that the Railroad shall be given written notice of such disposition not less than 10 days prior thereto, by telegram or registered mail addressed to the Railroad as provided in Article XX hereof. If such disposition shall be a private disposition, it shall be subject to the right of the Railroad to purchase or provide a purchaser, at the same price and terms offered by the intending acquirer or at a better price and terms. The Manufacturer or the Railroad may bid for and become the acquirer of the Equipment, or any unit thereof, so offered for disposition. In the event that the Manufacturer shall be the acquirer thereof, it shall not be accountable to the Railroad and in payment of the price therefor the Manufacturer shall be entitled to have credited on account thereof all sums due to the Manufacturer from

the Railroad hereunder. If, after applying all sums of money realized by the Manufacturer under any disposition as aforesaid, there shall remain any amount due to it under the provisions of this Agreement, the Railroad shall pay the amount of such deficiency in federal funds to the Manufacturer upon demand, and, if the Railroad shall fail to pay such deficiency, the Manufacturer may bring suit therefor and shall be entitled to recover a judgment therefor against the Railroad. If, after applying as aforesaid all sums realized by the Manufacturer under any disposition as aforesaid, there shall remain a surplus in the possession of the Manufacturer, such surplus shall be paid to the Railroad.

Each and every power and remedy hereby specifically given to the Manufacturer shall be in addition to every other power and remedy hereby specifically given or now or hereafter existing at law or in equity, and each and every power and remedy may be exercised from time to time and simultaneously and as often and in such order as may be deemed expedient by the Manufacturer. All such powers and remedies shall be cumulative, and the exercise of one shall not be deemed a waiver of the right to exercise any other or others. No delay or omission of the Manufacturer in the exercise of any such power or remedy and no renewal or extension of any payments due hereunder shall impair any such power or remedy or shall be construed to be a waiver of any default or an acquiescence therein.

The Railroad will pay all reasonable expenses, including attorneys' fees, incurred by the Manufacturer in enforcing its remedies under the terms of this Agreement. In the event that the Manufacturer shall bring any suit to enforce any of its rights hereunder and shall be entitled to judgment, then in such suit the Manufacturer may recover reasonable expenses, including attorneys' fees, and the amount thereof shall be included in such judgment.

In the event of assignment of interests hereunder to more than one assignee, each such assignee shall be entitled to exercise all rights of the Manufacturer hereunder in respect of the Equipment assigned to such assignee, irrespective of any action or failure to act on the part of any other assignee.

The foregoing provisions of this Article XV are subject in all respects to all mandatory requirements of law at the time in force and applicable thereto.

XVI. Applicable State Laws.

This Agreement shall be construed according to the laws of the State of Illinois. Any provision of this Agreement prohibited by any applicable law of any State, or which by any applicable law of any State would convert this Agreement into any instrument other than an agreement of conditional sale, shall, as to such State, be ineffective without modifying the remaining provisions of this Agreement. Where, however, the conflicting provisions of any applicable State law may be waived, they are hereby waived by the Railroad to the full extent permitted by law, to the end that this Agreement shall be deemed to be a conditional sale and enforced as such.

Except as otherwise provided in this Agreement, the Railroad, to the full extent permitted by law, hereby waives all statutory or other legal requirements for any notice or demand of any kind, including notice of intention to take possession of or to sell, lease or otherwise dispose of the Equipment, or any unit thereof, and any other requirements as to the time, place and terms of disposition thereof, any other requirements with respect to the enforcement of the Manufacturer's rights hereunder and any and all rights of redemption.

The Railroad hereby represents that its chief place of business is in the State of Illinois.

XVII. Extension Not a Waiver.

No delay or omission in the exercise of any power or remedy herein provided or otherwise available to the Manufacturer shall impair or affect

the Manufacturer's rights thereafter to exercise the same. Any extension of time for payment hereunder or other indulgence duly granted to the Railroad shall not otherwise alter or affect the Manufacturer's rights or the Railroad's obligations hereunder. The Manufacturer's acceptance of any payment after it shall have become due hereunder shall not be deemed to alter or affect the Railroad's obligations or the Manufacturer's rights hereunder with respect to any prior or subsequent payments or default therein.

XVIII. Recording.

The Railroad will at its own expense from time to time do and perform any acts and will execute, acknowledge, deliver, file, register, record, refile and re-record this instrument and any and all further instruments required by law and requested by the Manufacturer, including but not limited to, financing statements, continuation statements and mortgages, for the purpose of proper protection, to the satisfaction of counsel for the Manufacturer, of its title to the Equipment and its rights under this Agreement or for the purpose of carrying out the intention of this Agreement; and the Railroad will promptly furnish to the Manufacturer certificates or other evidences of such filing and recording, and an opinion or opinions of counsel for the Railroad with respect thereto, satisfactory to the Manufacturer.

XIX. Payment of Expenses.

The Railroad will pay all reasonable costs and expenses incident to the first assignment of this Agreement and any instrument supplemental or related thereto, including all fees and expenses of counsel for the first assignee of this Agreement and for any party acquiring interests in such first assignment, and all reasonable costs and expenses in connection with the transfer by any person of interests acquired in such first assignment.

XX. Notice.

Any notice hereunder to a party designated below shall be deemed to be properly given, unless otherwise provided herein, if personally delivered or mailed by United States registered mail, return receipt requested, postage prepaid, to it at the following specified address:

(a) to the Railroad, at 135 East Eleventh Place, Chicago, Illinois 60605,

(b) to the Builder, at 400 North Wolf Road, Northlake, Illinois 60164,

(c) to any assignee of the Manufacturer or of the Railroad, at such address as may have been furnished in writing to the Railroad or the Manufacturer, as the case may be, by such assignee,

or at such other address as may have been furnished in writing by such party to the other parties designated above.

XXI. Article Headings.

All Article headings are inserted for convenience only and shall not affect any construction or interpretation of this Agreement.

XXII. Effect and Modifications of Agreement.

This Agreement (including the Schedule hereto) exclusively and completely states the rights of the Manufacturer and the Railroad with respect to the Equipment and supersedes all other agreements, oral or written, with respect to the Equipment. No variation or modification of this Agreement and no waiver of any of its provisions or conditions shall be valid unless in writing and signed by duly authorized officers of the Manufacturer and the Railroad (and, where expressly provided herein, the Builder).

XXIII. Definitions.

The term "Manufacturer", whenever used in this Agreement, means before any assignment of any of its rights hereunder, GTE Automatic Electric Incorporated, and any successor or successors for the time being to its manufacturing properties and business, and, after any such assignment, both any assignee or assignees for the time being of such particular assigned rights as regards such rights, and also any assignor as regards any rights hereunder that are retained or excluded from any assignment; and the term "Builder", whenever used in this Agreement, means, both before and after any such assignment, GTE Automatic Electric Incorporated, and any successor or successors for the time being to its manufacturing properties and business.

XXIV. General Conditions.

(a) In the event Builder fails to perform or defaults in the performance of any of its obligations under this Agreement and such failure is not excusable in accordance with the second paragraph of Article II hereof, and does not remedy such failure or default or initiate action to commence to do so within 15 days from receipt of notice from Railroad, Railroad shall make a reasonable effort to have the remainder of the production units manufactured by another contractor which is reasonably satisfactory to the Railroad. It is understood that Builder shall reimburse Railroad in an amount equal to the actual costs incurred by Railroad in its efforts to obtain another contractor and in addition to such actual costs, Builder shall reimburse Railroad for any increase in the unit prices charged by such other contractor in excess of the unit prices stated in Schedule A hereto. Nothing herein shall be construed as a limitation of any Railroad's remedies under this Agreement at law or equity.

The fact that Railroad does not serve notice promptly or fails to serve notice in the event Builder defaults in performance of its obligations, shall not constitute waiver of the default or failure or waiver of subsequent defaults or failures.

(b) Builder agrees to furnish Railroad upon execution of this Agreement, a performance bond in the penal sum of not less than \$825,000 to secure the complete and faithful performance by Builder of each of its obligations under this Agreement. Said performance bond shall be in a form designated by Railroad.

(c) If at any time any difference of opinion shall arise between the Builder and Railroad as to the proper construction of this Agreement, or their respective obligations hereunder, the matter in dispute shall be determined by arbitration and submitted in the following manner; provided, however, that no such determination shall in any way affect the rights of any assignee of the Builder or any assignee of such assignee of the Builder. The party desiring arbitration may demand such arbitration by giving written notice thereof to the other party, setting forth therein the point or points of dispute, and the name of the person appointed by it to act as arbitrator. The party to whom such notice is given shall appoint a second arbitrator and give the party demanding the arbitration notice in writing or such appointment within ten (10) days from the time such notice is received and shall at the same time state any additional point or points in dispute to be determined by arbitration. The two arbitrators so chosen shall appoint a third arbitrator and if they do not agree upon a third arbitrator within thirty (30) days of the time of notice of the appointment of the second arbitrator, such third arbitrator shall be appointed, upon the application of Builder and Railroad, by any judge of the United States District Court, or United States Court of Appeals, of the District in which Chicago is situated. In case of the refusal or neglect of the party notified to appoint a second arbitrator within ten (10) days after it shall have been given a written demand for arbitration as aforesaid, then the single arbitrator appointed by the party demanding such arbitration shall, at the request of the party appointing him, proceed to hear and determine the matter as if he were an arbitrator appointed for that purpose by both the parties hereto; and the three arbitrators so chosen, or the said single arbitrator, if there shall be but one, shall proceed at once to hear and determine the

matter in controversy after giving to each of the parties reasonable notice, of which the arbitrators or arbitrator shall be the judge, of the time and place of hearing.

In lieu of the appointment of three arbitrators, as above provided, a single arbitrator to represent both parties, may be appointed upon mutual agreement of both parties.

If any arbitrator shall decline or fail to act, the party or persons by whom he was chosen shall appoint another to act in his place.

All arbitrators appointed shall be competent persons, wholly disinterested in the matter in controversy and in no way connected with either of the parties hereto. The decision or award of the arbitrators or of a majority of them or of the said arbitrator if there shall be but one, made in writing, after hearing the parties or party who shall have attended in compliance with notice given as above required shall be final and binding upon the respective parties hereto.

Builder and Railroad shall each be responsible for its expenses of arbitration and for the compensation of the arbitrator acting on its behalf. The compensation of the third arbitrator, or of the single arbitrator if there shall be but one, shall be paid one-half by each of said parties hereto.

(d) It is understood that Railroad's landlord, Metropolitan Management Company, 111 East Wacker Drive, Chicago, Illinois 60601 has required Railroad to include certain provisions in each of the contracts which Railroad enters into covering work to be performed in connection with the premises leased to Railroad for its offices and related facilities. Therefore, the following terms and conditions shall govern Builder's performance hereunder, provided that such terms and conditions shall in no way limit Builder's obligations under any other terms of this Agreement:

1. To the extent permitted by law, Builder agrees that it will not file or maintain a mechanic's lien or a claim therefor in connection with the performance of its obligations under this Agreement.

2. At the time that Builder delivers an invoice to Railroad for Equipment delivered hereunder or for work performed hereunder to obtain payment therefor, Builder shall furnish to Railroad mechanics' lien waivers and a short form subcontractors affidavit in form satisfactory to Railroad stating that all suppliers and subcontractors furnishing labor and material with respect to this Agreement who would have the right to file a lien against the Equipment or the premises if unpaid, have been paid in full. The mechanics' lien waivers furnished by Builder at the time of request for final payment shall be final in form.

3. To the extent permitted by law, and in addition to indemnification already agreed to hereunder, Builder agrees to indemnify and save Metropolitan Two Illinois Center, a joint venture, and all venturers, agents, and employees of said Venture, Metropolitan Management Company, and all agents and employees thereof, and Metropolitan Structures, an Illinois limited partnership, and all partners, employees and agents thereof (such persons and entities are herein sometimes collectively referred to as "Indemnitees"), harmless against any and all liens, or claims for liens, causes of action, demands, costs and expenses, including reasonable attorneys' fees for the defense thereof, arising from or in any way connected with, directly or indirectly, the performance of the Work hereunder, or from any breach or default on the part of Builder in the performance of any covenant herein or before made by Builder, or from any act of negligence of Builder, its agents, contractors, employees, or invitees, in or about the demised premises or the Building in which they are located. In case of any action or proceeding brought against the Indemnitees, or any one or more of them, by reason of any such matter, upon written notice from Railroad, Builder covenants to defend such action or proceeding by counsel reasonably satisfactory to Landlord.

4. (i) Prior to the commencement of any work hereunder, Builder shall obtain insurance with a company acceptable to Railroad, relating to the Work to be performed in the following amounts.

Coverage	Liability
Workmen's Compensation Employer's Liability	Statutory \$100,000
Comprehensive General Liability (including premises and operations, independent contractors and completed operations)	\$500,000/\$1,000,000 \$1,000,000 - Bodily Injury \$500,000/\$500,000 - Property Damage
Automobile Liability (owned, non-owned and hired auto- mobiles)	\$200,000/\$500,000 - Bodily Injury \$100,000 - Property Damage

(ii) Prior to commencement of the Work, Builder shall deliver acceptable insurance certificates evidencing the insurance coverage required by this Section, which certificates shall state that those persons or entities identified hereunder as Indemnitees are named as insureds under the policy evidenced by such certificate, and further providing that such insurance shall not be cancelled by the insurer without ten (10) days prior written notice to Railroad.

(iii) Railroad shall have the right to designate from time to time such other persons and entities as Indemnitees and/or insureds under the above policies as Railroad may deem desirable in its sole discretion.

5. It is understood that Railroad's landlord has the right to schedule use of the elevators and hoists.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested in Chicago, Illinois, all as of the date first above written.

ILLINOIS CENTRAL GULF RAILROAD COMPANY

by
as its

ATTEST

as its

GTE AUTOMATIC ELECTRIC INCORPORATED

by
as its

ATTEST

as its

Schedule A

Item	Unit Price	
I. One type 301 Private Automatic Branch exchange Telephone System with 1400 lines, four Attendant Positions, and associated equipment	\$470,080	
II. One lot of telephones consisting of -	\$327,539.48	
500 Single-Line Telephones		
50 Speakerphones		
3 Two-Path Intercoms		
1150 Key Telephones (5-Line)		
30 Thirty button Call Commander		
30 Eighteen button Call Commander		
15 Twelve button Call Commander -		
and associated cable and equipment		
III. Unit price for expansion or reduction to above telephone lot price -	<u>Apparatus</u>	<u>Installation</u>
Five line telephone with ringer	\$ 65.30	\$ 81.20
Five line with separate Buzzer/Ringer	66.70	88.00
Eleven line telephone	199.40	140.40
Seventeen line telephone	228.40	154.10
Five line adapter	39.00	81.20
Five line Keyset with line cord	46.73	110.80
Eleven line Keyset with line cord	98.48	172.80
Six line Key System (Initial 2 lines)	260.13	147.80
Additional line	25.00	13.75
Thirteen line Key System (Initial 4 lines)	454.33	202.80
Additional line	25.00	13.75
Manual Intercom line	15.00	20.70
Intercom Buzzer per telephone	1.40	13.75
Dial Intercom 1 - 9 Dial	65.00	41.25
Dial Intercom 1 - 18 Dial	90.00	82.50
Line card Conversion Kit	4.00	13.75
Single line	17.90	38.00
Single line with Ringer shipped separately	17.90	48.30
Single line Panel Telephone	34.60	51.75
Speakerphone	160.00	38.00
Two line	25.85	42.75
Two line with Extension Exclusion	27.85	49.60
Three line	62.30	48.00
Three line with Buzzer or Common Audible	73.30	54.85
Six line Answering Unit	136.40	63.90
Ten line Answering Unit	201.50	87.00
Twenty line Answering Unit	373.00	141.50
Power Relay with above Speakerphone	12.55	13.75
Power supply with above	10.95	13.75
Electronic Secretary 985B	325.05	72.40
Electronic Secretary Monitor Speaker (Only)	36.50	13.75
Magicall Automatic Dialer		
400 Numbers	279.02	58.60
1000 Numbers	290.49	58.60
Dial-In Accessory	36.50	58.60

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 AGREEMENT AND ASSIGNMENT, dated and effective as of August 31, 1973, among GTE Automatic Electric Incorporated (hereinafter called the Assignor), First Pacific Bank of Chicago, as Investor, under an Agreement dated as of August 31, 1974, (hereinafter called the Financing Agreement, and said Bank being hereinafter called the Assignee) and Illinois Central Gulf Railroad (hereinafter Railroad).

WHEREAS, the Assignor and the Railroad have entered into a Conditional Sale Agreement dated as of August 31, 1974 (hereinafter called the Conditional Sale Agreement), covering the manufacture, sale, delivery and installation, on the conditions therein set forth, by the Assignor and the purchase by the Railroad of the equipment described in Schedule A to the Conditional Sale Agreement (said equipment being hereinafter called Equipment);

NOW, THEREFORE, this Agreement and Assignment Witnesseth that, in consideration of the sum of One Dollar and other good and valuable consideration paid by the Assignee to the Assignor, the receipt of which is hereby acknowledged, as well as of the mutual covenants herein contained:

1. The Assignor hereby assigns, transfers and sets over unto the Assignee, its successors and assigns:

(a) all the right, title and interest of the Assignor in and to each unit of the Equipment when and as accepted by the Railroad;

(b) all the right, title and interest of the Assignor in and to the Conditional Sale Agreement (except the rights of Assignor under the 2nd and 4th paragraphs of Article I of the Conditional Sale Agreement and the 4th, 5th and 6th paragraphs of Article II thereof) and in and to any and all amounts which may be or become due or owing by the Railroad to the Assignor under the Conditional Sale Agreement on account of the Purchase Price (as defined in the Conditional Sale Agreement) of the Equipment and interest thereon, and in and to any other sums becoming due from the Railroad under the Conditional Sale Agreement, other than those hereinabove excluded; and

(c) except as limited by subparagraph (b) of this paragraph, all the Assignor's rights, powers, privileges and remedies under the Conditional Sale Agreement;

without any recourse, however, against the Assignor for or on account of the failure of the Railroad to make any of the payments provided for in, or otherwise to comply with any of the provisions of, the Conditional Sale Agreement; PROVIDED, HOWEVER, that this Agreement and Assignment shall not subject the Assignee to, or transfer, or pass, or in any way affect or modify, the liability of the Assignor under Articles I, II, VII, VIII, XII and XIV of the Conditional Sale Agreement, nor shall this Agreement and Assignment relieve the Railroad from its obligations to the Assignor under those provisions of the Conditional Sale Agreement excepted from subparagraph (b) of this paragraph, it being understood and agreed that, notwithstanding this Agreement and Assignment, or any subsequent assignment pursuant to the provisions of Article XIII of the Conditional Sale Agreement, all obligations of the Assignor to the Railroad in respect of the Equipment shall be and remain enforceable by the Railroad, its successors and assigns, against and only against the Assignor. In furtherance of the foregoing assignment and transfer, the Assignor hereby authorizes and empowers the Assignee, in the Assignee's own name or in the name of the Assignee's nominee, or in the name of and as attorney, hereby irrevocably constituted, for the Assignor, to ask, demand, sue for, collect, receive and enforce any and all sums to which the Assignee is or may become entitled under this Agreement and Assignment and compliance by the Railroad with the terms and agreements on its part to be performed under the Conditional Sale Agreement, but at the expense and liability and for the sole benefit of the Assignee.

2. The Assignor covenants and agrees that the Equipment has been or will be built by it and has been or will be installed by it, in full accordance with the Conditional Sale Agreement and that it will deliver the same under the Conditional Sale Agreement to the Railroad in accordance with the provisions of the Conditional Sale Agreement; and that, notwithstanding this Agreement and Assignment, it will perform and fully comply with each and all of the covenants and conditions of the Conditional Sale Agreement set forth to be performed and complied with by the Assignor. The Assignor warrants to the Assignee and the Railroad that immediately prior to acceptance by the Railroad of any unit of the Equipment under the Conditional Sale Agreement Assignor will have legal title to such unit and good and lawful right to sell such unit and the title to such unit will be free of any claims, liens, security interests and other encumbrances of any nature except only the rights of the Railroad under the Conditional Sale Agreement; and the Assignor hereby covenants and agrees that it will defend the title to such unit against the demands of all persons whomsoever based on claims originating prior to the acceptance of such unit by the Railroad; all SUBJECT, HOWEVER, to the provisions of the Conditional Sale Agreement and the rights of the Railroad thereunder.

3. The Assignor covenants and agrees with the Assignee that in any suit, proceeding or action brought by the Assignee under the Conditional Sale Agreement for any installment of, or interest on, the Purchase Price or to enforce any provision of the Conditional Sale Agreement, the Assignor will indemnify, protect and hold harmless the Assignee from and against all expense, loss or damage suffered by reason of any defense, set-off, counterclaim or recoupment whatsoever of the Railroad arising out of a breach by the Assignor of any obligation in respect of the Equipment or the manufacture, delivery, installation or warranty thereof, or under any of its other obligations contained in the Conditional Sale Agreement, or by reason of any defense, set-off, counterclaim or recoupment whatsoever arising by reason of any other indebtedness, obligation or liability at any time owing to the Railroad by the Assignor. Any and all such obligations shall be and remain enforceable by the Railroad against and only against the Assignor and shall not be enforceable against the Assignee or any party or parties in whom title to the Equipment or any unit thereof or the rights of the Assignor under the Conditional Sale Agreement shall vest by reason of this Agreement and Assignment or of successive assignments or transfers. The Assignor will indemnify, protect and hold harmless the Assignee from and against any and all liability, claims, demands, costs, charges and expenses, including royalty payments and counsel fees, in any manner imposed upon or accruing against the Assignee or its assigns because of the use in or about the construction or operation of the Equipment, or any unit thereof, of any design, article or material which infringes, or is claimed to infringe, on any patent or other similar right. The Assignor agrees that any amounts payable to it by the Railroad with respect to the Equipment, whether pursuant to the Conditional Sale Agreement or otherwise, not hereby assigned to the Assignee, shall not be secured by any lien, security interest or charge on the Equipment or any unit thereof.

The Assignee will give notice to the Assignor of any suit, proceeding or action by the Assignee herein described, and shall promptly move or take other appropriate action, on the basis of Article XIII of the Conditional Sale Agreement, to strike any defense, set-off, counterclaim or recoupment asserted by the Railroad therein, and if the court or other body having jurisdiction in such suit, proceeding or action denies such motion or other action and accepts such defense, set-off, counterclaim or recoupment as a triable issue in such suit, proceeding or action, the Assignee shall promptly notify the Assignor of any such defense, set-off, counterclaim or recoupment asserted by the Railroad and the Assignor shall thereafter be given the right by the Assignee, at the Assignor's expense, to compromise, settle or defend against such defense, set-off, counterclaim and recoupment.

4. Assignor will, upon request of Assignee, execute any and all documents for filing or recording notice of Assignee's interest in the Equipment acquired pursuant hereto.

5. It is understood that the base price for each unit of Equipment is shown on Schedule A to the Conditional Sale Agreement. It is further understood that the Purchase Price is subject to adjustment as provided in Article I of the Conditional Sale Agreement. Assignee agrees to pay Assignor for all of Assignor's right, title and interest assigned hereunder, in federal funds, as follows:

(a) \$79,762 upon effectiveness of this Agreement and Assignment pursuant to Section 6 hereof, which represents an advance payment of approximately 10% of the Purchase Price (prior to any adjustment under Article I of the Conditional Sale Agreement);

(b) \$638,096 within 10 days of receipt of Assignee of: (i) certificate evidencing substantial completion (hereinafter Certificate of Substantial Completion) which Railroad will issue when the switchboard system and approximately 75% of the telephones covered by Schedule A to the Conditional Sale Agreement have been installed.

(ii) Bill of Sale covering the switchboard system and approximately 75% of the telephones and a certified invoice and opinion of counsel relative thereto, all in the same form required for the remainder of the Equipment under this Section 5.

It is understood that acceptance by Assignee of the title to items of Equipment under this subsection (b) is for the accommodation of Assignor to establish a procedure for partial payment. It is further understood that such acceptance can be revoked by Assignee in the event it is determined that the items of Equipment covered hereby do not operate properly in connection with the rest of the Equipment. In the event Assignee elects to revoke such acceptance, Assignor shall refund all money paid under this subsection (b).

Notwithstanding the passage of title to certain items of the Equipment under this subsection (b), Assignor shall have control over all of the Equipment relative to completion of installation thereof and shall bear the risk of loss to such Equipment until execution of the certificate of Acceptance as required by Article II of the Conditional Sale Agreement.

(c) Within thirty days after completion of installation of the Equipment and receipt by the Assignee of the following documents, an amount which represents the unpaid balance of the Purchase Price of the Equipment:

(1) A Bill of Sale from the Assignor to the Assignee, transferring to the Assignee title to the units of the Equipment with respect to which payment is to be made (except for the items covered by Bill of Sale previously delivered) and warranting to the Assignee and to the Railroad that at the time of acceptance by the Railroad under the Conditional Sale Agreement the Assignor had legal title to such units and good and lawful right to sell such units and title to such units was free of all claims, liens, security interests and other encumbrances of any nature except only the rights of the Railroad under the Conditional Sale Agreement;

(2) A Certificate or Certificates of Acceptance (as contemplated by Article II of the Conditional Sale Agreement) with respect to all of the units of the Equipment for which payment has been or is to be made;

(3) An invoice of the Assignor for the Equipment with respect to which payment is to be made accompanied by or having endorsed thereon a certification by the Railroad as to the correctness of the price of such units; and

(4) An opinion of counsel for the Railroad to the effect that, upon completion of the filing requirements of the Uniform Commercial Code, (i) a perfected security title to the units of the Equipment for which payment is to be made has been validly vested in the Assignee and such units at the time of acceptance thereof by the Railroad under the Conditional Sale Agreement,

were free and clear of all claims, liens, security interests and other encumbrances except the rights of the Railroad under the Conditional Sale Agreement, and (ii) no governmental approval or consent of any kind is required in connection with the delivery of the units for which payment is to be made.

Notwithstanding the foregoing, Assignee shall not be required to make any payment to the Assignor in respect of Equipment not accepted by the Railroad prior to the Cut-Off Date (as defined in the Conditional Sale Agreement).

6. This Agreement and Assignment shall not become effective until there has been delivered to Assignee, in form and substance satisfactory to it:

(a) An opinion dated the date hereof of BAKER + MCKENZIE acting as special counsel for the Assignee stating that (i) the Financing Agreement has been duly authorized, executed and delivered by the Railroad and, assuming due authorization, execution and delivery by the Assignee, as the Investor named therein, is a legal, valid and binding instrument, (ii) the Conditional Sale Agreement has been duly authorized, executed and delivered by the Railroad and, assuming due authorization, execution and delivery by the Assignor, is a legal, valid and binding instrument enforceable in accordance with its terms, (iii) this Agreement and Assignment has been duly authorized, executed and delivered by the Railroad and, assuming due authorization, execution and delivery by the Assignee and Assignor, is a legal, valid and binding instrument enforceable in accordance with its terms, (iv) all filing or recordation that is necessary to perfect the security rights of the Assignee in the Equipment in the State of Illinois has been made, (v) the Assignee is vested with all the rights, titles, interests, powers, privileges and remedies purported to be assigned to the Assignee by the Agreement and Assignment, (vi) no approval of the Interstate Commerce Commission or any other governmental authority is necessary for the Railroad's execution and delivery of the Financing Agreement, the Conditional Sale Agreement or this Agreement and Assignment or, if any authority is necessary, it has been obtained, and (vii) registration of the Conditional Sale Agreement, this Agreement and Assignment or the certificates of interest delivered pursuant to the Financing Agreement is not required under the Securities Act of 1933, as amended, and qualification of an indenture with respect thereto is not required under the Trust Indenture Act of 1939, as amended; and such opinion shall also cover such other matters as may reasonably be requested by the Assignee;

(b) An opinion of counsel for the Assignor, dated the date hereof, to the effect set forth in clause (v) of subparagraph (a) of this Section 6, and stating that (i) the Assignor is a duly organized and existing corporation in good standing under the laws of its state of incorporation and has the power and authority to own its properties and to carry on its business as now conducted, (ii) the Conditional Sale Agreement has been duly authorized, executed and delivered by the Assignor and is a legal and valid instrument binding upon the Assignor and enforceable against the Assignor in accordance with its terms, and (iii) this Agreement and Assignment has been duly authorized, executed and delivered by the Assignor and is a legal and valid instrument binding upon the Assignor and enforceable against Assignor in accordance with its terms, (iv) a perfected security title to the Equipment will, when the Equipment is accepted by the Railroad, be validly vested in the Assignee and such Equipment will, when so accepted, be (to the best of such counsel's knowledge) free and clear of all claims, liens, security interests and other encumbrances except the rights of the Railroad under the Conditional Sale Agreement, and (v) (to the best of such counsel's knowledge) no governmental approval or consent of any kind is required in connection with the delivery of the Equipment by Builder; and

(c) An opinion of counsel for the Railroad, dated the date hereof, to the effect set forth in clauses (iv) through (vii), inclusive, of subparagraph (a) of this Section 6 and stating that (i) the Rail-

road is a duly organized and existing corporation in good standing under the laws of its state of incorporation and has the power and authority to own its properties and to carry on its business as now conducted and (ii) the Financing Agreement, Conditional Sale Agreement and this Agreement and Assignment have each been duly authorized, executed and delivered by the Railroad and each is a legal and valid instrument binding upon the Railroad and enforceable against the Railroad in accordance with its terms and (iii) neither the execution and delivery by the Railroad of the Financing Agreement, the Conditional Sale Agreement and this Agreement and Assignment, nor the consummation by it of the transactions therein and herein contemplated, nor the fulfillment by it of the terms thereof and hereof will conflict with nor result in a breach of any of the terms, conditions or provisions of any law, regulation, order, writ, injunction or decree of any court or governmental instrumentality, domestic or foreign, or of any agreement or instrument to which it is now a party or by which it is bound or constitute a default or event of default thereunder and (iv) no governmental approval or consent of any kind is required in connection with the delivery of the Equipment to Railroad.

In giving the opinions specified in clauses (a), (b) and (c) of this Section 6, counsel may qualify any opinion to the effect that any agreement is valid and binding instrument enforceable in accordance with its terms by a general reference to limitations as to enforceability imposed by bankruptcy, insolvency, reorganization, moratorium or other laws affecting the enforcement of creditors' rights generally. In giving the opinion specified in said clause (a), counsel may rely, as to any matter governed by the law of any jurisdiction other than Illinois or the United States, on the opinion of counsel for the Assignor or the opinion of counsel for the Railroad as to such matter.

The Assignee shall not be obligated to make any of the above-mentioned payments at any time while an event of default, or any event which, with the lapse of time and/or the giving of notice, would constitute an event of default, shall be subsisting under the Conditional Sale Agreement and the Assignee may rely on any representation by the Railroad to that effect.

The term "business days" as used herein means calendar days, excluding Saturdays, Sundays, holidays or days on which banking institutions in the City of Chicago, Illinois are authorized by law to close.

7. The Assignee may assign all or any of its rights under the Conditional Sale Agreement, including the right to receive any payments due or to become due to it from the Railroad thereunder. In the event of any such assignment, any such or successive assignee or assignees shall, to the extent of such assignment, enjoy all the rights and privileges and be subject to all the obligations of the Assignee hereunder.

8. The Assignor hereby:

(a) represents and warrants to the Assignee, its successors and assigns, that the Conditional Sale Agreement was duly authorized by it and lawfully executed and delivered by it for a valid consideration, and that, assuming valid authorization, execution and delivery by the Railroad, the Conditional Sale Agreement is a valid and existing agreement, binding upon the Assignor and the Railroad in accordance with its terms and that it is now in force without amendment thereto; and

(b) represents and warrants that this Agreement and Assignment has been duly authorized, executed and delivered by the Assignor and is a valid instrument binding upon the Assignor and enforceable against the Assignor in accordance with its terms; and

(c) represents and warrants that title to the Equipment accepted by the Railroad is or upon such acceptance will be, validly vested in the Assignee, free of all claims, liens and encumbrances, except the rights of the Railroad under the Conditional Sale Agreement; and

(d) covenants and agrees that it will from time to time and at all times, at the request of the Assignee or its successors or assigns, make, execute and deliver all such further instruments of assignment, transfer and assurance and do such further acts and things as may be necessary and appropriate in the premises to give effect to the provisions hereinabove set forth and more perfectly to confirm the rights, titles and interests hereby assigned and transferred by it to the Assignee or intended so to be.

9. The terms of this Agreement and Assignment and all rights and obligations hereunder shall be governed by the laws of the State of Illinois. The terms hereof and rights and obligations of the parties hereunder may not be changed orally, but may be changed only by an agreement in writing signed by the party against whom enforcement of such change is sought.

IN WITNESS WHEREOF, the Assignor and the Assignee have caused this instrument to be executed in their respective names by their respective officers, thereunto duly authorized, and their respective corporate seals to be hereunto affixed, as of the day, month and year first above written.

GTE AUTOMATIC ELECTRIC INCORPORATED

by
as its

ATTEST

as its

FIRST PACIFIC BANK OF CHICAGO

by
as its

ATTEST

as its

ILLINOIS CENTRAL GULF RAILROAD COMPANY

by
as its

ATTEST

as its

1

166

FINANCING AGREEMENT

This Agreement dated and effective as of August 31, 1973, by and between First Pacific Bank of Chicago (hereinafter referred to as Investor), Illinois Central Gulf Railroad Company (hereinafter referred to as Railroad).

WITNESSETH:

WHEREAS, Railroad has entered into a Conditional Sale Agreement (hereinafter called Conditional Sale Agreement) with GTE Automatic Electric Incorporated (hereinafter Builder) covering the manufacture, sale, delivery and installation of a telephone switchboard system and appurtenant equipment in its offices in Chicago, Illinois (hereinafter referred to as Equipment). Copy of the Conditional Sale Agreement is attached hereto as Exhibit A made a part hereof. It is understood that the Conditional Sale Agreement provides, among other things, for the payment, in ten consecutive, substantially equal, annual installments to commence September 1, 1974 of the Purchase Price (as defined in the Conditional Sale Agreement) of the Equipment to be purchased thereunder together with interest on the unpaid balance payable semi-annually on MARCH 1 and SEPTEMBER 1 in each year, commencing MARCH 1, 1974 at the rate of 8.25% per annum.

WHEREAS, Investor is willing to acquire, on the terms and conditions set forth in the proposed Agreement and Assignment (herein referred to as Assignment) attached hereto as Exhibit B, the right, title and interest of the Builder under the Conditional Sale Agreement, all upon and subject to the terms and conditions hereinafter set forth.

NOW, THEREFORE, in consideration of the foregoing and of the mutual covenants and agreements hereinafter contained, the parties hereto do hereby agree as follows:

1. Investor shall, upon the effective date of this agreement, deposit \$797,619.48 in a separate account to cover the Purchase Price of the Equipment. Investor shall deposit such amounts required because of increase in Purchase Price under Article I of the Conditional Sale Agreement, up to a maximum of \$825,000.
2. Investor will acquire from Builder, pursuant to the Assignment, Builder's right, title and interest under the Conditional Sale Agreement.
3. Investor will hold the funds deposited pursuant to Section 1 hereof, any investments (hereinafter referred to as Investments) purchased at the direction of Railroad by the use of such funds, any proceeds thereof or interest thereon, or deficiency in respect thereof paid by the Railroad as provided in Section 5 hereof, and the rights under the Conditional Sale Agreement acquired under the Assignment and title to the Equipment following its acceptance thereunder, as provided in the Assignment and the Conditional Sale Agreement, for its own benefit, subject to the terms of the Conditional Sale Agreement, the Assignment and this Financing Agreement.
4. So long as no event of default under the Conditional Sale Agreement shall have occurred and be continuing, the Investor shall, upon the written direction of the Railroad, invest and reinvest the moneys deposited with it pursuant to Section 1 hereof in such Investments as may be specified in any such direction. Upon any sale or payment at maturity of any Investment, the proceeds thereof, plus any interest received by the Investor thereon, up to the cost (including accrued interest) of such Investment, shall be held by the Investor for application pursuant to this Section 4, and the balance, if any, of any of such proceeds (plus interest) shall be remitted to the Railroad in federal funds unless, an event of default under the Conditional Sale Agreement shall have occurred and be continuing. If such proceeds (plus such interest) shall be less than such cost, the Railroad will promptly pay to the Investor in federal funds an amount equal to such deficiency. Any payment in respect of such deficiency shall be held and applied by the Investor in like manner as the proceeds of the sale of Investments. The Railroad will pay upon

demand and in federal funds all expenses incurred by the Investor in connection with the purchase and sale of Investments.

After receipt by the Investor of the required closing papers in form and substance satisfactory to it with respect to Equipment accepted by the Railroad under the Conditional Sale Agreement, the Investor will, using the funds deposited pursuant to Section 1 hereof, pay to Builder, when due, the amounts required by the terms of the Assignment to be paid by the Investor to such Builder. If such funds then held by the Investor will be insufficient to make a particular payment, the Investor shall sell such portion of the Investments as may be necessary to provide sufficient funds for such payment and use the funds so derived, together with interest received on any Investments and any deficiency paid by the Railroad as contemplated by this Section 4 and held by the Investor, to make such payment. If, before the second or third payment referred to in Section 5 of the Assignment is made, the Railroad or the Builder is unable to complete performance of the Conditional Sale Agreement, the Investor shall be entitled to apply any proceeds that may be derived from the funds and Investment held by it under Section 3 hereof to reduce any amounts which are then due and payable to the Investor under the Conditional Sale Agreement, the Assignment and this Financing Agreement.

Notwithstanding any provision in the Conditional Sale Agreement or Assignment thereof to the contrary, it is expressly understood and agreed that any amount paid by the Investor to Builder pursuant to the Assignment as an advance payment of the Purchase Price in respect of Equipment not covered by the Conditional Sale Agreement (whether by reason of the fact that such Equipment was not accepted prior to March 31, 1974, or otherwise) shall be deemed to constitute part of the Purchase Price as that term is defined in the said Conditional Sale Agreement. The foregoing provision shall not, in any way, limit Railroad's right to recover such amounts directly from the Builder.

5. Railroad shall furnish to Investor a disclaimer of any interest in the Equipment as a fixture which has been executed by an authorized official of the Landlord referred to in paragraph (d) of Article XXIV of the Conditional Sale Agreement. However, Investor shall remain responsible for any damage to the premises caused by removal of the Equipment by or on behalf of Investor.

6. Upon assumption of the risk of loss of the Equipment by the Railroad as provided under the 6th paragraph of Article II of the Conditional Sale Agreement, Railroad shall cover the Equipment under its existing insurance policy covering similar equipment and shall have the Investor named as a party insured under said policy to the extent of its interest in the Equipment. Railroad shall furnish Investor with evidence of such coverage. If the Railroad fails to obtain and maintain such insurance coverage, the Investor may obtain such insurance and the costs and expense to the Investor in so doing will be payable by the Railroad to the Investor upon demand; and the proceeds of any such insurance (including return premiums), may at the Investor's option, be applied either to reduce any amounts which are then due and payable to it, or to repair or replace the Equipment, and the Railroad hereby authorizes the Investor, or its assignee, to endorse in the name of the Railroad any check or draft issued by the insurer as insurance proceeds.

7. Investor represents that it is acquiring its participation in the principal of and interest on the Purchase Price for its own account, or for the account of one or more pension or trust funds or charitable foundations, or for the account of one or more institutional investors for which it is acting as agent, as the case may be, for investment and not with a view to, or for sale in connection with, the distribution of the same, nor with any present intention of distributing or selling the same, but subject, nevertheless, to any requirement of law that the disposition of its property shall at all times be within its control. If Investor is acquiring a participation in the principal of and interest on the Purchase Price for the account of one or more pension or trust funds or charitable foundations, or as agent for the account of

one or more institutional investors, with respect to which it does not have sole investment discretion, it represents that it has full power to make such representation on behalf of each such pension or trust fund or charitable foundation or agency account for which it is acting.

8. All documents and funds deliverable hereunder to Investor shall be delivered or mailed by United States registered mail, return receipt requested, postage prepaid, to it at its address at Wabash at Adams, Chicago, Illinois 60603. All documents and funds deliverable hereunder to the Railroad shall be delivered or mailed by United States registered mail, return receipt requested, postage prepaid, to it at its address at 135 East Eleventh Place, Chicago, Illinois 60605 or such other address as Railroad may designate in writing to the Investor.

9. The terms of this Agreement and all rights and obligations of the parties hereto hereunder shall be governed by the laws of the State of Illinois. Such terms, rights and obligations may not be changed orally, but may be changed only by an agreement in writing signed by the party against whom enforcement of such change is sought. Any terms of this Agreement found to be invalid under the laws of Illinois or any other state, shall be invalid only with respect to the offending terms.

10. This Agreement may be executed in any number of counterparts, all of which together shall constitute a single instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their respective officers or other persons, thereunto duly authorized, as of the day, month and year first above written.

FIRST PACIFIC BANK OF CHICAGO

by
as its

ILLINOIS CENTRAL GULF RAILROAD COMPANY

by
as its

ICE 779

(K)

This Agreement made and entered into this 28th day of March, 1973 (execution date), by and between National Railroad Passenger Corporation (Amtrak) and Illinois Central Gulf Railroad Company hereinafter called "Railroad") to be effective as of January 1, 1973 (effective date);

WITNESSETH, That for and in consideration of the mutual promises, covenants, and conditions hereinafter set forth, it is agreed by and between the parties hereto as follows:

1. That this Agreement is entered into pursuant to provisions of Section 405(f) of the Rail Passenger Service Act of 1970, as amended.

2. That, during its term and duration, this Agreement is in complete fulfillment of all obligations of Railroad to pay and in full satisfaction of all rights of Amtrak to receive reimbursement from Railroad for its costs incurred in "implementing and administering this section" as those terms are used in said Section 405(f).

3. This Agreement shall remain in force and effect for a period of three (3) years from the effective date hereof.

4. Amtrak shall be reimbursed for its actual out-of-pocket costs incurred in the implementation and administration referred to in Paragraph 2, above, subject to the following limitations:

(A) For the first year of this Agreement the total reimbursement from all railroads shall not exceed five hundred thousand (\$500,000) dollars if no more than 700,000 Rail Travel Privilege Cards are issued during that year for transportation required to be afforded by Section 405(f) and shall not exceed six hundred thousand (\$600,000) dollars if 900,000 or more Rail Travel Privilege Cards are issued during that year. If more than 700,000 but less than 900,000 such cards are so issued, the top limit will be prorated accordingly as to the excess over 700,000 cards.

(B) For each of the next two years this total reimbursement shall not exceed two hundred thousand (\$200,000) dollars if no more than 250,000 such cards are issued in one year and shall not exceed two hundred and seventy-five thousand (\$275,000) dollars if 350,000 or more cards are issued in one year. In each of the two years if more than 250,000 but less than 350,000 such cards are issued the top limit will be prorated accordingly as to the excess over 250,000 cards.

5. Railroad's share of the total reimbursement provided for in Paragraph 4, above, shall be determined by the ratio that the number of Amtrak Rail Travel Privilege Cards issued to employees, as that term is defined in said Section 405(f), of Railroad bears to the total number of

such cards issued to employees of all railroad companies whether or not parties to any similar agreement.

6. Beyond the amounts of reimbursement provided for in Paragraph 4, above, there shall be no additional costs (e.g., for special ticket windows for holders of Rail Travel Privilege Cards) imposed upon Railroad during the term of this Agreement, in Amtrak's implementation and administration of said Section 405(f), except such costs as may be incurred by Railroad in performing its obligations provided in Paragraph 7, next below.

7. Railroad agrees that it will:

(A) Absorb such administrative costs as are incurred by it under the "Interim Procedures for Issuance of Free and Reduced Rate Transportation Pursuant to Public Law 92-316" heretofore issued by Amtrak, until such time as Amtrak cancels it as to Railroad's employees.

(B) Observe the terms and conditions of the "Procedures for Issuance of Free or Reduced Rate Transportation Pursuant to Public Law 92-316 under the Rail Travel Privilege Card", annexed hereto as Appendix A. It is understood that Railroad agrees to:

(1) Furnish upon request therefore Amtrak application forms for Rail Travel Privilege Cards to its employees, its retired employees and other persons who claim eligibility for pass privileges by reason of a relationship

to Railroad.

(2) Certify as to the accuracy, to the best of its knowledge, of the information in all completed applications submitted to Railroad and forward the same promptly to Amtrak.

(3) Notify Amtrak of change of status of applicants previously certified, in which event Railroad, after receipt of such notification by Amtrak, is relieved of any liability to Amtrak (including liability under Paragraph VIII.D of Appendix A hereto) for transportation furnished to an individual for which such individual has become ineligible by reason of such change in status.

(4) Exercise its best efforts to pick up Amtrak Rail Travel Privilege Cards from persons when their employment by Railroad terminates.

(C) Comply at its own expense with the directives of the Interstate Commerce Commission or other competent government authority requiring the Railroad to furnish information with respect to free or reduced rate transportation.

8. As used throughout this Agreement the term "employee" shall have the meaning defined in Section 405(f).

9. In event Section 405(f) or any of its provisions shall at the suit of any party, including the parties

hereto, be declared unconstitutional by final judicial action, either party may terminate this Agreement prospectively by giving notice to the other in writing. Accrued rights and obligations of the parties shall not be affected by such termination.

IN WITNESS WHEREOF, Amtrak and Railroad have caused this Agreement to be executed, in duplicate, by their proper officers here unto duly authorized on the day and year first above written.

NATIONAL RAILROAD PASSENGER CORPORATION

By: *Robert J. Medley*
Vice President-General Counsel

ATTEST (Seal)

ILLINOIS CENTRAL GULF RAILROAD COMPANY

ATTEST:

R. C. Whisenand
ASSISTANT Secretary

By: *St. Zimmerman*

(K)

This Agreement dated as of January 16, 1973, by and between National Railroad Passenger Corporation, hereinafter Amtrak, and Illinois Central Gulf Railroad Company, hereinafter Railroad.

WITNESSETH:

ICG 2115

WHEREAS, Amtrak and Railroad entered into an Agreement dated April 6, 1971, and supplement thereto dated June 1, 1972, (hereinafter NRPC Agreement) covering conduct of intercity passenger train services on Railroad's property, and

WHEREAS, Amtrak desires to use its own employees for ticket, reservation and baggage service at the following locations on Railroad's system:

- | | |
|--------------------------|---------------------------|
| 1. Alton, Illinois | 8. Jackson, Mississippi |
| 2. Bloomington, Illinois | 9. Kankakee, Illinois |
| 3. Carbondale, Illinois | 10. Mattoon, Illinois |
| 4. Centralia, Illinois | 11. McComb, Mississippi |
| 5. Champaign, Illinois | 12. Memphis, Tennessee |
| 6. Hammond, Louisiana | 13. Springfield, Illinois |
| 7. Homewood, Illinois | 14. Winona, Mississippi |

WHEREAS, Amtrak has requested Railroad to make certain revisions to the buildings at the aforesaid locations to accommodate Amtrak's operations, and

WHEREAS, Railroad has no objection to Amtrak performing the aforementioned services with its own employees and is agreeable to making revisions which are mutually acceptable, all subject to the terms of this Agreement.

COPY

NOW, THEREFORE, it is agreed as follows:

1. Amtrak will provide additional reimbursement to Railroad for (i) development by Amtrak of an identification program at each location, subject to Railroad's approval (ii) use by Amtrak's employees of certain parking areas designated by Railroad and (iii) costs of relocating and retraining Railroad employees. Amtrak hereby agrees to pay Railroad \$27,490 annually to cover such reimbursement. Amtrak shall make such payments at the rate of \$2285 per month, commencing February 1, 1973.
2. Railroad agrees to perform certain remodeling work at each of the aforesaid locations as shown on the drawings attached hereto and made a part hereof. Amtrak agrees to reimburse Railroad in an amount equal to the actual cost of all labor, equipment and material required for such work immediately upon completion of the work and presentation of a bill.
3. Amtrak's performance of passenger services shall be covered by the terms of the NRPC Agreement and except as provided in Section 4 hereof, nothing herein shall affect any rights of Amtrak or Railroad thereunder. The amount to be reimbursed by Amtrak to Railroad under Sections 1 and 2 hereof shall be in addition to any amounts due under the NRPC Agreement

4. Anything contained in the NRPC Agreement to the contrary notwithstanding, either party may terminate this Agreement on six months prior notice in writing to the other. Upon termination, Railroad shall have the right to remove any fixtures installed by Amtrak.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first above mentioned.

NATIONAL RAILROAD PASSENGER CORPORATION

By

T. R. D. [Signature]

ILLINOIS CENTRAL GULF RAILROAD COMPANY

By

[Signature]

ATTACHED:

[Signature]
A 617 Secretary

APPROVED AS TO FORM	
Accounting	<i>[Signature]</i>
Law	<i>[Signature]</i>
EXECUTION	

TOTAL AREA -

BAGGAGE ROOM

402 FT²

TICKET OFFICE

211

MEN'S & WOMEN'S

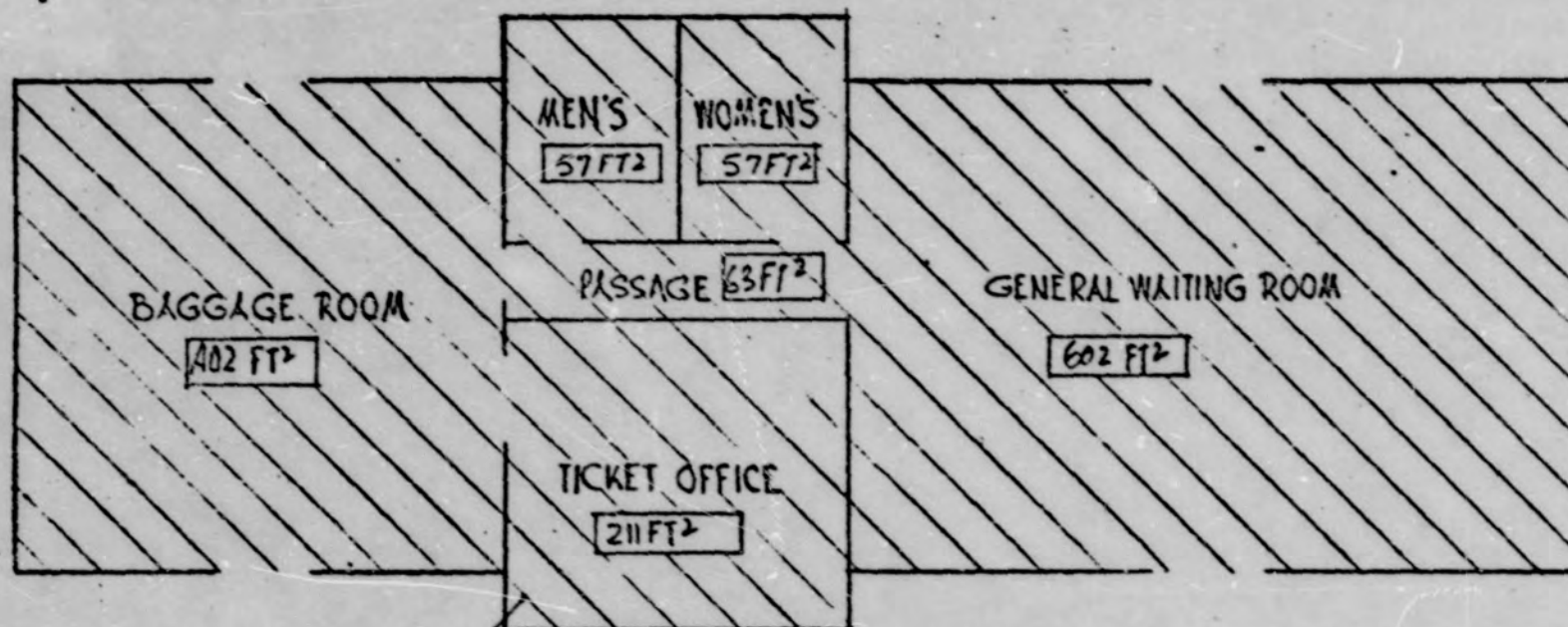
57

117

WAITING RM

602

1332 FT²



ENTIRE STATION USED BY AMTRAK

JANITORIAL - BY AMTRAK

National Railroad Passenger Corporation

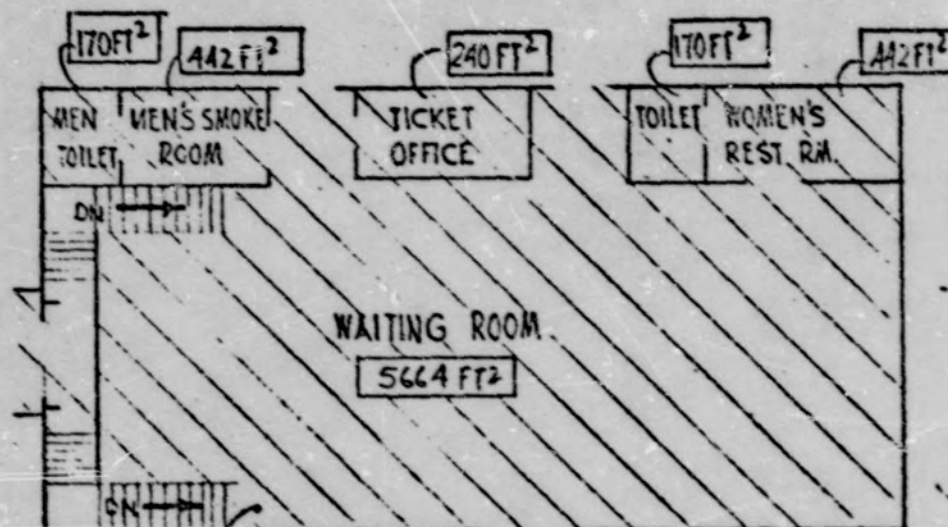
555 L'Enfant Plaza North, S.W., Washington, D.C. 20024

Amtrak

ALTON

TOTAL AREA

WAITING ROOM	5664
WOMEN REST RM & TOILET	612
TICKET OFFICE	240
MEN SMOKE RM & TOILET	612
	<u>7128 FT²</u>



INDICATED AREA USED BY AMTRAK ENTIRELY

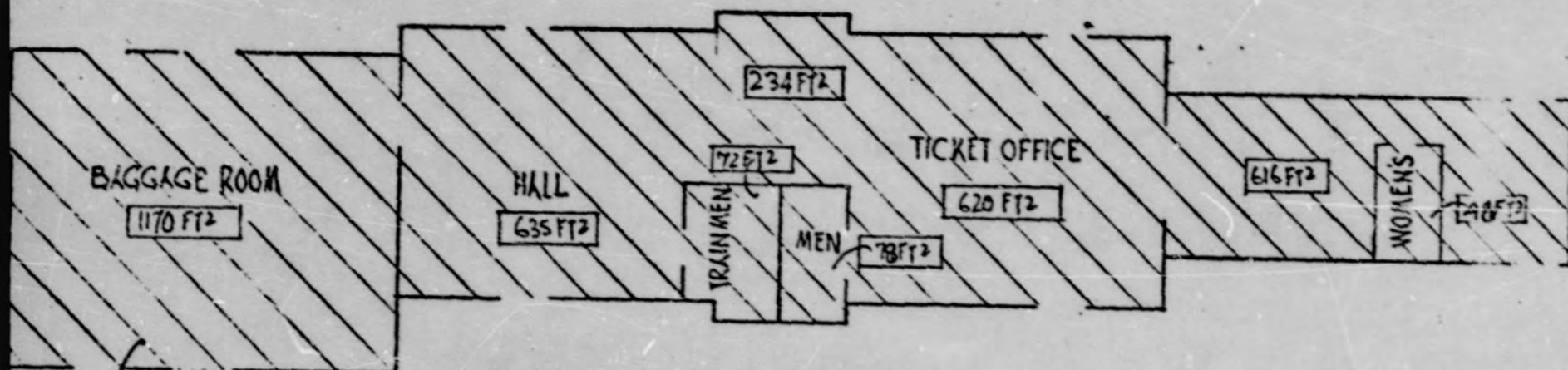
JANITORIAL-AMTRAK DO OWN AREA

National Railroad Passenger Corporation
955 L'Enfant Plaza North, S.W., Washington, D.C. 20024

Amtrak

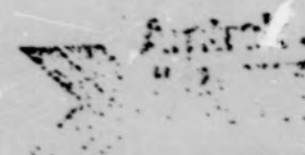
BLOOMINGTON

TOTAL AREA -	
BAGGAGE ROOM	1170 FT ²
HALL	638
TRAINMEN & MEN & ETC	351
TICKET OFFICE	620
WOMEN'S & TOILET	664
	<u>3473 FT²</u>

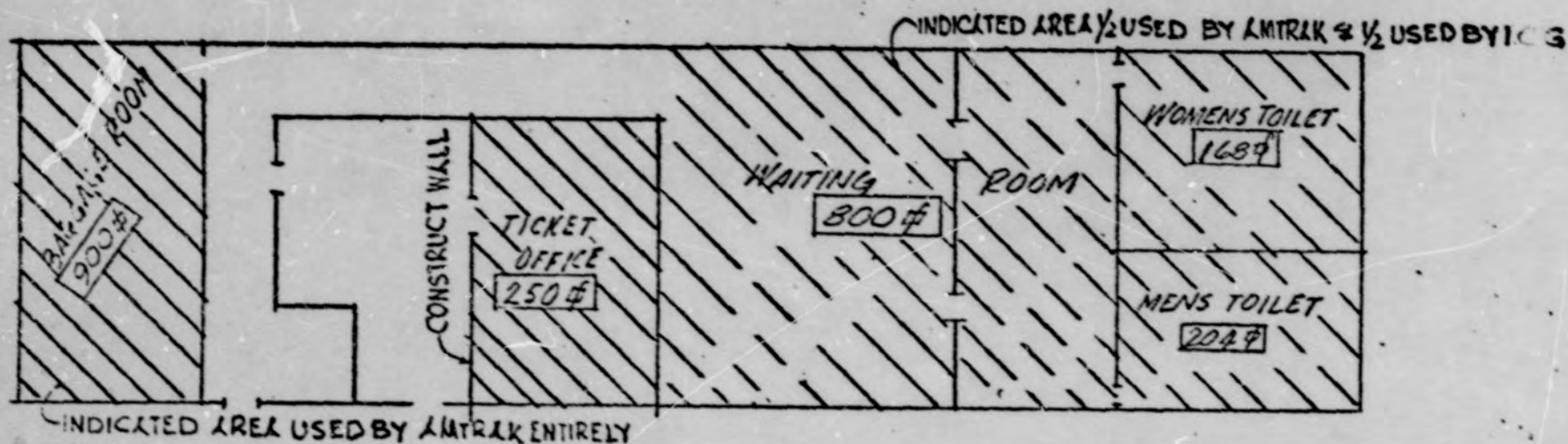


JANITORIAL-AMTRAK DO OWN AREA

National Railroad Passenger Corporation
200 L'Enfant Plaza North, S.W., Washington, D.C. 20024



CARBONDALE

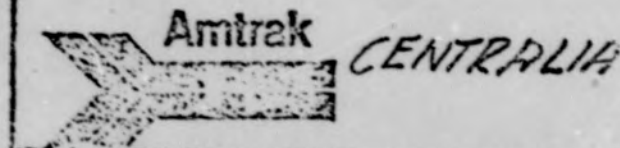


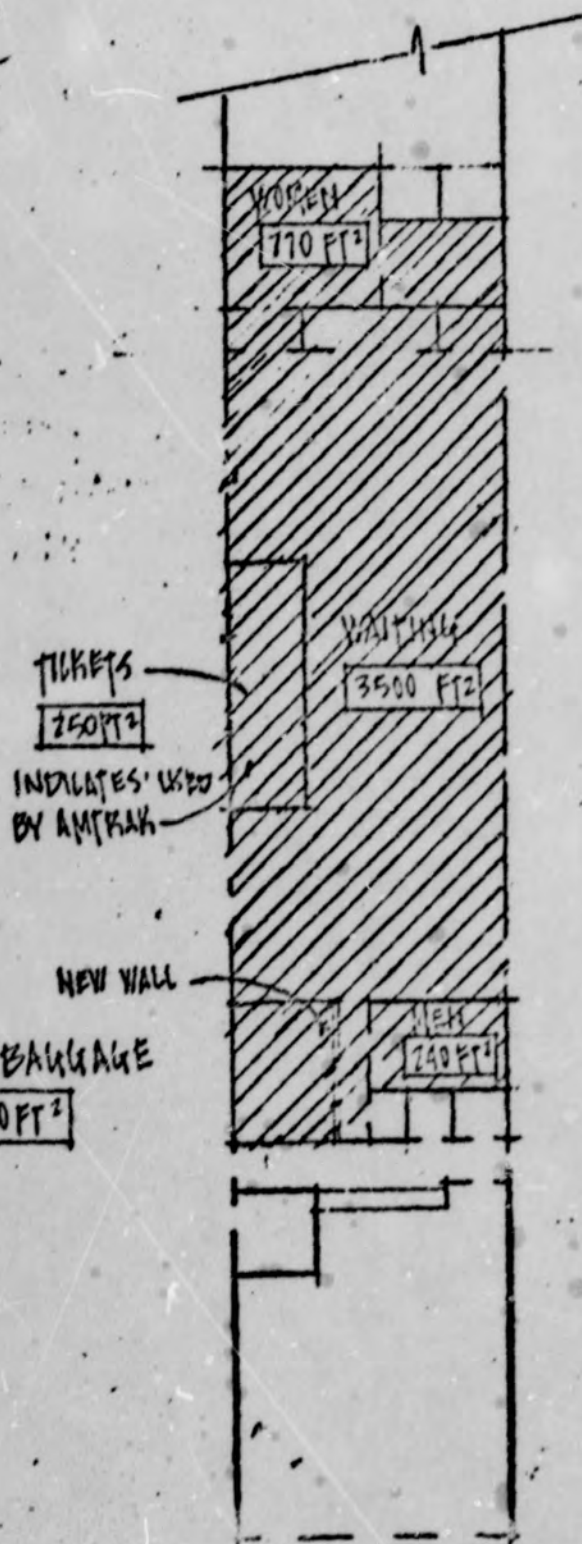
TOTAL AREA:

BAGGAGE	900 ¢
TICKETS	250 ¢
WAITING (1/2)	400 ¢
REST ROOMS (1/2)	372 ¢
	<u>1922 ¢</u>

JANITORAL: BY I.C.G.

National Railroad Passenger Corporation
955 L'Enfant Plaza North, S.W., Washington, D.C. 20024





TOTAL AREA:

TICKETS 250 FT²

NEW BAGGAGE 440

RESTROOM 1100

WAITING 3500

5290 FT²

JANITORIAL : AMTRAK
(IN OWN AREA)

National Railroad Passenger Corporation
955 L'Enfant Plaza North, S.W., Washington, D.C. 20024



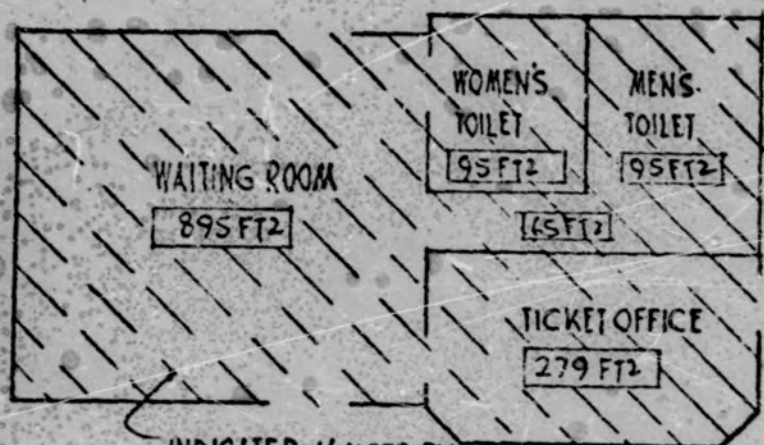
CHAMPAIGN

ANNUAL REPORT 1973

124100

ILLINOIS CENTRAL GULF RR CO.

4 OF 4



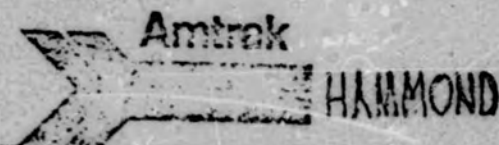
INDICATED $\frac{1}{2}$ USED BY
AMTRAK & $\frac{1}{2}$ BY R.R.

TOTAL AREA -

WAITING ROOM ($\frac{1}{2}$)	448 FT ²
WOMEN'S & MEN'S TOILET ($\frac{1}{2}$)	95
PASSAGE ($\frac{1}{2}$)	32
TICKET OFFICE ($\frac{1}{2}$)	139
	<u>714 FT²</u>

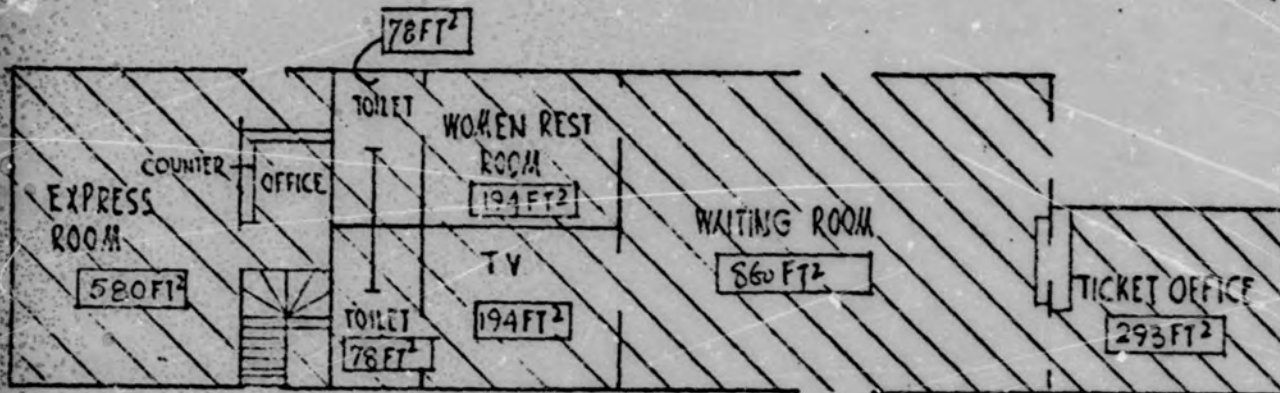
JANITORIAL-BY R.R.

National Railroad Passenger Corporation
955 L'Enfant Plaza North, S.W., Washington, D.C. 20024



TOTAL AREA-

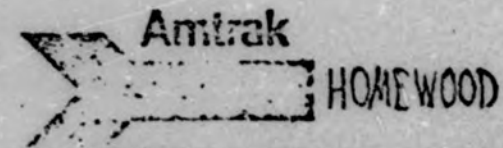
EXPRESS RM, OFFICE & STAIR	580 FT ²
TOILET	156
WOMEN REST RM & TV	388
WAITING RM	860
TICKET OFFICE	293
	<u>2277 FT²</u>



ENTIRE STATION USED BY AMTRAK

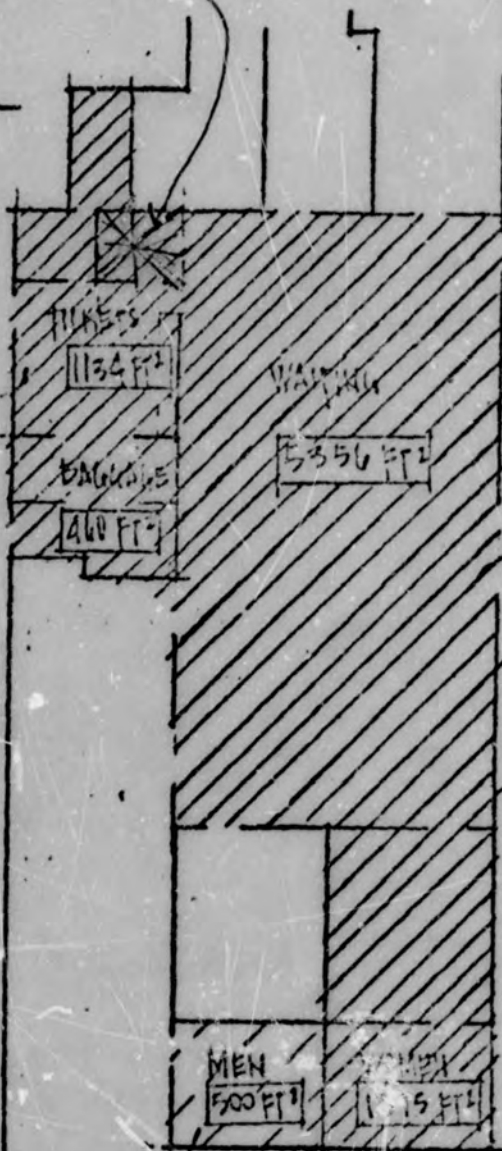
JANITORIAL-BY AMTRAK

National Railroad Passenger Corporation
955 L'Enfant Plaza North, S.W., Washington, D.C. 20024



NOT INCLUDED

INDICATES
USED BY
AMTRAK



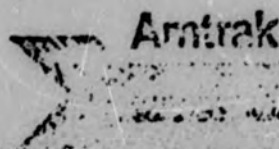
INDICATES USED 1/2 ILL
AND 1/2 AMTRAK

TOTAL AREA

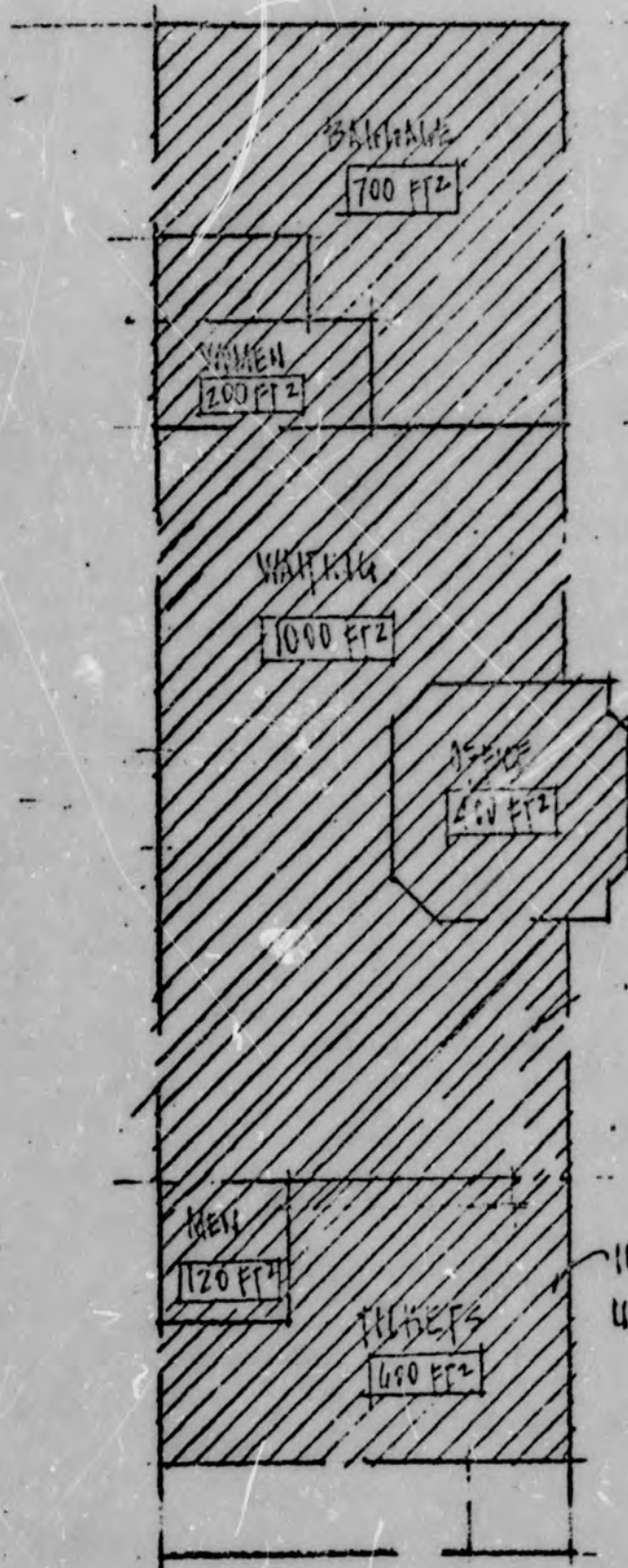
TICKETS	1134 FT ²
BAGGAGE	460
WAITING	5356
WOMEN	1375
MEN (x 2)	250
	8575 FT ²

JANITORIAL BY AMTRAK
(IN OWN AREA)

National Railroad Passenger Corporation
955 L'Enfant Plaza North, S.W., Washington, D.C. 20524



JACKSON



TOTAL AREA -

TICKETS	600 FT²
BAGGAGE	700
WAITING	1000
OFFICE	400
RESTROOMS	200
	<u>3500 FT²</u>

JANITORIAL - BY ILL

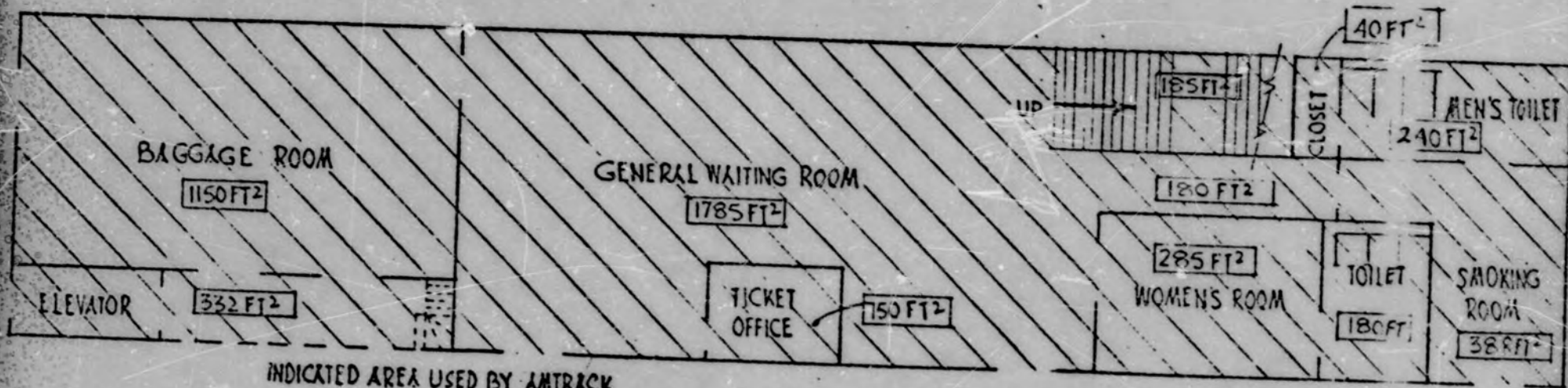
National Railroad Passenger Corporation
555 L'Enfant Plaza North, S.W., Washington, D.C. 20024

Amtrak

KANKAKEE

TOTAL AREA

BAGGAGE ROOM	1150 FT ²
ELEVATOR, STAIR & ETC.	332
WAITING ROOM	1785
TICKET OFFICE	150
WOMEN ROOM & STAIR & TOILET	830
MEN SMOKING & TOILET	628
	<u>4875 FT²</u>



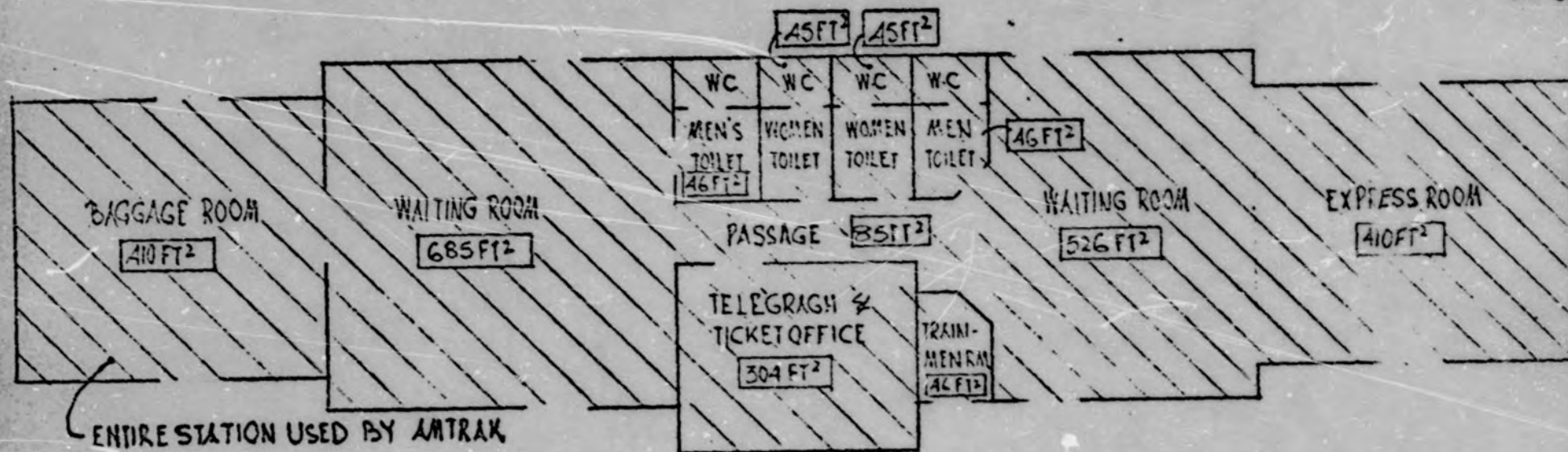
JANITORIAL-BY I.C.

National Railroad Passenger Corporation
 955 L'Enfant Plaza North, S.W., Washington, D.C. 20024

Amtrak
 MATTOON

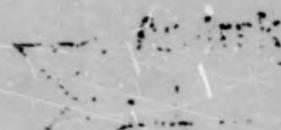
TOTAL AREA

BAGGAGE ROOM	410 FT
WAITING ROOM	685
MEN'S & WOMEN TOILET	182
PASSAGE	85
TELEGRAPH & TICKET OFFICE	304
TRAIN MEN RM	46
WAITING RM	526
EXPRESS ROOM	410
	<u>2648 FT</u>

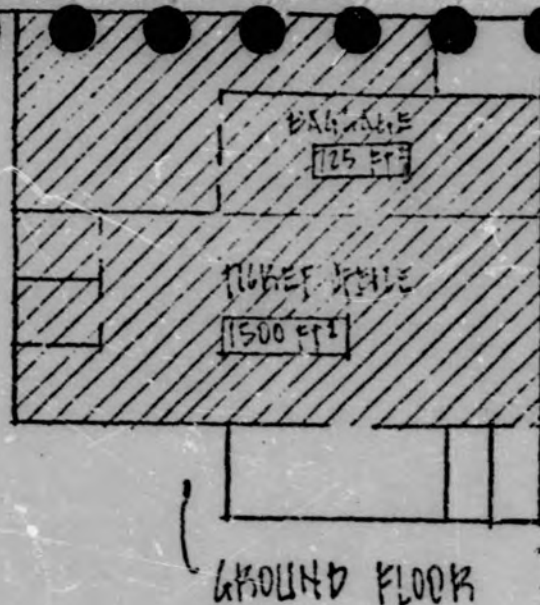


JANITORIAL - BY AMTRAK

U.S. DEPARTMENT OF TRANSPORTATION, D.C. 20543

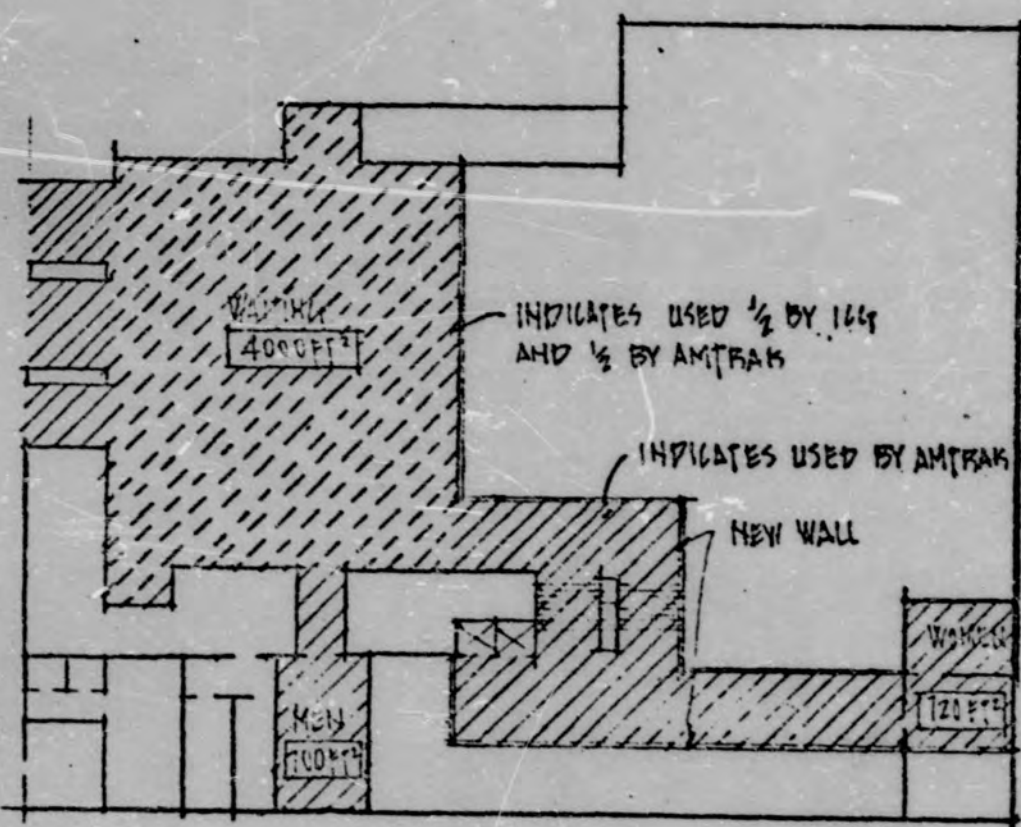


McCOMB



TOTAL AREA:

TICKET OFFICE	1500 FT²
BAGGAGE	125
BESTROOM & ACCESS	3000
WAITING (x 1/2)	2000
	<u>7225 FT²</u>

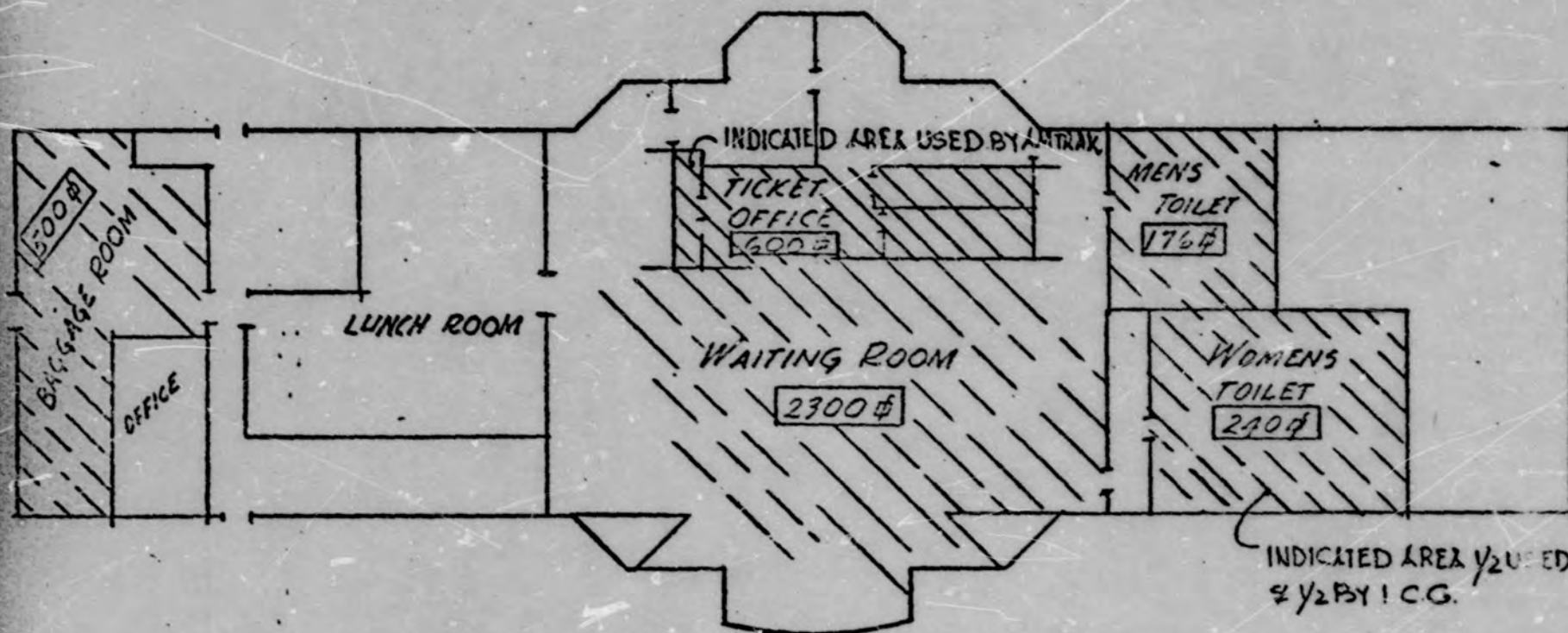


JANITORIAL : BY ILL

National Railroad Passenger Corporation
 955 L'Enfant Plaza North, S.W., Washington, D.C. 20004

Amtrak

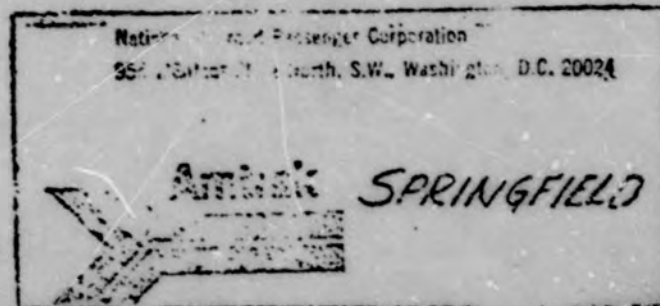
MEMPHIS



TOTAL AREA:

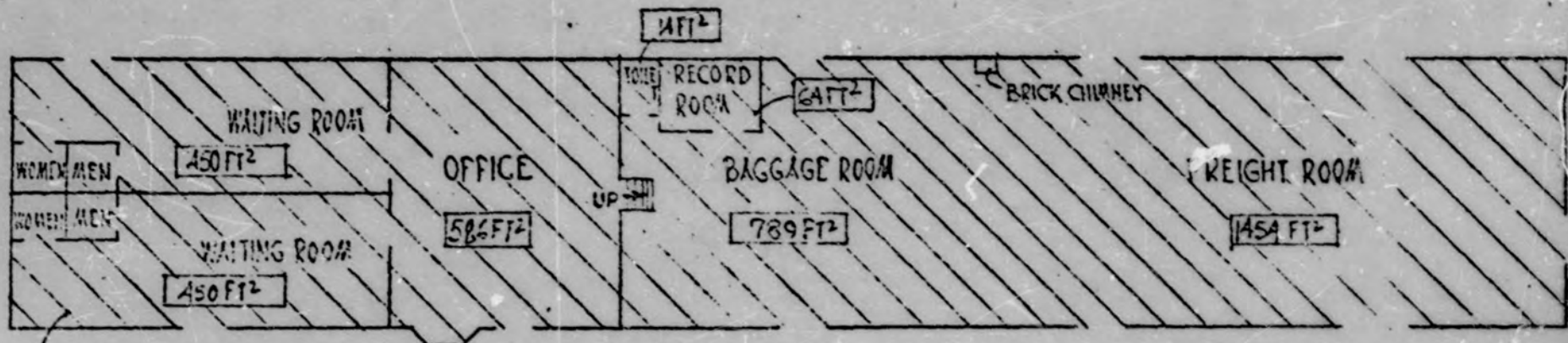
TICKETS	600 sq ft
BAGGAGE ($\times \frac{1}{2}$)	250 sq ft
WAITING ($\times \frac{1}{2}$)	1150 sq ft
REST ROOM ($\times \frac{1}{2}$)	208 sq ft
TOTAL	2208 sq ft

JANITORAL: BY I.C.G.



TOTAL AREA _

WAITING ROOM	450 FT ²
WAITING ROOM	450
OFFICE	586
RECORD RM & TOILET	78
BAGGAGE RM.	789
FREIGHT RM.	1454
	<u>3807 FT²</u>



ENTIRE STATION USED BY AMTRAK

JANITORIAL-BY AMTRAK

AMTRAK
955 14th Street, N.W., Washington, D.C. 20024

Amtrak

WINONA

U. S. ARMY ENGINEER DISTRICT, ST. LOUIS
CORPS OF ENGINEERS
210 NORTH 12TH STREET
ST. LOUIS, MISSOURI 63101

CONTRACT WITH OWNER FOR RELOCATION,
REARRANGEMENT OR ALTERATION OF FACILITIES
(Cost Reimbursable)

Owner and Address:

Illinois Central Railroad Company (L)
135 East Eleventh Place
Chicago, Illinois 60605

Contract For:

Relocation, rearrangement or alteration of railroad and appurtenant facilities of Illinois Central Railroad crossing the Kaskaskia River at New Athens, Illinois, new river mile 29.4 as necessitated by the Kaskaskia River Illinois Navigation Project

Amount:

\$9,000,000 (estimated)

Payment to be made by:

Disbursing Officer
U. S. Army Engineer District, St. Louis
Corps of Engineers
210 North 12th Street
St. Louis, Missouri 63101

Appropriation:

96X3122 Construction, General, Corps of Engineers (Civil), Kaskaskia River, Illinois Navigation Project

This contract is authorized by the following law:

Public Law 87-874, 87th Congress, approved 23 October 1962.

CONTRACT WITH THE OWNER FOR
RELOCATION, REARRANGEMENT, OR
ALTERATION OF FACILITIES
(COST REIMBURSABLE)

THIS CONTRACT, entered into this 6th day of September 1972, between UNITED STATES OF AMERICA (hereinafter called the "Government"), represented by the Contracting Officer executing this contract, and Illinois Central Railroad Company, a corporation organized and existing under the laws of the State of Illinois, with its principal office and place of business in the City of Chicago, State of Illinois, (hereinafter called the "Owner");

WITNESSETH That:

WHEREAS, the Government has, under authority of Public Law 87-874, 87th Congress, approved 23 October 1962, undertaken the development of a navigation project known as the Kaskaskia River, Illinois, Navigation Project, (hereinafter called the "Project"); and

WHEREAS, the Government proposes to operate the Project so as to provide a navigational channel 9 feet deep and 225 feet wide from the mouth of the Kaskaskia River to Fayetteville, Illinois; and

WHEREAS, the Owner is the holder of certain interests in lands on which the Owner has constructed and is operating a railroad and appurtenant facilities, which interfere with the development and use of the Project by the Government; and

WHEREAS, it is necessary in the construction, completion and enjoyment by the Government of said Project that the aforementioned title, rights and privileges of the Owner be relinquished and/or modified, and that said facilities of the Owner be rearranged and/or altered, (hereinafter referred to as altered); as the case may be, at the river crossing of the Kaskaskia River in St. Clair County, Illinois; and

WHEREAS, the Owner is willing to convey all of its interests in and to said lands and/or rights-of-way and to alter the facilities located thereon in such a manner as to eliminate interference with the construction, development, use and enjoyment by the Government of said Project in consideration of the payment by the Government of all reasonable and legitimate costs incurred by the Owner in altering said facilities and in further consideration of a conveyance to the Owner of a perpetual railroad easement as hereinafter provided; and the Owner agrees that said consideration constitutes full, just and complete compensation for the acquisition of said interest in the Owner's rights and property.

NOW, THEREFORE, in consideration of the faithful performance of each party of the mutual covenants and agreements hereinafter set forth, it is mutually agreed as follows:

Article 1. Obligations of the Owner.

a. The Owner shall alter the following described facilities or portions thereof, viz:

The existing railroad crossing of the Illinois Central Railroad over the Kaskaskia River at New Athens, Illinois, shall be replaced with one new double-track high-level bridge over the proposed Kaskaskia River navigation canal, with appropriate alteration of the approach tracks, sidings, storage track, and the necessary appurtenant facilities and removals, in accordance with the plan and drawings set forth in Exhibit A which is attached hereto and made a part hereof and in the manner prescribed by the plans and specifications prepared by the Owner and approved by the parties hereto.

b. All or any part of the construction work to be performed by the Owner under subparagraph a above may be performed by its own forces or by fixed-priced construction contract with a unit price schedule. If the work is performed by contract, it shall be publicly advertised for bids and awarded to the lowest responsible bidder, such award to be subject to the approval of both the Owner and the Contracting Officer. Any modifications to such contracts shall also be subject to approval of the Contracting Officer. The Owner shall furnish the following bid and award documents to the Contracting Officer: (1) Seven copies of plans and specifications as advertised, (2) Three copies of signed proposals and unit price schedules, (3) One copy of bond and modification justifications, and (4) Four copies of all such contracts, including any modifications thereto. All or any part of the supervision and inspection of construction may also be performed by contract with an engineering firm, subject to the approval of the Contracting Officer.

c. The Owner shall procure all necessary permits and licenses required for the work to be performed by it; obey and abide by all applicable laws, regulations, ordinances, and other rules of the United States of America, of the State, Territory or political subdivisions thereof wherein the work is done or of any other duly constituted public authority.

d. The Owner shall make such necessary surveys and prepare such drawings, schedules and specifications in connection with the work to be performed hereunder as may be required by and subject to the approval of the Contracting Officer. Any drawings, maps, or specifications which may be furnished by the Government shall, if required by the Owner, be subject to the approval by the Owner or his authorized representative, before any work to which they relate is performed.

e. Without additional consideration, the Owner shall convey, as directed by the Government, all its interests in lands affected by the Project; and shall furnish releases of all mortgage and tax liens, affecting the lands so conveyed, in accordance with the provisions of this contract. The form of conveyance is attached hereto as Exhibit B; and the legal descriptions to be inserted therein are to be supplied by the Owner and approved by the Government.

f. The Owner shall provide, upon request, without charge to the Government or its contractors, all permits over its lands as is necessary for the Government or its contractors to perform the work as provided herein.

g. The obligations of the Owner shall be accomplished in two phases, "Phase I - Planning" and "Phase II - Construction," as follows:

(1) Phase I - Planning. Under this phase, the Owner shall furnish or cause to be furnished, all engineering and legal services as required to accomplish the necessary alterations, including surveys, soil borings and testing, preparing detailed designs, schedules, construction drawings and specifications, right-of-way maps, and detailed estimates of cost of the proposed work referred to in paragraph a above which shall include quantities and unit prices for all construction items. If any part of Phase I is to be performed by contract with a consulting engineer or others, the proposed contract and any proposed modifications thereto shall be submitted to the Contracting Officer for approval prior to execution. Three copies of the executed contract and any modifications thereto shall be furnished to the Contracting Officer promptly after execution. The Owner shall furnish ten sets of construction drawings and specifications, and detailed estimates of cost for review and approval of the Contracting Officer. After revisions requested by the Contracting Officer have been made, ten sets of construction drawings, specifications and cost estimates shall be furnished the Contracting Officer, the said drawings and specifications shall govern the construction provided for hereunder.

(2) Phase II - Construction. Under this phase, the Owner shall furnish or cause to be furnished all services, labor, materials, tools, and equipment necessary to construct the alterations of the facilities as provided for herein and incidental thereto, in accordance with the specifications, drawings and maps prepared by the Owner under Phase I hereof, and approved by the Contracting Officer.

h. Progress Charts. The Owner shall submit to the Contracting Officer for approval, schedules showing the order in which the Owner proposes to accomplish the work under Phase I and Phase II. Separate schedules shall be submitted for each phase and shall provide for completion of the work within the contract time specified in Article 9. The schedule for Phase I shall be submitted within 60 calendar days after receipt of written notice from the Contracting Officer to proceed with the work under Phase I. Schedule for Phase II shall be submitted in like manner.

Article 2. Obligations of the Government

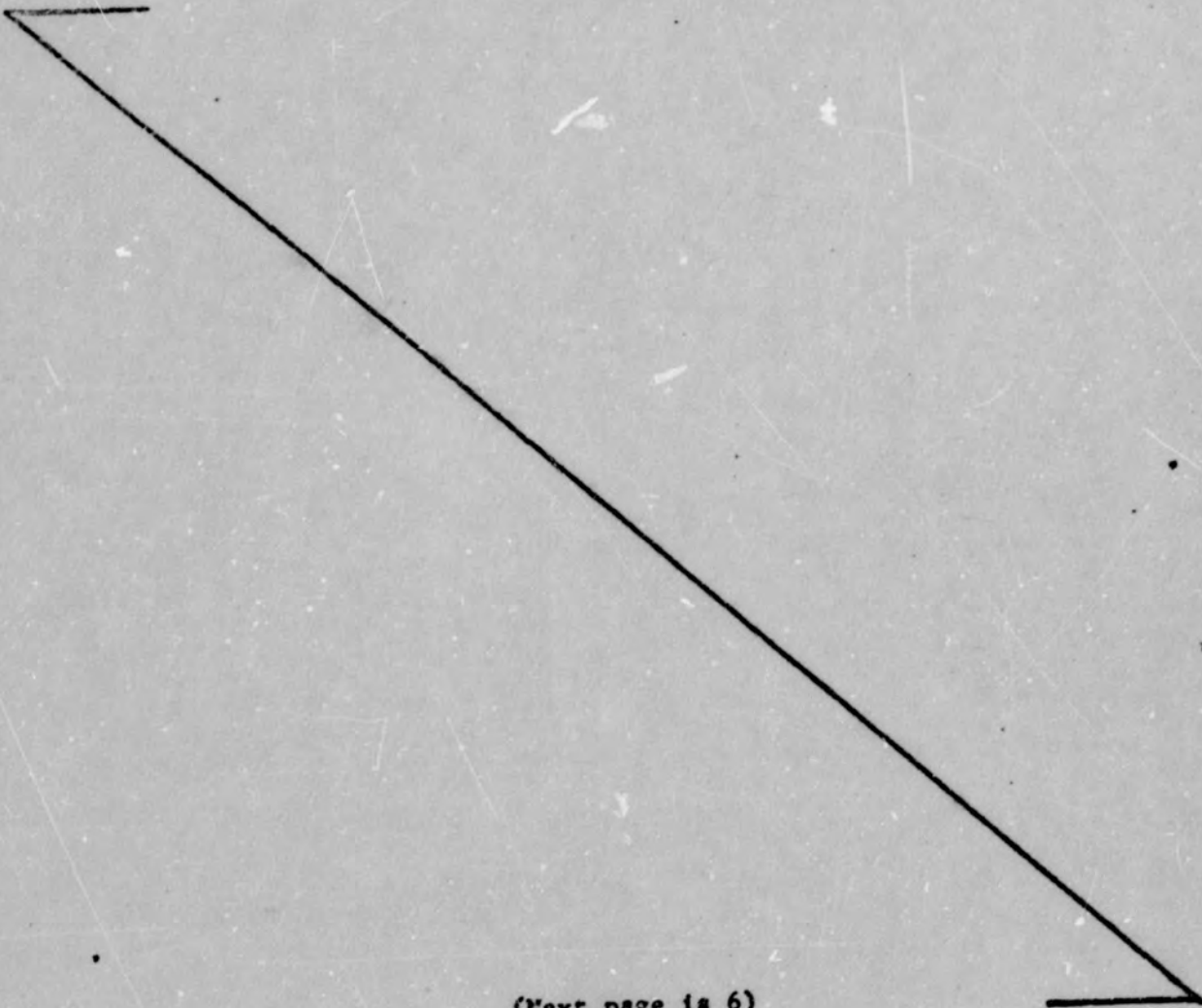
a. Subject to the availability of funds, the Government shall reimburse the Owner for all reasonable costs (exclusive of profit) expended in connection with the alterations provided for in Article 1 hereof, such costs to include all items properly chargeable thereto, including but not limited to: labor, employees' necessary personal expenses incurred in performance of this work, materials, transportation, insurance, permits, rental of tools, equipment, machinery and work train used in this work. Cost to the Owner of all preliminary engineering services performed by Owner's forces prior to the date of execution of this contract but subsequent to 10 April 1964, and such other items of cost incidental to alteration, as in the opinion of the Contracting Officer should be included shall also be reimbursed. It is recognized that certain field engineering and inspection work which is ordinarily performed by field personnel, will be performed under this contract by railroad employees with supervisory titles. In those instances in which the persons with supervisory titles perform engineering and inspection work which is not a part of the supervision and inspection normally performed in their supervisory positions, it is understood and agreed that the costs incurred by the railroad for the expense of the supervisor are properly chargeable to the project when the supporting time reports are noted to indicate the basis of the charge. Billing for reimbursement of costs incurred plus any surcharges, overhead percentages or other additives shall be in accordance with the then current General Managers' Association of Chicago (hereinafter referred to as GMAC) "Rules Covering Preparation of Joint Facility and other Bills between Carriers" and the GMAC "Schedule of Equipment Rental and other Rental Rates for use between Carriers," with the following expectations and modifications:

- (1) In cost of Engineering department employees not employed for a full eight-hour day on the work, the time actually worked thereon shall be chargeable to the alteration. (GMAC Rule I(d)).
- (2) Rates for rental of equipment from third parties shall be subject to approval, in advance, by the Contracting Officer. This provision shall not apply, however, to rates for automobiles, trucks or similar equipment (Item 55 of the GMAC equipment schedule) under regular lease agreements normally entered into by the Owner in conducting its usual operation.
- (3) Cost of rental from third parties of tools and machines which normally cost under \$1,000 (GMAC Rule II), when required specifically for work on this alteration, shall be reimbursed, subject to approval in advance by the Contracting Officer.
- (4) No percentage shall be added to the contract price of work done by outside contractors. (GMAC Rule VIII).
- (5) The total cost of all work to be performed by the Owner is estimated at \$9,000,000. The Government shall reimburse the Owner for such costs upon receipt of invoices, in quadruplicate, supported by such evidence of payment made by the Owner as may be required by the Contracting Officer. All original time cards or payrolls, material costs, and accounts for all charges and

expenditures for which reimbursement will be claimed from the Government shall be available at all reasonable times to allow the Government to check and audit the invoices submitted by the Owner. So far as practicable, separate records shall be maintained by the Owner on all items and accounts which shall constitute the basis of information from which the invoices will be prepared.

b. The Government assures that all right-of-way easements in lands necessary for the said alteration of the railroad and appurtenant facilities, and for the performance of this contract, outside of existing right-of-way, will be obtained without obligation to the Owner.

c. The Government will provide the Owner with detailed topographic maps of the area in the vicinity of the proposed railroad alterations. These maps are to a scale of 1" equals 400' with a 5-foot contour interval. The Government will also provide the Owner with the design memorandum setting forth the design criteria and foundation investigation on which the alteration plan is based.



(Next page is 6)

d. The Government will secure for and furnish the Owner an instrument conveying a perpetual railroad easement. The said railroad easement within project limits will be made subject to project requirements. Legal descriptions for said railroad easement will be furnished by the Government and approved by the Owner. The form of such conveyance is shown as Exhibit C attached hereto.

e. Payments

(1) Such work as may be done under this contract in excess of the amount for which funds are available for payment as herein set forth will be continued with funds hereafter appropriated and allotted for this work. In order to expedite auditing and reimbursement procedures, copies of monthly field reports showing labor, equipment, and materials utilized in the work shall be submitted by the Owner to the Government field inspector.

(2) From funds heretofore appropriated the sum of \$200,000 is available for payments to the Contractor for work performed under this contract during fiscal year ending 30 June 1973.

(3) If at any time it becomes apparent to the Contracting Officer that the balance of this allocation is in excess of the amount required to meet all payments due and to become due the Owner because of work performed and to be performed pursuant to his approved progress schedule, the right is reserved after due notice in writing to the Owner to reduce said allocation by the amount of such excess.

(4) If the rate of progress of the work is such that it becomes apparent to the Contracting Officer that the balance of this allocation and any allocation for this and any subsequent fiscal years during the period of this contract is less than that required to meet all payments due and to become due the Owner because of work performed or to be performed under this contract, the Contracting Officer may provide additional funds for such payments if there be funds available for such purpose. The Owner will be notified in writing of any additional funds so made available. However, it is distinctly understood and agreed that the amount of funds stated in e(2) above is the maximum amount which it is certain will be available during the current fiscal year, and the Government is in no case liable for payments to the Owner beyond this amount prior to having notified the Owner in writing of any additional funds that can be made available. Accordingly, no progress schedule will be approved (see Article 1h)

which contemplates progress requiring funds in excess of the amount stated to be available in e(2) above for the current fiscal year and no progress schedule will be approved for any ensuing fiscal year which contemplates progress requiring funds in excess of the amount allocated by the Contracting Officer from funds subsequently made available except as set forth and subject to the conditions in subparagraph (9) below.

(5) It is expected that, during subsequent fiscal years over the period of this contract, Congress will make additional appropriations for expenditure on work under this contract. The Contracting Officer will notify the Owner of any additional allocation of funds to this contract when such funds become available. It is understood and agreed that the Government is in no case liable for damages in connection with this contract on account of delay in payments to the Owner due to lack of available funds. Should it become apparent to the Contracting Officer that the available funds will be exhausted before additional funds can be made available, the Contracting Officer will give at least 30 days written notice to the Owner that the work may be suspended. If the Owner so elects, after receipt of such notice, he may continue work under the conditions and restrictions under the specifications, so long as there are funds for inspection and superintendence, with the understanding, however, that no payment will be made for such work unless additional funds shall become available in sufficient amount. When funds again become available, the Owner will be notified accordingly. Should work be thus suspended, additional time for completion will be allowed equal to the period during which work is necessarily so suspended, as determined by the dates specified in the above-mentioned notices.

(6) So long as funds are available, payments will be made monthly in accordance with Article 2 of the contract.

(7) The procedure above described will be repeated as often as may be necessary on account of the exhaustion of available funds and the necessity of awaiting the appropriation of additional funds by Congress.

(8) Should Congress fail to provide additional funds the contract may be terminated and considered to be completed, at the option of the Owner, without prejudice to him or liability to the Government, at any time subsequent to 30 days after payments are discontinued, or at any time subsequent to 30 days after the passage of the Act which would have but did not carry an appropriation for continuing the work or after the adjournment of the Congress which failed to make the necessary appropriations. However, if the funds cited in the contract are enough to extend the work beyond the end of the fiscal year and no new funds are allocated to this contract for the ensuing fiscal year, the Owner must first exhaust all the cited funds and thereafter he may, at his option, exercise the rights provided in this paragraph any time after payments are discontinued.

(9) The progress chart prepared in accordance with Article 1h will be consistent with the amount of funds stated in subparagraph e(2) above

as being currently available for the period of time from the date of contract award to the end of the fiscal year in which the contract was awarded, or at the option of the Owner, the chart may be prepared on the basis of accomplishment of work at a greater rate of progress for the period of time applicable to currently available funds. Any chart initially submitted for approval which contemplates progress at a greater rate than can be paid for with currently available funds will be approved only under the condition that such approval will in no way obligate the Government to make additional funds available for the work. That part of the chart which covers the work for which funds are not currently available will be prepared on the basis of a schedule considered to be practicable by the Owner for accomplishment of the work at such rate of progress as he may desire for completion within the terms of the contract. The progress chart will be revised each time the Owner is notified that additional funds are made available. Each revision will conform with the criteria stated above. With reference to the responsibilities for future funding of the work in accordance with the progress chart, attention is called to the preceding subparagraphs wherein the responsibilities of the Government are set forth for the furnishing of funds for the work. The approval of that part of the schedule covering work for which funds are not currently available will in no way obligate the Government to provide funds to accomplish work at the rate of progress indicated in the schedule.

f. Except as otherwise provided in this contract with regard to railroad signal and communication lines, the Contracting Officer will arrange with the State of Illinois for the alteration of any utilities affected by the railroad alterations. The Owner shall show on his construction drawings furnished to the Contracting Officer, details of the required plan and extent of any required utility alterations, together with the estimated date such alterations are required. Thereafter, the Contracting Officer will obtain from the State of Illinois and submit to the Owner for approval, the utilities' plans for the alterations. The Owner shall cooperate with the utility companies in the accomplishment of this work. See Article 5b of this contract.

Article 3. Salvage.

The Owner shall use such materials, equipment, and supplies from the facilities existing as of the date of this contract as, in the opinion of the Owner, can be utilized in the performance of the work hereunder without interference with railroad operations. Any materials which, in the opinion of the Owner and as approved by the Contracting Officer, cannot be used in the completed work shall be removed by the Owner at the expense of the Government. The salvage value of such removed materials, equipment, and supplies, to be mutually agreed upon between the Owner and the Contracting Officer at a time when inspection is feasible, shall be credited to the Government in the form of a deduction from amounts to be paid the Owner hereunder. In the event the parties fail to agree as to the salvage value of said materials, equipment, and supplies, title thereto shall remain with or vest in the Government and the Government

will remove same from the Owner's rights-of-way within a reasonable period of time. Unsalvageable material shall be disposed of as agreed between the authorized representatives of the parties hereto.

Article 4. Betterments.

The Owner agrees that the alterations to be accomplished under this contract will provide the Owner with facilities equal in service and utility to those now in existence and that if the Owner desires any improvement in design, construction or capacity over and above what is required to provide facilities of equal service and utility, such improvement shall constitute a betterment and will be paid for by the Owner; provided, however, that the term "Betterments" will not be deemed to include more costly construction or design necessitated solely as a result of the alteration.

Article 5. Ownership and Conduct of the Work.

a. The railroad and appurtenant facilities constructed hereunder shall become the property of the Owner. The Owner shall be responsible for all materials furnished and work performed by it.

b. Coordination with Other Contractors. The Government may award other contracts for additional or other work in connection with the same project or in the same vicinity. The Owner shall conduct operations so as to cooperate fully with any such work being performed by the Government and/or Government Contractors and shall carefully fit his own work to that provided under other contracts as directed by the Contracting Officer. The Owner shall not commit or permit any act which may interfere with the performance of any such work by the Government and/or any Government Contractor.

Article 6. Interference.

The Owner agrees that, so long as the Project is operated or maintained for the purpose as described herein, the facilities as altered pursuant to this contract shall not be so further altered or modified nor other facilities constructed by the Owner, so as to interfere with the operation of the Project.

Article 7. Inspection and Acceptance.

The Government and the Owner shall have the right to inspect the work to be performed hereunder at any time during its progress and to make final inspection upon completion thereof. Failure of the Government or Owner to object within 20 days after final inspection shall indicate satisfactory performance of the contract.

Article 8. Release.

The Owner agrees on completion of the alteration work provided for herein, to accept the altered facilities and payment of the consideration

provided for herein, as full and just compensation for any and all damages that have been caused to the facilities altered hereunder and upon such completion and acceptance does hereby release the Government from any and all causes of action, suit, at-law or equity or claims or demands, and from any liability of any nature whatsoever for and on account of any damages to said rights-of-way and facilities altered hereunder subject to the provisions of Article 11 hereof.

Article 9. Completion.

The Owner will commence the work hereunder within 10 days from the date of receipt of notice to proceed and complete the work within the time prescribed in the following schedule:

- | | |
|--|---|
| a. Detailed designs, construction drawings, and specifications, detailed estimates of costs, rights-of-way maps and acquisition data | 360 calendar days
after receipt of
notice to proceed |
| b. All remaining work | 900 calendar days
after the Government's
written approval of construction drawings and specifications |

Article 10. Disputes (1964 JUN).

a. Except as otherwise provided in this contract, any dispute concerning a question of fact arising under this contract which is not disposed of by agreement shall be decided by the Contracting Officer who shall reduce his decision to writing and mail or otherwise furnish a copy thereof to the Owner. The decision of the Contracting Officer shall be final and conclusive unless, within 30 days from the date of receipt of such copy, the Owner mails or otherwise furnishes to the Contracting Officer a written appeal addressed to the head of the agency involved. The decision of the head of the agency or his duly authorized representative for the determination of such appeals shall be final and conclusive. This provision shall not be pleaded in any suit involving a question of fact arising under this contract as limiting judicial review of any such decision to cases where fraud by such official or his representative or board is alleged: Provided, however, that any such decision shall be final and conclusive unless the same is fraudulent or capricious or arbitrary or so grossly erroneous as necessarily to imply bad faith or is not supported by substantial evidence. In connection with any appeal proceeding under this clause, the Owner shall be afforded an opportunity to be heard and to offer evidence in support of his appeal. Pending final decision of a dispute hereunder, the Owner shall proceed diligently with the performance of the contract and in accordance with the Contracting Officer's decision.

b. This "Disputes" clause does not preclude consideration of questions of law in connection with decisions provided for in paragraph 1 above. Nothing in this contract, however, shall be construed as making final the decision of any administrative official, representative or board on a question of law.

Article 11. Deferred Construction.

a. It is recognized that the altered railroad facility provided by this contract may be subject to consolidation of the embankment, settlement of the foundation, possibilities of slides in the embankment or channel slope, possible failures in the foundation and development of other conditions. It is, therefore, recognized that because of such conditions it may be necessary to defer, beyond the periods of scheduled construction, work required to complete the altered facility. The Government, therefore, in addition to any and all sums to be paid by it hereunder, shall and will pay to the Owner, subject to the availability of funds, the additional actual cost and expense of work done by the Owner over and above ordinary maintenance in remedy of or in prevention of any conditions described above during the five-year period beginning on the date the altered main line of the railroad is placed in operation.

b. The deferred construction costs mentioned above shall comprise actual costs over and above ordinary maintenance incurred by the Owner for the remedy of or the prevention of the occurrences described above, including, but not restricted to the restoration and completion of the roadbed by the removal or placing of grading material, temporary and final ballast; the installation of riprap, drains, and piling; restoration of tracks, bridge, signals, signal lines and other facilities; the realignment and resurfacing of tracks; the adjustment of approach structures; all as made necessary to remedy or prevent the conditions described above occurring singly or in combination, during the aforesaid five-year period. Such deferred construction costs shall be exclusive of costs of ordinary maintenance.

c. Except in cases where the continuity of operations of trains over the aforesaid altered facility is involved, the Owner shall submit to the Contracting Officer plans, specifications and estimates for such deferred construction work. These plans, specifications and estimates shall be approved by the Contracting Officer before any work to which they relate shall be commenced. The Owner shall immediately notify the Contracting Officer of any emergency work required for continuity of operations.

Article 12. Indemnity and Insurance.

a. The Government shall require its contractor or contractors before entering upon the tracks and waylands of the Owner for performance of construction, operation, or maintenance functions relative to Government's project work, and at his cost and expense to (1) secure permission from the Owner for the occupancy and use of Owner's premises and to confer with Owner relative to its requirements for clearance, operation, and

general safety regulations, and Owner reserves the right to furnish the Government's contractor or contractors, at the sole cost and expense of such contractor, or contractors, protective services and devices as Owner may deem desirable to promote safety and continuity of railroad traffic during progress of the work; and (2) furnish evidence of Workmen's Compensation coverage and maintain at all times during the performance of any construction or reconstruction work the following types of insurance: (a) Contractor's Public Liability and Property Damage Liability Insurance, including automobile coverage with the limits of \$500,000/1,000,000 as to public liability and \$500,000/1,000,000 as to property damage liability; (b) Contractor's Protective Public Liability and Property Damage Liability Insurance with the same limits, if subcontractors are involved; and (c) Railroad Protective Public Liability and Property Damage Liability Insurance with the same limits as prescribed in (a) above, naming Owner as the insured and containing an indorsement in the form appearing in the Standard Provisions attached to and made a part of this contract as Exhibit D. Owner shall be furnished with the Railroad Protective Policy, and in addition, certificate (or certificates) of insurance evidencing the other insurance requirements specified herein. The Railroad Protective Policy and the certificate (or certificates) of insurance must meet with the approval of the Owner before any work shall be commenced on Owner's property by the contractor or contractors.

b. The Owner shall procure or cause to be procured, at Government expense, Workmen's Compensation and Employers' Liability Insurance, Public Liability and Property Damage Insurance, and Railroad Protective Insurance, so as to fully protect and save harmless the Owner from loss, damages, judgments, liability, claims or expenses of any kind on account of injury to or death of any persons whomsoever, including but not limited to, employees of the Owner, or on account of destruction or damage to any property whatsoever, including but not limited to, property owned by or in the custody of the Owner.

c. The Owner may procure, at Government expense, insurance to cover the risk of loss or damage by reason of theft, fire, flood or any other cause beyond the control of the Owner of any materials being furnished by the Owner under this contract while such materials are in transit from the point of origin to the railroad nearest to the site of the work. In such policy the Government and the Owner will be named as parties insured as their interests may appear.

d. The Owner shall require of its contractors and subcontractors Railroad Protective Public Liability and Property Damage Liability Insurance with the same limits as prescribed in 12a above, naming the Owner as the insured and containing an indorsement in the form appearing in the Standard Provisions attached to and made a part of this contract as Exhibit D.

Article 13. Covenant Against Contingent Fees (1958 JAN).

The Owner warrants that no person or selling agency has been employed or retained to solicit or secure this contract upon an agreement or understanding for a commission, percentage, brokerage, or contingent fee, excepting bona fide employees or bona fide established commercial or selling agencies maintained by the Owner for the purpose of securing business. For breach or violation of this warranty the Government shall have the right to annul this contract without liability, or in its discretion to deduct from the contract price or consideration, or otherwise recover, the full amount of such commission, percentage, brokerage or contingent fee.

Article 14. Officials Not to Benefit (1949 JUL).

No member of or delegate to Congress, or resident commissioner, shall be admitted to any share or part of this contract, or to any benefit that may arise therefrom; but this provision shall not be construed to extend to this contract if made with a corporation for its general benefit.

Article 15. Gratuities (1952 MAR).

a. The Government may, by written notice to the Owner, terminate the right of the Owner to proceed under this contract if it is found, after notice and hearing, by the Secretary or his duly authorized representative, that gratuities (in the form of entertainment, gifts or otherwise) were offered or given by the Owner, or any agent or representative of the Owner, to any officer or employee of the Government with a view toward securing a contract or securing favorable treatment with respect to the awarding or amending or the making of any determinations with respect to the performing of such contract: Provided, that the existence of the facts upon which the Secretary or his duly authorized representative makes such findings shall be in issue and may be reviewed in any competent court.

b. In the event this contract is terminated as provided in paragraph a hereof, the Government shall be entitled (1) to pursue the same remedies against the Owner as it could pursue in the event of a breach of the contract by the Owner, and (ii) as a penalty in addition to any other damages to which it may be entitled by law, to exemplary damages in an amount (as determined by the Secretary or his duly authorized representative) which shall not be less than three nor more than ten times the costs incurred by the Owner in providing any such gratuities to any such officer or employee.

c. The rights and remedies of the Government provided in this clause shall not be exclusive and are in addition to any other rights and remedies provided by law or under this contract.

Article 16. Equal Opportunity Clause (1969 JAN).

During the performance of this contract, the Owner agrees as follows:

- a. The Owner will not discriminate against any employee or applicant for employment because of race, color, religion, sex or national origin. The Owner will take affirmative action to ensure that applicants are employed, and that employees are treated during employment, without regard to race, color, religion, sex, or national origin. Such action shall include but not be limited to the following: Employment, upgrading, demotion, or transfer, recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The Owner agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the Contracting Officer setting forth the provisions of this nondiscrimination clause.
- b. The Owner will, in all solicitations or advertisements for employees placed by or on behalf of the Owner, state that all qualified applicants will receive consideration for employment without regard to race, color, religion, sex or national origin.
- c. The Owner will send to each labor union or representative of workers with which he has a collective bargaining agreement or other contract or understanding, a notice to be provided by the agency Contracting Officer, advising the labor union or workers' representative of the Owner's commitments under Section 202 of Executive Order 11246 of September 24, 1965, and shall post copies of the notice in conspicuous places available to employees and applicants for employment.
- d. The Owner will comply with all provisions of Executive Order 112-6 of September 24, 1965, and of the rules, regulations and relevant orders of the Secretary of Labor.
- e. The Owner will furnish all information and reports required by Executive Order 11246 of September 24, 1965, and by the rules, regulations, and orders of the Secretary of Labor or pursuant thereto, and will permit access to his books, records, and accounts by the contracting agency and the Secretary of Labor for purposes of investigation to ascertain compliance with such rules, regulations, and orders.

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ANNUAL REPORT 1973

ILLINOIS CENTRAL GULF R.R. CO.

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INTERSTATE
COMMERCE COMMISSION
RECEIVED

APR 5 1974

ADMINISTRATIVE SERVICES
F MAIL BRANCH

annual report

ILLINOIS CENTRAL GULF RAILROAD COMPANY
233 NORTH MICHIGAN AVENUE
CHICAGO, ILLINOIS 60601

12500024 ILLINDICENT 1
ILLINOIS CENTRAL GULF R.R., CO.
6327 S DORCHESTER AVE
CHICAGO ILL 60637

12410

CL1LH

Correct name and address if different than shown.

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

Batch 61

1973



to the
Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1973

NOTICE

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

SEC. 20. (1) The Commission is hereby authorized to require annual, periodical, or special reports from carriers, lessors, * * * (as defined in this section), to prescribe the manner and form in which such reports shall be made, and to require from such carriers, lessors, * * * specific and full, true, and correct answers to all questions upon which the Commission may deem information to be necessary, classifying such carriers, lessors, * * * as it may deem proper for any of these purposes. Such annual reports shall give an account of the affairs of the carrier, lessor, * * * in such form and detail as may be prescribed by the Commission.

(2) Said annual reports shall contain all the required information for the period of twelve months ending on the 31st day of December in each year, unless the Commission shall specify a different date, and shall be made out under oath and filed with the Commission at its office in Washington within three months after the close of the year for which report is made, unless additional time be granted in any case by the Commission.

(3) (b) Any person who shall knowingly and willfully make, cause to be made, or participate in the making of, any false entry in any annual or other report required under this section to be filed, * * * or shall knowingly or willfully file with the Commission any false report or other document, shall be deemed guilty of a misdemeanor and shall be subject, upon conviction in any court of the United States of competent jurisdiction, to a fine of not more than five thousand dollars or imprisonment for not more than two years, or both such fine and imprisonment, * * *

(3) (c) Any carrier or lessor, * * * or any officer, agent, employee or representative thereof, who shall fail to make and file an annual or other report with the Commission within the time fixed by the Commission, or to make specific and full, true, and correct answer to any question within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

(8) As used in this section * * * the term "carrier" means a common carrier subject to this part, and includes a receiver or trustee of such carrier, and the term "lessor" means a person owning a railroad, a water line, or a pipe line, leased to and operated by a common carrier subject to this part, and includes a receiver or trustee of such lessor, * * *

The respondent is further required to send to the Bureau of Accounts immediately upon preparation, two copies of its latest annual report to stockholders. See schedule 108, page 6.

2. The instructions in this Form should be carefully observed, and each question should be answered fully and accurately, whether it has been answered in a previous annual report or not. Except in cases where they are specifically authorized, cancellations, arbitrary check marks, and the like, should not be used either as partial or as entire answers to inquiries. If any inquiry, based on a preceding inquiry in the present report form is, because of the answer rendered to such preceding inquiry, inapplicable to the person or corporation in whose behalf the report is made, such notation as "Not applicable; see page _____, schedule (or line) number _____" should be used in answer thereto, giving precise reference to the portion of the report showing the facts which make the inquiry inapplicable. Where the word "none" truly and completely states the fact, it should be given as the answer to any particular inquiry or any particular portion of an inquiry. Where dates are called for, the month and day should be stated as well as the year. Customary abbreviations may be used in stating dates.

3. Every annual report should, in all particulars, be complete in itself, and references to the returns of former years should not be made to take the place of required entries except as herein otherwise specifically directed or authorized.

4. If it be necessary or desirable to insert additional statements, typewritten or other, in a report, they should be legibly made on durable paper and, wherever practicable, on sheets not larger than a page of the Form. Inserted sheets should be securely attached, preferably at the inner margin; attachment by pins or clips is insufficient.

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

6. Money items, except averages, throughout the annual report form should be shown in thousands of dollars adjusted to accord with footings. Totals for amounts entered 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 \$500 or more should be lowered.

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

and, a lessor company, the property of which being leased to and operated by another company, is one that maintains a separate legal existence and keeps financial but not operating accounts. In making reports, lessor companies use Annual Report Form E.

Operating companies (including switching and terminal) are broadly classified, with respect to their operating revenues, according to the following general definitions:

Class I companies are those having annual operating revenues of \$5,000,000, or more. For this class, Annual Report Form A is provided.

Class II companies are those having annual operating revenues below \$5,000,000. For this class, Annual Report Form C is provided.

In applying this classification to any switching or terminal company which is operated as a joint facility of owning or tenant railroads, the sum of the annual railway operating revenues, the joint facility rent income, and the returns to joint facility credit accounts in operating expenses, shall be used in determining its class.

Switching and terminal companies are further classified as:

Class S1. **Exclusively switching.** This class of companies includes all those performing switching service only, whether for joint account or for revenue.

Class S2. **Exclusively terminal.** This class of companies includes all companies furnishing terminal trackage or terminal facilities only, such as union passenger or freight stations, stockyards, etc., for which a charge is made, whether operated for joint account or for revenue. In case a bridge or ferry is a part of the facilities operated by a terminal company, it should be included under this heading.

Class S3. **Both switching and terminal.** Companies which perform both a switching and a terminal service. This class of companies includes all companies whose operations cover both switching and terminal service, as defined above.

Class S4. **Bridge and ferry.** This class of companies is confined to those whose operations are limited to bridges and ferries exclusively.

Class S5. **Mixed.** Companies performing primarily a switching or a terminal service, but which also conduct a regular freight or passenger traffic. The revenues of this class of companies include, in addition to switching or terminal revenues, those derived from local passenger service, local freight service, participation in through movement of freight or passenger traffic, other transportation operations, and operations other than transportation.

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

COMMISSION means the Interstate Commerce Commission. RESPONDENT means the person or corporation in whose behalf the report is made. THE YEAR means the year ended December 31 for which the report is made. THE CLOSE OF THE YEAR means the close of business on December 31 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the close of the period covered by the report. THE BEGINNING OF THE YEAR means the beginning of business on January 1 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the beginning of the period covered by the report. THE PRECEDING YEAR means the year ended December 31 of the year next preceding the year for which the report is made. THE UNIFORM SYSTEM OF ACCOUNTS FOR RAILROAD COMPANIES means the system of accounts in Part 1201 of Title 49, Code of Federal Regulations, as amended.

9. All companies using this Form should complete all schedules, with the following exceptions, which should severally be completed by the companies to which they are applicable:

Schedules restricted to Switching and Terminal Companies		Schedules restricted to other than Switching and Terminal Companies	
Schedule	414	Schedule	411
"	415	"	412
"	532		

SPECIAL NOTICE

The attention of the respondent is directed below to certain particulars, if any, in which this report form differs from the corresponding form for the preceding year. It should be understood that mention is not made of necessary substitutions of dates or, in general, such other things as simple modifications intended to make requirements clearer, other minor adjustments, and typographical corrections.

This report, formerly designated Form A, has been reduced in size to make it easier to complete, convenient to handle and permit the use of standard copy machines to reproduce reports.

NOTICE - Inside Front Cover

New instruction 6 added to provide for the reporting of money items throughout the report in thousands of dollars.

Page 10: Schedule 200A. Comparative General Balance Sheet - Assets

Page 11: Schedule 200L. Comparative General Balance Sheet - Liabilities and Shareholders' Equity

Accounts 708 and 752 have been revised to read "Traffic, car service and other balances - Dr." and "Traffic, car service and other balances - Cr." respectively to conform to the amendment of the Uniform System of Accounts for Railroad Companies (49 C.F.R. 1201), as authorized in Order of the Commission, in Docket No. 32153 (Sub-No. 3) dated November 10, 1972.

Page 15: Schedule 201. Items in Selected Current Asset Accounts

Instructions have been revised to require the reporting of the three largest items regardless of the dollar amount and minimum dollar amount increased to \$250,000.

Pages 16 and 17: Schedule 204. Sinking, Capital, Insurance and Other Reserve Funds

Instructions have been revised to require the reporting of the three largest funds in each account, and funds earmarked incentive per diem, regardless of the dollar amount and minimum dollar amount increased to \$250,000. Reporting of par value eliminated. Instructions clarified as to reporting of data in column (b).

Pages 20-23: Schedule 205. Investments in Affiliated Companies

Reporting of par value data eliminated.

Pages 24-27: Schedule 206. Other Investments

Reporting of par value data eliminated. Instructions revised to delete the requirement for reporting investments included in accounts numbered 715, 716 and 717, where those investments are held by trustees in lieu of cash deposits required under the governing instrument.

Pages 28 and 29: Schedule 205. Securities, Advances, and Other Intangibles Owned or Controlled Through Nonreporting Carrier and Noncarrier Subsidiaries

Reporting of par value data eliminated.

Page 46: Schedule 216. Other Assets and Deferred Charges

Page 55: Schedule 223. Items in Selected Current Liability Accounts

Page 57: Schedule 225. Items in Selected Reserve and Other Liability Accounts

Page 62: Schedule 233. Contingent Assets and Liabilities

Page 86: Schedule 371. Income from Lease of Road and Equipment

Schedule 372. Miscellaneous Rent Income

Page 87: Schedule 375. Separately Operated Properties - Profit or Loss

Instructions have been revised to require the reporting of the three largest items regardless of the dollar amount and minimum dollar amount increased to \$250,000.

Page 88: Schedule 376. Hire of Freight Cars

Reporting of "Net Balance of Unequipped Box Car Rentals Included in Line 23" has been eliminated.

Page 90: Schedule 383. Rent for Leased Roads and Equipment

Page 91: Schedule 384. Miscellaneous Rents

Instructions have been revised to require the reporting of the three largest items regardless of the dollar amount and minimum dollar amount increased to \$250,000.

Page 92: Schedule 396. Items in Selected Income and Retained Income Accounts for the Year

Minimum dollar amount increased to \$250,000.

Pages 99-105: Schedule 417. Inventory of Equipment

Provision has been made to report separately auxiliary locomotive units and instruction 6, page 99, revised accordingly. Column headings on pages 102 and 103, have been changed to read "Time-mileage cars" and "All other" instead of "Per diem" and "Non per diem." Column heading on pages 104 and 105 has been changed to read "All other" instead of "Non per diem" and instruction 6, page 103, revised accordingly.

Page 116: Schedule 531. Statistics of Rail-Line Operations

The reference to "per diem" cars has been changed to read "time-mileage" cars and instructions changed accordingly.

Pages 129-131: Schedule 600. Remunerations from National Railroad Passenger Corporation

New schedule to be completed by carriers participating in the National Railroad Passenger Corporation (NRPC) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-No. 3).

ANNUAL REPORT

OF

ILLINOIS CENTRAL GULF RAILROAD COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1973

Mr. Pasniak

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

(Name) Don R. Montgomery(Title) Comptroller(Telephone number) 312
(Area code)565-1600
(Telephone number)(Office address) 233 N. Michigan, Chicago, Ill. 60601

(Street and number, city, State, and ZIP code)

101. 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 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 128.

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between railroad and railway. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification" (p. 132). 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.

2. If incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or

other possession began. If a partnership, give date of formation and also names in full of present partners.

3. Give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter.

4. Give specific reference to special or general laws under which consolidation or merger or combination of other form was effected, citing chapter and section. Specify Government, State, or Territory under the laws of which each company consolidated or merged or otherwise combined into the present company was organized; give reference to the charters of each and to all amendments of them.

5. 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 Gulf Railroad Company

2. Date of incorporation December 30, 1971

3. Under laws of what Government, State, or Territory organized? If more than one, name all. Give specific reference to each charter or statute and all amendments thereof, effected during the year. If previously effected, show the year(s) of the report(s) setting forth details. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees

Delaware

4. If the respondent was formed as the result of a consolidation or merger during the year, name all constituent and all merged companies

None

5. If respondent was reorganized during the year, give name of original corporation and state the occasion for the reorganization

None

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars

No

7. Class of switching and terminal company

[See section No. 7 on inside of front cover]

Not a switching and terminal company

NOTES AND REMARKS

Continued From Page 3

NOTE: The Executive Committee, when the Board of Directors is not in session, exercises the power of the Board of Directors and directs the business and affairs of the company, except when specific directions have been given by the Board of Directors

Continued from Schedule 104A Companies Controlled by Respondent

- (a) Atchison, Topeka & Santa Fe Ry., Burlington Northern, Chicago & Eastern Illinois RR Co., Chesapeake & Ohio Ry., Chicago Rock Island & Pacific RR Co., Erie Lackawanna RR Co., Grand Truck Western RR Co., Monon Railroad, Norfolk & Western RR Co., Penn Central and Soo Line Railroad Co.
- (b) Baltimore & Ohio RR Co., Burlington Northern Inc., Chicago & Eastern Illinois RR Co., Chicago Rock Island & Pacific RR Co., The Cleveland, Cincinnati, Chicago & St. Louis Ry., Louisville and Nashville RR., Missouri-Kansas-Texas RR., Missouri Pacific RR., The Philadelphia, Baltimore & Washington RR Co., St. Louis-San Francisco Ry., St. Louis Southwestern Ry., Southern Ry. Co. and Norfolk & Western RR Co.
- (c) Baltimore & Ohio RR Co., Burlington Northern Inc., Chicago & Eastern Illinois RR Co., Chicago and North Western RR Co., Chicago Rock Island and Pacific RR Co., Norfolk and Western RR Co., Penn Central and St. Louis-San Francisco Ry. Co.

102. DIRECTORS

1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (a) of schedule No. 102 and column (b) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 103 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices, separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

Line No.	Name of director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	G.P. Brock	Mobile, Ala.	5-16-73	5-15-74	None	Line 22
2	A.S. Boyd	Chicago, Ill.	"	"	"	" "
3	W.B. Johnson	" "	"	"	"	" "
4	B.V. Bodie	Mobile, Ala.	"	"	"	
5	J.M. Coates	Chicago, Ill.	"	"	"	Line 22
6	H.S. Eberhard	Peoria, Ill.	"	"	"	
7	C.J. Grayson, Jr.	Dallas, Texas	"	"	"	
8	H. Humphreys	Memphis, Tenn.	"	"	"	
9	J.P. Hickok	St. Louis, Mo.	"	"	"	
10	S.E.G. Hillman	Chicago, Ill.	"	"	"	Line 22
11	P.M. Jarvis	Newark, Ill.	"	"	"	" "
12	J.B. Lanterman	Chicago, Ill.	"	"	"	" "
13	G.J. Morgan	Chicago, Ill.	"	"	"	
14	W.E. Mullins	Chester, Ill.	"	"	"	
15	Dr. E. Oldberg	Chicago, Ill.	"	"	"	Line 22
16	W.J. Rushton	Birmingham, Ala.	"	"	"	
17	J.C. Smith	Birmingham, Ala.	"	"	"	
18	J.W. Van Gorkom	Chicago, Ill.	"	"	"	Line 22
19						
20						

21. Give the names and titles of all officers of the Board of Directors in control of the respondent at the close of the year:
Chairman of board **William B. Johnson** Secretary (or clerk) of board **J.B. Goodrich**

22. Name the members of the executive committee of the Board of Directors of the respondent at the close of the year (naming first the chairman) and state briefly the powers and duties of that committee: **See Column (F) Above For Members**

See Note to Schedule 103 For Description of Powers and Duties

103. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
1	Chairman	Executive	G.P. Brock	None	
2	Pres. & Chf. Exec.	"	A.S. Boyd	"	
3	Chairman-Exec. Comm.	"	W.B. Johnson	"	
4	Vice President	"	W.J. Taylor	"	
5	Sr. V.P.-Admin.	"	H.F. Davenport	"	
6	V.P. & Asst. Secty.	"	F.J. Lott	"	
7	V.P.-Law	Legal	J.N. Ogden	"	
8	General Counsel	"	P.W. Johnston, Jr.	"	
9	V.P.-Finance	Finance & Acctg.	T.D. Lott	"	
10	Comptroller	Accounting	D.R. Montgomery	"	
11	Secty. & Treas.	Secretary & Treas.	J.B. Goodrich	"	
12	V.P.-Mater. Mgt.	Materials Mgt.	H.C. Miller	"	
13	Sr. V.P.-Operations	Operating	B.V. Bodie	"	
14	" " Chf. Op. Off.	"	J.C. Humbert	"	
15	V.P. Real Estate	Real Estate	A. Skrivan	"	
16	Sr. V.P.-Traffic	Traffic	P.H. Reistrup	"	
17	V.P. & Chf. Engineer	Engineering	A.L. Sams	"	
18					
19					
20	(Continued on Page 2)				

104. RELATIONSHIP OF RESPONDENT WITH AFFILIATED COMPANIES

Enter below in the appropriate schedule, No. 104A through 104D, the names of all companies, corporate and noncorporate, which are affiliated with the respondent and submit the information requested in each schedule. Control for the purpose of these schedules shall be construed to include sole or jointly held control, whether maintained or exercised through or by reason of the method of or circumstances surrounding organization or operation, through or by common directors, officers, or stockholders a voting trust or trusts, a holding or investment company or compa-

nies, or through or by any other direct or indirect means; and to include the power to exercise control. For the purposes of these schedules, forms of control shall include the following (among others):

1. Right through ownership of securities, an agreement of some character or through some other source to name the majority of the board of directors, managers, or trustees of the controlled company.
2. Right to foreclose a first lien upon all or a major part in

value of the tangible property of the controlled company.

3. Right to secure control in consequence of advances made for construction of the operating property of the controlled company.

Right to control only in a specific respect the action of the controlled company or a lessee interest in the property of a company is not to be classed as a form of control over the lessor company.

104 A. COMPANIES CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled solely or jointly by the respondent. If the respondent obtained control over a company during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase,

etc.

2. In column (b) indicate the principal business activity of each company listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).

4. In column (d) indicate the extent of the control of the respondent in the controlled company. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.

5. In column (e) enter names of other companies, if any, that jointly control the companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
1	Blue Island R.R. Co.	Transportation	Securities	100%	
2	Gulf Transport Co.	"	"	"	
3	G.M. & O. Land Co.	Real Estate	"	"	
4	Kensington & Eastern R.R. Co.	Transportation	"	"	
5	Madison Coal Corp.	Real Estate	"	"	
6	Mississippi Valley Corp.	Investment	"	"	
7	New Orleans Great Northern RR	Transportation	"	98 1/3	Public
8	South Chicago R.R. Co.	"	"	100	
9	Waterloo Railroad Co.	"	"	100	
10	Belt Railway Co.-Chicago	"	"	8	(a) See Page 2
11	Chicago Produce Terminal Co.	"	"	50	Atchison, Topeka & Santa Fe
12	Jefferson S.W. R.R. Co.	"	"	33	Chgo & East. Ill. & Pac. RR
13	C&G Industries	Real Estate	"	100	
14	Paducah & Illinois R.R. Co.	Transportation	"	33	Burlington North.; Louvll & Nash.
15	Pullman Company	"	"	1.6	Various Railroad Co.
16	Terminal RR Assn.-St. Louis	"	"	12 1/2	(b) See Page 2
17	Trailer Train Co.	"	"	4.8	Prop. Comps. subj. to chg.
18	Kansas City Terminal Rwy	"	"	8 1/3	Various Railroad Co.
19	Joliet Union Depot Co.	"	"	33 1/3	Chgo. R. I. & Pac.; SATSF
20	Illinois Terminal Co.	"	"	9.1	(c) See Page 2

104 B. COMPANIES INDIRECTLY CONTROLLED BY RESPONDENT

- Enter in column (a) the names of all companies which are controlled through intermediary companies. If control was obtained during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
- In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
- In column (c) indicate the form of control exercised over companies listed in column (a).
- In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
- In column (e) enter the names of intermediate companies through which control is exercised over companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Intermediary Through Which Control Exists (e)
1	Illinois Terminal RR Co.	Transportation	Securities	9%	Mississippi Valley Corp.
2	Peoria & Pekin Union Ry. Co.	"	"	46%	" " "
3					
4					
5					
6					
7					
8					
9					
10					

104 C. COMPANIES UNDER COMMON CONTROL WITH RESPONDENT

- Enter in column (a) the names of all companies which are controlled by the same interest that control the respondent.
- In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
- In column (c) indicate the form of control exercised over companies listed in column (a).
- In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
- In column (e) enter the names of companies controlling those listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Controlling Company or Individual (e)
1	Chicago & Illinois Western RR	Transportation	Securities	100%	Illinois Central Ind.
2					
3					
4	NOTE: For Other Than Transportation Companies				
5	See Illinois Central Industries Annual Report				
6					
7					
8					
9					
10					
11					

104 D. COMPANIES CONTROLLING RESPONDENT

1. Enter in column (a) the names of all companies controlling the respondent. Commence with the company which is most remote followed by the company immediately controlled by it. If control over the respondent or control over an intermediary through which respondent is controlled has changed during the year, indicate by footnote the date

and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.

2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.

3. In column (c) indicate the form of control exercised by the company immediately controlled by it.

4. In column (d) indicate the extent of control. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.

Line No.	Name of Controlling Company or Individual (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)
1	Illinois Central Industries	Holding Company	Securities	100%
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				

108 STOCKHOLDERS REPORTS

1. The respondent is required to send to the Bureau of Accounts, immediately upon preparation, two copies of its latest annual report to stockholders.

Check appropriate box:

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____ (date)

☒ No annual report to stockholders is prepared.

109. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ ~~No~~ ^{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 Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing Books not closed

7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year 1000 votes, as of December 31, 1973 (Date) 1 stockholders.
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7, 1 stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information on page 10, the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

List under Footnotes, page 8, Other Securities with Voting Power.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	Illinois Central Industries	Chicago, Ill.	1000	1000	None	None
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						

109. VOTING POWERS AND ELECTIONS—(Continued From Page 7)

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent 1000
votes cast.
11. Give the date of such meeting. May 16, 1973
12. Give the place of such meeting Chicago, Illinois

FOOTNOTES

110. GUARANTIES AND SURETYSHIPS

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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. (Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Scale or joint contingent liability (d)
1	Term. RR Assn. of St. Louis	Sinking Fund & Int. on Refd. & Impr. Mtges	7 787	Joint
2	B&O N&W	Bonds, Series C due 7-1-2019 (FD14553)		
3	BN ICG(2/16) PB&W			
4	C&E L&N StL-SF	Principal, Interest & Sinking Fund on	28 438	Joint
5	CRI&P MKT StL-SW	Refdg. & Impr. Mtge Bonds, Series D		
6	CCC&StL MoPac(2/16)Sou	due 10-1-85 (FD15070)		
7				
8	Ill. Terminal RR Com.	Principal, Interest & Sinking Fund	6 564	Joint
9	B&O	on First Mtge. 4-5/8% Sinking Fund Bds.		
10	BN ICG(Miss Vally)(2/10)	due 12-1-87 (FD22292)		
11	C&E N&W	Basic Annual Rental Payable to City of	250	Joint
12	C&NW Penn Cent.	Venice, Ill. for use of McKinley		
13	CRI&P StL-SF	Bridge (FD 20388)		
14				
15	Trailer Train Company	Illinois Central Gulf, with other	24 121	Joint
16	Principal Prop. Coms.	proprietary companies is obligated to		
17	Subject to change	advance to Trailer Train Co., under		
18		certain conditions, such sums as maybe		
19		needed to pay principal and interest		
20		under terms of certain of its out-		
21		standing obligations.		
22				
23	A-Kansas Cy. Term. Ry. Co.	F.D. 14932 - Authority granted GM&O RR	27 500	Joint
24	A-Guarantors:	Co to assume obligations and liability		
25	ICG RR Co. and Eleven	as guarantor in respect to its propor-		
26	Other Railroads	tionate share of First Mortgage Serial		
27		Bonds 10-1-1964 to 1974.		
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Scale or joint contingent liability (d)
1			\$	
2				
3		NONE		
4				
5				
6				
7				
8				
9				

110. GUARANTIES AND SURETYSHIPS

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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. (Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	The Belt Ry. Co. of Chgo	Principal, Interest and Sinking Fund	28 138	Joint
2	AT-SFe ICG	payments first Mtge, Sinking Fund Eds.		
3	BN	Series A, Due 8-15-87 (FD22140)		
4	C&E1 Monon			
5	C&O N&W			
6	CR&P Penn Cent.			
7	E-L Soo			
8	GTW			
9				
10				
11	Interstate Investmts, Inc.	Cost of Construction of Water Main	184	Sole
12	ICG	in vicinity of Randolph St, Chgo, Ill.		
13				
14				
15	C.I.T. Corporation	Lease agreement dated as 9-1-70 for	58 996	Sole
16	ICG	lease of railroad equipment for a		
17		period of fifteen (15) years (FD26302)		
18				
19				
20	Peterock Corporation	Lease Agreement dated as of 12-15-70	8 514	Sole
21	ICG	for sale & lease back of railroad		
22		equipment for a period of thirteen (13)		
23		years (FD26502 Sub. No. 1)		
24				
25				
26	Chgo. & Ill. Western RR	Equipment Trust Agreement, Series A	20 342	Sole
27	ICG	dated as of May 1, 1971 for a period		
28		of fifteen (15) years (FD26608)		
29				
30				
31				
32				
33				
34				
35				
36				
37				
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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
1			\$	
2				
3		None		
4				
5				
6				
7				
8				
9				

NOTES AND REMARKS

200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (c) should be res-

tated to conform with the accounting requirements followed in column (b). The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line	Account or item	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
	(a)			
	CURRENT ASSETS			
1	(701) Cash		5,391	1,222
2	(702) Temporary cash investments (p. 15)		4,308	15,205
3	(703) Special deposits (p. 15)		1,162	2,551
4	(704) Loans and notes receivable (p. 15)		132	270
5	(705) Traffic, car service and other balances—Dr		-	-
6	(706) Net balance receivable from agents and conductors		31,934	28,445
7	(707) Miscellaneous accounts receivable		27,990	30,445
8	(708) Interest and dividends receivable		249	632
9	(709) Accrued accounts receivable (p. 15)		51,056	35,810
10	(710) Working fund advances		11,514	1,160
11	(711) Prepayments (p. 15)		2,276	942
12	(712) Material and supplies		21,053	19,324
13	(713) Other current assets (p. 15)		40	591
14	Total current assets		157,105	137,097
	SPECIAL FUNDS			
	(a1) Total book assets at close of year	(a2) Respondent's own issues included in (a1)		
15	(715) Sinking funds (pp. 16 and 17)	-	-	-
16	(716) Capital and other reserve funds (pp. 16 and 17)	6,880	8	6,872
17	(717) Insurance and other funds (pp. 16 and 17)	1,011	-	1,011
18	Total special funds		7,883	21,484
	INVESTMENTS			
19	(721) Investments in affiliated companies (pp. 20-23)		39,039	32,979
20	(722) Other investments (pp. 24-27)		2,244	2,963
21	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)		-	-
22	Total investments (accounts 721, 722 and 723)		41,283	35,942
	PROPERTIES			
23	(731) Road and equipment property: Road		716,162	701,942
24	Equipment		592,401	578,640
25	General expenditures		5,972	5,986
26	Other elements of investment		-	(1,926)
27	Construction work in progress		-	-
28	Total (pp. 30-32)		1,314,535	1,286,642
29	(732) Improvements on leased property: Road		348	348
30	Equipment		1,045	748
31	General expenditures		-	-
32	Total (pp. 30-32)		1,393	1,096
33	Total transportation property (accounts 731 and 732)		1,315,928	1,288,738
34	(735) Accrued depreciation—Road and equipment (pp. 36 and 38)		(353,290)	(348,979)
35	(736) Amortization of defense projects—Road and Equipment (p. 39)		(3,963)	(4,719)
36	Recorded depreciation and amortization (accounts 735 and 736)		(357,253)	(353,698)
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36)		958,675	932,040
38	(737) Miscellaneous physical property (pp. 44 and 45)		14,396	12,370
39	(738) Accrued depreciation—Miscellaneous physical property (pp. 44 and 45)		(180)	(102)
40	Miscellaneous physical property less recorded depreciation (account 737 less 738)		14,216	12,268
41	Total properties less recorded depreciation and amortization (line 37 plus line 40)		972,891	944,308
	OTHER ASSETS AND DEFERRED CHARGES			
42	(741) Other assets (p. 46)		19,191	21,658
43	(742) Unamortized discount on long-term debt		25,383	30,599
44	(743) Other deferred charges (p. 46)		25,962	25,399
45	Total other assets and deferred charges		70,536	77,656
46	TOTAL ASSETS		1,249,698	1,216,487

NOTE—See page 13 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

2001. COMPARATIVE GENERAL BALANCE SHEET - LIABILITIES AND SHAREHOLDERS' EQUITY

For instructions covering this schedule, see the last paragraph in General Balance Sheet A, accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (c) should be restated to conform with the accounting requirements followed in

column (b). The entries in short column (a1) should reflect total book liability at close of year. The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in plus or minus.

Line No.	Account or item (a)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES				
47	(751) Loans and notes payable (p. 55)		\$ -	\$ -
48	(752) Traffic, car service and other balances-Cr.		729	3 168
49	(753) Audited accounts and wages payable		18 645	14 240
50	(754) Miscellaneous accounts payable		564	4 750
51	(755) Interest matured unpaid		395	277
52	(756) Dividends matured unpaid		5 062	5 004
53	(757) Unmatured interest accrued		7 280	5 709
54	(758) Unmatured dividends declared		-	-
55	(759) Accrued accounts payable (p. 55)		51 682	42 385
56	(760) Federal income taxes accrued (p. 56)		2 693	5 430
57	(761) Other taxes accrued (p. 56)		13 926	10 815
58	(763) Other current liabilities (p. 55)		3 466	11 024
59	Total current liabilities (exclusive of long term debt due within one year)		104 442	102 802
LONG-TERM DEBT DUE WITHIN ONE YEAR				
	(a1) Total issued	(a2) Held by or for respondent		
60	(764) Equipment obligations and other debt (pp. 48-51)	43 659	43 659	22 800
LONG-TERM DEBT DUE AFTER ONE YEAR				
	(a1) Total issued	(a2) Held by or for respondent		
61	(765) Funded debt unmatured	176 402	54 672	121 730
62	(766) Equipment obligations	209 466	25	209 441
63	(767) Receivers' and Trustees' securities (pp. 48-51)	-	-	-
64	(768) Debt in default	-	-	-
65	(769) Amounts payable to affiliated companies (p. 54)		1 453	701
66	Total long-term debt due after one year		332 624	330 692
RESERVES				
67	(771) Pension and welfare reserves (p. 57)		-	-
68	(772) Insurance reserves (p. 57)		-	-
69	(774) Casualty and other reserves (p. 57)		18 745	29 925
70	Total reserves		18 745	29 925
OTHER LIABILITIES AND DEFERRED CREDITS				
71	(781) Interest in default (p. 50)		-	-
72	(782) Other liabilities (p. 57)		2 633	3 648
73	(783) Unamortized premium on long-term debt		256	311
74	(784) Other deferred credits (p. 57)		2 724	10 472
75	(785) Accrued depreciation—Leased property (p. 37)		1 995	1 923
76	Total other liabilities and deferred credits		7 608	16 354
SHAREHOLDERS' EQUITY				
Capital stock (Par or stated value)				
	(a1) Total issued	(a2) Held by or for company		
77	(791) Capital stock issued: Common stock (p. 59)	1	-	1
78	Preferred stock (p. 59)	-	-	-
79	Total	1	-	1
80	(792) Stock liability for conversion (p. 60)		-	-
81	(793) Discount on capital stock		-	-
82	Total capital stock		1	1
Capital surplus				
83	(794) Premiums and assessments on capital stock (p. 61)		-	-
84	(795) Paid-in surplus (p. 61)		265 778	265 778
85	(796) Other capital surplus (p. 61)		-	-
86	Total capital surplus		265 778	265 778
Retained income				
87	(797) Retained income—Appropriated (p. 61)		38 158	37 448
88	(798) Retained income—Unappropriated (p. 68)		438 683	410 687
89	Total retained income		476 841	448 135
90	Total shareholders' equity		742 620	713 914
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		1 249 698	1 216 487

NOTE: See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning 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 explanatory statements explaining (1) service interruption insurance policies and indicate 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 entities have been made for net income or retained income restricted under provisions of mortgages and other arrangements. (Dollars in thousands)

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under Section 168 (formerly Section 124-A) and under Section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under Section 168 (formerly Section 124-A) of the Internal Revenue Code \$ 13 453

(b) Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below \$ 101 238

—Accelerated depreciation since December 31, 1953, under Section 167 of the Internal Revenue Code.

—Guideline lives since December 31, 1961, pursuant to Revenue Procedure 62-21.

—Guideline lives under Class Life System (Asset Depreciation Range) since December 31, 1970, as provided in the Revenue Act of 1971.

(c)(i) Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended \$ 25 497

(ii) If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit in account 784, other deferred credits, at beginning of year \$

Add investment tax credits applied to reduction of current year's tax liability but deferred for accounting purposes \$

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual \$

Other adjustments (indicate nature such as recapture on early disposition) \$

Total deferred investment tax credit in account 784 at close of year \$

(d) Estimated accumulated net reduction in Federal income taxes because of accelerated amortization of certain rolling stock since December 31, 1969, under provisions of Section 184 of the Internal Revenue Code \$ 15 848

(e) Estimated accumulated net reduction in Federal income taxes because of amortization of certain rights-of-way investments since December 31, 1969, under the provisions of Section 185 of the Internal Revenue Code \$ 79

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
General Mortgage "A" Bonds	1973	757	\$ 292,745
General Mortgage "A" Bonds	1973 & Prior	755	15,667
General Mortgage "B" Bonds	1973	757	863,782
General Mortgage "B" Bonds	1973 & Prior	755	78,158
Income Debentures Series "A"	1973	757	523,303
Income Debentures Series "A"	1973 & Prior	755	27,546
			<u>\$1,801,201</u>

Continued on following page

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES—Continued

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	Amount in dispute	As recorded on books		Amount not recorded
		Debit	Credit	
Per diem receivable	\$			\$
Per diem payable				
Net amount	\$ None	X X X X X X X X	X X X X X X X X	\$ None

4. 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**

5. 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**

6. (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: **Current cost plus amortization of past service liability over 17 years is being charged to account 457. Consistent with prior year.**

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. **In Thousands** \$ **17 903**

(c) Is any part of pension plan funded? Specify: Yes ☒ No ☐

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

(ii) If funding is by trust agreement, list trustee(s) **Continental Ill. Nat. Bank & Trust Co.**

Date of trust agreement or latest amendment **August 10, 1972**

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 **Gulf Transport Co. Madison Coal Corp. Waterloo Railroad Co.**

(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 ☒

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

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

(1) **PENSION PLAN:** A retirement plan for railroad employees, whose working conditions and salaries are not subject to union agreements, supplements benefits paid to employees under the Railroad Retirement Act. The plan is qualified and funded and pension payments thereunder charged to operating expenses were \$2,634,408 in 1973 and \$2,045,269 in 1972. Based on actuarial studies, pension expense is substantially equivalent to providing for the cost of the plan on the accrual basis, including amortization of past service costs over a 40-year period.

(2) **LONG-TERM DEBT MATURITIES:** Sinking Fund Provisions of indentures require annual retirements of \$2,279,229 in bonds and debentures. Reacquired bonds and debentures aggregating \$54,672,000 at December 31, 1973 are available to satisfy sinking fund provisions for Illinois Central Railroad Consolidated Mortgage through 1987; Illinois Central Railroad 25 year Sinking Fund Debentures through 1979; Gulf, Mobile and Ohio Railroad General Mortgage, Series "A" & "B", and Income Debentures, Series "A" through 1974.

Maturities of equipment obligations during each of the years 1974 through 1978 are \$25,806,131; 25,450,922; 24,900,543; 24,311,715; 23,329,432.

NOTES AND REMARKS

200 - Comparative General Balance Sheet - Explanatory Notes - Continued

(3)

SERVICE INTERRUPTION:

Respondent carried a service interruption policy with the Imperial Insurance Company Limited, under which it will be entitled to indemnity for certain work stoppage losses. In the event such losses are sustained by other railroads holding similar policies, respondent may be obligated to pay additional premiums. The daily indemnity for which the respondent would be entitled to work stoppage is \$673,728 and the maximum amount of additional premium the respondent may be obligated to pay is (20) times the daily indemnity less the amount of the initial premium or \$13,440,485.

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

Give brief description for each item or class of items of like description in accounts Nos. 702, "Temporary cash investments"; 703, "Special deposits"; 704, "Loans and notes receivable"; 709, "Accrued accounts receivable"; 711, "Prepayments"; and 713, "Other current assets," at the close of the year. Show description of the temporary cash investments, the names of depositaries for the special deposits, the character of loans and notes, with name of debtor (or class of debtors), dates of issue and maturity, and appropriate description for each class of accrued accounts receivable and for the other current assets. Show

the three largest items in each account regardless of the dollar amount, and all other items (or the aggregate of a class of items of like description, amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000". The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in schedule 200A. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Account No. (a)	Item (b)	(Dollars in Thousands)	Amount (c)
1	702	U.S. Treasury Obligations		\$ 4 308
2				
3	703	Total amount of special deposits		
4		with trustees for payment		
5		of dividends & interest		1 123
6				
7		Deposit for Employee Payroll Savings Bond Deductions		39
8				1 162
9				
10	704	Notes receivable-short term, each less than \$250,000		132
11				
12	709	Bills for collection-Joint Facilities		1 479
13		Bills for collection-suspense (Receivables awaiting completion		
14		and/or billing-various companies & governmental agencies).		7 805
15		Federal income tax refund claims		964
16		Interest receivable on deferred payments relating to land sales		450
17		Sale of property in suspense		1 327
18		Insurance recoveries (injury payments covered by insurance)		462
19		Revenue accrued-freight		25 345
20		Revenue accrued-car hire		12 807
21		Other items, each less than \$250,000		417
22				51 056
23				
24	711	Rents & insurance premiums paid in advance		723
25		Prepayments to contractors for construction		1 388
26		Other items, each less than \$250,000		9
27		Expenses Paid Not Accrued		156
28				2 276
29				
30	713	Freight Advances		30
31		VS&P Bond Claims - 1st National Bank		10
32				40
33				
34				
35				
36				
37				

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS

Give the particulars called for with respect to reserve funds included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds."

Except for deposits held by trustees for proceeds from sale of mortgaged properties, unspent proceeds from sale of equipment obligations, or the value of cars destroyed pledged under equipment financing obligations, which may be reported in total for each category, the designation of the individual fund as carried in the respondent's records should be

entered in Column (b). The entry should indicate the kind of fund, such as sinking, capital, property insurance, pension or relief; the rate of interest, if any; and the date of maturity.

Show the three largest funds in each account, and funds earmarked incentive per diem, regardless of the dollar amount, and all other funds where the amount reportable in Columns (d), (e), (f) or (g) is \$250,000 or more. Each fund amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000".

Line No.	Account No.	Name, kind, and purpose of fund	Name of trustee or depositary
	(a)	(b)	(c)
1	715	None	
2			
3			
4	716	Mortgage Property sold KCSTL&C RR	U.S. Trust Co., N.Y., N.Y.
5			
6		Reserve for new equipment	Kuhn, Loeb & Co., N.Y., N.Y.
7			
8		V.S.&P. Ry. - Refunding & Improvements	
9		Mortgage of 11-1-23-Proceeds from	National Bank of Commerce
10		the sale of property	New Orleans
11		A&W Ry.- 1st Mtge 5-1-24	
12		Proceeds from the sale of property	" " "
13			
14		Illinois Central Equip. Trusts	Morgan Guaranty Trust Co.
15		Deposits for payment of	New York, N.Y.
16		New and retired equipment	
17		I.C. Equip. Trust, Series 45	" "
18		" " " " 46	" "
19		" " " " 47	" "
20		" " " " 48	" "
21		" " " " 49	" "
22		" " " " 50	" "
23		" " " " 51	" "
24		" " " " 52	" "
25		" " " " 53	" "
26		" " " " 54	" "
27		" " " " 55	" "
28		" " " " 56	" "
29		" " " " 57	" "
30		" " " " 58	" "
31		" " " " 59	" "
32		" " " " 60	" "
33		" " " " 61	" "
34		" " " " 62	" "
35		" " " " 63	" "
36		" " " " 64	" "
37		" " " " 65	" "
38		I.C.G. Equip. Trust Series 1	" "
39		" " " " 2	" "
40		" " " " 3	" "
41		" " " " 4	" "

Continued On Page 16A

¹Includes income of \$ _____ earned on earmarked incentive per diem funds

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS—Concluded

Insert totals separately for each account. Such totals of columns (g) and (i) should be the same as those stated in short columns (a₁) and (a₂), respectively, in the comparative general balance sheet statement. Entries in column (g) should be the sums of corresponding entries in columns (d) and (e), less those shown in column (f), and the sum of entries in columns (h), (i), and (j) should equal those in column (g).

All conversions of cash into securities, or vice versa, shall be treated as withdrawals from the fund in column (f) and as additions to the fund in

column (e).

Funds representing net credit balances of earmarked incentive per diem should be reported separately for each year. The amount of income earned on these funds should be reported in footnote to this schedule.¹ Wholly owned Canadian subsidiary lines should subdivide the earmarked funds between monies received from Canadian parent companies as a result of incentive charges and the carrier's own credit balances.
(Dollars in thousands)

Balance at beginning of year—Book value (d)	Additions during the year—Book value (e)	Withdrawals during the year—Book value (f)	Balance at close of year—Book value (g)	Assets in Funds at Close of Year			Line No.
				Cash (h)	Securities issued or assumed by respondent (i)	Other securities and invested assets (j)	
\$							
-							1
							2
							3
2	23	-	26	26			4
							5
2 000		2 000	-				6
							7
							8
6	3 274	3 275	5	5			9
							10
336	24	174	186	186			11
							12
							13
							14
							15
19	72	89	2	2		-	16
22	79	97	4	4		-	17
219	473	659	33	4		29	18
161	201	292	70	16		54	19
56	18	65	9	9		-	20
54	36	69	21	1		20	21
64	62	89	37	13		24	22
120	39	129	30	20		10	23
151	494	588	57	15		42	24
66	370	414	22	3		19	25
72	348	385	35	20		15	26
59	-	55	4	4		-	27
181	603	747	37	3		34	28
340	1 360	1 346	354	27		327	29
-	12	-	12	12		-	30
15	15	14	16	1		15	31
-	468	400	68	19		49	32
-	129	51	78	24		54	33
-	665	665	-	-		-	34
53	122	50	125	2		123	35
1 495	3 740	5 116	119	20		99	36
268	606	874	-	-		-	37
8 902	25 352	33 760	494	2		492	38
-	8 487	8 463	24	14		10	39
-	15 535	15 071	464	82		382	40

Continued On Page 17A

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS

Give the particulars called for with respect to reserve funds included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds."

Except for deposits held by trustees for proceeds from sale of mortgaged properties, unspent proceeds from sale of equipment obligations, or the value of cars destroyed pledged under equipment financing obligations, which may be reported in total for each category, the designation of the individual fund as carried in the respondent's records should be

entered in Column (b). The entry should indicate the kind of fund, such as sinking, capital, property insurance, pension or relief, the rate of interest, if any; and the date of maturity.

Show the three largest funds in each account, and funds earmarked incentive per diem, regardless of the dollar amount, and all other funds where the amount reportable in Columns (d), (e), (f) or (g) is \$250,000, or more. Each fund amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000".

Line No.	Account No.	Name, kind, and purpose of fund	Name of trustee or depositary
	(a)	(b)	(c)
1	716	I.C.G. Equip. Trust Series 5	Morgan Guaranty Trust, N.Y., N.Y.
2		" " " " 6	" " " " "
3		" " " " 7	" " " " "
4		ICG Conditional Sales Agreements	
5		for Purchase of New Equipment	" " " " "
6		C.S.A. dated 1- 2-68	" " " " "
7		" " 2- 1-69	" " " " "
8		" " 9-30-72	
9		" " 8- 1-73	Irving Trust Co., N.Y., N.Y.
10		GM&O Equip. Trust I, Destroyed Equip.	First Pacific Bk., Chicago, Ill.
11		" " " J " "	1st National Bk., Mobile, Ala.
12		" " " K " "	Merchants Natl. Bk. " "
13		" " " L " "	1st National Bk. " "
14		" " " M " "	Merchants Natl. Bk. " "
15		" " " P " "	1st National Bk. " "
16		" " " Q " "	Merchants Natl. Bk. " "
17		" " " R " "	1st National Bk. " "
18		" " " T " "	Merchants Natl. Bk. " "
19			" " " " "
20		Incentive Per Diem	
21		GM&O Gen'l Mtge Bonds "B"	Morgan Guaranty Trust, N.Y., N.Y.
22		K.C.ST.L.&C. 1st Mtge Bonds	(Held by treasurer of Co. for exchange
23			under plan of reorganization of
24			Alton RR-Finance Docket 14030)
25		Total for Capital Funds	
26			
27	717	Cash surrender value of life insurance on officials	
28		Service Interruption Policy - Deposit	Barclay's Bank C.C.O. - Nassau, Bahamas
29		Pension Trust	Continental Bank & Trust, Chicago, Ill.
30		Gasoline Distributor - Deposit	State of Mississippi
31		Motor Fuel Tax Law - Deposit	State of Illinois
32		GM&O Gen. Mtge Bonds, Series A	Held by Treasurer
33		GM&O 1st & Ref. Mtge Bonds, Series G	Manufacturer Hanover Trust, N.Y., N.Y.
34		" " " " " " "	Held by Treasury
35		GM&O Income Debentures - Series A	" " " "
36		Total for Insurance and Other Funds	
37			
38			
39			
40			
41			

Includes income of \$ _____ earned on earmarked incentive per diem funds.

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS—Concluded

Insert totals separately for each account. Such totals of columns (g) and (i) should be the same as those stated in short columns (a₁) and (a₂), respectively, in the comparative general balance sheet statement. Entries in column (g) should be the sums of corresponding entries in columns (d) and (e), less those shown in column (f), and the sum of entries in columns (h), (i), and (j) should equal those in column (g).

All conversions of cash into securities, or vice versa, shall be treated as withdrawals from the fund in column (f) and as additions to the fund in

column (e).

Funds representing net credit balances of earmarked incentive per diem should be reported separately for each year. The amount of income earned on these funds should be reported in footnote to this schedule. Wholly owned Canadian subsidiary lines should subdivide the earmarked funds between monies received from Canadian parent companies as a result of incentive charges and the carrier's own credit balances. (Dollars in thousands)

Balance at beginning of year—Book value (d)	Additions during the year—Book value (e)	Withdrawals during the year—Book value (f)	Balance at close of year—Book value (g)	Assets in Funds at Close of Year			Line No.
				Cash (h)	Book value Securities issued or assumed by respondent (i)	Other securities and invested assets (j)	
\$							
-	105	-	105	105			1
-	12 867	12 717	150	1		149	2
-	10 470	10 241	229	229			3
							4
737	110	808	39	39			5
118	309	117	310	310			6
4 495	8 787	10 769	2 513	5		2 508	7
-	1 515	797	718	1		717	8
69	6	-	75	75			9
45	6	-	51	51			10
50	-	-	50	50			11
12	-	-	12	12			12
64	-	-	64	64			13
78	22	-	100	100			14
12	-	-	12	12			15
97	-	-	97	97			16
15	-	-	15	15			17
							18
91	-	91	-	-			19
3	-	-	3	-	3		20
5	-	-	5		5		21
							22
-							23
20 553	96 804	110 477	6 880	1 700	8	5 172	24
							25
59	18		77	77			26
648	83	58	673	673			27
224	305	276	253	253			28
7	-	-	7			7	29
1			1			1	30
44		44	-				31
4 114		4 114	-				32
45		45	-				33
1		1	-				34
5 143	406	4 538	1 011	1 003		8	35
							36
							37
							38
							39
							40
							41

NOTES AND REMARKS

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 205 AND 206

1. Schedules 205 and 206 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated and non-affiliated companies held by respondent at close of year specifically as investments including obligations of the United States, of a State or local government, or of an individual, so held, investments made, disposed of, or written down during the year; and dividends and interest credited to income. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing account No. 721, "Investments in affiliated companies," in the Uniform System of Accounts for Railroad Companies.

2. These investments should be subdivided to show the book value pledged, unpledged, and held in fund accounts. Under "pledged" include the book value of securities recorded in accounts Nos. 721, "Investments in affiliated companies," and 722 "Other investments," which are deposited with some pledgee or other trustee, or held subject to the lien of a chattel mortgage, or subject to any other restriction or condition which makes them unavailable for general corporate purposes. "Unpledged" should include all securities held by or for the respondent free from any lien or restriction, recorded in the accounts mentioned above. Under "In sinking, insurance, and other funds" include the book value of securities recorded in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

3. 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:

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

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

Symbol	Kind of industry
I	Agriculture, forestry, and fisheries.
II	Mining.
III	Construction.
IV	Manufacturing.
V	Wholesale and retail trade.
VI	Finance, insurance, and real estate.
VII	Transportation, communications, and other public utilities.
VIII	Services.
IX	Government.
X	All other.

6. By carriers, as the term is here used, is meant companies owning or operating railroads, facilities auxiliary thereto such as bridges, ferries, union depots, and other terminal facilities, sleeping cars, parlor cars, dining cars, freight cars, express service and facilities, electric railways, highway motor vehicles, steamboats and other marine transportation equipment, pipe lines (other than those for transportation of water), and other instrumentalities devoted to the transportation of persons or property for hire. Telegraph and telephone companies are not meant to be included.

7. Noncarrier companies should, for the purposes 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.

8. 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.

9. Any balance in account 723, Reserve for adjustment of investment in securities - Credit, shall be disclosed by footnote to the securities against which such reserves were established.

10. Show dollars in thousands.

NOTES AND REMARKS

205. INVESTMENTS IN AFFILIATED COMPANIES

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 721, "Investments in affiliated companies"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

3. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise

encumbered, giving names and other important particulars of such obligations in footnotes.

4. Give totals for each class and for each subclass and a grand total for each account.

5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially 19__ to 19__". In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR		
						Book Value of Amount Held at Close of Year		
						Pledged	Unpledged	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	
1	721A	A1	VII	#Belt Ry.Co. - Common Stock	8+	\$	\$	240
2	"	"	"	#Chgo.Prod.Term.Co.-Common Stock	50		3	642
3	"	"	"	Gulf Transport Co. - " "	100	1	687	
4	"	"	"	#Ill. Terminal Co.- " "	9+			2
5	"	"	"	#Jefferson S.W. RR Co. " "	33+			28
6	"	"	"	#Joliet Union Depot Co. " "	33+	10		
7	"	"	"	#Kansas City Terminal Co. Common Stock	8+	183		
8	"	"	"	#N.O.G.N. Ry. Co. " "	98+	823		
9	"	"	"	#P.&I. RR Co. " "	33+			3
10	"	"	"	#Pullman Co. " "	1+			63
11	"	"	"	#Term. RR Assn.-St. Louis " "	12+			-
12	"	"	"	#Trailer Train Co. " "	4+			173
13	"	"	"	Waterloo RR Co. " "	100			347
14				Total A1		2	703	4 498
15	"	A2	"	Blue Island RR Co. Common Stock	100			25
16	"	"	"	Kensington & East. RR Co. " "	100			5
17	"	"	"	South Chgo. RR Co. " "	100			20
18				Total A2				50
19	"	A3	VI	GM&O Land Co. Common Stock	100	1	746	
20	"	"	"	Madison Coal Corp. " "	100			1 000
21	"	"	X	Mississippi Valley Corp. " "	100			5
22	"	"	"	C&G Industries " "	100			1
23				Total A3		1	746	1 006
24	721B	B1	VII	N.O.G.N. Ry. Co. 1st Mtge 5%				
25	"	"	"	Bonds, Mature 7-1-83		4	416	
26	"	"	"	N.O.G.N. Ry. Co. 5% Income				
27	"	"	"	Debentures, Mature 7-1-2032		2	087	
28				Total B		6	503	
29	721D	D1	"	Ry Express Agency-Note 10-1-59				1 012
30	"	"	"	Trailer Train Co.-Note 4-17-67				336
31	"	"	"	" " " -Note 1- 9-69				336
32	"	"	"	LaSalle Properties-Note 12-29-71				6 951
33	"	"	"	" " " -Note on Parcels B&C				4 093
34				Total D		-		12 728
35	721E	E1	"	Belt Ry., Co. of Chgo - Advances				835
36	"	"	"	Jefferson S.W. RR Co. " "				11
37	"	"	"	Joliet Union Depot Co. " "				2
38	"	"	"	Kansas City Term Ry.- " "				1 491
39	"	"	"	P&I RR. Co. " "				1 415
40	"	"	"	Term. RR Assn. of St. L. " "				213
41	"	"	"	N.O.G.N. Ry. Co. - " "				2 446
42	"	"	"	Gulf Transport Co. " "				-
43	"	"	"	Waterloo Railroad Co. " "				-
44				Total E1		-		6 419
45								
46								

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given 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. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (h) inclusive. If the cost of any investment made during the year differs from the book value report-

ed in column (j), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (k), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

9. This schedule should not include securities issued or assumed by respondent. (Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year					Book value (k)	Selling price (l)	Rate (m) %	Amount credited to income (n)	
In sinking, insurance, and other funds (h)	Total book value (i)								
\$	\$			\$	\$	\$			
		240							1
	3	642			2	2		150	2
	1	687							3
		2							4
		28							5
		16							6
		183							7
		823							8
		3							9
		63							10
		-							11
		173							12
		347							13
	7	201			2	2		150	14
		25							15
		5							16
		20							17
		50							18
	1	746							19
	1	000							20
		5							21
		1			69	69			22
	2	752			69	69			23
									24
	4	416					5	30%	25
									26
	2	087					5	105	27
	6	503						409	28
	1	012					5	9	29
		336					6½	22	30
		336					7½	25	31
	6	951			549	549	5½	413	32
	4	093	4	300	207	207	6½	135	33
	12	728	4	300	756	756		604	34
		835		63				47	35
		11							36
		2							37
	1	491		79					38
	1	415			21	21		63	39
		219		106					40
	2	446	2	446					41
		-		175	175	175	4½	2	42
		-		225	225	225			43
	6	419	3	094	421	421		112	44
									45
									46

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No	Account No	Class No	Kind of industry	Name of issuing company and description of security held also then reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR	
						Book Value of Amount Held at Close of Year	
	(a)	(b)	(c)	(d)	(e)	Pledged (f)	Unpledged (g)
47	721E	E2	VII	Blue Island RR Co. - Advances			387
48	"	"	"	Kensington & Eastern RR Co. "			1 664
49	"	"	"	South Chicago RR Co. - "			1 266
50				Total E2		-	3 317
51	"	E3	VI	Madison Coal Corp. - Advances			-
52	"	"	X	Mississippi Valley Corp.- "			-
53	"	"	X	C&G Industries - "			69
54				Total E3		-	69
55				Total E		-	9 805
56				Total Account 721		10 952	28 087
57							
58							
59				Other Parties to joint control:			
60				<u>The Belt Ry. Co. of Chicago</u>			
61				<u>The Atchison, Topeka and Santa Fe Ry. Co., The Chesapeake & Ohio Ry. Co.</u>			
62				<u>Chicago & Eastern Illinois RR Co., Erie-Lackawanna RR Co., Chicago,</u>			
63				<u>Burlington & Quincy RR Co., Monon Railroad, Chicago, Rock Island & Pacific</u>			
64				<u>RR Co., Grand Trunk Western RR Co., Soo Line Railroad Co., Penn Central and</u>			
65				<u>Norfolk & Western RR Co.</u>			
66				<u>Chicago Produce Terminal Company</u>			
67				<u>The Atchison, Topeka and Santa Fe Ry. Co.</u>			
68				<u>Jefferson Southwestern RR Co.</u>			
69				<u>Chicago & Eastern Illinois RR Co. and Missouri Pacific RR Co.</u>			
70				<u>Paducah and Illinois RR Company</u>			
71				<u>Burlington Northern, Inc. and Louisville & Nashville RR Co.</u>			
72				<u>The Pullman Company</u>			
73				<u>Various railroad companies</u>			
74				<u>Terminal RR Association of St. Louis</u>			
75				<u>The Baltimore & Ohio RR Co., Burlington Northern, Inc., Chicago & Eastern</u>			
76				<u>Illinois RR Co., Chicago Rock Island and Pacific RR Co., The Cleveland,</u>			
77				<u>Cincinnati, Chicago & St. Louis Ry. Co., Norfolk and Western RR Co.,</u>			
78				<u>Louisville & Nashville RR Co., Missouri-Kansas-Texas RR Co., Missouri</u>			
79				<u>Pacific RR Co., The Philadelphia, Baltimore & Washington RR Co., St. Louis</u>			
80				<u>San Francisco Ry. Co., St. Louis Southwestern Ry Co., Southern Ry. Co.</u>			
81				<u>Trailer Train Company</u>			
82				<u>Proprietary companies subject to change.</u>			
83				<u>Illinois Terminal RR Company</u>			
84				<u>Baltimore & Ohio RR Co., Chicago & Eastern Illinois RR Co., Burlington</u>			
85				<u>Northern, Inc., Chicago, Rock Island & Pacific RR Co., Chicago &</u>			
86				<u>Northwestern RR Co., Penn Central, Norfolk & Western Ry. Co., St. Louis-</u>			
87				<u>San Francisco Ry. Co.</u>			
88				<u>New Orleans Great Northern</u>			
89				<u>Outstanding in hands of public</u>			
90				<u>Joliet Union Depot</u>			
91				<u>Chicago, Rock Island & Pacific RR Co., and Atchison, Topeka & Santa Fe,</u>			
92				<u>Ry. Co.</u>			
93				<u>Kansas City Terminal Ry. Co.</u>			
94				<u>Chicago, Milwaukee, St. Paul & Pacific RR Co., Atchison, Topeka & Santa Fe</u>			
95				<u>Ry. Co., Burlington Northern, Inc., Chicago & North Western RR Co.,</u>			
96				<u>Chicago, Rock Island & Pacific RR Co., Missouri Pacific RR Co., Kansas</u>			
97				<u>City Southern Ry. Co., Missouri Kansas Texas RR Co., St. Louis San</u>			
98				<u>Francisco Ry. Co., Union Pacific RR Co., and Norfolk & Western RR Co.</u>			
99							

205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded												
INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.	
Book Value of Amount Held at Close of Year		Total book value (i)	Book value (k)		Selling price (l)	Rate (m)	Amount credited to income (n)					
In sinking, insurance, and other funds (h)												
\$		\$	387	\$	6	\$	40	\$	40	% \$		
			1 664		12		32		32			47
			1 266		14		115		115			48
			3 317		32		187		187			49
			-		64		64		64			50
			-		10		10		10			51
			69		69							52
			69		143		74		74		-	53
			9 805		3 269		682		682		112	54
			39 039		7 569		1 509		1 509		1 275	55
												56
												57
												58
												59
												60
												61
												62
												63
												64
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206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sink-inde funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds." Investments included in accounts 715, 716 and 717 held by trustees in lieu of cash deposits required under the governing instrument are not to be reported.

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a) through (d).

3. Investment in U. S. Treasury obligations may be reported as one item.

4. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise encumbered, giving names and other important particulars of such obligations in footnotes.

5. Give totals for each class and for each subclass and a grand total for each account.

6. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the type designated

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held, also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR	
					Book Value of Amount Held at Close of Year	
	(a)	(b)	(c)	(d)	Pledged (e)	Unpledged (f)
					\$	\$
1	715			None		
2	716	B3	IX	U.S. Treasury Obligations		
3	717			None		
4						
5	722A	A3	VI	First Columbus National Bank Stock		
6	"	"	"	Miss. Bus. & Ind. Dvlp. Coop Stock		2
7				Total A		2
8	722B	B1	VII	Corinth & Counce RR Co. First Mtge		
9				5-5/8% Bonds due 1-1-82		233
10	"	B3	IX	Jackson, Tenn. 5% Revenue Bonds - 7-1-73		
11	"	"	"	U.S. Treasury Bonds		
12				Total B		233
13	722C	C3	X	Loans Collectible - R.C. Stovall Jr.		21
14				Autry Greer & Sons Realty Co.		
15	"	"	"	6% note due 12-1-77		16
16	"	"	"	Peco Foods Inc. 7 1/2% note due 7-16-75		4
17	"	"	"	Tab Chemical Inc. 8% note due 7-1-73		
18				Total C		41
19	722D	D3	I	Westlake Fertilizer Service note		
20				no interest due 1971		
21	"	"	VI	Technical Prod. Inc. 6% note		
22				serial payments 1968 to 1973		
23	"	"	V	Madison Dairy Supply Co. 6% note		
24				serial payments 1968 to 1973		20
25	"	"	X	Major Packaging Inc. 7% note		
26				serial payments 1968 to 1970		1
27	"	"	VII	Midwest Frt. Car Co. 6 1/2% note		
28				serial payments 1971 to 1976		3
29	"	"	V	World Color Press. 8 1/2% note due 5-1-80		61
30	"	"	VII	Port Auth. of New Orleans 4% note		
31				serial payments 1972 to 1997	1	715
32	"	"	X	Delta Enterprises 7 1/5% ser. 1973 to 1976		6
33	"	"	VI	La Salle Natl Bnk-Note at prime		
34	"	"	VII	Walker Auto Wrecking 6% ser. to 1974		4
35	"	"	X	R. Reason 8% note ser. 1973 to 1974		5
36	"	"	X	ESA Ross 8% note ser. 1970 to 1974		
37	"	"	X	Cardett Distrib. note ser. 1973 to 1974		4
38	"	"	X	Note receivable-employees 2% ser. to 1974		1
39				Total D		1 830
40	722E	E3	VII	New Orleans Union Passenger		
41	"	"		Terminal Working Fund Advance		62
42	"	"	"	Louisville-Jefferson County		
43	"	"		Riverport Authority		75
44	"	"	VI	Hancock Bank-Trustee Gulfport C of C		1
45				Total E		138
46				Total Account 722		2 244

206. OTHER INVESTMENTS—Continued

tion mature serially, the date in column (d) may be reported as "Serially 19 to 19". In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

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

7. Particulars of investments made, disposed of, or written down during the year should be given in columns (i) and (k). If the cost of any investment made during the year differs from the book value reported in

column (i), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in the footnote. Identify all entries in column (j) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

(Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR			DIVIDENDS OR INTEREST DURING YEAR		Line No.	
Book Value of Amount Held at Close of Year					Book value (j)	Selling price (k)	Rate (l)	Amount credited to income (m)			
In sinking, insurance, and other funds (g)	Total book value (h)										
\$	\$			\$	\$	\$		%	\$		
2 255	2 255			34 914	37 872	38 259		Var		387	1
											2
		-			11	142					3
		2									4
		2			11	142					5
											6
		233			33	33				14	7
		-			30	30					8
		-			298	298				1	9
		233			361	361				15	10
		21			5	5					11
											12
		16			4	4				1	13
		4			3	3					14
		-			7	7				1	15
		41			19	19				2	16
											17
		-			4	4					18
		-			22	22				1	19
											20
		20			4	4				1	21
		1			1	1					22
		3			1	1					23
		61			-	-				4	24
											25
		1 715			290	290				98	26
		0			-	-					27
		-			17	17				1	28
		4			1	1					29
		5		8	3	3					30
		-			1	1					31
		4		14	10	10				1	32
		11		8	4	4					33
		1 830		30	358	358				106	34
											35
		62									36
											37
		75									38
		1									39
											40
		138									41
											42
		2 244		30	749	880				123	43
											44
											45
											46

206. OTHER INVESTMENTS—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR	
					Book Value of Amount at Close of Year	
					Pledged	Unpledged
	(a)	(b)	(c)	(d)	(e)	(f)
47					\$	\$
48						
49						
50						
51						
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206. OTHER INVESTMENTS—Concluded

INVESTMENTS MADE DURING YEAR				Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year					Book value (j)	Selling price (k)	Rate (l)	Amount credited to income (m)			
In sinking, insurance, and other funds (g)	Total book value (h)										
\$		\$		\$		\$		%	\$		47
											48
											49
											50
											51
											52
											53
											54
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											99

209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES

1. Give particulars of investments represented by securities and advances (including securities issued or assumed by respondent), and of other intangible property, indirectly owned or controlled by respondent through any subsidiary which does

not report to the Commission under the provisions of Part 1 of the Interstate Commerce Act, without regard to any question of whether the company issuing the securities, or the obligor, is controlled by the subsidiary.

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	Total book value of investments at close of year		Book value of investments made during year	
	(a)	(b)	(c)		(d)	
1	A1	Illinois Terminal RR Co. Com. Stk.	\$	2	\$	
2	"	Peoria & PU RR Common Stock		473		
3	B1	P&PU RR Co. 3 1/8% Bonds of 1975		200		
4	"	GM&O RR Co. 5% Income Debts.		546		
5	B3	U.S. Treasury Obligations		-		
6	C3	I.C. Industries Commercial Paper		-		891
7	"	Amer. Jr. Miss. Foundation-Inc. Debn.		1		
8	D3	Commercial Paper-Various Companies		-	2	383
9	"	" " " "		325		925
10	"	Savings Acct-1st Fed S&L, Mobile, Ala.		-		
11	"	C/D-Hibernia Nat'l, New Orleans, La.		500		500
12						
13						
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NOTES AND REMARKS

209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES—Continued

2. This schedule should include all securities, open account advances, and other intangible property owned or controlled by nonreporting companies shown in schedules 104A, 104B, and 205, as well as those owned or controlled by any other organization or individual whose action respondent is able to determine.

3. Investments in U.S. Treasury obligations may be combined in a single item.
4. Column (a), Class No., should show classifications as provided in instructions 3 and 4, page 19.

(Dollars in thousands)

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				Names of subsidiaries in connection with things owned or controlled through them	Line No.
Book value (e)		Selling price (f)			
\$		\$			
				Mississippi Valley Corporation	1
				" " "	2
				Madison Coal Corporation	3
				" " "	4
	100		100	" " "	5
	891		900	" " "	6
	1		1	GM&O Land Company	7
2	383	2	400	Madison Coal Corporation	8
	750		750	GM&O Land Company	9
	100		100	" " "	10
	500		500	" " "	11
					12
					13
					14
					15
					16
					17
					18
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					24
					25

NOTES AND REMARKS

211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 32)

Line No.	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering _____	\$ 18 631	\$	\$
2	(2) Land for transportation purposes _____	34 881		
3	(2 1/2) Other right-of-way expenditures _____	439		
4	(3) Grading _____	119 035		
5	(5) Tunnels and subways _____	3 838		
6	(6) Bridges, trestles, and culverts _____	98 849		
7	(7) Elevated structures _____			
8	(8) Ties _____	39 127	✓	
9	(9) Rails _____	72 858	✓	
10	(10) Other track material _____	53 118	✓	
11	(11) Ballast _____	42 418	✓	
12	(12) Track laying and surfacing _____	39 853		
13	(13) Fences, snowsheds, and signs _____	2 509		
14	(16) Station and office buildings _____	38 544		
15	(17) Roadway buildings _____	1 532		
16	(18) Water stations _____	306		
17	(19) Fuel stations _____	1 604		
18	(20) Shops and enginehouses _____	27 876		
19	(21) Grain elevators _____			
20	(22) Storage warehouses _____	755		
21	(23) Wharves and docks _____	523		
22	(24) Coal and ore wharves _____	707		
23	(25) TOFC/COFC terminals _____	844		
24	(26) Communication systems _____	17 930		
25	(27) Signals and interlockers _____	23 443		
26	(29) Power plants _____	478		
27	(31) Power-transmission systems _____	5 675		
28	(35) Miscellaneous structures _____	109		
29	(37) Roadway machines _____	15 573		
30	(38) Roadway small tools _____	357		
31	(39) Public improvements—Construction _____	15 913		
32	(43) Other expenditures—Road _____	16		
33	(44) Shop machinery _____	12 269		
34	(45) Power-plant machinery _____	2 280		
35	Other (specify and explain) _____			
36	Total expenditures for road _____	702 290		
37	(52) Locomotives _____	138 972		
38	(53) Freight-train cars _____	415 724		
39	(54) Passenger-train cars _____	9 858		
40	(55) Highway revenue equipment _____	65		
41	(56) Floating equipment _____	252		
42	(57) Work equipment _____	11 828		
43	(58) Miscellaneous equipment _____	2 689		
44	Total expenditures for equipment _____	579 388		
45	(71) Organization expenses _____	41		
46	(76) Interest during construction _____	5 057		
47	(77) Other expenditures—General _____	888		
48	Total general expenditures _____	5 986		
49	Total _____	1 287 664		
50	(80) Other elements of investment (p. 33) _____	(1 926)		
51	(90) Construction work in progress _____			
52	Grand Total _____	1 285 738		

211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 32)

EXPENDITURES FOR ADDITIONS AND BETTERMENTS DURING THE YEAR		CREDITS FOR PROPERTY RETIRED DURING THE YEAR		Net changes during the year	Balance at close of year	Line No.
Made on owned property (e)	Made on leased property (f)	Owned property (g)	Leased property (h)	(i)	(j)	
\$ 880	\$	\$ 67	\$	\$ 813	\$ 19 444	1
242		649		(407)	34 474	2
					439	3
341		292		49	119 084	4
					3 838	5
2 029		871		1 158	100 007	6
						7
252		278		(26)	39 101	8
1 100		271		829	73 687	9
875		420		455	53 573	10
989		187		802	43 220	11
709		234		475	40 328	12
		26		(26)	2 483	13
2 970		687		2 283	40 827	14
55		34		21	1 553	15
		3		(3)	303	16
114		(5)		119	1 723	17
3 203		116		3 087	40 963	18
						19
		215		(215)	540	20
		138		(138)	385	21
					707	22
796				796	1 640	23
1 417		294		1 123	19 053	24
891		421		470	23 913	25
					478	26
(17)		6		(23)	5 652	27
1				1	110	28
1 067		83		984	16 557	29
					357	30
113		104		9	15 922	31
					16	32
1 813		329		1 484	13 753	33
128		28		100	2 380	34
						35
19 968		5 748		14 220	716 510	36
11 905	389	9 113		3 181	142 153	37
45 396	12	33 465	103	11 840	427 564	38
		2 435		(2 435)	7 423	39
2 083				2 083	2 148	40
		252		(252)		41
545		507		38	11 866	42
59		456		(397)	2 292	43
59 988	401	46 228	103	14 058	593 446	44
					41	45
		12		(12)	5 045	46
		2		(2)	886	47
		14		(14)	5 972	48
79 956	401	51 990	103	28 264	1 315 928	49
1 926				1 926		50
						51
81 882	401	51 990	103	30 190	1 315 928	52

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 211 ON PAGES 30 and 31

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 (h), inclusive. Column (j) is the aggregate of columns (b) to (h), inclusive. Grand totals of columns (b) and (j) 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 (e) are to be shown disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, and for the extension of old lines, as provided for in Instruction 2-1, "Items to be charged," of the Uniform System of Accounts for Railroad Companies, for such items.

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

4. In columns (c) and (f), should be included all entries covering expenditures for additions and betterments, as defined, whether replacing other property or not.

5. In column (f) show particulars for improvements made on property held under lease or other form of long-term contract and not charged to the owning company.

6. In columns (g) and (h) should be entered all credits representing property sold, abandoned, or otherwise retired.

7. 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 or

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.

8. 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.

9. Report on line 35 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

10. If during the year a segment of transportation property was acquired, state in a footnote the name of the vendor, the mileage acquired, and the date of acquisition, giving termini and the cost of the property to the respondent. Also furnish a statement of the amount included in each primary account representing such property, acquired, referring to the column or columns in which the entries appear.

11. If an amount of less than \$500 is used as the minimum debit or credit for additions and betterments to property investment accounts as provided for in Instruction 2-2, of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

12. Show dollars in thousands.

NOTES AND REMARKS

NOTE: The following fully depreciated amounts included in Schedule 211B:

Acct. No.	Col. (b)	Col. (c)
52	31,613	30,257
53	43,644	31,537
54	9,577	7,228
55	65	65
56	21	-
57	904	856
58	91	85
Total	85,915	70,028

211A. OTHER ELEMENTS OF INVESTMENT

1. Give particulars and explanation of all entries in account No. 80. "Other elements of investment," during the year.
2. In column (b) show the account number to which the entries in column (c) were credited and the account number to which the entries in

column (d) were charged. If more than one contra account is involved in an item, the amount applicable to each account and total for the item should be shown.
(Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)	Credits during the year (d)
			\$	\$
1	To clear 1973 proportion of ten equal			
2	installments per instructions from			
3	the Interstate Commerce Commission			
4	dated January 13, 1965	606	1 926	
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
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35				
36				
37				
38				
39				
40				
41				
42				
43				
44				
45				
46				
47				
48				
49				
50	TOTALS	x x x	1 926	
51	NET CHANGES	x x x	1 926	

2118. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing 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 29 and 37 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 accounts Nos. 536 to 540, inclusive. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, 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 property, used but not owned, when the rent therefor is included in account 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2-1/2, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

5. 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.

Line No.	Account (a)	(Dollars in thousands)			OWNED AND USED			LEASED FROM OTHERS		
					Depreciation base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
					At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
					\$	\$	%	\$	\$	%
	ROAD									
1	(1) Engineering	5	189		6	037	2.08	144	144	3.07
2	(2-1/2) Other right-of-way expenditures		270			270	4.21		-	
3	(3) Grading	6	928		7	266	2.08	6	6	2.50
4	(5) Tunnels and subways	1	695		1	695	0.57		-	
5	(6) Bridges, trestles, and culverts	92	792		93	950	1.90	3	344	2.43
6	(7) Elevated structures								-	
7	(13) Fences, snowsheds, and signs	2	486		2	460	1.52	38	38	4.82
8	(16) Station and office buildings	31	782		34	064	2.13	1	227	2.45
9	(17) Roadway buildings	1	433		1	454	1.95	12	12	1.23
10	(18) Water stations		326			323	2.69	6	6	2.20
11	(19) Fuel stations	1	313		1	432	2.55	12	12	3.60
12	(20) Shops and enginehouses	23	773		26	860	1.81	109	96	1.75
13	(21) Grain elevators								-	
14	(22) Storage warehouses		765			551	1.20		-	
15	(23) Wharves and docks	1	543		1	405	2.22		-	
16	(24) Coal and ore wharves		707			707	2.00		-	
17	(25) TOFC/COFC terminals		652		1	448	2.39	9	9	2.45
18	(25) Communications systems	11	540		12	663	2.75	175	175	3.73
19	(27) Signals and interlockers	19	885		20	355	3.06	884	898	3.47
20	(29) Power plants		545			545	1.35		-	
21	(31) Power transmission systems	5	162		5	138	3.02	499	496	3.29
22	(35) Miscellaneous structures		136			137	2.91	2	2	3.00
23	(37) Roadway machines	13	917		14	901	6.03	12	12	5.75
24	(39) Public improvements—Construction	11	109		11	154	3.27	93	93	5.45
25	(44) Shop machinery	12	024		13	509	2.21	41	41	2.75
26	(45) Power plant machinery	1	860		1	960	2.48		-	
27	All other road accounts									
28	Amortization (other than defense projects)									
29	Total road	247	832		260	284	2.40	6	378	2.68
	EQUIPMENT									
30	(52) Locomotives	137	066		136	743	4.65	248	766	6.67
31	(53) Freight-train cars	406	912		426	566	3.26	316	326	6.67
32	(54) Passenger-train cars	9	693		7	254	2.00	165	165	4.00
33	(55) Highway revenue equipment		65			65	-			
34	(56) Floating equipment		252			-	-			
35	(57) Work equipment	11	721		11	652	4.09			
36	(58) Miscellaneous equipment	2	726		2	271	12.49			
37	Total equipment	568	435		584	551	3.60	729	1	257
38	GRAND TOTAL	816	267		844	835	XX XX	7	107	XX XX

See Note On Page 32

211C. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT LEASED TO OTHERS

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 account No. 509.

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 in computing the depreciation for the month of December and on lines 28 and 36 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 in computing the depreciation for December and dividing the total so computed by the depreciation base.

4. If the depreciation base for accounts 1, 2-1/2, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

5. 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.

Line No.	Account (a)	DEPRECIATION BASE		Annual composite rate (percent) (d)
		Beginning of year (b)	Close of year (c)	
	(Dollars in thousands)	\$	\$	
	ROAD			
1	(1) Engineering	20	20	2.51
2	(2-1/2) Other right-of-way expenditures			
3	(3) Grading			
4	(5) Tunnels and subways			
5	(6) Bridges, trestles, and culverts	462	436	1.00
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs	8	8	4.85
8	(16) Station and office buildings	37	37	2.05
9	(17) Roadway buildings			
10	(18) Water stations			
11	(19) Fuel stations			
12	(20) Shops and enginehouses			
13	(21) Grain elevators			
14	(22) Storage warehouses			
15	(23) Wharves and docks			
16	(24) Coal and ore wharves			
17	(25) TOFC/COFC terminals			
18	(26) Communication systems	7	5	2.75
19	(27) Signals and interlockers	120	110	3.25
20	(29) Power plants			
21	(31) Power transmission systems	191	191	2.60
22	(35) Miscellaneous structures			
23	(37) Roadway machines			
24	(39) Public improvements—Construction	2	2	5.60
25	(44) Shop machinery			
26	(45) Power-plant machinery			
27	All other road accounts			
28	Total road	847	810	1.85
	EQUIPMENT			
29	(52) Locomotives			
30	(53) Freight-train cars			
31	(54) Passenger-train cars			
32	(55) Highway revenue equipment		None	
33	(56) Floating equipment			
34	(57) Work equipment			
35	(58) Miscellaneous equipment			
36	Total equipment	847	810	x x x x
37	GRAND TOTAL			

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211F for the reserve relating to road and equipment owned but not used by the respondent.) If any entries are

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

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 28.

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)		CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)	
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
	ROAD	\$		\$	\$	\$	\$	\$	
1	(1) Engineering	1	873	113		37		1	949
2	(2-1/2) Other right-of-way expenditures		139	9		-			148
3	(3) Grading	3	753	130		5		3	878
4	(5) Tunnels and subways		754	9		-			763
5	(6) Bridges, trestles, and culverts	41	545	1 862		739		42	668
6	(7) Elevated structures		-	-		-			-
7	(13) Fences, snow sheds, and signs	2	413	38		27		2	424
8	(16) Station and office buildings	15	415	734		316		15	833
9	(17) Roadway buildings		804	27		31			800
10	(18) Water stations		338	9		3			344
11	(19) Fuel stations		928	33		-			961
12	(20) Shops and enginehouses	5	962	405		114		6	253
13	(21) Grain elevators		-	-		-			-
14	(22) Storage warehouses		517	9		1			525
15	(23) Wharves and docks	2	872	8		215		2	665
16	(24) Coal and ore wharves		256	13		137			132
17	(25) TOFC/COFC terminals		110	17		-			127
18	(26) Communication systems	5	116	332		592		4	856
19	(27) Signals and interlockers	8	658	676		440		8	894
20	(29) Power plants		2	11		-			13
21	(31) Power-transmission systems	3	715	140		29		3	826
22	(35) Miscellaneous structures		85	4		-			89
23	(37) Roadway machines	6	552	883		75		7	360
24	(39) Public improvements—Construction	8	471	320		73		8	718
25	(44) Shop machinery*	2	682	238		369		2	551
26	(45) Power-plant machinery*		133	45		24			154
27	All other road accounts	27	951			27		27	924
28	Amortization (other than defense projects)								
29	Total road	141	044	6 065		3 254		143	855
	EQUIPMENT			(2)					
30	(52) Locomotives	62	250	3 571	(1) 12	7 143		58	690
31	(53) Freight-train cars	129	320	11 933	(1) 159	4 704		136	708
32	(54) Passenger-train cars	9	650	2		2 258		7	394
33	(55) Highway revenue equipment		60	-		-			60
34	(56) Floating equipment		137	13		67			83
35	(57) Work equipment	5	520	423		409		5	534
36	(58) Miscellaneous equipment		964	380		412			932
37	Total equipment	207	901	16 322	(1) 171	14 993		209	401
38	GRAND TOTAL	348	945	22 387	(1) 171	18 247		353	256

*Charges to account 305.

(1) Adjustment Due to Repricing Reused Material

(2) Includes \$31 Depreciation on Passenger Locomotives Used by Amtrak

211E. DEPRECIATION RESERVE—ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Give full particulars called for hereunder with respect to credits and debits to account No. 785, "Accrued depreciation—Leased property," during the year relating to road and equipment leased from others, the depreciation charges for which are includible in operating expenses of the respondent.

2. Show in column (c) amounts which were charged to operating expenses, and in column (f) show payments made to the lessor in settlement thereof. A full explanation should be given of all entries in columns (d) and (f).

3. Any inconsistency between the credits to the reserve as shown in

column (c) and the charges to operating expenses should be fully explained.

4. Show in column (e) the debits to the reserve arising from retirements.

5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 785 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.

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		Retirements (e)	Other debits (f)	Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)			
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering	2	4			4	2
2	(2-1/2) Other right-of-way expenditures						1
3	(3) Grading	1					
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	1 289	89		9		1 369
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	25	1				26
8	(16) Station and office buildings	236	30		8	22	236
9	(17) Roadway buildings	9					9
10	(18) Water stations	4					4
11	(19) Fuel stations	5	1				6
12	(20) Shops and enginehouses	56	2				58
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks						
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals	2					2
18	(26) Communication systems	48	4			2	50
19	(27) Signals and interlockers	81	31			27	85
20	(29) Power plants						
21	(31) Power-transmission systems	1	16			16	1
22	(35) Miscellaneous structures						
23	(37) Roadway machines	12					12
24	(39) Public improvements—Construction	1	5			5	1
25	(44) Shop Machinery*	15	1				16
26	(45) Power-plant machinery*						
27	All other road accounts						
28	Total road	1 787	184		17	76	1 878
	EQUIPMENT						
29	(52) Locomotives	72	22		70		24
30	(53) Freight train cars	59	22				81
31	(54) Passenger-train cars	5	7				12
32	(55) Highway revenue equipment						
33	(56) Floating equipment						
34	(57) Work equipment						
35	(58) Miscellaneous equipment						
36	Total equipment	136	51		70		117
37	GRAND TOTAL	1 923	235		87	76	1 995

*Chargeable to account 305.

Col. (f) Represents settlement for depreciation made currently between lessee and lessor

211F. DEPRECIATION RESERVE—ROAD AND EQUIPMENT LEASED TO OTHERS

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 account No. 509.

2. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," 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 211D 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 column (b) or (g) or any primary account should be shown in parenthesis or designated "Df."

(Dollars in thousands)

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

211G. AMORTIZATION OF DEFENSE PROJECTS—ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

1. Show in columns (b) to (e) the amount of base of road and equipment property for which amortization reserve is provided in account No. 736, "Accrued amortization of defense projects—Road and Equipment" of the respondent. If the amortization base is other than the ledger value stated in the investment account, a full explanation should be given.

2. Show in columns (f) to (i) the balance at the close of the

year and all credits and debits during the year in reserve account No. 736, "Accrued amortization of defense projects—Road and Equipment."

3. The information requested for "Road" by columns (b) through (i) may be shown by projects amounting to \$100,000 or more, or by single entries as "Total road" in line 22. If reported by projects, each project should be briefly described, stating

kind, location, and authorization date and number. Projects amounting to less than \$100,000 should be combined in a single entry designated "Minor items, each less than \$100,000."

4. Any amounts included in columns (b) and (f), and in column (h) affecting operating expenses, should be fully explained. (Dollars in thousands)

Line No.	Description of property or account (a)	BASE				RESERVE			
		Debits during year (b)	Credits during year (c)	Adjustments (d)	Balance at close of year (e)	Credits during year (f)	Debits during year (g)	Adjustments (h)	Balance at close of year (i)
	ROAD:	\$	\$	\$	\$	\$	\$	\$	\$
1	Bridge:Gronada,Miss.								
2	Date 7-27-43 Amended 4-8-46								
3	No.WD-N-22254				126				126
4									
5	Interlocker:Chicago,Ill.								
6	Weldon Yd.Date 1-4-44								
7	No. WD-N-27292				174				174
8									
9	85,740 ft.of trk,Harahan,La.								
10	Mays Yd.Date 10-23-43 amended								
11	4-9-46 No.WD-N-11500				480				480
12									
13	40,828 ft.of trk,Harahan,La.								
14	Mays Yd.Date 2-10-44								
15	No.WD-N-28923				250				250
16									
17	Minor items,78 in number								
18	each less than \$100,000				1 088				1 088
19									
20									
21	TOTAL ROAD				2 118				2 118
	EQUIPMENT:								
22	(52) Locomotives		1		607		1		607
23	(53) Freight-train cars		755		1 238		755		1 238
24	(54) Passenger-train cars								
25	(55) Highway revenue equipment								
26	(56) Floating equipment								
27	(57) Work equipment								
28	(58) Miscellaneous equipment								
29	TOTAL EQUIPMENT		756		1 845		756		1 845
30	GRAND TOTAL		756		3 963		756		3 963

NOTES AND REMARKS

2111. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

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).

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 417; 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, and cars should be identified as to

special construction or service characteristics such as Aluminum covered hopper cars, LO; Steel boxcars—special service, XAP, etc.; for TOFC/COFC show type of equipment as enumerated in Schedule 417, lines 74-84 and type of construction.

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 reportable in columns (c), (e), (p), and (r) of schedule 417, showing returns for new units in the upper section of this schedule and showing returns for rebuilt units acquired and rebuilt units rewritten into respondent's property investment account in the lower section. The term "new" as used herein shall refer to and mean a unit or units placed in service for the first time on any railroad.

6. All unequipped box cars 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.

(Dollars in thousands)

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
	Equipment in Service Year 1972-Not Previously Reported:			\$	
1	Steel Covered Hopper Cars-LO	50	1 505	873	P
2	Steel Boxcars, Cushion-Underframe, Gen. Serv. Unequip. XM	14	595	(1) 327	C
3	Steel Boxcars, Cushion-Underframe, Gen. Serv. Equip. XL	10	441	268	C
4	Steel Boxcars, Cushion-Underframe, Special Serv. -XP	26	1 093	628	C
5	Diesel Pile Driver Derrick-MWP	1	114	226	P
6					
7	Equipment in Service Year 1973:				
8	Steel Gondola Cars, General Service-GB	200	6 778	3 722	P
9	Steel Flat Cars, Special Service - LP	100	2 770	1 841	P
10	Steel Open-top Hopper Cars, Special Service - HTS	100	3 760	1 971	P
11	Steel High-Cube Boxcars, General Service-Equip.-XL	20	890	493	P
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	TOTAL	521	x x x x	10 349	x x x x

Note: (1) Used approximately \$91,000 incentive per diem funds.

Continued on Page 41A

2111. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

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).

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 417; 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; and cars should be identified as to

special construction or service characteristics such as Aluminum covered hopper cars, LO; Steel boxcars—special service, XAP, etc.; for TOFC/COFC show type of equipment as enumerated in Schedule 417, lines 74-84 and type of construction.

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 reportable in columns (c), (e), (p), and (r) of schedule 417, showing returns for new units in the upper section of this schedule and showing returns for rebuilt units acquired and rebuilt units rewritten into respondent's property investment account in the lower section. The term "new" as used herein shall refer to and mean a unit or units placed in service for the first time on any railroad.

6. All unequipped box cars 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.

(Dollars in thousands)

REBUILT UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
	Equipment in Service Year 1971, Not Previously Reported:			\$	
1	Steel Boxcars, General Service, Unequipped, XM	3	73	23	C
2					
3	Equipment in Service Year 1972, Not Previously Reported:				
4	Steel Boxcars, General Service, Unequipped, XM	(1) 295	7 031	2 457	C
5					
6	Equipment in Service Year 1973:				
7	Diesel Switch Locomotives "A" Units, SW-13, 1300 H.P.	4	499	880	P
8	Diesel Switch Locomotives "B" Units, SW-13, 1300 H.P.	1	125	220	P
9	Diesel Road Locomotives "A" Units, GP-8, 1600 H.P.	19	2 343	4 180	P
10	Diesel Road Locomotives "A" Units, GP-10, 1850 H.P.	41	5 053	9 020	P
11	Steel Box Cars, General Service, Unequipped -XM	2 270	57 908	24 609	P
12	Steel Box Cars, General Service, Equipped-XL	588	15 186	6 007	P
13	Steel Box Cars, Special Service - XP	90	2 324	996	P
14	Steel Flat Cars, Special Services-FMS	50	1 588	542	P
15	Steel Flat Cars, General Service-FM	150	3 750	1 620	P
16	Steel Gondola Cars, General Service, GB	145	3 408	1 498	P
17	Steel Gondola Cars, Special Service, GBS	4	105	41	P
18					
19					
20					
21					
22					
23					
24					
25	TOTAL	3 660	X X X X	52 093	X X X X

1	Note: (1) Erroneously shown as (298) Units				
2	on 1972 Report.				
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13	TOTAL		X X X X		X X X X
14	GRAND TOTAL	4 181	X X X X	62 442	X X X X

NOTES AND REMARKS

21IN-1 INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE (SEE INSTRUCTION 2)

1. Give particulars, as requested, of the investment in transportation property at the close of the year, as related to "Net railway operating income," of the respondent for the year.

2. The term "Investment in railway property used in transportation service" means the aggregate of property owned, and property not owned but used by the respondent, in transportation service. (a) the investment in which is represented in accounts 731 and 732 of the respondent, including operating, lessor, and inactive railroads, (b) road and equipment property leased to or from others, the rentals of which are included in accounts 509 and 542, (c) equipment owned or leased, the lease-rental from which is included in accounts 503 to 507, inclusive, of the respondent, minus (d) investment in property leased to others the lease-rental from which is included in account 509. It does not include investment of others in equipment used by the respondent, rent for which is included in accounts 536 to 540, inclusive, nor does it include investment of other carriers in property jointly used by the respondent, such as trackage rights, rent for which is included in account 541 of the respondent. 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 columns (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), portion of whose property are used in transportation service of

the respondent. Show a total for each class of company. Then show, as deductions, data for transportation property leased to carriers and others, rentals from which are included in account 509.

4. In column (c) line-haul carriers should report the miles of road used in line-haul service, and switching and terminal companies should report the miles of all tracks owned.

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, explanation should be given. Differences between the amounts in column (d) of this schedule and the amounts shown in column (c), line 33, 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 and 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 735, 736, and 785 that is applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded.

(Dollars in thousands)

Line No.	Class (See Ins. 2) (a)	Name of company (b)	Miles of road owned (See Ins. 4) (c)	Investment in property (See Ins. 5) (d)	Depreciation and amortization of defense projects (See Ins. 6) (e)
1	R	Illinois Central Gulf Railroad Company	9007 50	\$ 1 315 928	\$ 359 146
2	P	Blue Island Railroad Company	4 28	843	380
3	P	The South Chicago Railroad Company	4 93	2 279	908
4					
5		Total	9016 71	1 319 050	360 434
6					
7	L	New Orleans Great Northern Railway Company	227 51	13 252	103
8					
9					
10		<u>ADD-LEASED FROM OTHERS</u>			
11					
12	O	Louisville & Nashville Railroad Company			
13		Princeton to Gracey, Kentucky	20 68	336	
14	O	Burlington Northern-West Frankfort, Ill.		1	
15	O	West Kentucky Coal Co.-Madisonville, Ky.		47	
16	O	Kensington & Eastern Railroad Company	6 20	2 125	340
17	O	Kensington & Eastern Railroad Co. of Indiana		-	
18	O	Vicksburg Bridge Commission of Warren County, Miss.-Bridge-Vicksburg, Miss. to Delta Point, Louisiana	3 00	3 481	
19				409	
20	O	Terminal Railroad Association of St. Louis		33	
21	O	St. Louis & San Francisco Railway Company		12	
22	O	Seaboard Coast Line Railroad Company		4	
23	O	Southern Railway System (Mobile and Birmingham Railway Company)			
24					
25					
26		Total-Leased from Others	29 88	6 448	340
27					
28		<u>DEDUCT-LEASED TO OTHERS</u>			
29					
30	O	Chicago & North Western Ry. Co.-Madison, Ill.		9	
31	O	Chicago & North Western Ry. Co.-Dubuque, Iowa		20	
32	O	Penn Central Right-of-Way Decatur, Ill.		-	
33	O	Kensington & Eastern RR Co.-Leased to Chicago South Shore & South Bend RR	5 10	1 648	340
34	O	Norfolk & Western RR - Chicago, Ill.		43	21
35	O	Terminal Railroad Association of St. Louis East St. Louis, Illinois		79	
36					
37		Total-Leased to Others	5 10	1 799	361
38					
39		TOTAL ♦	9269 80	1336 951	360 516

231N-2. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE—Continued

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 31 herein should correspond with the amounts for respondent and with the aggregate amounts for each class of company and properties shown in schedule 231N-1 on page 42. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in this schedule.

3. Report on line 35 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where cost of property leased from other carriers is not ascertainable. Identify non-carrier owners, and briefly explain methods of estimating value of property of non-carriers or property of other carriers under "Notes and Remarks," page 40.

4. Report on line 36 amounts not includable in the accounts shown, or in line 35. The items reported should be briefly identified and explained under "Notes and Remarks," page 40. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary) companies (d)	Other leased properties (e)
		\$	\$	\$	\$
1	(1) Engineering—	19 444	224	176	159
2	(2) Land for transportation purposes—	34 474	778	143	374
3	(2 1/2) Other right-of-way expenditures	439	13		
4	(3) Grading	119 084	1 850	67	248
5	(5) Tunnels and subways	3 838			33
6	(6) Bridges, trestles, and culverts	100 007	3 196	2	2 271
7	(7) Elevated structures				
8	(8) Ties	39 101	620	63	124
9	(9) Rails	73 687	1 615	62	55
10	(10) Other track material	53 573	710	74	79
11	(11) Ballast	43 220	467	47	56
12	(12) Track laying and surfacing	40 328	621	70	137
13	(13) Fences, snowsheds, and signs	2 483	18	9	(25)
14	(16) Station and office buildings	40 827	278	947	(28)
15	(17) Roadway buildings	1 553	9	3	4
16	(18) Water stations	303	6		1
17	(19) Fuel stations	1 723	12		
18	(20) Shops and enginehouses	40 963	96		55
19	(21) Grain elevators				
20	(22) Storage warehouses	540			
21	(23) Wharves and docks	385			
22	(24) Coal and ore wharves	707			
23	(25) TOFC/COFC terminals	1 640	9		
24	(26) Communication systems	19 053	126	48	69
25	(27) Signals and interlockers	23 913	111	794	109
26	(29) Power plants	478			
27	(31) Power-transmission systems	5 652	1	502	28
28	(35) Miscellaneous structures	110		2	
29	(37) Roadway machines	16 557	12		
30	(38) Roadway small tools	357	4		(172)
31	(39) Public improvements—Construction	15 922	444	116	17
32	(43) Other expenditures—Road	16	6		
33	(44) Shop machinery	13 753	41		
34	(45) Power-plant machinery	2 380			
35	Leased property capitalized rentals (explain)				
36	Other (specify & explain)				
37	Total expenditures for road	716 510	11 267	3 122	3 594
38	(52) Locomotives	142 153			
39	(53) Freight-train cars	427 564			
40	(54) Passenger-train cars	7 423			
41	(55) Highway revenue equipment	2 148			
42	(56) Floating equipment				
43	(57) Work equipment	11 866			
44	(58) Miscellaneous equipment	2 292			
45	Total expenditures for equipment	593 446			
46	(71) Organization expenses	41			135
47	(76) Interest during construction	5 045	290		745
48	(77) Other expenditures—General	886	112		29
49	Total general expenditures	5 972	402		909
50	Total	1 315 928	11 669	3 122	4 503
51	(80) Other elements of investment		1 583		145
52	(90) Construction work in progress				
53	Grand Total	1 315 928	13 252	3 122	4 648

214. MISCELLANEOUS PHYSICAL PROPERTY

1. Give particulars of all investments of the respondent in physical property includible in account No. 737, "Miscellaneous physical property," together with the revenue, income, expenses, taxes, and depreciation data on such property, as requested.

2. Show in column (a) a description and location of the physical property and, if operated, the kind of business in which engaged, stating whether the respondent's title is that of ownership or whether the property is held under lease or other incomplete title. All peculiarities of title should be explained. Each item of property investment amounting to \$1,000,000 or more should be separately stated and each item whose net profit or net loss for the year (as per column (i), regardless of amount of investment) is \$50,000 or more should also be separately stated. All other

items may be combined in a single entry designated "All other items."

3. If any of the individual items of property shown in column (a) were acquired in consideration of stocks, or of bonds or other evidence of debt, or in exchange for other property, enter in column (e) only the amount at which carried in respondent's books and in a footnote give a full description of the consideration actually paid. Also if the actual money cost to respondent is different from that shown in column (e), give particulars in a footnote.

4. If any property investment includible in this schedule, amounting to \$250,000 or more, was disposed of during the year, give particulars in a footnote.

Line No.	Item (Kind and location of property, and nature of business, if any) (a)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)	Balance at close of year (See ins. 3) (e)
1	Miscellaneous Physical Property		\$ 119	\$ 177	\$ 7 913
2	Air Rights, Chicago, Illinois		2 084		6 352
3	Material Leased				131
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
Total		x x x x	2 203	177	14 396

NOTES AND REMARKS

214. MISCELLANEOUS PHYSICAL PROPERTY—Continued

5. In section B include in column (f) the gross amount of revenue or income included in accounts 502 and 511, in column (g) the gross amount of expenses (including depreciation) charged to accounts 511 and 534, in column (h) the amount of taxes charged to accounts 535 and 544 for the year, and in column (i) the net profit or loss of columns (f) minus (g) and (h).

6. Any differences between the total of column (h) and the totals of accounts 535 and 544, and differences between the total of column (i) and the net total of accounts 502, 511, 534, 535, and 544, of such accounts in Schedule 300, "Income Account for the Year," should be explained in a footnote.

7. In section C give an analysis of account 738, "Accrued depreciation—Miscellaneous physical property," for each item shown in column (a). Show in column (n) the percentage or composite rate used by the respondent for computing the amount of depreciation credited to the account during the year. Any adjustments of importance included in columns (j) and (k) should be fully explained in a footnote.

8. The word "item" as herein used means a unit or composite of an investment in, or operation of property such as a powerplant, a mine, an amusement park, etc., together with ancillary property or operations. (Dollars in thousands)

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 502, 511, 534, 535 AND 544 DURING THE YEAR					C. DEPRECIATION RESERVE (ACCOUNT 738)						Line No.
Revenues or income (f)	Expenses (g)	Taxes (a) (h)	Net profit for year after taxes (l. loss) (i) (b)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)			
\$ 156	\$ 3	\$ (440)	\$ 593	\$ 78	\$ -	\$ 180	\$ 2 493	1.23%			1
48			48								2
											3
											4
											5
											6
											7
											8
											9
											10
											11
											12
											13
											14
											15
											16
											17
											18
											19
											20
204	3	(440)	641	78	-	180	2 493	XXXXX			21
											22

NOTES AND REMARKS

(a) The difference of \$14 in Account 544 consists of Federal Excise Tax on Service Interruption Insurance

(b) No individual item of property had "A" net profit "Or Net Loss" in excess of \$50

216. OTHER ASSETS AND DEFERRED CHARGES

Give description and particulars for each item or class of items of like description in accounts Nos. 741, "Other assets," and 743, "Other deferred charges," at the close of the year. Show debtor (or class of debtors) for deferred assets and appropriate description for items or class of items of deferred charges. Show the three largest items regardless of the dollar amount and all other items for the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items of like description amounting to less than \$250,000 may be com-

bined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200A. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1	741	Bills for collection-Deferred	1 795
2		Traffic Balances-Bankrupt roads	490
3		Side track refunds in suspense	1 522
4		Trammell Crow-deferred note for sale of land	276
5		Uncollected tariff charges under investigation	1 569
6		Prepaid Federal income taxes	13 504
7		Other items, each less than \$250,000	35
8		Total Account 741	19 191
9			
10	743	Foreign Roads Traffic Claims-Loss & Damage -Suspense	238
11		" " " " -Overcharge - "	883
12		Additional F.I.T. and interest in litigation	512
13		Mgr. Revenue Acctg.-Unadjusted debits-freight	9 697
14		Prepaid additional rental-N.O. Union Passenger terminal	826
15		Prepaid expense-Chgo South Sub. Mass Transit Dist.	12 460
16		Suspense account agents relief claims	637
17		Other items, each less than \$250,000	709
18		Total Account 743	25 962
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
38			
39			
40			
41			
42			
43			
44			
45			

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 48, 49, 50 AND 51

Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 768, "Debt in default," 767, "Receivers' and trustees' securities," 766, "Equipment obligations," and 764, "Equipment obligations and other debt due within 1 year," at the close of the year, together with interest accrued and interest paid during the year and total amount of matured interest in default. Include receipts outstanding for funded debt with their respective issues. List entries under captions of account numbers and titles, and insert total for each account.

In column (a) show the symbol and name, and account number of each bond or other obligation according to the following designations in the numerical order given, and give a total for each such numerical alphabetical and each numerical group and for each account:

(1) MORTGAGE BONDS:

- (a) With fixed interest.
- (b) With contingent interest.

(2) COLLATERAL TRUST BONDS:

- (a) With fixed interest.
- (b) With contingent interest.

(3) UNSECURED BONDS (Debentures):

- (a) With fixed interest.
- (b) With contingent interest.

(4) EQUIPMENT OBLIGATIONS:

- (a) Equipment securities (Corporation).
- (b) Equipment securities (Receivers' and Trustees').
- (c) Conditional or deferred payment contracts.

(5) MISCELLANEOUS OBLIGATIONS.

(6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).

(7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

If an issue is a serial issue, the last date of maturity should be shown in column (c) preceded by the letter "S." If the payments required in the contracts for equipment obligations are unequal in amount (except for the last payment) or are to be made at irregular intervals, show a symbol against the entry made in column (c) opposite the name of such obligations and give particulars in a footnote.

If the issue is an income bond, the entry in column (d) should be the annual maximum rate of interest specified by the indenture. In column (k) show the approximate number of miles of road on which the mortgage is a direct first lien and in column (l) the approximate number of miles of road on which the mortgage is a direct junior lien. Do not consider any road or other property indirectly subject to either a first or junior lien through the pledge of collateral, leaseholds, or other contractual rights in making the returns required in columns (i), (j), (k), and (l).

In column (m) enter the amount of debt both nominally and actually issued up to the date of the report and not the amount authorized. In the event debt is assumed, column (m) should include the amount of debt issued by the original debtor.

No entries shall be made in this schedule with respect to issues of matured obligations nominally issued or nominally outstanding when no parts of such issues are actually outstanding.

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

Entries in columns (v) and (w) should include interest accrued on funded debt reacquired, matured during the year, even though no portion of the issue is outstanding at the close of the year.

In column (y) enter the total in account No. 781, "Interest in default," at the close of the year.

The grand totals of columns (a) and (r), when combined, should equal the sum of the amounts stated in short column (a) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 51 give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

For each class of securities actually issued or assumed, the sum of the entries in columns (bb) and (cc), plus discounts or less premiums, such discounts or premiums to be shown in a footnote applicable to each issue, should equal the entry in column (aa). For definition of expense, reportable in column (cc), see Definition 10 in the Uniform System of Accounts for Railroad Companies.

Particulars concerning the reacquirement of securities that were actually outstanding should be reported on pages 50 and 51, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

Show dollars in thousands.

NOTES AND REMARKS

Note "A" ICC Finance Docket No. 27296
 Note "B" ICC Finance Docket No. ~~27285~~ 27306
 Note "C" ICC Finance Docket No. 27366
~~Note "D" ICC Finance Docket No. 27443 Discount \$79~~
~~Note "E" ICC Finance Docket No. 27491 Discount \$27~~
 27505

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
	Account 765 Funded Debt Unmatured											
	(1) Mortgage Bonds (a) with Fixed Interest											
	ICRR, Cons. (First Mtge)											
	3-3/4s Of 1979: Ser. A	11-1-49	11-1-79	3-3/4	5&11-1	No	Yes	Yes				
	3-3/4s Of 1979: Ser. B	11-1-49	11-1-79	3-3/4	5&11-1	"	"	"				
	3-3/4s of 1974: Ser. C	11-1-49	11-1-74	3-3/4	5&11-1	"	"	"				
	3-3/4s Of 1984: Ser. F	1-1-54	1-1-84	3-3/4	1&7-1	"	"	"	Yes	No	6173	
	3-1/4s Of 1980: Ser. G	8-1-54	8-1-80	3-1/4	2&8-1	"	"	"				
	3-3/8s Of 1980: Ser. H	9-15-54	9-15-89	3-3/8	3&9-15	"	"	"				
	Alabama & Vicksburg Ry. Co. 1st Mtge Series A	5-1-24	5-1-74	5	5&11-1	"	"	No	Yes	No	141	
	Vicksburg, Shreveport & Pacific Ry. Refunding And Improvement 5s Of											
	1973: Series B	5-1-29	11-1-73	5	5&11-1	"	"	"				
	Vicksburg, Shreveport & Pacific Ry. Refunding And Improvement Of	11-1-40	11-1-73	5	5&11-1	"	"	"				
	1973: Series C	5-1-41	11-1-73	5	5&11-1	"	"	"				
	Southern Railway Co In Miss. First Mortgage	10-20-84	7-1-95	5	1&7-1	"	"	"	"	"	10	
	GM&O RR 1st Refunding Mort. 3-3/8s Ser "G" Bds	5-1-55	5-1-80	3-3/8	5&11-1	"	"	"	"	"	2135	
	KCS&L&C RR 1st Mtge 4-1/2 % Bonds	5-31-47	5-31-2022	4 1/2	5&11-31	No	No	"	"	"	157	
	Total 1-(a)											
	(1) Mortgage Bonds (b) with Contingent Int.											
	GM&O RR Gen. Mortgage											
	5% Income Bds Ser. A	7-1-40	7-1-2015	5	4/1	No	No	No	No	No	2303	
	4% Income Bds Ser. B	1-1-45	1-1-2044	4	4/1	"	"	"	"	"	2303	
	Total 1-(b)											
	Total Mortgage Bonds											
	(3) Unsecured Bonds (a) With Fixed Int.											
	25 Yr. Sinking Fund Debentures of 1980	1-1-55	1-1-80	3-1/2	1&7-1	No	Yes	Yes	No	No		
	(b) With Contingent Int.											
	GM&O RR Co. Income Debentures Ser "A"	12-1-57	12-1-2056	5	6&12-1	"	"	No	"	"		
	Total 3											
	Total Funded Debt Unmatured											

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
									1
									2
									3
3 972			3 972	1 600	515	1 857			4
5 519			5 519	390	18	5 111			5
19 366			19 366	2 715	12	-	16 639		6
15 000			15 000	826	3 922	10 252			7
25 000			25 000	5 800	7 644	11 556			8
60 000			60 000	1 324	28 581	30 095			9
									10
2 500			2 500		1 286	-	1 214		11
									12
									13
1 845			1 845	1 845					14
									15
									16
3 069			3 069	3 069					17
677			677	677					18
									19
200			200			200			20
									21
30 538			26 618	\$ 5 100	5 552	15 966			22
									23
2 094			2 094	\$ 307	49	1 738			24
169 780			165 860	23 653	47 579	76 775	17 853		25
									26
									27
									28
									29
6 026			6 026	\$ 7	44	5 975			30
22 675			22 675	\$ 12	836	21 827			31
28 701			28 701	19	880	27 802			32
198 481			194 561	23 672	48 459	104 577	17 853		33
									34
									35
									36
18 000			18 000	12 800	4 643	557			37
									38
									39
18 862			18 862	696	1 570	16 596			40
36 862			36 862	13 496	6 213	17 153			41
235 243			231 423	37 168	54 672	121 730	17 853		42
									43
									44
									45
									46
									47
									48
									49
									50
									51

Continued on Page 49A

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Line No	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Con version	Call prior to maturity other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
	Account No. 766 Equipment Obligations											
	(4) Equip. Obligations											
	(a) Equip. Securities											
4	IC Equipment Trust 45	1-1-58	11-1-73	4- $\frac{1}{2}$	1&7-1	No	No	No	Yes	No	None	None
5	IC " " 46	12-1-58	12-1-73	4-1/8	6&12-1	"	"	"	"	"	"	"
6	" " " 47	4-1-59	4-1-74	4	4&10-1	"	"	"	"	"	"	"
7	" " " 48	9-1-59	9-1-74	4- $\frac{1}{2}$	3&9-1	"	"	"	"	"	"	"
8	" " " 49	5-1-60	5-1-75	4-3/8	5&11-1	"	"	"	"	"	"	"
9	" " " 50	9-1-60	9-1-75	4	3&9-1	"	"	"	"	"	"	"
10	" " " 51	12-1-60	12-1-75	4-1/8	6&12-1	"	"	"	"	"	"	"
11	" " " 52	3-1-61	3-1-76	4	3&9-1	"	"	"	"	"	"	"
12	" " " 53	2-1-65	2-1-80	4-1/8	2&8-1	"	"	"	"	"	"	"
13	" " " 54	2-1-66	2-1-81	4-5/8	2&8-1	"	"	"	"	"	"	"
14	" " " 55	4-1-66	4-1-81	5- $\frac{1}{2}$	4&10-1	"	"	"	"	"	"	"
15	" " " 56	9-1-66	9-1-81	5-5/8	3&9-1	"	"	"	"	"	"	"
16	" " " 57	2-1-67	2-1-82	5- $\frac{1}{2}$	2&8-1	"	"	"	"	"	"	"
17	" " " 58	6-1-67	6-1-82	5- $\frac{1}{2}$	6&12-1	"	"	"	"	"	"	"
18	" " " 59	5-1-69	5-1-79	7-3/8	5&11-1	"	"	"	"	"	"	"
19	" " " 60	8-1-69	8-1-84	7-3/4	2&8-1	"	"	"	"	"	"	"
20	" " " 61	10-1-69	10-1-79	8	4&10-1	"	"	"	"	"	"	"
21	" " " 62	2-15-70	2-15-80	8- $\frac{1}{2}$	2&8-15	"	"	"	"	"	"	"
22	" " " 63	11-1-71	11-1-85	7	5&11-1	"	"	"	"	"	"	"
23	" " " 64	4-15-72	4-15-85	7	4&10-15	"	"	"	"	"	"	"
24	" " " 65	6-15-72	6-15-87	7	6&12-15	"	"	"	"	"	"	"
25	ICG Equip. Trust 1	9-15-72	9-15-87	7- $\frac{1}{2}$	3&9-15	"	"	"	"	"	"	"
26	" " " 2	12-15-72	12-15-86	7-3/4	6&12-15	"	"	"	"	"	"	"
27	" " " 3	2-15-73	2-15-86	7-3/4	2&8-15	"	"	"	"	"	"	"
28	" " " 4	3-1-73	3-1-83	7-3/4	3&9-1	"	"	"	"	"	"	"
29	" " " 5	5-1-73	5-1-83	8	5&11-1	"	"	"	"	"	"	"
30	" " " 6	8-1-73	8-1-88	8-5/8	2&8-1	"	"	"	"	"	"	"
31	" " " 7	11-15-73	11-15-88	8-3/8	5&11-15	"	"	"	"	"	"	"
32	Miss. Cent. Pur. Agrmt.	3-21-66	3-1-81	6	5&11-1	"	"	"	"	"	"	"
33	GMSO Eqp. Trust Ser. I	9-1-61	9-1-76	4-3/8	3&9-1	"	"	"	"	"	"	"
34	" " " " J	7-15-62	7-15-77	4-1/8	1&7-15	"	"	"	"	"	"	"
35	" " " " K	10-1-62	10-1-77	4	4&10-1	"	"	"	"	"	"	"
36	" " " " L	4-1-63	4-1-78	4	4&10-1	"	"	"	"	"	"	"
37	" " " " M	8-1-63	8-1-78	4-1/8	2&8-1	"	"	"	"	"	"	"
38	" " " " N	3-1-64	3-1-79	4-1/8	3&9-1	"	"	"	"	"	"	"
39	" " " " O	8-1-64	8-1-79	4-1/8	2&8-1	"	"	"	"	"	"	"
40	" " " " P	1-15-65	1-15-80	4-1/8	1&7-15	"	"	"	"	"	"	"
41	" " " " Q	9-1-65	9-1-80	4-3/8	3&9-1	"	"	"	"	"	"	"
42	" " " " R	1-15-66	1-15-81	4-5/8	1&7-15	"	"	"	"	"	"	"
43	" " " " S	4-15-66	4-15-81	4-7/8	4&10-15	"	"	"	"	"	"	"
44	" " " " T	4-15-71	4-15-86	7-1/8	4&10-15	"	"	"	"	"	"	"
45	" " " " U	4-1-72	4-1-87	7- $\frac{1}{2}$	4&10-1	"	"	"	"	"	"	"
46	C&G Ry. Pur. Agrmt.	9-15-65	9-1-75	4	Monthly	"	"	"	"	"	"	"
47	" " " " "	3-15-72	3-15-75	4-3/4	3&10-22	"	"	"	"	"	"	"
48	Secured Loan 1st Natl.											
49	Bank-Chicago	2-15-72	2-1-82	Prm & $\frac{1}{2}$	1&7-1	No	Yes	"	"	"	"	"
50	Total 4(a)											
51	Continued on Page 48B											Grand Total

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No
	Held in special funds or in treas- ury or pledged securities by symbol "P", matured by symbol "M"	Canceled (n)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")	Held in special funds or in treas- ury or pledged securities by symbol "P", matured by symbol "M"	Unmatured accounts 765, 766, and 767	Unmatured (account 764)	Matured and no provision made for payment (account 768)	
						(s)	(t)	(u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
									1
									2
									3
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Continued on Page 49B

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Line No	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity other than for sinking fund (g)	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	
	Account 766-Equipment Obligations - 4(c)											
	Cond. Sales Agreements											
4	Morgan Guar.-N.Y.	2-15-68	S2-15-83	6-7/8	268-15	No	No	No	Yes	No	None	None
5	" " "	3-15-69	S3-15-84	7-7/8	369-15	"	"	"	"	"	"	"
6	Irving Trust Co.	9-30-72	S1-15-83	7-3/4	167-15	"	"	"	"	"	"	"
7	Merchant Natl-Mobile	2-1-63	S2-1-78	4-1/2	268-1	No	Yes	No	No	No	None	None
8	1st Natl-Mobile	5-1-65	S5-1-80	4.4	5611-1	"	"	"	"	"	"	"
9	" " -St.Louis	1-1-67	S1-1-77	Prime	167-1	"	"	"	"	"	"	"
10	Mercan.Tr.Natl Assn.	4-1-67	S4-1-77	"	4610-1	"	"	"	"	"	"	"
11	Hibernia Nat.-N.O.La.	2-15-68	S8-15-78	"	268-15	"	"	"	"	"	"	"
12	Boatwans Nat-St.Louis	4-15-68	S4-15-78	"	4610-5	"	"	"	"	"	"	"
13	1st Natl-St.Louis	2-1-69	S2-1-79	"	268-1	"	"	"	"	"	"	"
14	Natl.Commerce-N.O.La.	7-1-69	S7-1-79	"	167-1	"	"	"	"	"	"	"
15	1st Natl-Chicago	8-1-69	S8-1-79	"	268-1	"	"	"	"	"	"	"
16	" " -St.Louis	2-1-70	S2-1-80	"	268-1	"	"	"	"	"	"	"
17	" " -Mobile	7-1-70	S7-1-80	"	167-1	"	"	"	"	"	"	"
18	" " - "	11-1-71	S11-1-81	"	5611-1	"	"	"	"	"	"	"
19	Hibernia Nat-N.O.La.	1-1-72	S1-1-82	"	167-1	"	"	"	"	"	"	"
20	First Pacific Bk-Chgo	8-31-73	S9-1-83	8-1/2	369-1	"	No	"	Yes	"	"	"
21												
22	Total 4(c)											
23												
24	Total Equip.Obligations											
25												
26												
27												
28												
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32												
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46												
47												
48												
49												
50												
51												
	Grand Total								xxx	xxx	xxxx	xxx

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 763, 764, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
									1
									2
									3
40 000			40 000	22 000		15 400	2 600		4
15 000			15 000	4 000		10 000	1 000		5
5 170			5 170	259		4 394	517		6
621			621	414		165	42		7
873			873	495		320	58		8
3 900			3 900	2 535		975	390		9
1 600			1 600	1 040		600	160		10
2 695			2 695	1 482		943	270		11
1 525			1 525	840		533	152		12
2 150			2 150	967		968	215		13
3 250			3 250	1 300		1 625	325		14
2 500			2 500	1 000		1 250	250		15
3 500			3 500	1 225		1 925	350		16
1 200			1 200	360		720	120		17
900			900	180		630	90		18
1 360			1 360	204		1 020	136		19
798			798	-		718	80		20
									21
87 042			87 042	38 301	(40)	41 986	6 755		22
									23
369 292			369 292	134 020		25 209 441	25 806		24
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									50
604 535			600 715	171 188	54 697	331 171	43 559		

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 48)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
(a)		(v)	(w)	(x)	(y)
	Account 765 Funded Debt Unmatured	\$	\$	\$	\$
1	(1) Mortgage Bonds (a) with				
2	Fixed Interest				
3	ICRR Cons. (First Mtge)				
4	3-3/4s Of 1979:Series A 11- 1-49	75		73	
5	3-3/4s Of 1979:Series B 11- 1-49	192		192	
6	3-3/4s Of 1974:Series C 11- 1-49	624		624	
7	3-3/4s Of 1984:Series F 1- 1-54	457		475	
8	3-1/4s Of 1980:Series G 8- 1-54	421		426	
9	3-3/8s Of 1980:Series H 9-15-54	1 184		1 132	
10	Alabama & Vicksburg Ry.				
11	Co. 1st Mtge Series A 5- 1-24	62		60	
12	Vicksburg, Shreveport &				
13	Pacific Ry. Refunding				
14	And Improvement 5s Of				
15	1973: Series B 5- 1-29	67		60	
16	Vicksburg, Shreveport &				
17	Pacific Ry. Refunding				
18	And Improvement Of 11- 1-40	-		-	
19	1973: Series C 5-1-41	-		-	
20	Southern Railway Co. In				
21	Miss. First Mortgage 10-20-84	-		-	
22	GM&O RR Co. 1st & Refunding				
23	Mort. 3-3/8s Ser. "G" Bonds 5- 1-55	555		332	
24	KC&StL&C RR 1st Mtge				
25	4-1/2 Bonds 5-31-47	78		39	
26	Total 1-(a)	3 715		3 433	
27					
28	(1)Mortgage Bonds (b)				
29	with Contingent Interest				
30	GM&O RR Gen. Mortgage				
31	5% Income Bds. Ser. A 7-1-40	292		299	
32	4% Income Bds. Ser. B 1-1-45	873		894	
33	Total 1-(b)	1 172		1 193	
34	Total Mortgage Bonds	4 887		4 626	
35	(3) Unsecured Bonds				
36	(a) With Fixed Interest				
37	25 Yr. Sinking Fund				
38	Debentures of 1980 1-1-55	23		25	
39	(b) With Contingent Int.				
40	GM&O RR Co. Income				
41	Debentures Ser. "A" 12-1-57	903		485	
42	Total 3	926		510	
43	Total Funded Debt Unmatured	5 813		5 136	
44					
45					
46					
47					
48					
49					
50					
51	Grand Total				

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218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued											
SECURITIES ISSUED OR ASSUMED DURING YEAR						SECURITIES REACQUIRED DURING YEAR				Line No.	
Purpose of the issue and authority (z)	Par value (aa)		Net proceeds received for issue (cash or its equivalent) (bb)		Expense of issuing securities (cc)		AMOUNT REACQUIRED				
							Par value (da)		Purchase price (ee)		
	\$		\$		\$		\$		\$		
								181		158	
								15		3	
								-		-	
								3 880		3 195	
								2 933		2 443	
								6 360		4 561	
								28		28	
								4		4	
								-		-	
								-		-	
								-		-	
								777		609	
								35		18	
								14 213		11 021	
								-		-	
								133		61	
								133		61	
								(1) 14 346		11 082	
								128		108	
								1 620		848	
								(3) 1 748		956	
								16 094		12 038	

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