

RC-135700

MISSOURI PACIFIC

1981

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RC 135700

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ORIGINAL

R-1

CLASS I RAILROADS

APPROVED BY GAO

B-180230 (R0470)

EXPIRES 3-31-83

annual report

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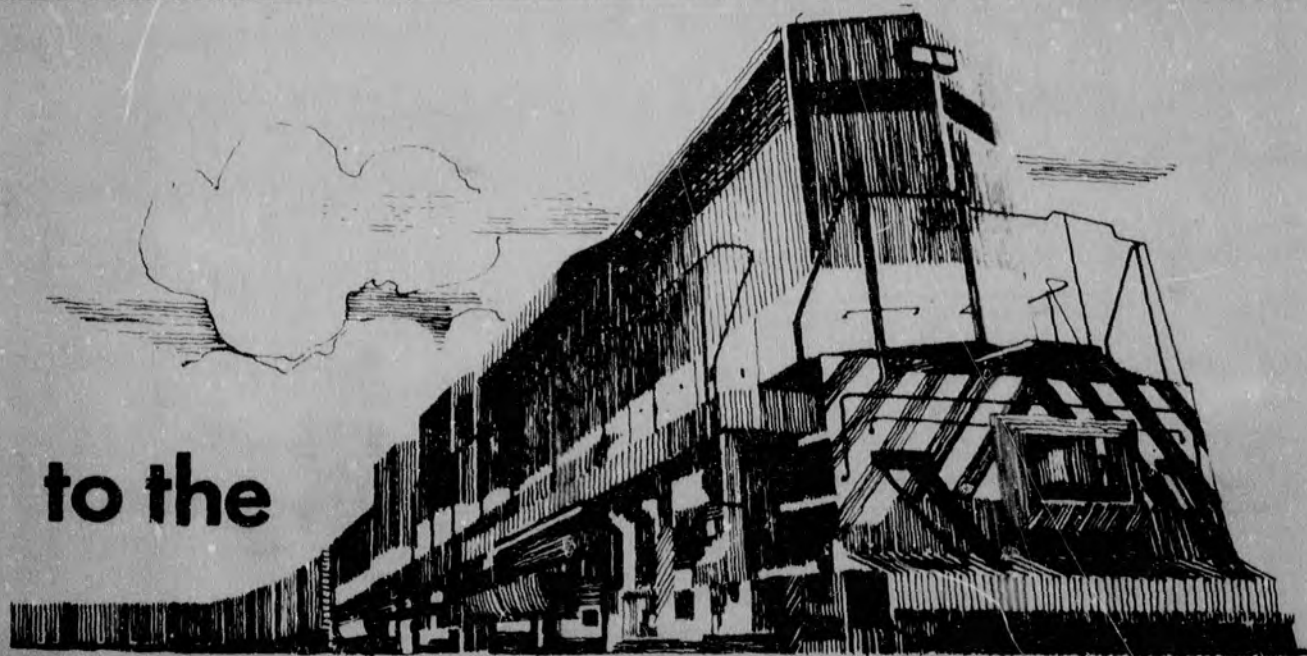
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ICC - P.O. 2040

RC000364 1 0 SPRS
MISSOURI PACIFIC R. R. CO.
210 N 13TH ST.
ST. LOUIS MO 63103

Correct name and address if different than shown.

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



to the

Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1981

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, P.O. Box 2040, Rockville Pike Station, Rockville, MD, 20852, by March 31, of the year following that for which the report is made. One copy should be retained in respondent's files. Attention is specially directed to the following provisions of Part I of the Interstate Commerce Act:

(49 U.S.C. 11145) 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.

(11145) 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.

(11144) 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: * * *

(11901) 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.

(11141) 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 B, page 2.

2. The instructions in this Form should be carefully observed, and each question should be answered fully and accurately, whether it has been answered in a previous annual report or not. Except in cases where they are specifically authorized, cancellations, arbitrary check marks, and the like should not be used either as partial or as entire answers to inquiries. If any inquiry, based on a preceding inquiry in the present report form, is, because of the answer rendered to such preceding inquiry, inapplicable to the person or corporation in whose behalf the report is made, such notation as "Not applicable; see page _____, schedule (or line) number _____" should be used in answer thereto, giving precise reference to the portion of the report showing the facts which make the inquiry inapplicable. Where the word "none" truly and completely states 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 less than \$500 should be lowered.

7. Railroad corporations, mainly distinguished as operating companies and lessor companies, are for the purpose of report to the Interstate Commerce Commission divided into classes. An operating company is one whose officers direct the business of transportation and whose books contain operating as well as financial accounts; 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 R-4.

Operating companies are broadly classified, with respect to their operating revenues, according to the following general definitions:

Class I companies are those having annual operating revenues of \$50,000,000, or more. For this class, Annual Report Form R-1 is provided.

Class II companies are those having annual operating revenues less than \$50,000,000 but in excess of \$10,000,000. For this class, Annual Report Form R-2 is provided.

Class III companies are those having annual operating revenues of \$10,000,000, or less. For this class, Annual Report Form R-3 is provided.

All switching and terminal companies will be designated class III railroads.

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

ANNUAL REPORT

OF

MISSOURI PACIFIC RAILROAD COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1981

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

(Name) E. F. Becktame(Title) Controller(Telephone number) 314
(Area code)622-2741
(Telephone number)(Office address) 210 No. 13th Street St. Louis, Missouri 63103
(Street and number, city, State, and ZIP code)

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.

Revisions to this report resulted from the following Commission's decisions copies of which were served on all railroads:

Docket

Title

Decision Date

ESTIMATE OF REPORTING BURDEN

In order to monitor carrier reporting burden and to satisfy OMB requirements pursuant to Public Law 96-511, it is requested that you voluntarily furnish your best estimate of the number of hours required to complete this report.

In making this estimate, please include the number of hours attributable to preparing the report and for any special compilations contained in this report that would not generally be maintained or used by management for purposes other than reporting to this Commission.

Total hours (Estimated) _____

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A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at its option, may omit pages from this report provided there is nothing to report or the schedules are not applicable.

2. Show below the pages excluded and indicate the schedule number and title in the space provided below.

3. If no schedules were omitted indicate "NONE".

Page	Schedule No.	Title
26-28	315	Special Funds and Other Investments
29-30	319	Securities, Advances, and Other Intangibles Owned or Controlled through Nonreporting Subsidiaries
31-32	325	Property used in Other than Carrier Operations
33	329	Other Assets and Other Deferred Debits
42	340	Depreciation Base and Rates-Improvements to Road and Equipment Leased from Others
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76	440	Miscellaneous Rents (Expense)
81		Blank
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86		Blank
95		Blank
123-4	760	Grade Crossings
127	850	Competitive Bidding
128	900	Compensation of Officers, Directors, etc.

B. IDENTITY OF RESPONDENT

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

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between *railroad* and *railway*. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification." If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

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. 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 Missouri Pacific Railroad Company
2. Date of incorporation August 30, 1977
3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees

Under laws of Delaware

4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars.

None

STOCKHOLDERS REPORTS

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

Check appropriate box:

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

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ 1.00 per share; first preferred, \$ — 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 Stock books not closed in 1981.
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. 1,000 votes, as of December 31, 1981 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. one 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 the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	PREFERRED Second (e)	First (f)
1	Missouri Pacific Corp.	St. Louis, MO	1,000	1,000		
2						
3						
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C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 1,000
votes cast.
11. Give the date of such meeting. April 14, 1981
12. Give the place of such meeting. St. Louis, MO

NOTES AND REMARKS

Footnotes for Schedule 310, Page 21:

<u>Corporations under Joint Control through Ownership of Capital Stock</u>		<u>Other Parties in Control</u>	
Alton & Southern Ry. Co. (50% each)		SISW Ry.	
Ark. & Mfs. Ry. B. & Term. Co. (33.3% each)		CRIP R.R., SLSW Ry.	
Brownsville & Matamoros Br. Co. (50% each)		Natl. Ry. of Mexico	
Galveston, Houston & Henderson R.R. (50% each)		MKT R.R.	
Houston Belt & Terminal Ry.		CRI&P (12.5%) FW&D (12.5%) ATSF (25%)	
Jefferson Southwestern R.R.		ICG R.R. (33.3%)	
Kansas City Terminal Ry. (8.3% each except BN)		AT&SF CMStP&P KCS UP BN (16.6%) CRI&P MKT C&NW ICG N&W	
Pueblo Union Depot & R.R. (25% each)		AT&SF C&S D&RGW	
Southern Illinois & Missouri Br. Co.		SLSW Ry. (40%)	
Texas City Terminal Ry. (33.3% each)		AT&SF Ry., MKT R.R.	
Trailer Train Co.	AT&SF 2.4% B&O 2.4% B&M 2.4% BN 9.7% CofG 2.4% C&O 4.8% C&NW 4.8% CMSPP 2.4% CRI&P 2.4%	DT&I 2.4% D&RGW 2.4% FEC 2.4% ICG 4.8% KCS 2.4% MKT 2.4% N&W 7.3% CRC 9.7% RF&P 2.4%	SCL 7.3% SLSW 2.4% SOU 2.4% SP 2.4% TP&W 2.4% UP 2.4% TIC 2.4% WP 2.4%

- (a) All securities are pledged with Boatmen's National Bank of St. Louis, Trustee for First Mortgage; also, under the General Mortgage, Manufacturers Hanover Trust Company, Trustee, except \$95 for WMW&NW pledged under T&P Ry. Gen. & Refund. Mtg., dated January 1, 1924.
- (b) Deposited with the Trustees of the Mortgages of the respective issuing companies as further assurance of the performance of the Operating Agreements.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	19,289	24,085
2	702	Temporary Cash Investments (Sch. 300)	205,406	182,214
3	703	Special Deposits (Sch. 300)	10,145	4,936
		Accounts Receivable		
4	705	- Interline and Other Balances	31,352	29,099
5	706	- Customers	70,426	83,774
6	707, 704	- Other	17,060	25,688
7	709, 708	- Accrued Accounts Receivables	115,896	37,744
8	708.5	- Receivables from Affiliated Companies	1,362	1,139
9	709.5	- Less: Allowance for Uncollectible Accounts	4,664	2,993
10	710, 711, 714	Working funds prepayments deferred income tax debits (Sch. 300)	32,958	29,963
11	712	Materials and Supplies	67,198	60,300
12	713	Other Current Assets (Sch. 300)		
13		Total Current Assets	566,428	475,949
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	42,033	61,700
15	721, 721.5	Investments and Advances: Affiliated Companies (Sch. 310)	94,103	96,323
16	737, 738	Property used in other than Carrier Operations (less depreciation \$ 8,262). (Sch. 325)	15,957	14,190
17	739, 741	Other Assets (Sch. 329)	13,654	9,911
18	743, 744	Other Deferred Debits (Sch. 329)	3,604	3,258
19		Total Other Assets	169,351	185,382
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)	1,086,480	991,108
21		Equipment	1,748,051	1,585,907
22		Unallocated Items	28,381	42,708
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 335, 351, 342, 339)	(641,699)	(599,598)
24		Net road and Equipment	2,221,213	2,020,125
25		Total Assets	2,956,992	2,681,456

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Begin- ning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)		
27	752	Accounts Payable; Interline and Other Balances	21,474	20,273
28	753, 754	Other Accounts Payable	61,190	55,853
29	755, 756	Interest and Dividends Payable	35,597	34,743
30	757	Payables to Affiliated Companies	6	7
31	759	Accrued accounts Payable (Sch. 370)	191,107	187,166
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 370)	20,278	26,415
33	763	Other Current Liabilities (Sch. 370)	16,721	11,229
34	764	Equipment obligations and other long-term debt due within one year	79,741	75,937
35		Total Current Liabilities	426,114	411,623
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	365,458	381,307
37	766	Equipment obligations	665,466	628,307
38	766.5	Capitalized Lease Obligations	53,985	60,994
39	768	Debt in default		
40	769	Accounts payable; Affiliated Companies	10,866	9,288
41	770.1, 770.2	Unamortized debt premium	(2,221)	(1,042)
42	781	Interest in default		
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	407,727	276,561
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	72,976	65,120
46		Total Noncurrent Liabilities	1,574,257	1,420,535
		<u>Shareholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)	1	1
48		Common Stock	1	1
49		Preferred Stock		
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)	205,342	205,342
		Retained Earnings:		
52	797	Appropriated (221)	39,196	36,541
53	798	Unappropriated (220)	712,082	607,414
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock		
56		Net Stockholders Equity	956,621	849,298
57		Total Liabilities and Shareholders Equity	2,956,992	2,681,456

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - 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 statements

explaining (1) service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements. (Dollars in thousands).

1. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditures, and for sinking and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts \$ **39,233**

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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: **See Page 8**

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. **See Page 8** \$

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

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

(ii) If funding is by trust agreement, list trustee(s) **Northern Trust Co., Chicago & Citibank, New York**

Date of trust agreement or latest amendment **12-19-75**

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

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement **See Page 8**

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

Yes No **X**

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

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

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

5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ **3,858**

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$ **3,858**

6. Specify the total amount of business entertainment expenditures charged to the non-operating expense account \$ **None**

Changes in depreciation rates during the year resulted in an increase of \$4,000 in net income. If the previous depreciation rates had been in effect, net income for the year would have been \$144,323. (Sub-Order No. R-534-I)

Continued on following page

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES (Concluded)

Marketable Equity Securities - to be completed by companies with \$10.0 million or more in gross operating revenues.

(a) Changes in Valuation Accounts

	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current Yr.) Current Portfolio <u>None</u>				XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	\$ _____
(Previous Yr.) Current Portfolio _____			XXXXX	XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	XXXXX

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

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

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

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

NOTE: / / - date - Balance sheet date of the current year unless specified as previous year.

NOTES AND REMARKS

Note from Page 7

Pension costs are charged to operating expenses on an accrual method, which includes normal costs and amortization of prior service cost over a 35-year period ending January 1, 2001, plus interest on recorded unfunded pension liability. Pension charges are funded over a 30-year period ending January 1, 2006.

The pension plan was amended, effective January 1, 1976, and now includes substantially all "non-scheduled" (non-union) employees and conforms the plan to the requirements of the Employee Retirement Income Security Act of 1974.

The pension plan and fund includes the Missouri Pacific Railroad and the following affiliated companies - ART, DK&S, Mo.Impv., MP Truck Lines, MP Airfreight, WMW&NW and CHTT. The actuary determines cost and contributions of each of the participating companies. There is no separation of the fund by companies. The actuarially computed value of vested benefits and benefits pertaining to retired employees exceeds the market value of the pension fund for the Missouri Pacific Railroad and its affiliates by approximately \$9,531 at December 31, 1981.

Respondent carried a service interruption and a supplemental service interruption policy with the Imperial Insurance Company, Limited, under which it will be entitled to an indemnity of \$2,198 per day for certain work stoppage losses. In the event such losses are sustained by other railroads holding similar policies, respondent may be obligated to pay a maximum amount of 20 times the daily indemnity, less the amount of the initial premium, or \$41,762 in any fiscal year.

210. RESULTS OF OPERATIONS

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

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

3. List dividends from investments accounted for under the

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

4. All contra entries hereunder should be indicated in parenthesis.

5. Dollars in thousands.

Line No.	Item	Amount for Current Year	Amount for Preceding Year	Freight-Related Revenues & Expenses	Passenger-Related Revenues & Expenses
	(a)	(b)	(c)	(d)	(e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$ 1,834,704	\$ 1,639,858	\$ 1,834,704	\$
2	(102) Passenger **				
3	(103) Passenger-Related				
4	(104) Switching	21,162	18,719	21,162	
5	(105) Water Transfers				
6	(106) Demurrage	21,812	24,568	21,812	
7	(110) Incidentals	5,885	4,302	5,885	
8	(121) Joint Facility-Credit	4,179	3,055	4,179	
9	(122) Joint Facility-Debit	82	6	82	
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	1,887,660	1,690,496	1,887,660	
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations				
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)	1,887,660	1,690,496	1,887,660	
14	(531) Railway operating expenses	1,660,169	1,479,904	1,660,169	
15	*Net revenue from railway operations	227,491	210,592	227,491	
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	2,997	1,737		
17	(510) Miscellaneous rent income	5,649	4,881		
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income	3,945	30		
20	(514) Interest income	35,791	19,553		
21	(516) Income from sinking and other funds	4,049	2,828		
22	(517) Release of premiums on funded debt				
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	14,529	15,279		
	Income from affiliated companies:				
25	Dividends	2,300	1,700		
26	Equity in undistributed earnings (losses)	148	5,337		
27	Total other income (lines 16-26)	69,408	51,345		
28	Total income (lines 15, 27)	296,899	261,937		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	374	276		
30	(535) Taxes on property used in other than carrier operations	1,162	1,074		
31	(543) Miscellaneous rent expense	181	177		
32	(544) Miscellaneous taxes	1	1		
33	(545) Separately operated properties-Loss	480	320		
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges	1,504	6,165		
37	(553) Uncollectible accounts	19			
38	Total miscellaneous deductions (lines 29-37)	3,721	8,013		
39	Income available for fixed charges (lines 28, 38)	293,178	253,924		

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
(546) Interest on funded debt:			
40 (a) Fixed interest not in default		85,867	73,909
41 (b) Interest in default			
42 (547) Interest on unfunded debt			3
43 (548) Amortization of discount on funded debt		405	287
44 Total fixed charges (lines 40-43)		86,272	74,199
45 Income after fixed charges (lines 39, 44)		206,906	179,725
	OTHER DEDUCTIONS		
(546) Interest on funded debt:			
46 (c) Contingent interest		9,378	9,400
	UNUSUAL OR INFREQUENT ITEMS		
47 (555) Unusual or infrequent items (debit) credit			
48 Income (loss) for continuing operations (before income taxes)		197,528	170,325
	PROVISIONS FOR INCOME TAXES		
(556) Income taxes on ordinary income:			
49 Federal income taxes		(77,589)	12,928
50 State income taxes		1,728	3,148
51 Other income taxes		1,310	1,496
52 (557) Provision for deferred taxes		123,756	29,365
53 Income from continuing operations		148,323	123,388
	DISCONTINUED OPERATIONS		
54 (560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)			
55 (562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)			
56 Income before extraordinary items		148,323	123,388
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
57 (570) Extraordinary items (Net)			
58 (590) Income taxes on extraordinary items			
59 (591) Provision for deferred taxes - Extraordinary items			
60 Total extraordinary items (lines 57-59)			
61 (592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)			
62 Net income		148,323	123,388
	*Reconciliation of net railway operating income (NROI)		
63 Net revenues from railway operations		227,491	
64 (556) Income taxes on ordinary income		(74,551)	
65 (557) Provision for deferred income taxes		123,756	
66 Income from lease of road and equipment		6572	
67 Rent for leased roads and equipment		788	
68 Net railway operating income		178,502	163,987
	**Report hereunder the charges to the revenue accounts representing payments made to others for		
69 Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates \$ <u>None</u>			
(a) Of the amount reported for "Net revenue from railway operations", <u>100</u> % (to nearest whole number) represents payments for collection and delivery of LCL freight either in TOFC trailers or otherwise. The percentage reported is (Check one): Actual (<u>X</u>) Estimated ()			
70 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 \$ <u>41,535</u>			
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):			
71 (a) Payments for transportation of persons \$ <u>None</u>			
72 (b) Payments for transportation of freight shipments \$ <u>None</u>			
NOTE - Gross charges for protective charges to perishable freight, without deduction for any proportion thereof credited to Account No. 101, "Freight" (not required from switching and terminal companies):			
73 Charges for service for the protection against heat \$ <u>401</u>			
74 Charges for service for the protection against cold \$ <u>16</u>			

220. RETAINED EARNINGS—UNAPPROPRIATED

1. Show hereunder the items of Retained Earnings Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.

2. All contra entries hereunder should be indicated in parentheses.

3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 62, column (b), Schedule 210.

6. Include in column (b) only amounts applicable to retained earnings exclusive of any amounts included in column (c). (Dollars in thousands)

Line No.	Item	Retained earnings—Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year _____	\$ 570,435	\$ 36,979
2	(601.5) Prior period adjustments to beginning retained earnings _____		
	CREDITS		
3	(602) Credit balance transferred from income _____	148,175	148
4	(603) Appropriations released _____	36,578	
5	(606) Other credits to retained earnings _____		
6	Total _____	184,753	148
	DEBITS		
7	(612) Debit balance transferred from income _____		
8	(616) Other debits to retained earnings _____		
9	(620) Appropriations for sinking and other funds _____	39,233	
10	(621) Appropriations for other purposes _____		
11	(623) Dividends: Common stock _____	41,000	
12	Preferred stock ¹ _____		
13	Total _____	80,233	
14	Net increase (decrease) during year (Line 6 minus line 13) _____	104,520	148
15	Balances at close of year (Lines 1, 2 and 14) _____	674,955	37,127
16	Balance from line 15(c) _____	37,127	xxxxx
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year _____	712,082	xxxxx
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606 _____		xxxxx
19	Account 616 _____		xxxxx

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

221. RETAINED EARNINGS—APPROPRIATED

Give an analysis in the form called for below of account No. 797, "Retained earnings—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 earnings	37,613	33,276	37,613
2	Funded debt retired through retained earnings			
3	Sinking funds	1,583	3,265	1,583
4	Miscellaneous funds			
5	Other appropriations (specify): <u>Incentive Per Diem Funds</u>	37	37	-
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL	39,233	36,578	39,196

225. TRANSFERS FROM GOVERNMENT AUTHORITIES

This schedule should include particulars of all transfers from Federal, state or municipal authorities received during the year. The amount of transfer received shall be distributed among columns (c), (d), and (e) in accordance with General Instruction 1-15 of the Uniform System of Accounts for Railroad Companies. (Dollars in thousands)

Line No.	Description (a)	Amount (b)	Applied to current operations (c)	Deferred to future periods (d)	Applied to contributed capital (e)
	Source and description of transfers	\$	\$	\$	\$
1	None				
2					
3					
4					
5					
6					
7	Total received during year				
8	Cumulative total of Government transfers-beginning of year		XXXXX	XXXXX	XXXXX
9	Cumulative total of Government transfers-end of year		XXXXX	XXXXX	XXXXX

230. CAPITAL STOCK

PART I. CAPITAL STOCK

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

- sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.
5. Dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	1.00	1,000	1,000		1,000	1	
2								
3								
4	Preferred							
5								
6								
7								
8								
9								
10	TOTAL	XXXXX	1,000	1,000		1,000	1	

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.
7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year	None	\$	1,000	\$ 1		\$	\$ 205,342
12	Capital Stock Sold ¹							
13	Capital Stock Reacquired							
14	Capital Stock Canceled							
15	Stock Dividends							
16	Balance at Close of Year	None		1,000	1			205,342

¹ By footnote state the purpose of the issue and authority.

240. 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 application of funds for invest-

ment 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.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL		
	Working capital provided by operations:		
1	Net income (loss) before extraordinary items _____	\$ 148,323	\$ 123,388
	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:		
2	Retirement of nondepreciable property _____	1,086	1,086
3	Loss (gain) on sale or disposal of tangible property _____		
4	Depreciation and amortization expenses _____	73,144	72,127
5	Net increase (decrease) in deferred income taxes _____	123,756	29,365
6	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year _____	(148)	(5,337)
7	Net increase (decrease) in noncurrent portion of estimated liabilities _____	11,578	(4,293)
	Other (specify):		
8	Profit on Company Bonds Reacquired _____	(8,236)	(10,287)
9	_____		
10	_____		
11	_____		
12	_____		
13	Total working capital from operations before extraordinary items _____	349,503	206,049

Road Initials: MP

Year 19 81

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL—Continued			
14	Add funds generated by reason of discontinued operations, extraordinary items, prior period adjustments, and changes in accounting principles _____	\$	\$
15	Total working capital from operations _____	349,503	206,049
Working capital from sources other than operating:			
16	Proceeds from issuance of long-term liabilities _____	103,923	178,783
17	Proceeds from sale/disposition of carrier operating property _____	16,521	8,070
18	Proceeds from sale/disposition of other tangible property _____	152	784
19	Proceeds from sale/repayment of investments advances _____	4,030	2,745
20	Net decrease in sinking and other special funds _____	19,667	
21	Proceeds from issue of capital stock _____		
Other (specify):			
22	<u>Adjustment between accum. deferred income tax credit and working capital accounts</u>	7,410	9,370
23	<u>Net increase in other long term liab. (less depreciation accruals)</u>		5,874
24	_____		
25	_____		
26	_____		
27	Total working capital from sources other than operating _____	151,703	205,626
28	Total sources of working capital _____	501,206	411,675

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL	\$	\$
29	Amount paid to acquire/retire long-term liabilities	80,987	69,052
30	Cash dividends declared	41,000	37,000
31	Purchase price of carrier operating property	291,295	282,911
32	Purchase price of other tangible property	2,429	232
33	Purchase price of long-term investments and advances	1,662	1,497
34	Net increase in sinking or other special funds		29,335
35	Purchase price of acquiring treasury stock		
	Other (specify):		
36	Net increase in other assets and deferred charges	4,089	2,776
37	Net decrease in other long term liab. (less depreciation accruals)	3,756	
38			
39			
40			
41			
42			
43			
44			
45	Total application of working capital	425,218	422,803
46	Net increase (decrease) in working capital	75,988	(11,128)

241. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital.
(Dollars in thousands)

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments	\$ 224,695	\$ 206,299	\$ 18,396
2	Net receivables	231,432	174,451	56,981
3	Prepayments	32,958	29,963	2,995
4	Materials and supplies	67,198	60,300	6,898
5	Other current assets not included above	10,145	4,936	5,209
6	Notes payable and matured obligations	-	-	-
7	Accounts payable	(273,777)	(263,299)	(10,478)
8	Current equipment obligations and other debt	(79,741)	(75,937)	(3,804)
9	Other current liabilities not included above	(72,596)	(72,387)	(209)
10	Net increase (decrease) in working capital	140,314	64,326	75,988

245. WORKING CAPITAL INFORMATION

1. Report below the information requested with respect to the referenced accounts.
2. Give the amount of issues from stock during the year for lines 1 thru 5 as it pertains to account 712, "Material and supplies".
3. Report on lines 6 and 7 only the amount applicable to common-carrier transportation service included in accounts 707 and 754.
4. Report on lines 8 and 9 the amount included in account balances for 760, 761, 761.5, 556, 762. (Do not include taxes levied in lieu of property taxes).
5. Dollars in thousands.

Line No.	Item (a)	Amount (b)
1	Construction and additions and betterments _____	\$ 73,219
2	Common-carrier operating purposes _____	370,278
3	Used by other than respondent's lessor companies _____	6,397
4	Total _____	449,894
5	Portion of balance in the material and supplies account at end of year that represents scrap and obsolete material _____	None
6	Account 707. Accounts receivable; other _____	12,114
7	Account 754. Accounts payable; other _____	206
8	Account 760. Federal income taxes accrued _____	-
9	Account 761. State and other income taxes accrued _____	(385)
10	Account 761.5 Other taxes accrued _____	20,663
11	Account 556. Income taxes on ordinary income _____	3,038
12	Account 762. Deferred Income tax credits _____	-

NOTES AND REMARKS

Footnotes for Schedule 310, Page 21Corporations under Joint Control
through Ownership of Capital Stock

Great Southwest R.R. (45%)

Belt Ry. of Chicago

Chicago & Western Indiana (20% each)

Fruit Growers Express

Other Parties in Control

CRIP (45%) Great Southwest Corp. (10%)

ATSF (7.7%)	GTW (7.7%)	N&W (7.7%)
B-N (7.7%)	ICG (7.7%)	CRC (15.4%)
C&O (7.7%)	L&N (15.4%)	SOO (7.7%)
CRIP (7.7%)		

CRC GTW L&N N&W

Many other Carriers in USA

300. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

If the amount in the captioned selected current asset accounts (Accounts 702, 703, 704, 708, 709, 710, 711, 712, and 713) exceeds 5% of total current assets, report the three largest items in the account or combined accounts and any other items exceeding

5% of current assets. Give a brief description of each item listed. 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			\$
2		Not Required	
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
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37			

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A and 315

1. Schedules 310 and 315 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, the disclosures should include the investments in the obligations of Federal, state and local governments, and the obligation of individuals. Also, disclose the investments made, disposed of, and written down during the year, and the applicable dividends and interest credited to income as a result of those investments. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing Account No. 721 "Investments and advances affiliated companies," in the Uniform System of Accounts for Railroad Companies.

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

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

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

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

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

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

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

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

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

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

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

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

12. Dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 20, 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__." Abbreviations in common use in standard financial publications may be used to conserve space.

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	"A" Stocks (d)	(e)
1	721	A1	VII	Alton & Southern Ry.	50
2		A1	VII	American Refrigerator Transit Co. (a)	100
3		A1	VII	Ark. & Mfs. Ry. Bridge & Term. Pfd. (a)	33.3
4		A1	VII	" " " " " " Com. (a) (b)	33.3
5		A1	VII	Belt Ry. of Chicago	7.7
6		A1	VII	Brownsville & Matamoros Bridge Co. (a)	50
7		A1	VII	Chicago Heights Term. Transfer Co.	100
8		A1	VII	Chicago & Western Indiana R.R.	20
9		A1	VII	Doniphan, Kensett & Searcy Ry.-Pfd. (a)	100
10		A1	VII	Doniphan, Kensett & Searcy Ry.-Com. (a)	100
11		A1	VII	Fruit Growers Express Co.	1.4
12		A1	VII	Galveston, Houston & Henderson R.R. (a)	50
13		A1	VII	Great Southwest R.R.	45
14		A1	VII	Houston Belt & Terminal Ry. (a) (b)	50
15		A1	VII	Illinois Terminal R.R.	-
16		A1	VII	Jefferson Southwestern R.R. (a)	66.6
17		A1	VII	Kansas City Terminal Ry. (a) (b)	8.3
18		A1	VII	Missouri Pacific Truck Lines (a)	100
19		A1	VII	Pueblo Union Depot & R.R. (a)	25
20		A1	VII	Southern Illinois & Missouri Bridge Co. (a)	60
21		A1	VII	Texas City Terminal Ry. (a)	33.3
22		A1	VII	Trailer Train Co.	4.8
23		A1	VII	Weatherford, Mineral Wells & Northwestern Ry. (a)	100
24				Total Class A1	
25	721	A2	VII	Texas & Missouri Pacific R.R.	100
26				Total Class A2	
27	721	A3	VI	Missouri Improvement Co. (a)	100
28		A3	VII	MP Equipment Corp.	100
29				Total Class A3	
30				Total Class A	
31					
32					
33					
34					
35				See Footnotes on Pages 4 and 18	
36					
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

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

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

9. Also included should be investments in unincorporated entities such as lessee organizations (exclusive of amounts nominally settled on a current basis).

10. This schedule should not include securities issued or assumed by respondent.

11. For affiliates which do not report to the Interstate Commerce Commission, and are jointly owned, give names and extent of control of other entities by footnote.

12. Dollars in thousands.¹

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$ 8,000	\$	\$	\$ 8,000	\$	\$	\$ 2,000	1
378			378				2
550			550				3
290			290				4
240			240				5
250			250				6
1,438			1,438			3,908	7
1,000			1,000				8
20			20				9
20			20				10
148			148				11
926			926				12
412			412				13
13			13				14
2		2	-				15
56			56				16
107			107		612		17
2,085			2,085		8,691		18
10			10		68		19
26			26				20
639			639			300	21
149			149				22
100			100				23
16,859		2	16,857		9,371	6,208	24
1			1				25
1			1				26
5,105			5,105				27
1			1				28
5,106			5,106				29
21,966		2	21,964		9,371	6,208	30
							31
							32
							33
							34
							35
							36
							37
							38
							39
							40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1				"C" Other Secured Obligations	
2	721	C1	VII	Trailer Train Co. Notes	
3				Total Class C1	
4				Total Class C	
5					
6				"E" Investment Advances	
7	721	E1	VII	Ark. & Mfs. Ry. Bridge & Term.	
8		E1	VII	Belt Ry. of Chicago	
9		E1	VII	Chicago & Western Indiana R.R.	
10		E1	VII	Galveston, Houston & Henderson R.R.	
11		E1	VII	Great Southwest R.R.	
12		E1	VII	Houston Belt & Terminal Ry.	
13		E1	VII	Jefferson Southwestern R.R.	
14		E1	VII	Kansas City Terminal Ry.	
15		E1	VII	MP Equipment Corp.	
16		E1	VII	Missouri Pacific Truck Lines	
17		E1	VII	Port Terminal R.R. Assn.	
18		E1	VII	Pueblo Union Depot Co.	
19		E1	VII	Southern Illinois & Missouri Bridge Co.	
20		E1	VII	Terminal R.R. Assn. of St. Louis	
21		E1	VII	Weatherford, Mineral Wells & Northwestern R.R.	
22		E1	VII	Wichita Terminal	
23				Total Class E1	
24	721	E2	VII	Texas & Missouri Pacific R.R.	
25				Total Class E2	
26				Total Class E	
27					
28				Total Account 721	
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued

Investments and advances							Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)	Disposal Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	
\$	\$	\$	\$	\$	\$	\$	1
846			846			59	2
846			846			59	3
846			846			59	4
							5
							6
314	37		351				7
556	78		634			39	8
7,217	19		7,236				9
1,876		* 275	1,601				10
1,129	1		1,130				11
10,259		* 939	9,320				12
93			93				13
3,075	251		3,326				14
3,104		*1,159	1,945				15
14,567		*1,001	13,566				16
425	58		483				17
131			131				18
927		* 37	890				19
1,961		* 617	1,344				20
265	100		365				21
2			2				22
45,901	544	4,028	42,417			39	23
2	1,118		1,120				24
2	1,118		1,120				25
45,903			43,537			98	26
							27
68,715	1,662	4,030	66,347		9,371	6,306	28
							29
							30
							31
							32
							33
							34
							35
							36
							37
							38
							39
							40

* Repayment of Advances

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721, Investments and advances affiliated companies.

2. Enter in column (c) the amount necessary to retroactively adjust those investments. (See instruction 5-2, Uniform System

of Accounts.)

3. Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.

4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date

of acquisition.

5. For definitions of "carrier" and "noncarrier," see general instructions.

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
1	Alton & Southern Ry.	3,210		479			3,689
2	American Refrigerator Transit Co.	17,948		(758)			17,190
3	Ark. & Mfs. Ry. Br. & Term.	20		-			20
4	Belt Ry. of Chicago	353		65			418
5	Brownsville & Matamoros Bridge Co.	1,442		418			1,860
6	Chicago Heights Term. Transfer Co.	5,847		(3,364)			2,483
7	Chicago & Western Indiana R.R.	429		73			502
8	Doniphan, Kensett & Searcy Ry.	248		(55)			193
9	Galveston, Houston & Henderson R.R.	844		17			861
10	Great Southwest R.R.	(96)		(15)			(111)
11	Houston Belt & Terminal Ry.	2,010		-			2,010
12	Illinois Terminal R.R.	23		-		(23)	-
13	Jefferson Southwestern R.R.	(9)		1			(8)
14	Kansas City Terminal Ry.	171		13			184
15	MP Equipment Corp.	318		52			370
16	Missouri Pacific Truck Lines	(2,396)		733			(1,663)
17	Southern Illinois & Missouri Bridge Co.	4					4
18	Terminal R.R. Assn. of St. Louis	301		789			1,090
19	Texas City Terminal Ry.	2,129		68			2,197
20	Texas & Missouri Pacific R.R.	(2)		(1)			(3)
21	Weatherford, Mineral Wells & Northwestern R.R.	(267)		22			(245)
22	Expenditures in non-regulated subsidiaries						
23	reclassified in consolidation	(1,270)		361			(909)
24	Deferred profit on intercompany sale of prop.	(509)		509			-
25	Noncarriers	6,231		764			6,995
26							
27		36,979		171		(23)	37,127

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE F 330 AND 330A

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. If the amount in account 732 for road or for equipment is less than 5% of the amount in account 731 at the beginning and end of year, the corresponding portion of Schedule 330A may be omitted. The balances, by primary accounts, should, insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (h) is the aggregate of columns (b) to (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.

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

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

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

5. In column (f) should be entered all credits representing property sold, abandoned, or otherwise retired.

6. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in the column in which the item was initially

included; also the transfer of prior years' debits or credits from investment in road and equipment to operating expenses or other accounts, or vice versa, should be included in the column applicable to current items of like nature. Each such transfer, adjustment, or clearance should be fully explained when in excess of \$100,000.

7. If during the year an individual charge of \$100,000 or more was made to account No. 2, "Land for transportation purposes," state in a footnote the cost, location, area, and other details which will identify the property.

8. Report on line 32 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

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

10. If an amount of less than \$2000 is used as the minimum for additions and betterments to property investment accounts as provided for in Instruction 2-2, of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

11. Dollars in thousands.

NOTES AND REMARKS

Footnote for Page 39

(A) Account 16 \$45,647 @ 2.72
 12,300 @ 12.85

(B) Account 26 \$15,004 @ 3.28
 12,766 @ 15.83

Footnote for Page 40

Column (F) represents depreciation charged to operating expense by respondent for property leased to others.

Footnote for Page 35 and Page 40

Column (D) represents transfer of equipment from Chicago Heights Terminal Transfer Railroad Company to Missouri Pacific by means of dividend declaration per resolution of C.H.T.T. Board of Directors.

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Line No.	(Dollars in thousands) Account (a)	Balance at beginning of year (b)	Expenditures during the year for ori- ginal road and equip- ment, and road exten- sions (c)	Expenditures during the year for pur- chase of existing lines, reorganiza- tions, etc. (d)
1	(1) Engineering	\$ 19,067	\$	\$
2	(2) Land for transportation purposes	41,825		
3	(3) Grading	134,294		
4	(4) Other right-of-way expenditures	1,613		
5	(5) Tunnels and subways	1,577		
6	(6) Bridges, trestles, and culverts	114,549		
7	(7) Elevated structures			
8	(8) Ties	48,027		
9	(9) Rails	127,337		
10	(10) Other track material	124,850		
11	(11) Ballast	54,718		
12	(12) Track laying and surfacing	55,548		
13	(13) Fences, snowsheds, and signs	4,831		
14	(16) Station and office buildings	55,248		
15	(17) Roadway buildings	2,461		
16	(18) Water stations	980		
17	(19) Fuel stations	3,693		
18	(20) Shops and enginehouses	31,176		
19	(22) Storage warehouses			
20	(23) Wharves and docks	258		
21	(24) Coal and ore wharves	1,050		
22	(25) TOFC/COFC terminals	6,785		
23	(26) Communication systems	27,690		
24	(27) Signals and interlockers	67,122		
25	(29) Power plants	195		
26	(31) Power-transmission systems	3,208		
27	(35) Miscellaneous structures	1,370		
28	(37) Roadway machines	23,871		
29	(39) Public improvements—Construction	20,868		
30	(44) Shop machinery	15,265		
31	(45) Power-plant machinery	1,000		
32	Other (specify and explain)			
33	Total expenditures for road	990,476		
34	(52) Locomotives	462,049		213
35	(53) Freight-train cars	1,079,418		6,318
36	(54) Passenger-train cars			
37	(55) Highway revenue equipment	10,366		
38	(56) Floating equipment	332		
39	(57) Work equipment	19,783		364
40	(58) Miscellaneous equipment	13,959		
41	Total expenditures for equipment	1,585,907		6,895
42	(76) Interest during construction	15,740		
43	(77) Other expenditures—General	3,788		
44	Total general expenditures	19,528		
45	Total	2,595,911		6,895
46	(80) Other elements of investment			
47	(90) Construction in progress	23,180		
48	Grand Total	2,619,091		6,895

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

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.
(e)	(f)	(g)	(h)	
\$ 910	\$ 104	\$ 806	\$ 19,873	1
223	136	87	41,912	2
13,925	650	13,275	147,569	3
257	2	255	1,868	4
509	14	495	2,072	5
6,229	1,250	4,979	119,528	6
				7
5,265	505	4,760	52,787	8
11,421	758	10,663	138,000	9
15,620	690	14,930	139,780	10
1,021	237	784	55,502	11
5,900	294	5,606	61,154	12
87	52	35	4,866	13
6,278	162	6,116	61,364	14
13	1	12	2,473	15
(1)	1	(2)	978	16
1,480		1,480	5,173	17
2,411	39	2,372	33,548	18
				19
5		5	263	20
	152	(152)	898	21
1,693		1,693	8,478	22
4,398	216	4,182	31,872	23
10,733	299	10,434	77,556	24
			195	25
239	1	238	3,446	26
122		122	1,492	27
11,712	730	10,982	34,853	28
342	24	318	21,186	29
981	101	880	16,145	30
17		17	1,017	31
				32
101,790	6,418	95,372	1,085,848	33
97,757	18,684	79,285 79,286	541,335	34
77,697	20,669	63,347 63,346	1,142,764	35
				36
5,052	15	5,037	15,403	37
			332	38
11,200	528	11,036	30,819	39
5,087	1,648	3,439	17,398	40
196,793	41,544	162,144	1,748,051	41
	118	(118)	15,622	42
	26	(26)	3,762	43
	144	(144)	19,384	44
298,583	48,106	257,372	2,853,283	45
				46
(14,183)		(14,183)	8,997	47
284,400	48,106	243,189	2,862,280	48

330A. IMPROVEMENTS ON LEASED PROPERTY (See Instruction)

Line No.	Account (Dollars in thousands)	Balance at beginning of year	Expenditures during the year for original road and equipment, and road extensions	Expenditures during the year for purchase of existing lines, reorganizations, etc.
	(a)	(b)	(c)	(d)
1	(1) Engineering _____	\$	\$	\$
2	(2) Land for transportation purposes _____	Not Applicable		
3	(3) Grading _____			
4	(4) Other right-of-way expenditures _____			
5	(5) Tunnels and subways _____			
6	(6) Bridges, trestles, and culverts _____			
7	(7) Elevated structures _____			
8	(8) Ties _____			
9	(9) Rails _____			
10	(10) Other track material _____			
11	(11) Ballast _____			
12	(12) Track laying and surfacing _____			
13	(13) Fences, snowsheds, and signs _____			
14	(16) Station and office buildings _____			
15	(17) Roadway buildings _____			
16	(18) Water stations _____			
17	(19) Fuel stations _____			
18	(20) Shops and enginehouses _____			
19	(22) Storage warehouses _____			
20	(23) Wharves and docks _____			
21	(24) Coal and ore wharves _____			
22	(25) TOFC/COFC terminals _____			
23	(26) Communication systems _____			
24	(27) Signals and interlockers _____			
25	(29) Power plants _____			
26	(31) Power-transmission systems _____			
27	(35) Miscellaneous structures _____			
28	(37) Roadway machines _____			
29	(39) Public improvements—Construction _____			
30	(44) Shop machinery _____			
31	(45) Power-plant machinery _____			
32	Other (specify and explain) _____			
33	Total expenditures for road _____			
34	(52) Locomotives _____			
35	(53) Freight-train cars _____			
36	(54) Passenger-train cars _____			
37	(55) Highway revenue equipment _____			
38	(56) Floating equipment _____			
39	(57) Work equipment _____			
40	(58) Miscellaneous equipment _____			
41	Total expenditures for equipment _____			
42	(76) Interest during construction _____			
43	(77) Other expenditures—General _____			
44	Total general expenditures _____			
45	Total _____			
46	(80) Other elements of investment _____			
47	(90) Construction work in progress _____			
48	Grand Total _____			

Road Initials: **MP**Year 19 **81**

34

330A. IMPROVEMENTS ON LEASED PROPERTY—Continued

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.
(e)	(f)	(g)	(h)	
\$	\$	\$	\$	1
				2
				3
				4
				5
				6
				7
				8
				9
				10
				11
				12
				13
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332. 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 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 28 and 36 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and account Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment account's Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00, inclusive. The composite rates used should be these 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 Nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

4. If the depreciation base for accounts 1, 3, 4, 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) effected.

6. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.

Line No.	(Dollars in thousands) 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	18019	18452	2.23		None	
2	(3) Grading	10815	10810	2.00			
3	(4) Other right-of-way expenditures	645	1418	2.80			
4	(5) Tunnels and subways	492	492	1.05			
5	(6) Bridges, trestles, and culverts	109005	111387	1.56			
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	4647	4547	2.00			
8	(16) Station and office buildings	46921	57947	(A)			
9	(17) Roadway buildings	2241	2278	3.08			
10	(18) Water stations	772	821	3.70			
11	(19) Fuel stations	2833	4084	4.55			
12	(20) Shops and enginehouses	27534	30323	2.58			
13	(22) Storage warehouses						
14	(23) Wharves and docks	232	232	4.00			
15	(24) Coal and ore wharves	1195	1043	1.69			
16	(25) TOFC/COFC terminals	5352	7097	4.17			
17	(26) Communications systems	26092	27770	(B)			
18	(27) Signals and interlockers	56943	61642	2.07			
19	(29) Power plants	177	177	2.86			
20	(31) Power transmission systems	2574	3000	2.33			
21	(35) Miscellaneous structures	1327	1230	2.78			
22	(37) Roadway machines	22603	24603	2.50			
23	(39) Public improvements—Construction	8590	8595	1.85			
24	(44) Shop machinery	13887	15975	3.52			
25	(45) Power plant machinery	986	986	4.76			
26	All other road accounts J.S.W. Amortization	61	61	-			
27	Amortization (other than defense projects)						
28	Total road	363943	394970	3.03			
	EQUIPMENT						
29	(52) Locomotives	372236	432276	3.36			
30	(53) Freight-train cars	1075109	1134633	2.60			
31	(54) Passenger-train cars						
32	(55) Highway revenue equipment	5569	10395	11.25			
33	(56) Floating equipment	332	332	2.75			
34	(57) Work equipment	19765	29402	2.90			
35	(58) Miscellaneous equipment	13958	16546	8.12			
36	Total equipment *	1486969	1623584	3.34			
37	GRAND TOTAL	1850912	2018554				

335. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT - OWNED AND USED

1. Disclose the required information in regard to credits and debits to Account No. 735, "Accumulated depreciation; road and equipment property," during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" account and "Other Rents - Debit - Equipment" accounts (See Schedule 342 for the accumulated depreciation relating to road and equipment owned but not used by respondent.)

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

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

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

5. Enter amounts representing amortization under an authorized amortization program other than for defense projects on line 27.

6. Past excess or under depreciation accruals which are being amortized in accordance with Commission authorization should be reported on line 37.

7. 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 operating expenses	Other credits	Retirements	Other debits	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	ROAD						
1	(1) Engineering	3,718	413		30	3	4,098
2	(3) Grading	7,670	216		56		7,830
3	(4) Other, right-of-way	324	37		1		360
4	(5) Tunnels and subways	285	5		14		276
5	(6) Bridges, trestles, and culverts	54,928	1,723		1,217	10	55,424
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	2,897	91		47		2,941
8	(16) Station and office buildings *	10,816	2,618		147	39	13,248
9	(17) Roadway buildings	482	69		1		550
10	(18) Water stations	407	30		1	1	435
11	(19) Fuel stations	837	156			3	990
12	(20) Shops and enginehouses	8,670	807		17	50	9,410
13	(22) Storage warehouses						
14	(23) Wharves and docks	230					230
15	(24) Coal and ore wharves	631	19		152		498
16	(25) TOFC/COFC terminals	2,289	321			37	2,573
17	(26) Communication systems	11,038	2,507		215	34	13,296
18	(27) Signals and interlockers	28,492	1,259		289	12	29,450
19	(29) Power plants	46	5				51
20	(31) Power-transmission systems	1,582	73			5	1,650
21	(35) Miscellaneous structures	233	38			3	268
22	(37) Roadway machines	7,795	585		549		7,831
23	(39) Public improvements—Construction	5,203	164		18	5	5,344
24	(44) Shop machinery	3,078	518		84	6	3,506
25	(45) Power-plant machinery	374	47				421
26	JSW Amortization	108					108
27	Retirement of Pass. Facilities	1,946			701		1,245
28	Total road	154,079	11,701		3,539	208	162,033
	EQUIPMENT						
29	(52) Locomotives	153,106	22,294	213	13,889		161,724
30	(53) Freight-train cars	266,361	34,722	398	12,221		289,260
31	(54) Passenger-train cars						
32	(55) Highway revenue equipment	4,743	1,642		(17)		6,402
33	(56) Floating equipment	204	9				213
34	(57) Work equipment	8,306	747	159	167		9,045
35	(58) Miscellaneous equipment	6,028	1,467		1,466		6,029
36	Total equipment **	438,748	60,881	770	27,726		472,673
37	Depreciation Adjustment						
38	GRAND TOTAL	592,827	72,582	770	31,265	208	634,706

* Chargeable to account 335. * Includes A/C 16 Computers not shown as footnote. Railroad Annual Report R-1 on page 34 to ICC. ** Includes Equip. Capital Leases

339. ACCRUED LIABILITY - LEASED PROPERTY

1. Disclose the required information relating to credits and debits of Account 772, "Accrued liability-leased property," during the year concerning road and equipment leased from others.

2. In column (c), enter amounts charged to operating expenses; in column (e), enter debits to account arising from retirements; in column (f), enter amounts paid to lessor.

3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.

4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.

5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses and in column (f) show payments made to the lessor in settlement thereof.

6. Dollars in thousands.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNT During the Year		DEBITS TO ACCOUNT 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		Not Applicable				
2	(3) Grading						
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts						
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs						
8	(16) Station and office buildings						
9	(17) Roadway buildings						
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals						
17	(26) Communication systems						
18	(27) Signals and interlockers						
19	(29) Power plants						
20	(31) Power-transmission systems						
21	(35) Miscellaneous structures						
22	(37) Roadway machines						
23	(39) Public improvements—Construction						
24	(44) Shop machinery						
25	(45) Power-plant machinery						
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road						
	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						

351. ACCUMULATED DEPRECIATION—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 accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.

2. Disclose credits and debits to Account 735, "Accumulated depreciation-road and equipment property," during the year relating to road and equipment leased to others, the depreciation charges for which are not includible in operating expenses of the respondent. (See Schedule 350 for the reserve relating to road and equipment owned and used by the respondent).

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

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

5. 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 _____		Not Applicable				
2	(3) Grading _____						
3	(4) Other right-of-way expen. _____						
4	(5) Tunnels and subways _____						
5	(6) Bridges, trestles, and culverts _____						
6	(7) Elevated structures _____						
7	(13) Fences, snow sheds, and signs _____						
8	(16) Station and office buildings _____						
9	(17) Roadway buildings _____						
10	(18) Water stations _____						
11	(19) Fuel stations _____						
12	(20) Shops and enginehouses _____						
13	(22) Storage warehouses _____						
14	(23) Wharves and docks _____						
15	(24) Coal and ore wharves _____						
16	(25) TOFC/COFC terminals _____						
17	(26) Communications systems _____						
18	(27) Signals and interlockers _____						
19	(29) Power plants _____						
20	(31) Power-transmission systems _____						
21	(35) Miscellaneous structures _____						
22	(37) Roadway machines _____						
23	(39) Public improvements—Construction _____						
24	(44) Shop machinery _____						
25	(45) Power-plant machinery _____						
26	All other road accounts _____						
27	Total road _____						
	EQUIPMENT						
28	(52) Locomotives _____						
29	(53) Freight-train cars _____						
30	(54) Passenger-train cars _____						
31	(55) Highway revenue equipment _____						
32	(56) Floating equipment _____						
33	(57) Work equipment _____						
34	(58) Miscellaneous equipment _____						
35	Total equipment _____						
36	GRAND TOTAL						

352A. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Company)

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

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

3. In 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.

4. In column (c), line-haul carriers 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, explanations 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 733, 734, 735, 736, and 772, that is applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded.

7. Dollars in thousands.

Line No.	Class (See Ins. 2)	Name of company	Miles of road owned (See Ins. 4)	Investments in property (See Ins. 5)	Depreciation and amortization of defense projects (See Ins. 6)
	(a)	(b)	(c)	(d)	(e)
1	R	Missouri Pacific Railroad	10,264	\$ 2,862,912	\$ 641,699
2					
3	L	Kiowa, Hartdner & Pacific Railroad	10	168	25
4	L	Chicago & Northwestern Railway		3	
5	L	Chicago & Western Indiana Railroad Co.	1	6,786	243
6	L	Missouri-Kansas-Texas Railroad		2	
7	L	Louisville & Nashville Railroad		16	
8	L	St. Louis Southwestern Ry., ILLMO-Paragould		12	9
9	L	New Orleans Public Belt R.R. Co.		36	
10			11	7,023	277
11					
12	O	Port of Corpus Christi		581	
13	O	Brownsville Navigation District		@ 240	
14	O	Greater Baton Rouge Port Commission		@ 3,123	
15	O	Lake Charles Harbor & Terminal District		@ 236	
16	O	Port of Beaumont		@ 135	
17				4,315	
18					
19		Total All Classes	10,275	2,874,250	641,976
20					
21		Less Leased to Others			
22	R	Arkansas-Memphis Ry. Bridge & Term. Co.	1	233	
23	R	St. Louis Southwestern Railway Co.		184	22
24	R	Houston Belt & Terminal Railway	20	17,889	2,858
25	R	Missouri Pacific Truck Lines		199	108
26			21	18,505	2,988
27					
28					
29					
30		@ Estimated Value Based on Capitalization of Rental @ 6%			
31					
32					
33					
34					
35					
36					
37					
38					
39		TOTAL	10,254	2,855,745	638,988

352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE
(By Property Accounts)

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 49 herein, should correspond with the amounts for each class of company and properties shown in schedule 352A. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in the schedule.

3. Report on line 32 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.

4. Report on line 33 amounts not includible in the accounts shown, or in line 32. The items reported should be briefly identified and explained. Also include here those items after permission is obtained from the Commission for exceptions to prescribe 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.

5. Dollars in thousands.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)
		\$	\$	\$	\$
1	(1) Engineering	19,521	98		
2	(2) Land for transportation purposes	41,148	2,378		
3	(3) Grading	146,213	507		
4	(4) Other right-of-way expenditures	1,846	144		
5	(5) Tunnels and subways	2,072			
6	(6) Bridges, trestles, and culverts	118,412	653		
7	(7) Elevated structures				
8	(8) Ties	51,771	100		
9	(9) Rails	137,169	74		
10	(10) Other track material	138,569	147		
11	(11) Ballast	54,865	33		
12	(12) Track laying and surfacing	60,201	129		
13	(13) Fences, snowsheds, and signs	4,851	7		
14	(16) Station and office buildings	58,825	498		
15	(17) Roadway buildings	2,459			
16	(18) Water stations	923			
17	(19) Fuel stations	5,059	9		
18	(20) Shops and enginehouses	31,248	39		
19	(22) Storage warehouses				
20	(23) Wharves and docks	263			
21	(24) Coal and ore wharves	898			
22	(25) TOFC/COFC terminals	5,767	1,870		
23	(26) Communication systems	31,559	2		
24	(27) Signals and interlockers	77,008	12		
25	(29) Power plants	195			
26	(31) Power-transmission systems	3,284	2		
27	(35) Miscellaneous structures	1,418	50		
28	(37) Roadway machines	34,853			
29	(39) Public improvements—Construction	20,797	127		
30	(44) Shop machinery	15,821			
31	(45) Power-plant machinery	1,017			
32	Leased property capitalized rentals (explain)				4,315
33	Other (specify & explain)				
34	Total expenditures for road	1,068,032	6,879		4,315
35	(52) Locomotives	541,333			
36	(53) Freight-train cars	1,142,764			
37	(54) Passenger-train cars				
38	(55) Highway revenue equipment	15,403			
39	(56) Floating equipment	332			
40	(57) Work equipment	30,820			
41	(58) Miscellaneous equipment	17,398			
42	Total expenditures for equipment	1,748,050			
43	(75) Interest during construction	15,578	133		
44	(77) Other expenditures—General	3,750	11		
45	Total general expenditures	19,328	144		
46	Total	2,835,410	7,023		4,315
47	(80) Other elements of investment				
48	(90) Construction work in progress	8,997			
49	Grand Total	2,844,407	7,023		4,315

355. 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			\$	\$
2				
3	Not Applicable			
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
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42				
43				
44				
45				
46				
47				
48				
49				
50	TOTALS	X X X		
51	NET CHANGES	X X X		

360. LEASES—GENERAL INSTRUCTIONS AND DEFINITIONS**A. General Instructions**

Disclose in the following schedules the required information concerning leases of the respondent:

- Schedule 361 — Capitalized Capital Leases
- 363 — Operating Leases
- 364 — Lessee Disclosures

A general description of the lessee's leasing arrangements shall be included to effect full and complete disclosures. Among the items to be disclosed are:

- The basis on which contingent rental payments are determined.
- The existence and terms of renewal or purchase options and escalation clauses.
- Restrictions imposed by lease agreements, such as those concerning dividends, additional debt, and further leasing.

These and other disclosures shall be included in Schedule 364 and attachments thereto, if necessary.

B. Definitions

(1) **Capital Leases** are those leases which meet one or more of the following four criteria:

- The lease transfers ownership of the property to the lessee by the end of the lease term.
- The lease contains a bargain purchase option.
- The lease term is equal to 75 percent or more of the estimated economic life of the property, and
- The present value at the beginning of the lease term of the minimum lease payments equals or exceeds 90 percent of the fair value of the leased property to the lessor at the inception of the lease less any related investment tax credit retained by the lessor.

(2) **Operating leases** are those leases which do not meet any of the four criteria pertaining to capital leases.

(3) **Minimum lease payments** are the payments that the lessee is obligated to make or can be required to make in connection with the leased property. Executory costs such as insurance, maintenance and taxes in connection with the leased property shall be excluded from minimum lease payments.

(4) **Present value minimum lease payments** are lease payments that the lessee is obligated to make or can be required to make, exclusive of executory cost. Moreover, these payments are reduced by amounts representing interest, calculated at the companies' incremental borrowing rate or the implicit rate computed by the lessor.

(5) **Noncancelable lease/sublease** is one that has an initial or remaining term of one year or more and is noncancelable, or is cancelable only upon the occurrence of some remote contingency or upon the payment of a substantial penalty.

(6) **Contingent rentals**, for the purposes of this report, are rentals paid during the reporting year which depend on some factor other than the passage of time such as rentals based on usage or sales.

361. CAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

Disclose total lease payments for the years shown. Then, disclose amounts representing (1) executory costs and (2) interest to derive the present value of minimum lease payments. An

explanation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. (Dollars in thousands)

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later Years (g)	Total (h)
1	Lease payments	\$ 12,421	\$ 11,745	\$ 10,520	\$ 10,000	\$ 9,423	\$ 42,558	\$ 96,667
	Less: Executory costs:							
2	- Taxes							
3	- Maintenance							
4	- Insurance							
5	- Other							
6	Total executory costs (2-5)							
7	Minimum lease payments (1, 6)	12,421	11,745	10,520	10,000	9,423	42,558	96,667
8	Less: Amount representing interest	5,424	4,788	4,214	3,670	3,128	14,465	35,689
9	Present value of minimum lease payments (line 7, 8)	6,997	6,957	6,306	6,330	6,295	28,093	60,978

PART II. TOTAL RENTAL EXPENSES

Complete this part if gross rental expense in the most recent reporting year exceeds one percent of operating revenue. Otherwise, show total rental expenses reduced by rentals received from sub-

leases for the current year. Also, show amounts expected to be received on all noncancelable sublease rentals for the year beginning after the current year as required.

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
10	Present value of minimum lease payments from Part I above	\$ 6,997	XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
11	Contingent rentals		XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
12	Minimum noncancelable sublease rentals		XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
13	Net rental expense	6,997	XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX

PART III. CLASSES OF CAPITAL LEASES

Complete this part only if the present values of the minimum lease commitments are more than five percent of the sum of the long-term debt due after one year. Otherwise, show the present values of minimum lease commitments in the aggregate for the major classes of proper-

ties presented. Subtract amounts representing the accumulated amortization to derive at "Net capitalized lease assets."

Line No.	Classes of leased property (a)	Present value	
		Current year (b)	Prior year (c)
14	Structures		
15	Revenue equipment	\$ 97,397	\$ 97,413
16	Shop and garage equipment		
17	Service cars and equipment		
18	Noncarrier operating property		
19	Other: (Specify)		
20			
21	Gross capitalized assets	97,397	97,413
22	Less: Accumulated amortization	47,030	40,462
23	Net capitalized lease assets	50,367	56,951

364. LESSEE DISCLOSURES

Complete this schedule only if gross rental expense in the most recent fiscal year exceeds one percent of operating revenue.

Relate in general terms: (a) the basis for calculating rental payments if dependent upon factors other than the lapse of time; (b) existence and terms of renewal or purchase options, escalation clauses, etc.; (c) the nature and amount of related guarantees made or obligations assumed; (d) restrictions on paying dividends, incurring additional debt, further leasing, etc.; and, (e) any other information necessary to assess the effect of lease commitments upon the financial position, results of operations, and changes in financial position of the lessee.
(Dollars in thousands)

Line
No.

(a)

1

2

3

4

5

6

7

8

(b)

9 The Company's leases on transportation equipment provide option to purchase the
10 equipment at the fair market value at the expiration of the leases. The lease of
11 the general office building provides an option to renew the lease for four terms
12 of five years each beginning in 1991 and an option to purchase the building for
13 \$6,000 at any time during the remaining life of the lease.

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370. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

1. For accounts Nos. 751, "Loans and notes payable", 759, "Accrued accounts payable", and 763, "Other current liabilities", if the total of any such account exceeds 5% of total current liabilities, report the three largest items, and any other items which exceeds 5% of current liabilities.

2. 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.

3. Make full disclosure of the character of each item reported.
(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1			\$
2		Not Required	
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6			
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14			
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379. OTHER LONG-TERM LIABILITIES AND OTHER DEFERRED CREDITS

If the caption "Other long-term liabilities and deferred credits" (accounts 771, 772, 774, 775, 782, 784, and 786) exceeds 5% of total (current and noncurrent) liabilities, report the three largest items,

and each other item amounting to 5% or more of total liabilities. Disclose fully the nature of each item reported. (*Dollars in thousands*)

Line No.	Account No. (a)	Item (b)	Amount (c)
1			\$
2		Not Required	
3			
4			
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7			
8			
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410. 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 allocate the common operating expenses in accordance with the Commission's rules governing the separation of such expenses between freight and passenger services.

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES:							
	ADMINISTRATION:							
1	Track	7,695	912	154	1,325	10,086		10,086
2	Bridge and Building	1,263	69	15	120	1,467		1,467
3	Signal	1,426	167	(25)	154	1,722		1,722
4	Communication	1,296	82	36	69	1,483		1,483
5	Other	751	91	21	440	1,303		1,303
	REPAIR AND MAINTENANCE:							
6	Roadway - Running	4,736	3,831	3,815	(97)	12,285		12,285
7	Roadway - Switching	721	442	1,110	(67)	2,206		2,206
8	Tunnels and Subways - Running	88	-	-	(1)	87		87
9	Tunnels and Subways - Switching	12	-	-	-	12		12
10	Bridges and Culverts - Running	3,355	836	416	374	4,981		4,981
11	Bridges and Culverts - Switching	466	210	38	1	715		715
12	Ties - Running	N/A	25,446	N/A	N/A	25,446		25,446
13	Ties - Switching	N/A	3,325	N/A	N/A	3,325		3,325
14	Rail - Running	N/A	24,422	N/A	N/A	24,422		24,422
15	Rail - Switching	N/A	764	N/A	N/A	764		764
16	Other Track Material - Running	N/A	17,615	N/A	N/A	17,615		17,615
17	Other Track Material - Switching	N/A	3,419	N/A	N/A	3,419		3,419
18	Ballast - Running	N/A	7,598	N/A	N/A	7,598		7,598
19	Ballast - Switching	N/A	55	N/A	N/A	55		55
20	Track laying and surfacing - Running	46,673	369	6,420	4,541	58,003		58,003
21	Track laying and surfacing - Switching	10,030	243	863	(13)	11,123		11,123
22	Road Property Damaged - Running	1,569	42	1,063	5	2,679		2,679
23	Road Property Damaged - Switching	1,488	1	153	(2)	1,640		1,640
24	Road Property Damaged - Other	4	-	71	-	75		75
25	Signals and Interlockers - Running	5,066	2,115	(427)	709	7,463		7,463
26	Signals and Interlockers - Switching	1,567	1,489	(127)	23	2,952		2,952
27	Communications Systems	1,712	544	149	24	2,429		2,429
28	Electric Power Systems	165	25	90	1	281		281
29	Highway Grade Crossings - Running	2,668	1,462	784	57	4,971		4,971
30	Highway Grade Crossings - Switching	690	359	158	4	1,211		1,211
31	Station and Office Buildings	1,173	709	1,284	(4)	3,162		3,162
32	Shop Buildings - Locomotives	162	297	313	(4)	768		768
33	Shop Buildings - Freight Cars	340	176	407	(24)	899	N/A	899
34	Shop Buildings - Other Equipment	-	-	-	-	-		-

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Materials, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
		(b)	(c)	(d)	(e)	(f)		
(a)		(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES - Continued:							
	REPAIR AND MAINTENANCE - Continued:							
101	Locomotive Servicing Facilities	177	124	63	3	367		367
102	Miscellaneous Buildings and Structures	512	389	614	(23)	1,492		1,492
103	Coal Terminals	-	-	-	-	-	N/A	-
104	Ore Terminals	-	-	-	-	-	N/A	-
105	Other Marine Terminals	12	-	-	1	13	N/A	13
106	TOFC/COFC - Terminals	79	133	98	(1)	309	N/A	309
107	Motor Vehicle Loading and Distribution Facilities	1	11	41	8	61	N/A	61
108	Facilities for Other Specialized Service Operations	-	-	-	-	-	N/A	-
109	Roadway Machines	3,935	10,929	518	411	15,793		15,793
110	Small Tools and Supplies	49	9,252	888	(1)	10,188		10,188
111	Snow Removal	360	98	64	(1)	521		521
112	Fringe Benefits - Running	N/A	N/A	N/A	15,747	15,747		15,747
113	Fringe Benefits - Switching	N/A	N/A	N/A	3,934	3,934		3,934
114	Fringe Benefits - Other	N/A	N/A	N/A	7,179	7,179		7,179
115	Casualties and Insurance - Running	N/A	N/A	N/A	4,625	4,625		4,625
116	Casualties and Insurance - Switching	N/A	N/A	N/A	922	922		922
117	Casualties and Insurance - Other	N/A	N/A	N/A	253	253		253
118	Lease Rentals - Debit - Running	N/A	N/A	482	N/A	482		482
119	Lease Rentals - Debit - Switching	N/A	N/A	306	N/A	306		306
120	Lease Rentals - Debit - Other	N/A	N/A	-	N/A	-		-
121	Lease Rentals - (Credit) - Running	N/A	N/A	8	N/A	8		8
122	Lease Rentals - (Credit) - Switching	N/A	N/A	550	N/A	550		550
123	Lease Rentals - (Credit) - Other	N/A	N/A	14	N/A	14		14
124	Joint Facility Rent - Debit - Running	N/A	N/A	1,607	N/A	1,607		1,607
125	Joint Facility Rent - Debit - Switching	N/A	N/A	1,328	N/A	1,328		1,328
126	Joint Facility Rent - Debit - Other	N/A	N/A	15	N/A	15		15
127	Joint Facility Rent - (Credit) - Running	N/A	N/A	1,460	N/A	1,460		1,460
128	Joint Facility Rent - (Credit) - Switching	N/A	N/A	164	N/A	164		164
129	Joint Facility Rent - (Credit) - Other	N/A	N/A	184	N/A	184		184
130	Other Rents - Debit - Running	N/A	N/A	-	N/A	-		-
131	Other Rents - Debit - Switching	N/A	N/A	-	N/A	-		-
132	Other Rents - Debit - Other	N/A	N/A	360	N/A	360		360
133	Other Rents - (Credit) - Running	N/A	N/A	(34)	N/A	(34)		(34)

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	WAY AND STRUCTURES - Continued:	\$	\$	\$	\$	\$	\$	\$
	REPAIR AND MAINTENANCE - Continued:							
134	Other Rents - (Credit) - Switching	N/A	N/A	-	N/A	-		-
135	Other Rents - (Credit) - Other	N/A	N/A	42	N/A	42		42
136	Depreciation - Running	N/A	N/A	N/A	3,101	3,101		3,101
137	Depreciation - Switching	N/A	N/A	N/A	201	201		201
138	Depreciation - Other	N/A	N/A	N/A	6,573	6,573		6,573
139	Joint Facility - Debit - Running	N/A	N/A	7,696	N/A	7,696		7,696
140	Joint Facility - Debit - Switching	N/A	N/A	18,832	N/A	18,832		18,832
141	Joint Facility - Debit - Other	N/A	N/A	1	N/A	1		1
142	Joint Facility - (Credit) - Running	N/A	N/A	3,547	N/A	3,547		3,547
143	Joint Facility - (Credit) - Switching	N/A	N/A	1,463	N/A	1,463		1,463
144	Joint Facility - (Credit) - Other	N/A	N/A	434	N/A	434		434
145	Dismantling Retired Road Property - Running	10	-	262	71	343		343
146	Dismantling Retired Road Property - Switching	6	-	20	11	37		37
147	Dismantling Retired Road Property - Other	-	-	33	24	57		57
148	Other - Running	156	(1,861)	10	2,820	1,125		1,125
149	Other - Switching	83	(37)	-	340	386		386
150	Other - Other	459	9	871	323	1,662		1,662
151	Total Way and Structures	100,955	116,162	43,058	54,156	314,331		314,331
	EQUIPMENT:							
	LOCOMOTIVES:							
201	Administration	2,021	269	241	456	2,987		2,987
202	Repair and Maintenance	30,839	40,771	1,824	(85)	73,349		73,349
203	Machinery Repair	645	864	44	1	1,554		1,554
204	Equipment Damaged	468	-	159	-	627		627
205	Fringe Benefits	N/A	N/A	N/A	9,237	9,237		9,237
206	Other Casualties and Insurance	N/A	N/A	N/A	1,113	1,113		1,113
207	Lease Rentals - Debit	N/A	N/A	1	N/A	1		1
208	Lease Rentals - (Credit)	N/A	N/A	277	N/A	277		277
209	Joint Facility Rent - Debit	N/A	N/A	90	N/A	90		90
210	Joint Facility Rent - (Credit)	N/A	N/A	732	N/A	732		732
211	Other Rents - Debit	N/A	N/A	2,020	N/A	2,020		2,020
212	Other Rents - (Credit)	N/A	N/A	2,771	N/A	2,771		2,771
213	Depreciation	N/A	N/A	N/A	22,409	22,409		22,409
214	Joint Facility - Debit	N/A	N/A	1,923	N/A	1,923		1,923
215	Joint Facility - (Credit)	N/A	N/A	852	N/A	852		852
216	Repairs Billed to Others - (Credit)	N/A	N/A	33	N/A	33		33

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$
	LOCOMOTIVES—Continued:							
217	Dismantling Retired Property	-	-	-	2	2		2
218	Other	44	63	99	38	244		244
219	Total Locomotives	34,017	41,967	1,736	33,171	110,891		110,891
	FREIGHT CARS:							
220	Administration	1,368	111	133	220	1,832	N/A	1,832
221	Repair and Maintenance	33,197	35,190	37,677	1,160	107,224	N/A	107,224
222	Machinery Repair	1,055	1,874	68	-	2,997	N/A	2,997
223	Equipment Damaged	3,349	-	20	8,800	12,169	N/A	12,169
224	Fringe Benefits	N/A	N/A	N/A	10,501	10,501	N/A	10,501
225	Other Casualties and Insurance	N/A	N/A	N/A	3,736	3,736	N/A	3,736
226	Lease Rentals - Debit	N/A	N/A	-	N/A	-	N/A	-
227	Lease Rentals - (Credit)	N/A	N/A	-	N/A	-	N/A	-
228	Joint Facility Rent - Debit	N/A	N/A	28	N/A	28	N/A	28
229	Joint Facility Rent - (Credit)	N/A	N/A	6	N/A	6	N/A	6
230	Other Rents - Debit	N/A	N/A	241,686	N/A	241,686	N/A	241,686
231	Other Rents - (Credit)	N/A	N/A	102,400	N/A	102,400	N/A	102,400
232	Depreciation	N/A	N/A	N/A	35,126	35,126	N/A	35,126
233	Joint Facility - Debit	N/A	N/A	1,201	N/A	1,201	N/A	1,201
234	Joint Facility - (Credit)	N/A	N/A	563	N/A	563	N/A	563
235	Repairs Billed to Others - (Credit)	N/A	N/A	28,266	N/A	28,266	N/A	28,266
236	Dismantling Retired Property	179	12	1	110	302	N/A	302
237	Other	21	184	46	49	300	N/A	300
238	Total Freight Cars	39,169	37,371	149,625	59,702	285,867	N/A	285,867
	OTHER EQUIPMENT:							
301	Administration	83	20	21	138	262		262
	Repair and Maintenance:							
302	Trucks, Trailers, and Containers - Revenue Service	1	981	5,113	34	6,129	N/A	6,129
303	Floating Equipment - Revenue Service	103	14	1	-	118	N/A	118
304	Passenger and Other Revenue Equipment	11	-	-	-	11		11
305	Computers and Data Processing Systems	-	1	2,876	-	2,877		2,877
306	Machinery	-	-	(5)	-	(5)		(5)
307	Work and Other Non-Revenue Equipment	509	2,431	3,146	82	6,168		6,168
308	Equipment Damaged	-	-	(126)	113	(13)		(13)
309	Fringe Benefits	N/A	N/A	N/A	218	218		218
310	Other Casualties and Insurance	N/A	N/A	N/A	24	24		24
311	Lease Rentals - Debit	N/A	N/A	3,221	N/A	3,221		3,221
312	Lease Rentals - (Credit)	N/A	N/A	23	N/A	23		23

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	
		\$	\$	\$	\$	\$	\$	\$
	OTHER EQUIPMENT—Continued:							
313	Joint Facility Rent - Debit	N/A	N/A	37	N/A	37		37
314	Joint Facility Rent - (Credit)	N/A	N/A	176	N/A	176		176
315	Other Rents - Debit	N/A	N/A	14,650	N/A	14,650		14,650
316	Other Rents - (Credit)	N/A	N/A	5,970	N/A	5,970		5,970
317	Depreciation	N/A	N/A	N/A	5,224	5,224		5,224
318	Joint Facility - Debit	N/A	N/A	-	N/A	-		-
319	Joint Facility - (Credit)	N/A	N/A	110	N/A	110		110
320	Repairs Billed to Others - (Credit)	-	-	974	-	974		974
321	Dismantling Retired Property	18	-	-	5	23		23
322	Other	3	-	8	1	12		12
323	Total Other Equipment	728	3,447	21,689	5,839	31,703		31,703
324	Total Equipment	73,914	82,785	173,050	98,712	428,461		428,461
	TRANSPORTATION:							
	TRAIN OPERATIONS:							
401	Administration	5,169	251	(211)	690	5,899		5,899
402	Engine Crews	57,265	335	(1,842)	3,707	59,465		59,465
403	Train Crews	111,619	1,554	(1,270)	9,774	121,677		121,677
404	Dispatching Trains	3,953	18	426	445	4,842		4,842
405	Operating Signals and Interlockers	1,867	181	309	-	2,357		2,357
406	Operating Drawbridges	403	-	(14)	-	389		389
407	Highway Crossing Protection	-	1	333	-	334		334
408	Train Inspection and Lubrication	16,157	565	19	33	16,774		16,774
409	Locomotive Fuel	516	230,367	(1,072)	(22)	229,789		229,789
410	Electric Power Purchased or Produced for Motive Power	-	-	-	-	-		-
411	Servicing Locomotives	10,388	(1,653)	1,551	(20)	10,266		10,266
412	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	4,030	4,030		4,030
413	Clearing Wrecks	1,256	51	5,993	-	7,300		7,300
414	✓Fringe Benefits	N/A	N/A	N/A	42,500	42,500		42,500
415	Other Casualties and Insurance	N/A	N/A	N/A	16,052	16,052		16,052
416	Joint Facility - Debit	N/A	N/A	3,044	N/A	3,044		3,044
417	Joint Facility - (Credit)	N/A	N/A	2,059	N/A	2,059		2,059
418	Other	2,220	(353)	1,633	278	3,778		3,778
419	Total Train Operations	210,813	231,317	6,840	77,467	526,437		526,437
	YARD OPERATIONS:							
420	Administration	112	-	(14)	(17)	81		81
421	Switch Crews	72,376	199	931	(259)	73,247		73,247

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	YARD OPERATIONS - Continued:	\$	\$	\$	\$	\$	\$	\$
422	Controlling Operations	4,281	21	21	20	4,343		4,343
423	Yard and Terminal Clerical	13,508	208	1,438	33	15,187		15,187
424	Operating Switches, Signals, Retarders and Humps	2,319	72	25	(3)	2,413		2,413
425	Locomotive Fuel	-	14,267	-	-	14,267		14,267
426	Electric Power Purchased or Produced for Motive Power	-	-	-	-	-		-
427	Servicing Locomotives	-	2,980	5	-	2,985		2,985
428	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	2,015	2,015		2,015
429	Clearing Wrecks	902	25	1,348	(2)	2,273		2,273
430	Fringe Benefits	N/A	N/A	N/A	21,974	21,974		21,974
431	Other Casualties and Insurance	N/A	N/A	N/A	8,512	8,512		8,512
432	Joint Facility - Debit	N/A	N/A	29,314	N/A	29,314		29,314
433	Joint Facility - (Credit)	N/A	N/A	5,375	N/A	5,375		5,375
434	Other	2	-	33	27	62		62
435	Total Yard Operations	93,500	17,772	27,726	32,300	171,298		171,298
	TRAIN AND YARD OPERATIONS COMMON:							
501	Cleaning Car Interiors	63	-	424	N/A	487		487
502	Adjusting and Transferring Loads	49	1	1,314	N/A	1,364	N/A	1,364
503	Car Loading Devices and Grain Doors	1	407	375	N/A	783	N/A	783
504	Freight Lost or Damaged - all other	N/A	N/A	N/A	10,416	10,416		10,416
505	Fringe Benefits	N/A	N/A	N/A	35	35		35
506	Total Train and Yard Operations Common	113	408	2,113	10,451	13,085		13,085
	SPECIALIZED SERVICE OPERATIONS:							
507	Administration	157	1	-	-	158	N/A	158
508	Pickup & Delivery and Marine Line Haul	84	19	4,523	1	4,627	N/A	4,627
509	Loading & Unloading and Local Marine	22	142	15,776	10	15,950	N/A	15,950
510	Protective Services	1	117	1,021	-	1,139	N/A	1,139
511	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	336	336	N/A	336
512	Fringe Benefits	N/A	N/A	N/A	64	64	N/A	64
513	Casualties and Insurance	N/A	N/A	N/A	217	217	N/A	217
514	Joint Facility - Debit	N/A	N/A	-	N/A	-	N/A	-
515	Joint Facility - (Credit)	N/A	N/A	1,357	N/A	1,357	N/A	1,357
516	Other	-	-	-	-	-	N/A	-
517	Total Specialized Services Operations	264	279	19,963	628	21,134	N/A	21,134
	ADMINISTRATIVE SUPPORT OPERATIONS:							
518	Administration	8,725	1,071	609	1,098	11,503		11,503

410. RAILWAY OPERATING EXPENSE - Concluded

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	ADMINISTRATIVE SUPPORT OPERATIONS - Con.	\$	\$	\$	\$	\$	\$	\$
519	Employees Performing Clerical and Accounting Functions	33,182	1,181	3,786	610	38,759		38,759
520	Communication Systems Operation	1,233	17	4,300	9	5,559		5,559
521	Loss and Damage Claims Processing	1,065	6	27	21	1,119		1,119
522	Fringe Benefits	N/A	N/A	N/A	13,037	13,037		13,037
523	Casualties and Insurance	N/A	N/A	N/A	244	244		244
524	Joint Facility - Debit	N/A	N/A	64	N/A	64		64
525	Joint Facility - (Credit)	N/A	N/A	1,096	N/A	1,096		1,096
526	Other	627	2	1,298	574	2,501		2,501
527	Total Administrative Support Operations	44,832	2,277	8,988	15,593	71,690		71,690
528	Total Transportation	349,522	252,053	65,630	136,439	803,644		803,644
	GENERAL AND ADMINISTRATIVE:							
601	Officers - General Administration	6,972	404	1,456	2,661	11,493		11,493
602	Accounting, Auditing and Finance	12,274	492	6	566	13,338		13,338
603	Management Services and Data Processing	9,841	740	(887)	665	10,359		10,359
604	Marketing	4,711	108	736	228	5,783		5,783
605	Sales	11,777	587	1,713	2,817	16,894		16,894
606	Industrial Development	451	8	43	43	545	N/A	545
607	Personnel and Labor Relations	2,293	169	160	477	3,099		3,099
608	Legal and Secretarial	3,882	180	3,212	539	7,813		7,813
609	Public Relations and Advertising	368	21	1,725	46	2,160		2,160
610	Research and Development	852	29	3	148	1,032		1,032
611	Fringe Benefits	N/A	N/A	N/A	18,907	18,907		18,907
612	Casualties and Insurance	N/A	N/A	N/A	134	134		134
613	Writedown of Uncollectible Accounts	N/A	N/A	N/A	3,600	3,600		3,600
614	Property Taxes	N/A	N/A	N/A	11,780	11,780		11,780
615	Other Taxes Except on Corporate Income or Payrolls	N/A	N/A	N/A	1,769	1,769		1,769
616	Joint Facility - Debit	N/A	N/A	3,607	N/A	3,607		3,607
617	Joint Facility - (Credit)	N/A	N/A	84	N/A	84		84
618	Other	1,117	46	410	(69)	1,504		1,504
619	Total General and Administrative	54,538	2,784	12,100	44,311	113,733		113,733
620	Total Carrier Operating Expenses	578,929	453,784	293,838	333,618	1,660,169		1,660,169

412. WAY AND STRUCTURES

1. Report freight expenses only.

2. The total depreciation expense reported in column (b), line 35 should balance to the sum of the depreciation expense reported in schedule 410, column (f) lines 136, 137, and 138. The total retirement charges changes reported in column (c) line 35 will not balance to any line in schedule 410. Retirement is included in but does not totally comprise the expenses reported in schedule 410, lines 148, 149 and 150.

3. Report in column (d) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals reported in column (d), line 35 should balance the net amount reported in schedule 410, column (f) lines 118 through 123, plus lines 130 through 135.

If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property categories is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases (or property bases for nondepreciable property) to the sum of (1) the depreciation bases for all categories of depreciable leased property plus (2) the property bases for nondepreciable leased property. Use Schedule 350 of this report for obtaining the depreciation bases of the categories of leased property.

4. Report on line 34 all other lease rentals not apportioned to any category listed on lines 1-33.

5. Dollars in thousands.

6. Line 34, account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
1	1	Engineering	\$ 414	\$ 74	\$ 11
2	2	Land for transportation purposes	N/A	N/A	24
3	3	Grading	216	595	45
4	4	Other right-of-way expenditures	37	2	1
5	5	Tunnels and subways	5		
6	6	Bridges, trestles and culverts	1,724	N/A	35
7	7	Elevated structures		N/A	
8	8	Ties	N/A	191	36
9	9	Rails	N/A	(287)	26
10	10	Other track material	N/A	(186)	39
11	11	Ballast	N/A	218	21
12	12	Track laying and surfacing	N/A	292	34
13	13	Fences, snowsheds and signs	91	N/A	1
14	16	Station and office buildings	1,261	N/A	81
15	17	Roadway buildings	69	N/A	
16	18	Water stations	30	N/A	2
17	19	Fuel stations	156	N/A	4
18	20	Shops and enginehouses	808	N/A	67
19	22	Storage warehouses		N/A	
20	23	Wharves and docks		N/A	
21	24	Coal and ore wharves	19	N/A	
22	25	TOFC/COFC terminals	349	N/A	86
23	26	Communications systems	2,507	N/A	10
24	27	Signals and interlockers	1,259	N/A	16
25	29	Power plants	5	N/A	
26	31	Power transmission systems	72	N/A	5
27	35	Miscellaneous structures	38	N/A	2
28	37	Roadway machines	585	N/A	
29	39	Public improvements; construction	165	8	12
30	45	Power plant machines	47	N/A	
31	76	Interest during construction	N/A	117	N/A
32	77	Other expenditures; general	N/A	26	N/A
33		Other Accounts	N/A	39	N/A
34	-	Other lease/rentals	* 18		10
35	-	Total	9,875	1,089	568

* Amortization of Improvements to Jefferson Southwestern R.R. Co. Track

Acct. 44

10
568

414. RENTS FOR INTERCHANGED FREIGHT TRAIN CARS AND OTHER FREIGHT CARRYING EQUIPMENT

- Report freight expenses only.
- Report in this supporting schedule rental information by car type and other freight carrying equipment relating to the interchange of railroad equipment, privately owned equipment and equipment leased for less than 30 days.
- The gross amounts receivable and payable for freight-train cars (line 19 columns (b) through (d) and line 19 columns (e) through (g) respectively) should balance with Schedule 410, column (f), lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f), lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rents for

"other equipment" which is reported in Schedule 415, column (e). The balancing of Schedule 410, 414 and 415 "other equipment" is outlined in note 6 to Schedule 415.

4. Report in columns (b) and (e) rentals for private-line cars (whether under railroad control or not) and shipper owned cars.

5. Report in columns (c), (d), (f), and (g) rentals for railroad owned cars prescribed by the Commission in Ex Parte No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.

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

6. Dollars in thousands.

Line No.	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per Diem Basis			GROSS AMOUNTS PAYABLE Per Diem Basis		
		Private Line Cars (b)	Mileage (c)	Time (d)	Private Line Cars (e)	Mileage (f)	Time (g)
	CAR TYPES:						
		\$	\$	\$	\$	\$	\$
1	Box-Plain 40 Foot		240	867		855	2,687
2	Box-Plain 50 Foot and Longer	220	1,848	8,531	4,552	5,505	16,617
3	Box-Equipped		4,953	20,643	3	8,402	22,492
4	Gondola-Plain	36	2,529	9,683	1,022	6,107	9,999
5	Gondola-Equipped		186	1,011		899	1,973
6	Hopper-Covered	16	2,463	15,137	23,680	4,386	18,483
7	Hopper-Open Top-General Service		690	4,750	176	2,666	5,448
8	Hopper-Open Top-Special Service		13	652	66	152	704
9	Refrigerator-Mechanical		172	502	23	666	2,047
10	Refrigerator-Non-Mechanical		1,860	6,998	515	2,603	9,631
11	Flat TOFC/COFC	1,032	29	245	14,145	158	1,011
12	Flat Multi-Level		15	1,885	7,766	847	1,927
13	Flat-General Service		239	936	284	339	781
14	Flat-Other		235	1,493	3,107	755	3,070
15	Tank-Under 22,000 Gallons	1,412		8	25,558	7	24
16	Tank-22,000 Gallons and Over	982			21,617		1
17	All Other Freight Cars		27	286	260	124	436
18	Auto Racks	7,639		1,937	5,181		1,926
19	Total Freight Train Cars	11,337	15,499	75,564	107,958	34,471	99,257
	OTHER FREIGHT CARRYING EQUIPMENT						
20	Refrigerated Trailers				7		48
21	Other Trailers	3,630		2,340	5,094		9,367
22	Refrigerated Containers						48
23	Other Containers				32		54
24	Total Trailers & Containers	3,630		2,340	5,133		9,517
25	Grand Total (Lines 19 & 24)	14,967	15,499	77,904	113,091	34,471	108,774

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

1. Report freight expenses only.
2. Report by type of equipment all natural expenses relating to the equipment functions (salaries and wages, materials, tools, supplies, fuels and lubricants, purchases services, and general).
3. Report in column (b) net repairs, the detail for the items listed in column (a) from the freight expenses reported in Schedule 410 in column (f) lines 202, 203, 216, 221, 222, 235, 302 through 307 and 320. When it is necessary to apportion car repair expenses, the apportionment shall be made on the most equitable basis available to the carriers. The following list provides a basis for apportioning freight car repair expenses to car types: a. AAR Car Repair Billing (CRB) Standards; b. A carrier conducted study to determine car repair expenses by car type; and c. Other available standards valid for the respondent carrier. Do not report in this schedule equipment damaged expenses from Schedule 410, lines 204, 223 and 308, or the damages billed to others which is contained in but does not form the bulk of the expense reported in Schedule 410, lines 216, 235 and 320. Column (b) repair expenses should balance to Schedule 410 column (f) expenses as follows (note any imbalance will be attributable to the exclusion from Schedule 415 of damages billed to these as contained in Schedule 410, lines 216, 235 and 320): (1) locomotives: line 5 plus line 38 compared to the sum of Schedule 410, lines 202, 203 plus 216, (2) Freight Cars: line 24 plus line 39 compared to the sum of Schedule 410, lines 221, 222 plus 235, (3) The Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40), and Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, the sum of lines 302 through 307 plus 320. When using the line data referred to in this instruction it should be noted that lines 216, 235 and 320 of Schedule 410 are credit balances.
4. Depreciation expense for each class of equipment by car type shall be reported in columns (c) and (d). The annual charge for each equipment account reported in column (c) of Schedule 335 will equal the combined aggregate totals of line item charges comprising the corresponding equipment account as reported in columns (c) and (d). For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415 and this reporting will relate to Schedules 340 and 342. Depreciation charges reported in columns (c) and (d) will balance to Schedule 410, column (f) as follows: (1) Locomotives: line 5 plus line 38 compared to Schedule 410, line 213; (2) Freight Cars: line 24 plus line 39 compared to Schedule 410, line 232; (3) The Sum of Highway Equipment (line 32); Floating Equipment (line 35); Passenger and Other Revenue Equipment (line 36); Computer and Data Processing Equipment (line 37); Machinery-Other Equipment (line 40); and Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, line 317.
5. Depreciation adjustment for prior over and/or underdepreciation of each equipment type shall be reported in column (e) as a debit or credit to the appropriate line item, the net adjustment shall equal the equipment amortization reported in column (c) of Schedule 335.
6. Retirement charges shall be made on the basis of the actual units retired from service during the reporting period where the service value has been determined, based on a ledger value of salvage and insurance recovered. Retirement charge reported in column (f) will not balance to Schedule 410 because they are included in, but do not totally comprise the "other" expenses in Schedule 410, lines 218, 237 and 322. Retirement charges for locomotives, line 5 plus 38 are in Schedule 410, line 218; retirement charges for freight cars, lines 24 plus 39 are in Schedule 410, line 237; retirement charges for all other equipment, lines 32, 35, 36, 37, 40 and 41 are in Schedule 410, line 322.
7. Lease/Rentals reported in column (g) should balance to column (f) of Schedule 410 as follows: (1) Locomotives: line 5 plus line 38 compared with Schedule 410, lines 207, 208, 211 and 212. (2) Freight Cars: line 24 plus line 39 compared with Schedule 410, lines 226 plus 227 (note that Schedule 410, lines 230 and 231 are reported in Schedule 414 and are *not* to be included in Schedule 415). (3) The Sum of Lease/Rentals for All Other Equipment, lines 32, 35, 36, 37, 40 and 41 will balance to Schedule 410, lines 311, 312, 315 and 316 except for the interchange rental on trailers on containers which is reported in Schedule 414. Therefore, both Schedules 414 and 415 should be used when balancing lease/rentals-other equipment to Schedule 410. Do not report in Schedule 415 the trailer-container rentals reported in Schedule 414.
8. Depreciation base by types of equipment shall be reported in columns (g), (h) and (i) and should not include the cost of equipment used, but not owned, when the rents therefore are included in the rent for equipment and accounts Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-22-00, 35-23-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents there from are included in the rent for equipment accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00. Property used but not owned should also be included when the rent therefor is included in accounts Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive. The grand total of each equipment account in column (c) of Schedule 332 should equal the combined aggregate totals of line items comprising the equipment depreciation bases of column (f).
9. Accumulated depreciation for each class of equipment shall be reported in columns (h), (j) and (k). The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items comprising the corresponding equipment accounts reported in column (h), (j) and (k).

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

SEE INSTRUCTIONS ON PAGE 66

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation		
			Owned (c)	Capitalized lease (d)	Adjustment net during year (e)
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 8,435	\$ 851	\$ 80	\$
2	Diesel Locomotive - Road	64,914	15,649	5,714	(1,027)
3	Other Locomotive - Yard	-	-	-	-
4	Other Locomotive - Road	-	-	-	-
5	TOTAL	73,349	16,500	5,794	(1,027)
FREIGHT TRAIN CARS:					
6	Box-Plain 40 Foot	2,400	436	-	-
7	Box-Plain 50 Foot and Longer	12,340	3,948	-	-
8	Box-Equipped	20,061	7,168	-	-
9	Gondola-Plain	6,482	4,158	-	-
10	Gondola-Equipped	230	320	-	-
11	Hopper-Covered	21,688	6,621	-	-
12	Hopper-Open Top-General Service	8,141	3,990	187	-
13	Hopper-Open Top-Special Service	1,736	1,156	-	-
14	Refrigerator-Mechanical	* (1,055)	-	-	-
15	Refrigerator-Nonmechanical	5,774	1,656	-	-
16	Flat TOFC/COFC	* (1,751)	274	-	-
17	Flat Multi-level	1,343	10	-	-
18	Flat-General Service	976	394	-	-
19	Flat-Other	1,226	628	-	-
20	All Other Freight Cars	* (2,930)	538	-	-
21	Cabooses	759	684	-	-
22	Auto Racks	1,248	2,512	-	-
23	Miscellaneous Accessories	391	42	-	-
24	TOTAL FREIGHT TRAIN CARS	79,059	34,535	187	-
OTHER EQUIPMENT-REVENUE FREIGHT					
HIGHWAY EQUIPMENT					
25	Refrigerated Trailers	68	-	-	-
26	Other Trailers	4,988	1,043	599	258
27	Refrigerated Containers	-	-	-	-
28	Other Containers	77	-	-	-
29	Bogies	-	-	-	-
30	Chasis	25	-	-	-
31	Other Highway Equipment (Freight)	-	-	-	-
32	TOTAL HIGHWAY EQUIPMENT	5,158	1,043	599	258
FLOATING EQUIPMENT-REVENUE SERVICE					
33	Marine Line-Haul	118	9	-	-
34	Local Marine	-	-	-	-
35	TOTAL FLOATING EQUIPMENT	118	9	-	-
OTHER EQUIPMENT					
36	Passenger and Other Revenue Equipment (Freight Portion)	11	-	-	-
37	Computer & Data Processing Equipment	2,877	1,360	-	3,235
38	Machinery - Locomotives ¹	1,554	115	-	-
39	Machinery - Freight Cars ²	2,989	404	-	-
40	Machinery - Other Equipment ³	-	-	-	-
41	Work & Other Non-revenue Equipment	6,168	2,213	-	(295)
42	TOTAL OTHER EQUIPMENT	13,599	4,092	-	2,940
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	171,283	56,179	6,580	2,171

¹The data to be reported on line 38, in column (b) is the amount reported in Schedule 410, column (f), line 203 reduced by the allocable portion of line 216.²The data to be reported on line 39, in column (b) is the amount reported in Schedule 410, column (f), line 222 reduced by the allocable portions of line 235.³The data to be reported on line 40, in column (b) is the amount reported in Schedule 410, column (f), lines 302 through 306 reduced by the allocable portion of line 320.

SEE INSTRUCTIONS ON PAGE 66

Retirements (f)	Lease and Rentals (Net) (g)	Depreciation Base as of 12/31		Accumulated Depreciation as of 12/31	
		Owne (h)	Capitalized lease (i)	Owne (j)	Capitalized lease (k)
\$		\$ 23,282	898	\$ 19,124	410
	(1027)	408,994	88,915	101,575	40,615
	(1027)	432,276	89,813	120,699	41,025
		12,713		8,526	
		120,343		30,134	
		237,260		59,404	
		155,826		38,999	
		9,036		2,258	
		230,652		57,759	
(1)		135,185	2,803	33,842	1,869
		39,900		9,980	
		45,041		11,290	
		8,522		104	
		253		56	
		14,339		3,596	
		27,726		6,941	
		15,879		3,286	
		26,194		6,551	
		54,297		13,603	
		1,467		362	
(1)		1,134,633	2,803	287,391	1,869
	258	10,395	4,782	2,266	4,136
	258	10,395	4,782	2,266	4,136
		332		213	
		332		213	
	3235	12,300		3,245	
		3,619		760	
		12,690		2,664	
	(295)	45,948		15,074	
	2940	74,557		21,743	
(1)	2171	1,652,193	97,398	432,312	47,030

The data to be reported on lines 38, 39, and 40 in columns (f), (g), and (h), is the investment recorded in property account 44 allocated to Locomotives, Freight Cars, and Other Equipment.

The depreciation to be reported on lines 38, 39, and 40 in column (e) is calculated by multiplying the investment in each element by the effective composite rate for property account 44.

417. SPECIALIZED SERVICE SUBSCHEDULE - TRANSPORTATION

Instructions:

1. Report freight expenses only.
2. Report in lines 1, 2, 3, 4, and 10, the total of those natural expenses (salaries and wages; material, tools, supplies, fuels and lubricants; purchased services; and general) incurred in the operation of each type of specialized service facility. This schedule *does not* include switching services performed by train and yard crews in connection with or within specialized service facilities.
3. When it is necessary to apportion expenses, such as administrative expenses to two or more services, they shall be apportioned on the most equitable basis available to the respondent and only to the services they support. The total expenses in column (j) should balance with the respective line items in Schedule 410, Railway Operating Expenses.
4. Report in column (b), line 2, the expenses incurred in highway movements of trailers and containers performed at the expense of the reporting railroad within a terminal area for the purpose of pick-up, delivery or highway interchange service. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers including storage expenses.

5. The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2. Floating operations conducted within a general terminal or harbor area should be reported in column (c), line 3.

6. Report in column (g), line 3, the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc., to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expense incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers or connecting carriers. Report in column (F) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.

7. Report on line 4, column (b), the expenses related to heating and refrigeration of TOFC/COFC trailers and containers (net debits and credits). The expenses on line 4, column (h) relate to refrigerator cars only.

8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations and livestock feeding operations only.

9. Dollars in Thousands.

Line No.	Items	TOFC/COFC Terminal	Floating Equipment	Coal Marine Terminal	Ore Marine Terminal	Other Marine Terminal	Motor Vehicle Load and Distribution	Protective Services Refrigerator Car	Other Special Services	Total Columns (b-i)
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	Administration	\$ 158	\$	\$	\$	\$	\$	\$	\$	\$ 158
2	Pick up & delivery, marine line haul	4,522	105					N/A		4,627
3	Loading and unloading and local marine	13,036					2,345	N/A	569	15,950
4	Protective services							1,139		1,139
5	Freight lost or damaged-solely related							336		336
6	Fringe benefits	40	24							64
7	Casualty and insurance	87						130		217
8	Joint facility - Debit									
9	Joint facility - Credit	1,353	4							1,357
10	Other									
11	Total	16,490	125				2,345	1,605	569	21,134

Road Initials:

MP

Year 19 81

Road Initials: MP

Year 19 81

69A

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

This schedule should 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). Classify by accounts the amounts credited for remunerations for intercity passenger service performed by respondent on behalf of NRPC. All contra entries should be indicated in parenthesis. (Dollars in thousands.)

Line No.	Name of Account (a)	Amount (b)
	WAY AND STRUCTURES	\$
	Administration	
1	Track _____	63
2	Bridge and Building _____	
3	Signal _____	
4	Communication _____	
5	Other _____	
	Repair and Maintenance	
6	Roadway - Running _____	50
7	Roadway - Switching _____	
8	Tunnels and Subways - Running _____	
9	Tunnels and Subways - Switching _____	
10	Bridges and Culverts - Running _____	29
11	Bridges and Culverts - Switching _____	
12	Ties - Running _____	108
13	Ties - Switching _____	
14	Rail - Running _____	105
15	Rail - Switching _____	
16	Other Track Material - Running _____	100
17	Other Track Material - Switching _____	
18	Ballast - Running _____	29
19	Ballast - Switching _____	
20	Track laying and surfacing - Running _____	260
21	Track laying and surfacing - Switching _____	
22	Road Property Damaged - Running _____	
23	Road Property Damaged - Switching _____	
24	Road Property Damaged - Other _____	
25	Signals and Interlockers - Running _____	52
26	Signals and Interlockers - Switching _____	
27	Communications systems _____	17
28	Electric Power Systems _____	
29	Highway Gr. de Crossings - Running _____	
30	Highway Grade Crossings - Switching _____	
31	Station and Office Buildings _____	21
32	Shop Buildings - Locomotives _____	
33	Shop Buildings - Other Equipment _____	

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Continued

Line No	Name of Account (a)	Amount (b)
	Repair and Maintenance - Continued	\$
101	Locomotive Servicing Facilities _____	
102	Miscellaneous Buildings and Structures _____	
109	Roadway Machines _____	77
110	Small Tools and Supplies _____	32
111	Snow Removal _____	
112	Fringe Benefits - Running _____	31
113	Fringe Benefits - Switching _____	
114	Fringe Benefits - Other _____	
115	Casualties and Insurance - Running _____	
116	Casualties and Insurance - Switching _____	
117	Casualties and Insurance - Other _____	
118	Lease Rentals - Debit - Running _____	
119	Lease Rentals - Debit - Switching _____	
120	Lease Rentals - Debit - Other _____	
121	Lease Rentals - (Credit) - Running _____	
122	Lease Rentals - (Credit) - Switching _____	
123	Lease Rentals - (Credit) - Other _____	
124	Joint Facility Rent - Debit - Running _____	
125	Joint Facility Rent - Debit - Switching _____	
126	Joint Facility Rent - Debit - Other _____	
127	Joint Facility Rent - (Credit) - Running _____	
128	Joint Facility Rent - (Credit) - Switching _____	
129	Joint Facility Rent - (Credit) - Other _____	
130	Other Rents - Debit - Running _____	
131	Other Rents - Debit - Switching _____	
132	Other Rents - Debit - Other _____	
133	Other Rents - (Credit) - Running _____	
134	Other Rents - (Credit) - Switching _____	
135	Other Rents - (Credit) - Other _____	
136	Depreciation - Running _____	
137	Depreciation - Switching _____	
138	Depreciation - Other _____	
139	Joint Facility - Debit - Running _____	
140	Joint Facility - Debit - Switching _____	
141	Joint Facility - Debit - Other _____	
142	Joint Facility - (Credit) - Running _____	
143	Joint Facility - (Credit) - Switching _____	
144	Joint Facility - (Credit) - Other _____	
145	Dismantling Retired Road Property - Running _____	
146	Dismantling Retired Road Property - Switching _____	
147	Dismantling Retired Road Property - Other _____	
148	Other - Running _____	
149	Other - Switching _____	
150	Other - Other _____	
151	Total WAY AND STRUCTURES _____	974

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Continued

Line No.	Name of Account (a)	Amount (b)
	EQUIPMENT	\$
	Locomotives	
201	Administration	30
202	Repair and Maintenance	2
203	Machinery Repair	
204	Equipment Damaged	
205	Fringe Benefits	
206	Other Casualties and Insurance	
207	Lease Rentals - Debit	
208	Lease Rentals - (Credit)	
209	Joint Facility Rent - Debit	
210	Joint Facility Rent - (Credit)	
211	Other Rents - Debit	13
212	Other Rents - (Credit)	
213	Depreciation	
214	Joint Facility - Debit	
215	Joint Facility - (Credit)	
216	Repairs Billed to Others - (Credit)	
217	Dismantling Retired Property	
218	Other	
219	Total Locomotives	45
	Other Equipment	
301	Administration	
	Repair and Maintenance:	
304	Passenger and Other Revenue Equipment	2
305	Computers and Data Processing System	
306	Machinery	
307	Work and Other Non-Revenue Equipment	
308	Equipment Damaged	
309	Fringe Benefits	
310	Other Casualties and Insurance	
311	Lease Rentals - Debit	
312	Lease Rentals - (Credit)	
313	Joint Facility Rent - Debit	
314	Joint Facility Rent - (Credit)	
315	Other Rents - Debit	
316	Other Rents - (Credit)	
317	Depreciation	
318	Joint Facility - Debit	
319	Joint Facility - (Credit)	
320	Repairs Billed to Others - (Credit)	
321	Dismantling Retired Property	
322	Other	
323	Total Other Equipment	2
324	TOTAL EQUIPMENT	47

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	TRANSPORTATION	\$
	Train Operation	
401	Administration	164
402	Engine Crews	1,748
403	Train Crews	1,863
404	Dispatching Trains	18
405	Operating Signals and Interlockers	21
406	Operating Drawbridges	1
407	Highway Crossing Protection	
408	Train Inspection and Lubrication	
409	Locomotive Fuel	786
410	Electric Power Purchased or Produced for Motive Power	
411	Servicing Locomotives	
412	Freight Lost or Damaged - Solely Related	
413	Clearing Wrecks	16
414	Fringe Benefits	203
415	Other Casualties and Insurance	61
416	Joint Facility - Debit	
417	Joint Facility - (Credit)	
418	Other	
419	Total Train Operations	4,881
	Yard Operations	
420	Administration	
421	Switch Crews	21
422	Controlling Operations	
423	Yard and Terminal Clerical	
424	Operating Switches, Signals, Retarders and Humps	
425	Locomotive Fuel	
426	Electric Power Purchased or Produced for Motive Power	
427	Servicing Locomotives	
428	Freight Lost or Damaged - Solely Related	
429	Clearing Wrecks	
430	Fringe Benefits	
431	Other Casualties and Insurance	
432	Joint Facility - Debit	
433	Joint Facility - (Credit)	
434	Other	
435	Total Yard Operations	21

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Concluded

Line No.	Name of Account (a)	Amount (b)
	Train and Yard Operations Common	\$
501	Cleaning Car Interiors _____	
504	Freight Lost or Damaged - all other _____	
505	Fringe Benefits _____	
506	Total Train and Yard Operations Common _____	
	Administrative Support Operations	
518	Administration _____	
519	Employees Performing Clerical and Accounting Functions _____	36
520	Communication Systems Operation _____	26
521	Loss and Damage Claims Processing _____	
522	Fringe Benefits _____	
523	Casualties and Insurance _____	
524	Joint Facility - Debit _____	
525	Joint Facility - (Credit) _____	
526	Other _____	
527	Total Administrative Support Operations _____	62
528	TOTAL TRANSPORTATION _____	4,964
	GENERAL AND ADMINISTRATIVE	\$
601	Officers - General Administration _____	70
602	Accounting, Auditing and Finance _____	129
603	Management Services and Data Processing _____	
604	Marketing _____	
605	Sales _____	
607	Personnel and Labor Relations _____	
608	Legal and Secretarial _____	
609	Public Relations and Advertising _____	
610	Research and Development _____	
611	Fringe Benefits _____	13
612	Casualties and Insurance _____	
613	Writedown of Uncollectible Accounts _____	
614	Property Taxes _____	602
615	Other Taxes Except on Corporate Income or Payrolls _____	
616	Joint Facility - Debit _____	
617	Joint Facility - (Credit) _____	
618	Other _____	
619	TOTAL GENERAL AND ADMINISTRATIVE _____	814
650	TOTAL REMUNERATIONS _____	6,799

445. 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	<u>Not Required</u>			\$	\$
2					
3					
4					
5					
6					
7					
8					
9					
10			Total		

450. ANALYSIS OF FEDERAL INCOME TAXES

1. In column (a) are listed the particulars which most often cause a differential between taxable income and pretax accounting income. Other particulars which cause such a differential should be listed under the caption "Other", including State and other taxes deferred if computed separately. Minor items each less than \$100,000 may be combined in a single entry under "Other".

2. Indicate in column (b) the beginning of the year total of accounts 714, 744, 762 and 786 applicable to each particular item in column (a).

3. Indicate in column (c) the net change in accounts 714, 744, 762 and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.

4. Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or a loss carry-back.

5. The total of line 10 in columns (c) and (d) should agree with the total of the contra charges (credits) to account 557, "Provision for deferred taxes," and account 591, "Provision for deferred taxes—extraordinary items," for the current year.

6. Indicate in column (e) the cumulative total of columns (b), (c), and (d). The total of column (e) must agree with the total of accounts 714, 744, 762 and 786.

Dollars in thousands.

Line No.	Particulars (a)	Beginning of Year Balance (b)	Net Credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.	\$ 200,808	\$ 33,232	\$ 4,494	\$ 238,534
2	Accelerated amortization of facilities Sec. 168, I.R.C.	11,930	(224)		11,706
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	59,784	(2,417)		57,367
4	Amortization of rights of way, Sec. 185 I.R.C.	4,062	1,196		5,258
5	Other (Specify) Various Reserves	(52,500)	(9,186)		(61,686)
6	Bond Profit Adjustment	27,641	3,789		31,430
7	Capitalized Leases	(5,499)	8		(5,491)
8	Depreciation - ERTA of 1981		95,953		95,963
9	Miscellaneous	941	1,395		2,336
10	TOTALS	247,167	123,756	* 4,494	375,417

*Footnotes:

11. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit \$ 41,736
12. If deferral method for investment tax credit was elected:
- (1) Indicate amount of credit utilized as a reduction of tax liability for current year \$
- (2) Deduct amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes \$
- (3) Balance of current year's credit used to reduce current year's tax accrual \$
- (4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual \$
- (5) Total decrease in current year's tax accrual resulting from use of investment tax credits \$ 41,736

* Transfer from Subsidiary and Prior Year Adjustment

451. 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.

2. Dollars in thousands.

A. Other than U.S. Government Taxes					
Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
1	Alabama	\$ 1	South Dakota	\$	41
2	Alaska		Tennessee	194	42
3	Arizona		Texas	3,093	43
4	Arkansas	754	Utah		44
5	California	3	Vermont		45
6	Colorado	205	Virginia		46
7	Connecticut		Washington		47
8	Delaware		West Virginia		48
9	Florida		Wisconsin		49
10	Georgia		Wyoming		50
11	Hawaii		District of Columbia	1	51
12	Idaho		Other		
13	Illinois	201	Canada		52
14	Indiana		Mexico	1	53
15	Iowa		Puerto Rico		54
16	Kansas	4,473			55
17	Kentucky		Total—Other than U.S. Government Taxes	13,533	56
18	Louisiana	1,696			
19	Maine				
20	Maryland		3. U.S. Government Taxes		
21	Massachusetts		Kind of tax (a)	Amount (b)	
22	Michigan	1			
23	Minnesota			\$	
24	Mississippi	10	Income taxes:		
25	Missouri	2,160	Normal tax and surtax	(77,589)	57
26	Montana		Excess profits	-	58
27	Nebraska	264	Total—Income taxes	(77,589)	59
28	Nevada		Old-age retirement*	88,351	60
29	New Hampshire		Unemployment insurance	8,647	61
30	New Jersey		All other United States Taxes	2	62
31	New Mexico	10	Total—U.S. Government Taxes	19,411	63
32	New York		Grand Total—Railway Tax Accruals	32,944	64
33	North Carolina				
34	North Dakota				
35	Ohio	1			
36	Oklahoma	463	*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon	1	Hospital insurance	\$ 6,992	65
38	Pennsylvania	1	Supplemental annuities	7,344	66
39	Rhode Island				
40	South Carolina				

460. ITEMS IN SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS FOR THE YEAR

Give a brief description for all items, regardless of amount, included during the year in accounts 555, "Unusual or infrequent items"; 560, "Income or loss from operations of discontinued segments"; 562, "Gain or loss on disposal of discontinued segments"; 570, "Extraordinary items"; 590, "Income taxes on extraordinary items"; 592, "Cumulative effect of changes in accounting principles"; 603, "Appropriations released"; 606, "Other credits to retained earnings"; 616, "Other debits to retained earnings"; 620, "Appropriations for sinking and other funds"; 621,

"Appropriations for other purposes". If appropriations released reflect appropriations provided during the year, each account should not be reported.

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

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)
1	603	Appropriations Released - Capital Expenditures Fund		\$ 33,276
2	"	" - First Mortgage Bonds		771
3	"	" - General Mortgage Bonds		688
4	"	" " " TP		1,683
5	"	" - Income Debentures - CEI		123
6	"	" - Incentive Car Hire-Box Cars		37
7		Total Acct 603		36,578
8				
9	620	Approp. for Capital Expenditures Fund	37,613	
10	"	" Sinking Fund-First Mtge. Bonds	772	
11	"	" " Gen. Mtge. Bonds	688	
12	"	" " Inc. Debent.-C&EI	123	
13	"	" Incentive Car Hire-Box Cars	37	
14		Total Acct. 620	39,233	
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

501. 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 the particulars of each contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. Items of less than \$50,000 may be shown as one total.
(Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	Kansas City Term.Ry.		\$	
2	ATSF-CRIP-MP-BN-ICG	Guaranteed Sr. Notes due 12-15-84	8,250	Joint
3	N&W-CNW-KCS-UP-	(FD 27855)		
4	CMSTP&P-MKT			
5	Term.R.R.Assn.ofStL			
6	B&O-ICG-BN-L&N-CRC	Sink,Fund&Int.onRFD&IMP.Mtge Bonds	7,787	Joint
7	MKT-SLSW-CRIP-MP	Ser.Cdue 7-1-2019 (FD 14553)		
8	SOU-CCC&SL-N&W	Prin.Int&Sink,Fund on RFD&IMP Mtge	24,157	Joint
9		Bonds,Ser.D due 10-1-85 (FD 15070)		
10		Credit Agmt. due 3-1-85	1,436	Joint
11	Belt Ry. of Chicago			
12	ATSF-CRIP-L&N-BN-N&W	Prin.Int.&Sink.Fund on 1st Mtge.	21,542	Joint
13	C&O-GTW-CRC-MP-ICG	4-5/8% Sink,Fund Bonds, Ser.A due		
14	SOU	8-15-87 (FD 22140)		
15	N.O.UN.Pass.Term.			
16	L&N-SP-MP-ICG-AGS	Revenue Bonds due 1-1-98 (FD 15920)	4,111	Joint
17	L&A-NoTerm.			
18	Trailer Train Co.			
19	Prin.Proprietary Cos	Prin.&Int.on outstanding obligations	1,217	Joint
20	subject to change			
21	Rail Box			
22	Prin.Proprietary Cos	Future lease pmts. on 1,000 box cars	21,729	Joint
23	subject to change			
24	MoPac Truck Lines	Tax assessments by IRS-RR Ret. vs. Social Security	5,567	Sole
25				
26				
27				
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	None		\$	
2				
3				
4				
5				
6				
7				
8				
9				

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

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

1. Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.
2. Time deposits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.
3. Compensating balance arrangements need only be disclosed for the latest fiscal year.
4. Compensating balances included in account 703, Special deposits, and in account 717, Other funds, should also be separately disclosed below.
5. Compensating balance arrangements are sufficiently material to require disclosure in footnotes when the aggregate of written and oral agreement balances amount to 15 percent or more of liquid assets (current cash balances, restricted and unrestricted plus marketable securities).
6. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed along with stated and possible sanctions whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

None

510 DEBTHOLDINGS

Give particulars of the various issues of securities of the respondent and disclose the name and address of the creditor, the character (nature) of the debt, nature of the security, if any, the date of origin, the date of maturity, the total amount of the debt, the rate of interest, and the total amount of interest to be paid. Include a copy of any and all restrictive covenants attached to the indebtedness. Where such indebtedness is widely held, such as bonds and debentures, provide the name of the trustee in place of the creditor.

Accounts to be considered in completing this schedule are:

- 765, Funded Debt Unmatured
- 766, Equipment Obligations
- 767, Receivers' and Trustees' Securities
- 768, Debt in Default
- 769, Accounts Payable; Affiliated Companies

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 Trustee').
- (c) Conditional or deferred payment contracts.

(5) MISCELLANEOUS OBLIGATIONS

(6) RECEIVERS' AND TRUSTEE' SECURITIES (Other than equipment obligations).

(7) SHORT-TERM NOTES IN DEFAULT.

Indicate in the description or by footnote the property pledge for each issue, stating assets covered by first lien and by junior lien. If an issue is a serial issue, state amounts due annually. If amounts are not due regularly, give full particulars.

If an issue is an income bond, the interest rate shown should be the maximum rate specified by the indenture. State in the description or by footnote the amount of interest that is contingent, the percent paid for the current year, and the aggregate percent of contingent interest unpaid at the beginning and end of the year.

If any issue is in default, indicate the date of the first default, payments of interest made during the current year, and total amount of interest in default at beginning and end of the year.

If any issue contains a conversion feature, call feature, or is subject to a sinking fund provision prior to maturity, describe particulars in footnotes. Dollars in thousands.

510. DEBTHOLDINGS—Continued

Line No.	Description of obligation	Name and address of creditor or trustee	Original amount	Portion due	
				Within one year	After one year
(a)	(b)	(c)	(d)	(e)	
1.	Acct. 765—Funded Debt				
2.	1(a) First Mtge. Ser. B	Boatmen's Nat'l Bk	132,404		57,081
3.	" " " C	" " "	135,187		95,406
4.	" " " TP	Fidelity Bank	24,989		18,961
5.	Sec. Mtge.	TP Bankers Trust	234		3
6.	Total 1(a)		292,814		171,451
7.	1(b) Gen. Mtge. Ser. A	Manu. Hanover	69,306		46,315
8.	" " " B	" " "	66,919		45,832
9.	Total 1(b)		136,225		92,147
10.	Total Class 1		429,039		263,598
11.	3(a) Inc. Deb. CEI	Cont. Ill. Bk	12,334		1,704
12.	Total 3(a)		12,334		1,704
13.	3(b) Inc. Deb.	Chemical Bk	100,016		100,016
14.	Total 3(b)		100,016		100,016
15.	Total Class 3		112,350		101,720
16.	5 Promissory Note	C.T. Cooke	280	28	140
17.	" " "	J.H. Randolph	70	35	
18.	Total Class 5		350	63	140
19.	Total Acct. 765		541,739	63	365,458
20.	Acct. 766—Equipment Obligations (All Serial Issues)				
21.	4(a) Eq. Tr. Ser. Z TP	Chemical Bk	5,520	368	
22.	" " " AA	" " "	8,955	597	
23.	" " " BB	" " "	11,400	760	3,040
24.	" " " CC	" " "	7,800	520	2,600
25.	" " " DD	" " "	8,805	587	3,522
26.	" " " AA CEI	" " "	7,500	500	3,500
27.	" " " BB	" " "	7,350	490	4,410
28.	" " " X MP	" " "	3,750	250	
29.	" " " Y	" " "	3,900	260	
30.	" " " Z	" " "	6,375	425	425
31.	" " " AA	" " "	6,450	430	430
32.	" " " BB	" " "	5,250	350	700
33.	" " " CC	" " "	8,475	565	1,130
34.	" " " DD	" " "	7,950	530	1,060
35.	" " " EE	" " "	6,300	420	1,260
36.	" " " FF	" " "	6,525	435	1,305
37.	" " " GG	" " "	6,000	400	1,600
38.	" " " HH	" " "	11,850	790	3,160
39.	" " " II	" " "	12,600	840	3,360
40.	" " " JJ	" " "	10,650	710	3,550
41.	" " " KK	" " "	9,750	650	3,250
42.	" " " LL	" " "	10,875	725	5,075
43.	" " " MM	" " "	14,850	990	6,930
44.	" " " NN	" " "	8,250	550	3,850
45.	" " " OO	" " "	8,775	585	4,680
46.	" " " PP	" " "	14,100	940	7,520
47.	" " " QQ	" " "	15,000	1,000	8,000
48.	" " " RR	" " "	13,875	925	7,400
49.	" " " SS	" " "	14,250	950	8,550
50.	" " " TT	" " "	9,450	630	5,670

510. DEBTHOLDINGS—Continued

Date of issue (f)	Date of maturity (g)	Interest			At year end	
		Rate (h)	Accrued during year (i)	Paid during year (j)	Unamortized debt discount 770.1 (k)	Unamortized premium 770.2 (l)
1- 1-55	1- 1-1990	4-1/4	((
1- 1-55	1- 1-2005	4-1/4	(6,674	(7,128		
2- 1-88	6- 1-2000	5	948	939		
2- 1-88	12- 1-2000	5				
			7,622	8,067		
1- 1-55	1- 1-2020	4-3/4	2,200	2,231		
1- 1-55	1- 1-2030	4-3/4	2,177	2,199		
			4,377	4,430		
			11,999	12,497		
1- 1-54	1- 1-2054	5	85	63		
			85	63		
1- 1-55	1- 1-2045	5	5,001	5,001		
			5,001	5,001		
			5,086	5,064		
5- 5-77	1- 5-1987	8	14	16		
1- 8-79	1- 8-1982	9-1/2	3	6		
			17	22		
			17,102	17,583		
2- 1-67	2- 1-1982	5-1/8	20	28		
3-15-67	3-15-1982	5-1/2 & 5-3/8	39	49		
4- 1-71	4- 1-1986	7-3/4	309	324		
2- 1-72	2- 1-1987	7-3/8	233	249		
12- 1-73	12- 1-1988	7-3/4	360	364	16	
3- 1-74	3- 1-1989	8-3/8	342	356		
4- 1-76	4- 1-1991	8-1/2	427	437	11	
3-15-67	3-15-1982	5-3/8	16	20		
1- 1-68	1- 1-1983	6-3/8	33	42		
5-15-68	5-15-1983	6-1/2	66	69	1	
11-15-68	11-15-1983	6-1/2	80	84	2	
3-15-69	3-15-1984	7-3/8	83	90	1	
5-15-69	5-15-1984	7-1/4	138	143	3	
10-15-69	10-15-1984	8-1/4	166	175	3	
3-15-70	3-15-1985	8-1/2	150	161	4	
5- 1-70	5- 1-1985	9	170	176		
6- 1-71	6- 1-1986	8-1/2	184	187		5
8- 1-71	8- 1-1986	8-1/4	364	391	2	
1- 1-72	1- 1-1987	7-1/4	365	396		
3-15-72	3-15-1987	7-3/8	325	340		6
11-15-72	11-15-1987	7-1/4	324	330	8	
2- 1-74	2- 1-1989	8-1/8	476	501		
9-15-74	9-15-1989	10-3/8	894	925	59	
10-15-74	10-15-1989	9-5/8	466	477	21	
1-15-75	1-15-1990	9-1/8	483	507	10	
6-15-75	6-15-1990	8-3/4	778	781	13	
8-15-75	8-15-1990	8-5/8	830	863	50	
11- 1-75	11- 1-1990	8-3/4	796	809		16
3- 1-76	3- 1-1991	8-3/8	809	836		
6- 1-76	6- 1-1991	8-1/2	558	562		

Line No.	Description of obligation	Name and address of creditor or trustee	Original amount	Portion due	
				Within one year	After one year
(a)	(b)	(c)	(d)	(e)	
1.	Acct. 766-Continued				
2.	4(a) Eq.Tr. Ser.UU	Chemical Bank	10,275	685	6,165
3.	" " " VV	" "	14,175	945	8,505
4.	" " " WW	" "	15,000	1,000	9,000
5.	" " " XX	" "	15,000	1,000	9,000
6.	" " " YY	" "	15,000	1,000	10,000
7.	" " " 1	" "	15,600	1,040	10,400
8.	" " " 2	" "	15,600	1,040	10,400
9.	" " " 3	" "	15,600	1,040	10,400
10.	" " " 4	" "	16,275	1,085	10,850
11.	" " " 5	" "	15,000	1,000	10,000
12.	" " " 6	" "	9,450	630	6,930
13.	" " " 7	" "	16,200	1,080	11,880
14.	" " " 8	" "	16,200	1,080	11,880
15.	" " " 9	" "	15,900	1,060	11,660
16.	" " " 10	" "	19,950	1,330	15,960
17.	" " " 11	" "	20,250	1,350	16,200
18.	" " " 12	" "	21,750	1,450	17,400
19.	" " " 13	" "	24,975	1,665	21,645
20.	" " " 14	" "	24,975	1,665	21,645
21.	" " " 15	" "	24,750	1,650	21,450
22.	" " " 16	" "	27,600	1,840	25,760
23.	" " " 17	" "	26,700	1,780	24,920
24.	" " " 18	" "	26,700	1,780	24,920
25.	" " " 19	" "	22,200	1,480	20,720
26.	Total 4(a)		717,705	47,847	443,667
27.	4(c) Con.SaleAgmt TP	Northern Trust	1,521	102	
28.	" " " "	No. & Merc. Trust	1,679	68	
29.	" " " "	First Natl.-StL	2,640	176	354
30.	" " " "	Metro. Life Ins.	12,317	821	5,416
31.	" " " CEI	Chemical Bank	6,150	437	
32.	" " " "	" "	3,150	315	117
33.	" " " "	Chem. & 1st Natl.-StL	9,940	994	546
34.	" " " "	Northern Trust	2,753	393	393
35.	" " " M-I	Mercantile Trust	2,075	29	
36.	" " " "	First Natl-StL	1,612	107	17
37.	" " " MP	Chemical Bank	6,095	345	4,232
38.	" " " "	Mercantile Trust	6,748	964	1,446
39.	" " " "	First Natl.-StL	18,689	2,670	8,009
40.	" " " "	Mercantile Trust	16,160	1,077	11,851
41.	" " " "	" "	7,023	652	7,495
42.	" " " "	" "	43,275	2,885	34,620
43.	" " " "	" "	50,000	3,333	40,000
44.	" " " "	" "	20,000	1,333	16,000
45.	" " " "	" "	44,371	2,951	38,361
46.	" " " "	Manu. Hanover	4,105	586	2,639
47.	" " " "	Mercantile Trust	50,000	3,333	43,333
48.	" " " "	Northern Trust	8,871	1,267	6,970
49.	Total Class 4(c)		319,174	24,838	221,799
50.	Total Class 4		1,036,879	72,685	665,466

510. DEBTHOLDINGS—Continued

Date of issue (f)	Date of maturity (g)	Interest			At year end	
		Rate (h)	Accrued during year (i)	Paid during year (j)	Unamortized debt discount 770.1 (k)	Unamortized premium 770.2 (l)
8- 1-76	8- 1-91	8-1/4	598	622	6	
10-15-76	10-15-91	7-3/4	790	806	11	
12- 1-76	12- 1-91	8	873	880		58
1- 1-77	1- 1-92	7-1/4	798	834		35
2- 1-77	2- 1-92	7-1/2	831	863		87
3-15-77	3-15-92	7-3/4	903	927		21
5-15-77	5-15-92	7-5/8	902	912		58
9- 1-77	9- 1-92	7-1/2	910	936	43	
10- 1-77	10- 1-92	7-3/4	988	1,009		
11-15-77	11-15-92	8	950	960		
1-15-78	1-15-93	7-1/8	598	620		
4- 1-78	4- 1-93	8-3/8	1,108	1,131		
6- 1-78	6- 1-93	8-1/2	1,140	1,148	44	
8- 1-78	8- 1-93	9	1,200	1,240		50
3-15-79	3-15-94	9-3/8	1,647	1,683	86	
8- 1-79	8- 1-94	9	1,650	1,701	167	
10- 1-79	10- 1-94	9-1/2	1,894	1,929	182	
6- 1-80	6- 1-95	11-1/4	2,700	2,716	199	
10- 1-80	10- 1-95	11-3/4	2,901	2,935	179	
12-15-80	12-15-95	13-1/8	3,239	3,249	101	
2- 1-81	2- 1-96	12-5/8	3,175	1,723	223	
5-15-81	5-15-96	13-3/8	1,862	1,412	438	
9-15-81	9-15-96	15-1/2	483		295	
12-15-81	12-15-96	14-3/4	118		379	
			42,542	40,908	2,557	336
9-15-67	9-15-82	5-3/4	9	10		
11- 1-67	11- 1-82	5-3/4&Prime	8	10		
6-15-70	6-15-85	Prime	126	128		
9- 1-74	9- 1-89	11	743	778		
1- 1-73	1- 1-83	7-1/2	68	91		
4- 1-73	4- 1-83	7-1/2	44	50		
9- 1-73	9- 1-83	7-3/4&Prime	278	302		
2- 1-76	2- 1-83	Prime	185	192		
11- 1-67	11- 1-82	6	6	7		
7- 1-68	7- 1-83	Prime	39	42		
10- 1-74	2-15-90	11-1/4	528	541		
1- 1-77	7- 1-84	Prime	602	582		
2- 1-78	1- 1-86	8	1,015	1,121		
8- 1-78	8- 1-93	9	1,196	1,236		
9- 1-78	1- 1-94	9-1/8	761	788		
2- 1-79	3- 1-94	9	3,419	3,505		
4-15-79	6- 1-94	9-3/4	4,361	4,387		
9-15-79	1- 1-95	9.85	1,839	1,904		
5- 1-80	7- 1-95	15	6,422	6,865		
2- 1-80	2- 1-87	Prime	679	679		
3- 1-80	6- 1-95	12-3/4	6,127	6,163		
5- 1-81	5- 1-88	Prime	830	597		
			29,285	29,978		
			71,827	70,885	2,557	336

510. DEBTHOLDINGS—Continued

Line No.	Description of obligation	Name and address of creditor or trustee	Original amount	Portion due	
				Within one year	After one year
(a)	(b)	(c)	(d)	(e)	
1.	Acct. 766-Continued				
2.	5 Capital Leases	Various	80,355	6,993	53,985
3.	Total Acct. 766		1,117,234	79,678	719,451
4.					
5.					
6.					
7.					
8.					
9.	Acct. 769-Accounts Payable-Affiliated Companies				
	5 Advances	Chic.Hgts.Term.Trf.	600		
11.	"	Amer.Ref.Transit	6,000		
12.	"	Mo.Improvement Co.	4,266		
13.	Total Acct. 769		10,866		
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.					
48.					
49.					
50.					

NOTES AND REMARKS

510. DEBTHOLDINGS—Continued
(Notes and Other Disclosures)

Line No.	a. Nature of Security or Collateral, if any
1.	None
2.	
3.	
4.	
5.	
6.	
7.	
8.	
9.	
10.	
11.	
12.	
13.	
14.	
15.	
16.	
17.	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder—bank, broker, holding company, individual or other specified category.

Line No.	Name and address of holder	Type of holder
1.		
2.		
3.		
4.		
5.		
6.		
7.		
8.		
9.		
10.		
11.		
12.		
13.		
14.		
15.		
16.		
17.		
18.		

c. Other Notes and Comments

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 700

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

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

Give subtotals for each of the several numbered classes, in the order listed above, as well as the total for all classes.

Lengths of track should be reported to the nearest **WHOLE** mile adjusted to accord with footings, i.e.: counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

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

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

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

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

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

The returns in columns (h) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc., 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.

Switching and terminal companies leave column (c) (Miles of Branch Lines) blank. They should prepare also the following schedule for tracks operated at cost for joint benefit.

TRACKS OPERATED AT COST FOR JOINT BENEFIT (For Switching and Terminal Companies Only)

Line No.	Name of owner(s)	Joint or common title holder(s)	Total mileage operated
1			
2	Not Applicable		
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class	Proportion owned or leased by respondent	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, turnouts			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	100%	M	6,620	441	3	858	940	1,248	10,110
2										
3	1-J	12.50	M	2	2				3	7
4		25.00						1	13	14
5		33.33						10	20	30
6		50.00		154	77		25	45	117	418
7	Tot	1-JM		156	79		25	56	153	469
8	Tot	1&1-JM		6,776	520	3	883	996	1,401	10,579
9										
10	1	100%	B	3,546	2		128	624	158	4,458
11										
12	1-J	33.33	B					2	1	3
13		50.00						14	11	25
14		66.66						4		4
15	Tot	1-JB						20	12	32
16	Tot	1&1-JB		3,546	2		128	644	170	4,490
17										
18	Tot and	1&1-JM 1&1-JB		10,322	522	3	1,011	1,640	1,571	15,069
19										
20										
21										
22	3A	100%	M						1	1
23										
24	3A-J	50.00	M	2					17	19
25										
26	3B	100%	M					2	14	16
27										
28	3B	100%	B	10				2		12
29										
30	Tot	3A&3B		12				4	32	48
31										
32										
33	5	100%	M	751	109	2	74	149	144	1,229
34										
35	5-J	50.00	M						6	6
36										
37	5	100.00	B	187	5		22	58	85	357
38										
39	Tot	5&5JM								
40	and	5B		938	114	2	96	207	235	1,592
41										
42										
43										
44										
45										
46										
47										
48										
49										
50										
51										
52										
53										
54										
55		Total Main Line	XXX	7,529	629	5	957	1,147	1,583	11,850
56		Total Branch Lines	XXX	3,743	7		150	704	255	4,859
57		Grand Total	XXX	11,272	636	5	1,107	1,851	1,838	16,703
58		Miles of road or track electrified included in preceding grand total	XXX							None

701. 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 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	MFS Branch	B	1					1
2	1	M.P.R.R.	M	8				23	31
3	1	Settegast Yd.	M					69	69
4	1	Magnolia Pk.Br.	B	5				17	22
5	1	E.Columbia Br.	B	7				3	10
6	1	Memphis	M	2				3	5
7									
8									
9									
10									
11									
12									
13									
14									
15		Total	XXX	23				115	138

Line 1 Leased to Ark.&Mfs.Br.&Term.-Record 11,425 - 5/20/15 - Flat Rental
 Line 2-5 Leased to Houston Belt & Term. Ry. under Agreement, dated 11/15/48
 Line 6 Exclusive use of B-N

702. 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 of track should be reported to the nearest WHOLE mile adjusted to accord with footings, i.e.: counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

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	Arkansas	1,055	436				60	1,551		1	
2	Colorado	138					16	154			
3	Illinois	487	212		1		173	873			
4	Kansas	781	956		10		65	1,812			
5	Louisiana	675	533				44	1,252			
6	Mississippi		3					3			
7	Missouri	872	318				182	1,372			
8	Nebraska	96	218				10	324			
9	New Mexico		73					73			
10	Oklahoma	334	164				20	518			
11	Tennessee	11					7	18	2		
12	Texas	2,248	633				441	3,322	8	12	
13											
14											
15											
16	Total Mileage (single track)	6,697	3,546		11		1,018	11,272	10	13	

705. 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 whole mile adjusted to accord with footings, i.e.: counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

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. Any certificates of convenience and necessity, issued under 10901 of the Interstate Commerce Act should make reference to such authority by docket number 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	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
			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	M	149	1		12	31		193	
2	1-J	M				1			1	
3	1	B						1	1	
4	5	B				5			5	
5										
6										
7										
8										
9										
10										
11										
12										
13	Total Increase		149	1		18	31	1	200	

DECREASES IN MILEAGE

14	1	M						7	7	
15	1-J	M						10	10	
16	1	B	398			12	22		432	
17	1-J	B					1		1	
18										
19										
20										
21										
22										
23										
24										
25	Total Decrease		398			12	23	17	450	

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 None

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.

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.

2. In column (c) give the number of units purchased new or built in company shops. In column (d) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.

3. Units leased to others for a period of one year or more are reportable in column (l); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (h); units rented from others for a period less than one year should not be included in column (i).

4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit, but not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent 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. For reporting purposes indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate. Radio-controlled units that are not self-powered, i.e., those without a diesel, should be reported on line 13 under "Auxiliary units".

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

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

710. 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 retired from service of respondent whether owned or leased, including re-classification	Units at Close of Year				
			Units installed					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											
2	Diesel-Freight _____ B units											
3	Diesel-Passenger _____ A units											
4	Diesel-Passenger _____ B units											
5	Diesel-Multiple purpose _____ A units	1,215	130				105	1,240		1,240	2,964,100	
6	Diesel-Multiple purpose _____ B units											
7	Diesel-Switching _____ A units	207					9	198		198	246,600	
8	Diesel-Switching _____ B units											
9	Total (lines 1 to 8)	1,422	130				114	1,438		1,438	3,210,700	
10	Electric-Locomotives											
11	Other self powered units											
12	Total (lines 9, 10 and 11)	1,422	130				114	1,438		1,438	3,210,700	
13	Auxiliary units	13	9					22		22	XXXX	
14	Total Locomotive Units (lines 12 and 13)	1,435	139				114	1,460		1,460	XXXX	

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

Line No.	Type or design of units	Before Jan. 1, 1960	Between Jan. 1, 1960, and Dec. 31, 1964	Between Jan. 1, 1965, and Dec. 31, 1969	Between Jan. 1, 1970, and Dec. 31, 1974	Between Jan. 1, 1975 and Dec. 31, 1979	During Calendar Year					TOTAL
							1980	1981	1982	1983	1984	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
15	Diesel _____	33	219	171	284	461	140	130				1,438
16	Electric _____											
17	Other self-powered units _____											
18	Total (lines 15 to 17)	33	219	171	284	461	140	130				1,438
19	Auxiliary units _____					4	9	9				22
20	Total Locomotive Units (lines 18 and 19)	33	219	171	284	465	149	139				1,460

710. INVENTORY OF EQUIPMENT—Continued												
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS												
Line No.	Class of equipment and car designations	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 re-written into property accounts							
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
PASSENGER-TRAIN CARS												
<i>Non-Self-Propelled</i>												
21	Coaches [PA, PB, PBO]											
22	Combined cars [All class C, except CSB]											
23	Parlor cars [PBC, PC, PL, PO]											
24	Sleeping cars [PS, PT, PAS, PDS]											
25	Dining, grill and tavern cars										XXXX	
26	[All class D, PD]											
27	Non-passenger carrying cars [All class B, CSB, M, PSA, IA]										XXXX	
28	Total (lines 21 to 27)											
<i>Self-Propelled Rail Motorcars</i>												
29	Electric passenger cars [EP, ET]											
30	Electric combined cars [EC]											
31	Internal combustion rail motorcars [ED, EG]											
32	Other self-propelled cars											
Specify types:												
33	Total (lines 29 to 32)											
34	Total (lines 28 and 33)											
COMPANY SERVICE CARS												
35	Business cars [PV]	6					6			6	XXXX	
36	Boarding outfit cars [MWX]	719			10	1	705			705	XXXX	
37	Derrick and snow removal cars [MWU, MWV, MWW, MWK]	* 66	3				69			69	XXXX	
38	Dump and ballast cars [MWB, MWD]	427	50			304	36	745		745	XXXX	
39	Other maintenance and service equipment cars	* 1,102			9	142	86	1,167		1,167	XXXX	
40	Total (lines 35 to 39)	2,320	53		19	447	147	2,692		2,692	XXXX	
* Corrected for 1980												

710. INVENTORY OF EQUIPMENT-Continued

Instructions for reporting freight-train car data:

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.

2. In column (d) give the number of units purchased or built in company shops. In column (e) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.

3. Units leased to others for a period of one year or more are reportable in column (n); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (i); units rented from others for a period less than one year should not be included in column (j).

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars	All others	Units Installed			
				New units purchased or built ¹	New or rebuilt units leased from others ¹	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹	All other units, including reclassification and second hand units purchased or leased from others
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
FREIGHT TRAIN CARS							
41	Plain Box Cars - 40' (B100-129)	3,739*					170
42	Plain Box Cars - 50' (B200-229; B300-329)	7,297*					269
43	Equipped Box Cars (All Code A)	9,929*					305
44	Plain Gondola Cars (G092-392; G401-492)	6,853*		500			4
45	Equipped Gondola Cars (All Codes C and E)	522*		100			22
46	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)	11,104		500			307
47	Open Top Hopper Cars-General Service (All Code H)	6,457		300			1
48	Open Top Hopper Cars-Special Service (All Codes J and K)	1,169					
49	Refrigerator Cars - Non-mechanical (R100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)	2,888*					93
50	Refrigerator Cars - Mechanical (R104, 110, 111, 112, 117, 118, R204, 210, 211, 212, 217, 218)	458					
51	Flat Cars - TOFC/COFC (F071-078; F871-978; F771-778)	310					
52	Flat Cars - Multi-level (All Code V)	43					
53	Flat Cars - General Service (F101-109; F201-209)	684					49
54	Flat Cars - Other (F111-189; 211-289; 301-389, 401-499)	1,159					2
55	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)						
56	Tank Cars - 22,000 Gallons & Over (T-6, T-7, T-8, T-9)						
57	All Other Freight Cars (F191-199; 291, 391; L006-048; L070, L080, L090 - All "L" with second numeric 6; L161-L764; T-770, All Class S)	1,285					
58	Total (lines 41 to 57)	53,897		1,400			1,222
59	Caboose (All N)	XXX	697	74			
60	Total (lines 58, 59)	53,897	697	1,474			1,222

* Corrected for 1980

710. INVENTORY OF EQUIPMENT—Continued

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

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

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

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS							
Changes during year (Concluded)	Units At Close of Year						Line No.
Units retired from service of respondent whether owned or leased including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Time-mileage cars	All other			
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
819	1,792	1,298	3,090		184,819		41
729	6,753	84	6,837		559,802		42
617	9,079	538	9,617		738,090		43
362	6,991	4	6,995		651,594		44
34	610		610		49,439		45
501	11,052	358	11,410		1,089,325		46
426	6,313	19	6,332		628,542		47
78	1,091		1,091		99,914		48
							49
203	1,723	1,055	2,778		203,199		
105		353	353		22,945		50
1	210	99	309		22,796		51
14	3	26	29		2,405		52
35	659	39	698		58,029		53
24	1,135	2	1,137		88,953		54
							55
							56
							57
54	1,229	2	1,231		93,715		
4,002	48,640	3,877	52,517		4,493,567		58
49	722		xxxx	722	xxxxxxxxxxx		59
4,051	49,362	3,877	52,517	722	4,493,567		60

710. INVENTORY OF EQUIPMENT—Concluded

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Per diem	All other	Units Installed			
				New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units re-written into property accounts	All other units, including reclassification and second hand units purchased or leased from others
(a)		(b)	(c)	(d)	(e)	(f)	(g)
	FLOATING EQUIPMENT						
61	Self-propelled vessels [Tugboats, car ferries, etc.]	X X X X	1				
62	Non-self-propelled vessels [Car floats, lighters, etc.]	X X X X	2				
63	Total (lines 61 and 62)	X X X X	3				
	HIGHWAY REVENUE EQUIPMENT						
64	Bogie-chassis						
65	Dry van	498		516			1
66	Flat bed						
67	Open top						
68	Mechanical refrigerator						
69	Bulk						
70	Insulated						
71	Platform removable sides						
72	Other trailer or container						
73	Tractor						
74	Truck						
75	Total (lines 64 to 74)	498		516			1

NOTES AND REMARKS

710. 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.
Units retired from service of respondent whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Pier diem	All other			
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
	1		X X X X	1			61
	2		X X X X	2			62
	3		X X X X	3			63
	*1015		1,015		22,837		64
							65
							66
							67
							68
							69
							70
							71
							72
							73
							74
	*1015		1,015		22,837		75

NOTES AND REMARKS

* See last year's rpt.

710-S. 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 710; locomotive units should be identified as to power source, wheel arrangement, and horsepower per unit; such as Multiple purpose diesel locomotive A units (B-B), 2500 HP; 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 710.

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

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

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

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

7. 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)
1	<u>Multiple Purpose Diesel Locomotive</u>	"A" Units			
2	B-B 2250 HP B-23-7	17	2,278	10,226	P
3	B-B 3000 HP B-23-7	3	402	1,805	P
4	B-B 2000 HP GP-38-2	40	5,520	23,577	P
5	B-B 3500 HP GP-50	10	1,370	6,719	P
6	C-C 3000 HP SD-40-2	10	1,260	7,052	P
7					
8	<u>Freight Train Cars</u>				
9	Steel Cabooses NM	150	3,982	7,880	S
10	Steel Open Hoppers HT	800	24,925	34,139	P
11	Steel Box Cars XL	47	2,021	3,115	P
12	Steel Open Hopper HTS Woodchip	200	8,080	11,788	P
13	Steel Covered Hoppers LO	500	13,600	17,991	P
14	Steel Gondolas GB	500	16,750	18,335	P
15	Steel Gondolas GBS	100	3,690	6,305	P
16	<u>Highway Revenue Equipment</u>				
17	Aluminum Dry Van Semi-Trailers	500	2,950	4,815	P
18	<u>Work Equipment</u>				
19	Steel Air Dump MWD	50	1,925	3,185	P
20					
21	Includes 10 SD-40-2, 20 B-23-7, 10 GP-50 & 40 GP-38-2 locomotives, 150 steel				
22	cabooses, 500 open hoppers HT, 47 steel box cars XL & 200 steel woodchip cars HTS				
23	received in 1980. Excludes 20 GP-50-1, 45 GP-38-2, 15 B-23-7, 20 GP-15-1 & 30				
24	B-30-7 locomotives, 74 steel cabooses & 3 locomotive cranes & 16 aluminum dry van				
25	semi-trailers received in 1981 for which accounting is not complete. x x x x				
	TOTAL	2,927		156,932	

REBUILT UNITS

26	<u>Locomotives</u>				
27	SL-1 Auxiliary Locomotives-Slugs	11	1,463	1,021	
28					
29	<u>Work Equipment</u>				
30	Wheel Cars	10	243	175	
31	Bunk Cars	10	400	570	
32					
33	Includes 2 auxiliary locomotives SL-1 received in 1979, 9 auxiliary locomotives				
34	SL-1 and 1 wheel car received in 1980. Excludes 9 auxiliary locomotives SL-1				
35	received in 1981 for which accounting is not complete.				
36					
37					
38	TOTAL	31	x x x x	1,766	x x x x
39	GRAND TOTAL	2,958	x x x x	158,698	x x x x

NOTES AND REMARKS

715. 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 line 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 (i) 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 _____			
2	Number installed during the year _____			
3	Number retired during the year _____			
4	Number available at close of year _____			
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)
None				
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

715. HIGHWAY MOTOR VEHICLE OPERATIONS—Concluded

"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.
	1,510					1
	517					2
	3					3
	2,024					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
	38	4		1,162		16
	-	-		377		17
	3	-		212		18
	35	4		1,327		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

Road Initials: **MP**

Year 19 81

106A

NOTES AND REMARKS

716. 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 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 in-

terest 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	Missouri Pacific Truck Lines, Inc.	Direct Interest	1938
2	Houston, Texas and St. Louis, MO.	Ownership of entire	
3		Capital Stock	
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

Note from Page 108

In the first year of this report Column "c" was not clearly defined, so the figures for Column "c" were the result of gross tonnage (by class) divided by route miles (first main). They now ask for total track miles (route miles x number of tracks). This change was not picked up last year. As a result, adding the second main to the first main gives us a lower figure for Class A & B in Column "c" for this year.

GENERAL INSTRUCTIONS FOR PREPARING SCHEDULES 720, 721, 723, 726, 727, and 728

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

*Track category

- A - Freight density of 20 million or more gross ton-miles per mile per year (including track over which passenger service is provided—see Category F).
- B - Freight density of less than 20 million gross ton-miles per mile per year but at least 5 million (does not include track over which passenger service is provided—see Category F).
- C - Freight density of less than 5 million gross ton-miles per mile per year but at least 1 million (does not include track over which passenger service is provided—see Category F).
- D - Freight density of less than 1 million gross ton-miles per year (does not include track over which passenger service is provided—see Category F).
- E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in appropriate Category A, B, C, D, F, and Potential Abandonments, as appropriate).

F - Track over which any passenger service is provided (other than potential abandonments); however, if annual freight traffic density is greater than 20 million gross ton-miles per mile per year, the track shall be included in Track Category A.

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

2. These schedules shall only include those lines maintained by the reporting carrier. It shall not include track maintained by others over which the reporting carrier has trackage rights.

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

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

Note: For line segments containing more than single tracks, the total density over the route shall be used to determine track category.

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

720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions.
2. Average speed reduction per slow order mile in column (e) shall be based on reduction from the maximum authorized timetable train speeds.
3. Miles under slow order in column (f) shall not include those due to ongoing maintenance, or other temporary track conditions such as floods or derailments.

See Note on Page 107

Line No.	Track category	Mileage of tracks at end of period	Average annual traffic density in millions of gross ton-miles per mile**	Average running speed limit	Average speed reduction per slow order track mile	Track miles under slow orders at end of period
	(a)	(b)	(c)	(d)	(e)	(f)
1	A	2,416	28	52	12	8
2	B	5,220	12	46	10	37
3	C	1,234	2	32	8	65
4	D	2,503		24	7	17
5	E	3,104	XXXXXXXX	XXXXX	XXXXX	
6	F		XXXXXXXX	XXXXX	XXXXX	
7	Potential abandonments	369		17	13	
8	Total	14,846	11			127

721. TIES LAID IN REPLACEMENT

- (1) Disclose the requested information concerning ties laid in replacement.
- (2) In column (j), report the total board feet of switch and bridge ties laid in replacement.
- (3) The term "spot maintenance" in column (k) means repairs to track components during routing inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "% of Spot Maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.

Line No.	Track Category (a)	Number of crossties laid in replacement						Total (i)	Switch and Bridge Ties (Board feet) (j)	Switch and Bridge Ties % of Spot Maintenance (k)
		New Ties				Second-hand ties				
		Wooden		Concrete (d)	Other (e)	Wooden				
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)			
1	A	365,888						365,888	766,948	30.18
2	B	824,031						824,031	1,605,771	11.51
3	C	50,305						50,305	200,254	42.69
4	D	202,788						202,788	443,717	40.48
5	E	297,654						297,654	1,137,958	31.90
6	F									
7	Potential Abandonments	56						56		
8	Total	1,740,722						1,740,722	4,154,648	25.14

9 Average cost of a tie

\$ 15.45

Crossties

A	12.88
B	7.28
C	57.95
D	17.37
E	26.02
P/A	100.00
Total	14.30

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

Give particulars of ties laid during the year in new construction during the year.

In column (a) classify the ties as follows:

(U) Wooden ties untreated when applied.

(T) Wooden ties treated before application.

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

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

In columns (d) and (g) 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. In these columns, "total cost" is to be reported in thousands.

Line No.	Class of ties	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks
		Total number of ties applied	Average cost per tie	Total cost of crossties laid in new tracks during year	Number of feet (board measure) laid in tracks	Average cost per M feet (board measure)	Total cost of switch and bridge ties laid in new tracks during year	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
1	T	276,209	\$ 13.47	\$ 3,720	818,413	\$ 449.65	\$ 368	New
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	276,209	13.47	3,720	818,413	449.65	368	
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid						10.86	
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid						10.47	

723. RAILS LAID IN REPLACEMENT

- (1) Furnish the requested information concerning rails laid in replacement.
- (2) The term "spot maintenance" in column (h) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "% of Spot Maintenance" refers to the percentage of total rails laid in replacement considered to be spot maintenance.

Line No.	Track category (a)	Miles of rail laid in replacement (rail-miles)				Total		Percent of spot maintenance (h)
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)	
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)			
1	A	28	2	20	17	48	19	30.78%
2	B	497	4	163	53	660	57	4.20%
3	C	4		12	19	16	19	48.72%
4	D	3	2	80	28	83	30	12.02%
5	E	74	2	79	45	153	47	19.81%
6	F							
7	Potential Abandonments							
8	Other							
9	TOTAL	606	10	354	162	960	172	10.67%

10 Average cost of rails laid in replacement.

\$ 322.89 G.T.

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

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

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

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

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. In these columns, "total cost" is to be reported in thousands.

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year	Average cost per ton (2,000 lb.)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year	Average cost per ton (2,000 lb.)
		Pounds per yard of rail	Number of tons (2,000 lb.)			Pounds per yard of rail	Number of tons (2,000 lb.)		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	2	136	2,440	1,125	461.07	136	118	51	432.20
2	2					115	289	133	460.21
3	4					136	39	2	51.28
4	4					119	43	2	46.51
5	4	115	26	1	38.46	115	4,405	176	39.95
6	4	112	173	7	40.46	112	3,569	143	40.07
7	4					110	4,764	191	40.09
8	4	90	302	12	39.74	90	167	7	41.92
9									
10									
11									
12									
13									
14									
15									
16	Total	X X X	2,941	\$1,145	\$389.32	X X X	13,394	\$705	\$52.64
17	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid 10.86								
18	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid 10.47								
19	Track-miles of welded rail installed this year 4.2 : total to date 30.7								

725. 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. 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)
	<i>Pounds</i>			
1	136	2,113.24		
2	132	718.58		
3	131	108.71		
4	127	7.00		
5	119	1,498.91		
6	115	1,674.38		
7	113	1.91		
8	112	1,708.28		
9	110	179.81		
10	100	33.37		
11	90	1,273.94		
12	85	1,188.88		
13	80	56.55		
14	75	168.81		
15	Various	6.49		
16	Total	10,738.86		

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726. SUMMARY OF TRACK MAINTENANCE

1. Disclose the requested information concerning the summary of track maintenance.

2. In column (d), (f), and (i) give the percentage of replacements to total units of property at year end.

Line No.	Track category (a)	Ties				Rail		Ballast	Track surfacing	
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles) (e)	Percent replaced (f)	Cubic yards of ballast placed (g)	Miles surfaced (h)	Percent surfaced (i)
		Crossties (b)	Switch and Bridge Ties (Board Feet) (c)	Crosstie (d)	Switch and Bridge Ties (Board Feet) (d)					
1	A	365888	766948	5.57	3.86	67	1.39	327,103	2,096	86.78
2	B	824031	1605771	5.80	3.74	717	6.87	492,098	3,988	76.39
3	C	50305	200254	1.50	1.98	35	1.42	292,153	516	41.81
4	D	202788	443717	2.98	2.16	113	2.26	40,071	1,149	45.90
5	E	297654	1137958	3.53	4.46	200	3.22	39,315	372	11.98
6	F									
7	Potential abandonments	56						147	15	4.01
8	Total	1740722	4154648	4.31	3.41	1,132	3.81	1,190,887	8,136	54.80

727. TEN-YEAR SUMMARY OF TRACK MAINTENANCE

1. Report in appropriate columns total numbers of replacements for all categories of track lines and the percentage of replacements to the units of property.

2. Explain in "Remarks" changes in track mileage due to acquisition, mergers, major abandonments and other disposals.

Line No.	Year (a)	Ties				Rail		Ballast	Track surfacing	
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles) (e)	Percent replaced (f)	Cubic yards of ballast placed (g)	Miles surfaced (h)	Percent surfaced (i)
		Crossties (b)	Switch and Bridge Ties (Board Feet) (c)	Crosstie (d)	Switch and Bridge Ties (Board Feet) (d)					
1	Current year	1740722	4154648	4.31	3.41	1,132	3.81	1,190,887	8,136	54.80
2	First preceding	1380326	3629295	2.86		1,001	3.32	1,049,179	6,740	44.67
3	Second preceding	1039290	3822025	2.15		821	2.73	1,372,622	5,664	37.58
4	Third preceding	1315975		2.90		987	3.27	1,605,967	4,313	28.54
5	Fourth preceding									
6	Fifth preceding									
7	Sixth preceding									
8	Seventh preceding									
9	Eighth preceding									
10	Ninth preceding									

REMARKS

728. DEFERRED MAINTENANCE-TRACKS

- (1) Disclose the requested information concerning the monetary and quantity of deferred maintenance of tracks.
- (2) Explain in remarks section below the methods and/or calculations used in determining the amounts and quantities reported.

Line No.	Type of Track	Monetary Amount of Deferred Maintenance	
		End of the Year	Beginning of the Year
	(a)	(b)	(c)
1	A	\$	\$
2	B	1,029	3,060
3	C	1,050	1,420
4	D	1,554	5,080
5	E	1,572	2,092
6	F	-	N/A
7	Potential Abandonments	-	-
8	Total Tracks	5,205	11,652
Selected Track Maintenance		Quantities of Deferred Maintenance	
		End of the Year	Beginning of the Year
9	Crossties	173,000	407,000 Restated
10	Rail	4,872 tons	6,592 tons "
11	Ballast	-	238,000 " "

Remarks Deferred maintenance has been determined based upon management's knowledge of the physical condition of the Railroad. Specific track locations have been identified where the condition of the track is not regarded as adequate in terms of future and/or present service requirements and where the track structure would be improved if the resources were available. Quantities of rail, ties and ballast represent the requirements of the specific locations. The dollar amounts are based on average installed cost of a mile of rail, a tie, and a ton of ballast.

NOTES AND REMARKS

Continued from Page 126

<u>Contract With</u>	<u>Nature</u>	<u>Location</u>
Pearson Cons.	Remove Bridge	Louisiana
Simon Taylor & Sons	Roadbed & Drainage Work	Texas
Damon Pursell Cons.	Track Extension	Missouri
Southwestern Contracting	TOFC Facility Work	Texas
Evans Track-Work	Track Construction	Illinois
Loram Cons.	Construct Yard Tracks	Texas
Elcor Corp.	Conveyance Track & Material (2 contracts)	"
Marlatt Construction	Drainage Work (2 contracts)	Missouri
Leyendeckers Hywy. Cons.	Parking Lot Work	Texas
Hudson Cons.	Siding Work (3 contracts)	"
Alpha Cons.	Construct Auto Unloading Facility	Illinois
Helena Cons.	Roadbed Work	Arkansas
Harry Keith & Sons	" "	Kansas
Schneider Cons.	Yard Work	Texas
Boise Hilburn	Relocation Work	Missouri

750. 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 _____	220,760,387			
2	Passenger _____				
3	Yard switching _____	10,891,924			
4	Total _____	231,652,311			
5	Cost of Fuel* _____	\$ 244,056	\$	\$	\$
6	Work Train _____	1,263,957			

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
7	Freight None			
8	Passenger _____			
9	Yard switching _____			
10	Total _____			
11	Cost of Fuel* _____	\$	\$	\$
12	Work Train _____			

*Show cost of fuel charged to train and yard service (Functions 67-Loco. Fuels and 68-Electric Power Purchased/Produced for Motive Power). 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*)

755 Railroad Operating Statistics

Unit Train, Way Train, and Through data under Items 2, 3, 5, 7, and 13 shall be obtained from conductor's wheel reports (freight) or similar records. Unit Trains, for the purpose of this report, are defined as a solid train with a fixed, coupled consist operated continuously, in shuttle service under load from origin and delivered intact at destination, and returning empty for reloading at the same origin. Way Trains are defined as trains operated primarily to gather and distribute cars in road service and move them between way stations or way points. Through Trains are those trains operated between two or more major concentration or distribution points. Do not include unit train statistics in way and through train statistics. A transportation train is a train transporting revenue freight or passengers or moving with empty cars prior or subsequent to such revenue service. A work train is a train operated solely or preponderantly for the purpose of transporting company freight, work equipment or company employees. Statistics for work trains should be reported under Item 12 only. Statistics related to company equipment, company employees and company freight moving in transportation trains are not to be reported in Item 12, but are to be reported in Items 5-17, 7-04, 8-02, 8-03, and 9-04 through 9-07 as instructed in notes I, K, and L.

(A) Miles of road operated at close of year, excluding industrial tracks, yard tracks, and sidings. Compute data for columns (b) and (c) by averaging mileage for each quarter.

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

(C) A locomotive is a self-propelled unit of equipment designed solely for moving other equipment. A locomotive unit-mile is a movement of a locomotive unit one mile under its own power. Include miles made by all locomotive units. In spaces marked "type" indicate type of motive power (electric, etc.), accumulating unit-miles reported. Types making less than 2 percent of total miles for service need not be segregated. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.

(D) All locomotive unit-miles in road service shall be based on the actual distance run between terminals and/or stations. Follow instructions (B) regarding fractions and official time-tables for computing locomotive-miles.

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

(F) Yard switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in yard switching service. Include miles allowed yard locomotives for switching service in yards where regular switching service is maintained and in terminal switching and transfer service.

(G) A motorcar is a self-propelled unit of equipment designed to carry freight or passenger traffic, and is not considered a locomotive. Include miles of all motorcars and trailing units.

(H) Use car designations shown in Schedule 710. Report under Railroad owned and leased miles, Items 5-1 and 5-11 both foreign cars and respondents' own cars while on the line of the respondent railroad. Report in Items 5-13 and 5-15 miles for private-line cars (whether under railroad control or not) and shipper owned cars under the private-line category. A car-mile is a movement of a unit of car equipment a distance of one mile. Report miles made by flatcars carrying loaded highway trailers or empty highway trailers moving under revenue billings as loaded freight car-miles and miles made by flatcars carrying other empty highway trailers as empty freight car-miles. Exclude miles made by motorcars and report miles made by business cars of other than reporting carrier as sleeping car-miles in Item 6-03. Report mail, express baggage cars and combination cars other than 6-02 combination cars, in Item 6-05.

(I) Exclude from Items 5-01, 5-11, 5-13, and 5-15 Car-Miles of work equipment, cars carrying company freight and no-payment cars moving in transportation trains. Include such car-miles in Item 5-17 and 5-18. No payment car-miles are miles made by private-line cars (other than railroad controlled) and shipper-owned cars for which the railroad does not reimburse the owner on a loaded and/or empty mile basis. That is, if the payment for the loaded miles includes the empty miles, the loaded and empty miles should not be considered no-payment car miles.

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

(K) Compute from conductors' or dispatchers' train reports or other appropriate source, weight in tons (2,000 pounds). Item 7-01 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 7-02 and 7-03 represent tons behind locomotive units (cars and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Non-revenue gross ton-miles in transportation trains include work equipment and cars carrying company freight (and their contents). Use 150 lbs. as the average weight per passenger, and 4 tons as the average weight of contents of each headend car.

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

(M) Road service represents elapsed time of transportation trains (both ordinary and light) between time of assignment at initial terminals and time of completion of work at final terminals including train switching at way stations and delays on road as shown by conductors' or dispatchers' train reports. Include time of motorcar service performed by train locomotives at terminals and way stations. Report in Item 9-02 train switching hours included in Item 9-01. Train switching is the time spent by the train while performing switching service initial, intermediate and final at terminals and way stations. A train hour is independent of the number of locomotives in the train.

755 Railroad Operating Statistics—Continued

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

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

(P) The number of loaded freight cars shall be obtained from the conductors' wheel report and shall be the sum of all loaded cars handled by each train. For example, if a car moves loaded in: (1) a way train from the origination point; (2) in two through trains; and (3) in a way train to the destination point, the total count of loaded cars would be four—two counts for the movements in the way trains and two counts for the movement in through trains. Therefore, each car originated or received from a connecting carrier receives an initial count plus one count for each subsequent physical transfer between trains on respondent

s lines. No additional count is given because of crew change or changes in track identification number unless there is a physical transfer of the car between trains. Each car moving under revenue billing shall be considered as loaded cars.

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

(R) Report total number of loaded revenue trailers/containers picked up plus trailers/containers delivered, when the work is performed at the railroad's expense.

(S) Report under Marine Terminals, Item 16, the tons loaded onto and unloaded from marine vessels at the expense of the reporting railroad.

(T) Report the total number of foreign per diem cars on line. Foreign Per Diem Cars refers to freight cars other than cabooses owned by other railroads, whose interline rental is settled on a per diem basis under the code of per diem rules.

Carriers will be governed by local conditions in determining whether a car at an interchange point should be considered as "on line". Unserviceable cars include cars out of service in connection with repair work. It includes cars on repair tracks repaired and awaiting switching, cars on repair tracks undergoing or awaiting switching, cars awaiting movement to repair tracks held in train yard (excluding cars which are to be repaired in train yard without loss of time), cars moving empty in trains en route to shops, and cars stored awaiting disposition.

Surplus cars are cars which are in serviceable condition available for loading at the initial count on the last day of the year, but which have not been placed for loading within 48 hours. A record shall be made of all such cars on hand at 12:01 a.m. of the day following the last day of each year and a count of the same cars made 48 hours later to ascertain those still not placed for loading. The count of surplus cars shall include cars assembled in advance to meet loading requirements of more than one day, cars which have not been moved because of infrequent train service as on branch lines, cars set aside or stored for special or future loading such as perishables, grain, autos, rough freight, et cetera, cars stored because of seasonal decline in traffic, such as coal cars, ore cars, et cetera. The count of surplus cars shall not include cars out of service in connection with repairs, cars actually moving en route to owners, cars moving on car service order, cars in transit to loading points on holding road or to another road. The phrase "placed for loading" refers to (1) physical switching of a car into position for loading (2) physical switching of a car into possession of a shipper who will subsequently move it to loading position; and (3) physical switching onto tracks at a freight house, pier, et cetera, for the purpose of being loaded.

NOTES AND REMARKS

755 Railroad Operating Statistics

ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)	ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
1. Miles of Road Operated (A)	1	11,358		5. Freight Car-Miles: (Thousands) (H)			
2. Train Miles-Running (B)				5-01 RR Owned & Leased Cars-Loaded			
2-01 Unit Trains	2	2,642,869		5-010 Box-Plain 40-Foot	27	14,015	
2-02 Way Trains				5-011 Box-Plain 50-Foot & Longer	28	85,267	
2-020 Diesel Locomotives	3	5,054,688		5-012 Box-Equipped	29	115,771	
2-021 Other Locomotives	4			5-013 Gondola-Plain	30	61,710	
2-03 Through Trains				5-014 Gondola-Equipped	31	11,422	
2-030 Diesel Locomotives	5	18,486,399		5-015 Hopper-Covered	32	92,742	
2-031 Other Locomotives	6			5-016 Hopper-Open Top-General Service	33	67,186	
2-04 Total Train Miles (lines 2-6)	7	26,183,956		5-017 Hopper-Open Top-Special Service	34	4,941	
2-05 Motorcars	8			5-018 Refrigerator-Mechanical	35	4,198	
2-06 Total, All Trains (lines 7, 8)	9	26,183,956		5-019 Refrigerator-Non-Mechanical	36	32,413	
3 Locomotive Unit Miles: (C)				5-020 Flat-TOFC/COFC	37	15,754	
Road Service: (D)				5-021 Flat Multi-Level	38	10,633	
3-01 Unit Trains	10	8,869,850		5-022 Flat-General Service	39	4,163	
3-02 Way Trains				5-023 Flat-All Other	40	11,974	
3-020 Diesel	11	11,006,137		5-024 All Other Car Types-Total	41	3,879	
3-021 All Other (Type)	12			5-025 Total (lines 27-41)	42	536,068	
3-03 Through Trains				5-11 RR Owned & Leased Cars-Empty			
3-030 Diesel	13	52,566,065		5-110 Box-Plain 40-Foot	43	13,931	
3-031 All Other (Type)	14			5-111 Box-Plain 50-Foot & Longer	44	61,765	
3-04 Total (lines 10-14)	15	72,442,052		5-112 Box-Equipped	45	95,146	
Train Switching: (E)				5-113 Gondola-Plain	46	49,277	
3-11 Diesel	16	6,157,062		5-114 Gondola-Equipped	47	10,679	
3-12 A. Other (Type)	17			5-115 Hopper-Covered	48	85,953	
3-13 Total (lines 16, 17)	18	6,157,062		5-116 Hopper-Open Top-General Service	49	56,982	
Yard Switching: (F)				5-117 Hopper-Open Top-Special Service	50	4,397	
3-21 Diesel	19	10,051,290		5-118 Refrigerator-Mechanical	51	3,249	
3-22 All Other (Type)	20			5-119 Refrigerator-Non-Mechanical	52	23,849	
3-23 Total (lines 19, 20)	21	10,051,290		5-120 Flat-TOFC/COFC	53	5,828	
3-31 Total All Services (lines 15, 18, 21)	22	88,650,404		5-121 Flat Multi-Level	54	8,556	
4 Motorcar Car-Miles: (Thousands) (G)				5-122 Flat-General Service	55	3,739	
4-01 Diesel	23			5-123 Flat-All Other	56	10,185	
4-02 Electric	24			5-124 All Other Car Types	57	3,615	
4-03 All Other	25			5-125 Total (lines 43-57)	58	437,151	
4-04 Total (lines 23-25)	26						

755 Railroad Operating Statistics—Continued

ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)	ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
5-13 Private Line Cars-Loaded (H)				5-164 Tank-Under 22,000 Gallons	91	75180	
5-130 Box-Plain 40-Foot	59	9		5-165 Tank-22,000 Gallons and Over	92	54346	
5-131 Box-Plain 50-Foot & Longer	60	11,489		5-166 All Other Car Types	93	1281	
5-132 Box-Equipped	61	47		5-167 Total (lines 77-93)	94	314388	
5-133 Gondola-Plain	62	2,211		5-17 Work Equipment & No Payment Cars-Miles (I)			
5-134 Gondola-Equipped	63			5-170 Unit Trains	95		
5-135 Hopper-Covered	64	88,052		5-171 Way Trains	96	34120	
5-136 Hopper-Open Top-General Service	65	2,232		5-172 Through Trains	97	144016	
5-137 Hopper-Open Top-Special Service	66	862		5-173 Total (lines 95-97)	98	178136	
5-138 Refrigerator-Mechanical	67	29		5-18 Total Car-Miles by Train Type			
5-139 Refrigerator-Non-Mechanical	68	2,658		5-180 Unit Trains	99	229335	
5-140 Flat-TOFC/COFC	69	95,027		5-181 Way Trains	100	172662	
5-141 Flat-Multi-Level	70	30,110		5-182 Through Trains	101	1410741	
5-142 Flat-General Service	71	620		5-183 Total (lines 99-101)	102	1812738	
5-143 Flat-All Other	72	6,609		5-19 Caboose Miles	103	25308	
5-144 Tank Under 22,000 Gallons	73	61,829		6. Passenger Car-Miles: (Thousands)(J)			
5-145 Tank-22,000 Gallons and Over	74	43,924		6-01 Coaches	104		
5-146 All Other Car Types	75	1,286		6-02 Combination, Passenger Cars	105		
5-147 Total (lines 59-75)	76	346,994		6-03 Sleeping and Parlor Cars	106		
5-15 Private Line Cars-Empty (H)				6-04 Dining, Grill and Tavern Cars	107		
5-150 Box-Plain 40-Foot	77	10		6-05 Head-end Cars (Other than 6-02)	108		
5-151 Box-Plain 50-Foot & Longer	78	10,980		6-06 Total (lines 104-108)	109		
5-152 Box Equipped	79	49		6-07 Business Cars	110		
5-153 Gondola-Plain	80	1,611		6-08 Crew Cars (Other than C cabooses)	111		
5-154 Gondola-Equipped	81	2		7. Gross Ton-Miles: (Thousands)(K)			
5-155 Hopper-Covered	82	98,174		7-01 Road Locomotives	112	12282093	
5-156 Hopper-Open Top-General Service	83	2,789		7-02 Freight Trains, Crs., Cnts., and Caboose			
5-157 Hopper-Open Top-Special Service	84	876		7-020 Unit Trains	113	19405885	
5-158 Refrigerator-Mechanical	85	46		7-021 Way Trains	114	10255069	
5-159 Refrigerator-Non-Mechanical	86	2,875		7-022 Through Trains	115	80417439	
5-160 Flat-TOFC/COFC	87	31,054		7-03 Passenger-Trains, Crs., and Cnts.	116		
5-161 Flat-Multi-Level	88	27,175		7-04 Non-Revenue	117	7206584	
5-162 Flat-General Service	89	676		7-05 Total (lines 112-117)	118	129567070	
5-163 Flat-All Other	90	7,264					

755 Railroad Operating Statistics—Continued

ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)	ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
8. Tons of Freight (Thousands)				14. TOFC/COFC-Number of Rev. Trailers & Containers Loaded & Unloaded (Q)	137	321,153	
8-01 Revenue	119	132,222		15. Multi-Level Cars-Number of Motor Vehi- cles Loaded & Unloaded (Q)	138	400,738	
8-02 Non-Revenue	120	6,110		16. TOFC/COFC Number of Rev. Trailers Picked Up and Delivered (R)	139	8,986	
8-03 Total (lines 119, 120)	121	138,332		17. Revenue Tons-Marine Terminals (S)			
9. Ton-Miles of Freight (Thousands)(L)				17-01 Marine Terminals-Coal	140		
9-01 Revenue-Road Service	122	58,298,607		17-02 Marine Terminals-Ore	141		
9-02 Revenue-Lake Transfer Service	123			17-03 Marine Terminals-Other	142		
9-03 Total (lines 122, 123)	124	58,298,607		17-04 Total (lines 140-142)	143		
9-04 Non-Revenue-Road Service	125	3,818,706		18. Number of Foreign Per Diem Cars on Line (T)			
9-05 Non-Revenue-Lake Transfer	126			18-01 Serviceable	144	15,810	
9-06 Total (lines 125, 126)	127	3,818,706		18-02 Unserviceable	145	188	
9-07 Total-Revenue & Non-Revenue (lines 124, 127)	128	62,117,313		18-03 Surplus	146		
10. Train Hours: (M)				18-04 Total Lines 144-146	147	15,998	
10-01 Road Service	129	1,698,906					
10-02 Train Switching	130	377,106					
11. Total Yard-Switching Hours (N)	131	1,191,827					
12. Train-Miles Work Trains: (O)							
12-01 Locomotives	132	365,464					
12-02 Motorcars	133						
13. Number of Loaded Freight Cars: (P)							
13-01 Unit Trains	134	379,415					
13-02 Way Trains	135	1,556,114					
13-03 Through Trains	136	2,682,742					

761. 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)	Underpass (Railroad above highway)	TOTAL
		(b)	(c)	(d)
1	Number at beginning of year _____			
2	Added: By new, extended or relocated highway _____			
3	By new, extended or relocated railroad _____			
4	By elimination of grade crossing _____			
5	Total added _____			
6	Deducted: By closing or relocation of highway _____			
7	By relocation or abandonment of railroad _____			
8	Total deducted _____			
9	Net of all changes _____			
10	Number at close of year _____			
	Number at close of year by States:			
11				
12				
13	Not Required			
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				

800. 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 rail transportation of persons or items 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) Freight or transportation companies or lines.
- (b) Other railway companies.
- (c) Steamboat or steamship companies.
- (d) Telegraph companies.
- (e) Telephone companies.
- (f) Equipment purchased under conditional sales contracts.
- (g) Routing traffic of affiliated companies.
- (h) Other contracts.

2. Under item 1(b), 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(f), 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(g), 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(h), 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 \$50,000 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 49 U.S.C. 10764 of the revised, Interstate Commerce Act, which reads as follows:

(a)(1) A common carrier providing transportation subject to the jurisdiction of the Interstate Commerce Commission under subchapter I of chapter 105 of this title shall file with the Commission a copy of each arrangement related to transportation affected by this subtitle that the carrier has with another common carrier. The Commission may require other carriers and brokers subject to its jurisdiction under chapter 105 to file a copy of each arrangement related to transportation or service affected by this subtitle that they have with other persons.

(2) When the Commission finds that filing a class of arrangements by a carrier subject to its jurisdiction under subchapter I of that chapter is not necessary in the public interest, the Commission may except the class from paragraph (1) of this subsection.

(b) The Commission may disclose the existence or contents of an arrangement between a contract carrier and a shipper filed under subsection (a) of this section only if the disclosure is—

(1) limited to those parts of the arrangement that are necessary to indicate the extent of its failure to conform to a tariff then in effect under section 10762 of this title; or

(2) consistent with the public interest and made as a part of the record in a formal proceeding.

<u>Contract With</u>	<u>Nature</u>	<u>Location</u>
(f) Chemical Bank	Equipment Financing (5 contracts)	System
Whitehead & Kales	" "	"
Northern Trust		
(h) Austin Bridge Co.	Bridge Work (4 contracts)	"
Coleman Ind. Const.	Pollution Control.	Big Spring, TX
A&G Utility Co. & Goswick & Allen	Construct Water & Sewer Lines	Corpus Christi, TX
Habco, Inc.	Vegetation Control (9 contracts)	System
SSI Industries, Inc.	" " (3 contracts)	"
Osrosewood Preserving	Inspect & Treat Bridges	Arkansas
Neosho Construction	Roadbed, Track & Bldg. Construction (19 contracts)	System
Carr Excavating	Work on Diesel Shop Bldg.	Ft. Worth, TX
Massman Contracting	Remove Track	Texas
Vogt & Conant	Moving Bridge	Marianna, AR
Concept Contractors	Construct Various Bldgs. (4 contracts)	System
W.T. Byler Co.	Roadbed & Track Work (3 contracts)	System
Affholder, Inc.	Install Pipe Casing	Arkansas
Tri-State Electric	Electrical Work (2 contracts)	Texas
Maxwell Bros.	Drainage & Roadbed	System

< CONTINUED ON PAGE 115 >

VERIFICATION

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

OATH

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

State of Missouri
City of _____
County of St. Louis

E. F. Becktame makes oath and says that he is Controller
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Missouri Pacific Railroad Company
(Insert here the exact legal title or name of the respondent)

that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of this Commission; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including

January 1, 19 81, to and including December 31, 19 81

E. F. Becktame
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and
City St. Louis
County St. Louis above named, this _____ day of March, 19 82

My commission expires May 19, 1985

Use an
L.S.
impression seal

A. F. Ricciotti
(Signature of officer authorized to administer oaths)
A. F. RICCIOTTI

SUPPLEMENTAL OATH Notary Public, St. Louis County, Missouri
(By the president or other chief officer of the respondent)

State of _____ The President has jurisdiction over the
County of _____ Controller but gives no instructions as to
methods of accounting.

_____ makes oath and says that he is _____
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of _____
(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

_____, 19 _____, to and including _____, 19 _____.

(Signature of affiant)

Subscribed and sworn to before me, a _____ in and for the State and
county above named, this _____ day of _____, 19 _____

My commission expires _____

Use an
L.S.
impression seal

(Signature of officer authorized to administer oaths)

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RC-320025

MISSOURI PACIFIC

1981

RC 320025

ORIGINAL

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CLASS I RAILROADS

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EXPIRES 3-31-83

annual report

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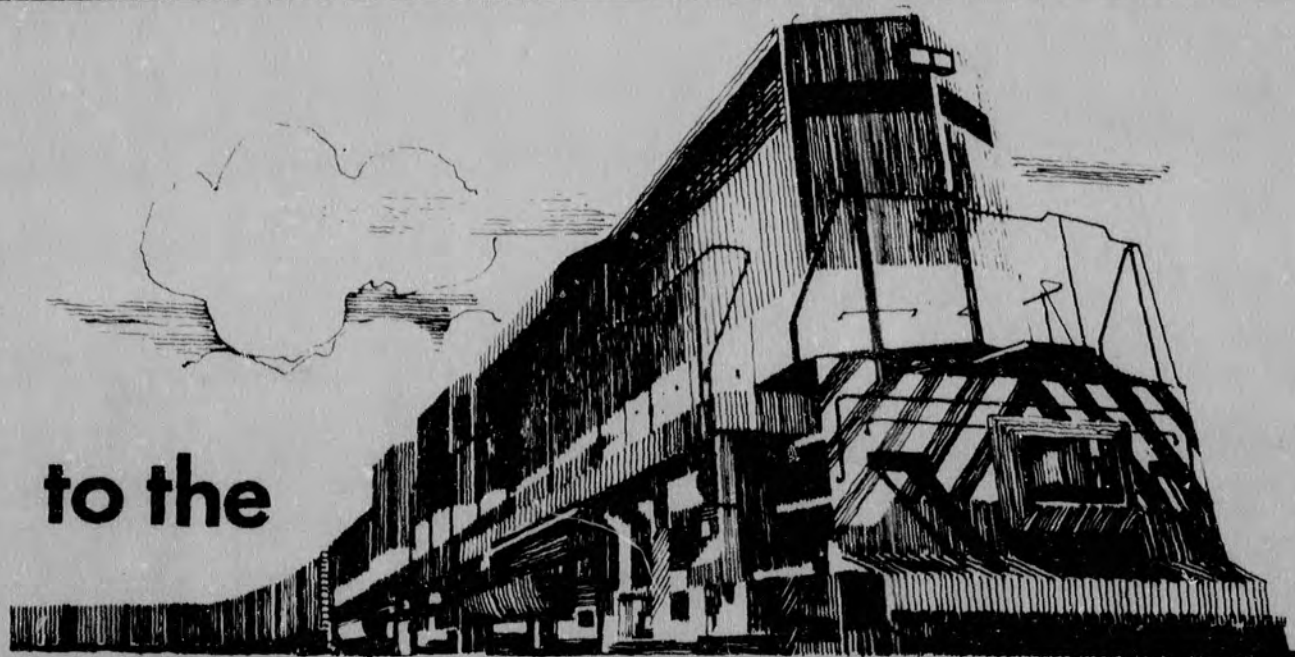
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ICC - P.C. 2040

RC010025 1 0 GPRS
MISSOURI PACIFIC CORPORATION
9900 CLAYTON ROAD
ST LOUIS MO 63124

Correct name and address if different than shown.

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



to the

Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1981

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, P.O. Box 2040, Rockville Pike Station, Rockville, MD. 20852, by March 31, of the year following that for which the report is made. One copy should be retained in respondent's files. Attention is specially directed to the following provisions of Part I of the Interstate Commerce Act:

(49 U.S.C. 11145) 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.

(11145) 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.

(11144) 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: * * *

(11901) 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.

(11141) 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 B, page 7.

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 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 contrary character should be indicated in parenthesis.

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

7. Railroad corporations, mainly distinguished as operating companies and lessor companies, are for the purpose of report to the Interstate Commerce Commission divided into classes. An operating company is one whose officers direct the business of transportation at whose books contain operating as well as financial accounts; and, 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 R-4.

Operating companies are broadly classified, with respect to their operating revenues, according to the following general definitions:

Class I companies are those having annual operating revenues of \$50,000,000, or more. For this class, Annual Report Form R-1 is provided.

Class II companies are those having annual operating revenues less than \$50,000,000 but in excess of \$10,000,000. For this class, Annual Report Form R-2 is provided.

Class III companies are those having annual operating revenues of \$10,000,000, or less. For this class, Annual Report Form R-3 is provided.

All switching and terminal companies will be designated class III railroads.

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

ANNUAL REPORT

OF

MISSOURI PACIFIC CORPORATION

9900 CLAYTON ROAD, ST. LOUIS, MO 63124

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1981

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

(Name) L. White Matthews, III (Title) Treasurer(Telephone number) 314 991-9900
(Area code) (Telephone number)(Office address) 9900 Clayton Road, St. Louis, MO 63124
(Street and number, city, State, and ZIP code)

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.

Revisions to this report resulted from the following Commission's decisions copies of which were served on all railroads:

Docket

Title

Decision Date

ESTIMATE OF REPORTING BURDEN

In order to monitor carrier reporting burden and to satisfy OMB requirements pursuant to Public Law 96-511, it is requested that you voluntarily furnish your best estimate of the number of hours required to complete this report.

In making this estimate, please include the number of hours attributable to preparing the report and for any special compilations contained in this report that would not generally be maintained or used by management for purposes other than reporting to this Commission.

Total hours (Estimated) 26

For sale by the Superintendent of Documents, U.S. Government Printing Office
Washington, D.C. 20402

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Property Used in Other Than Carrier Operations	325	31	31
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Road and Equipment Property Owned	330	35	35
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Railway Operating Expenses	410	56	56
Way and Structures	412	63	63
Rent for Leased Roads and Equipment	413	64	64
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Analysis of Federal Income Taxes	450	78	78
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Mileage Owned but not Operated by Respondent at Close of Year	701	92	92
Miles of Road at Close of Year - By States and Territories (Single Track)(For Other Than Switching and Terminal Companies)	702	93	93
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Competitive Bidding - Clayton Antitrust Act	850	127	127
Compensation of Officers, Directors, Etc.	900	128	128
Verification		129	129
Memorand		130	130

A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at its option, may omit pages from this report provided there is nothing to report or the schedules are not applicable.

2. Show below the pages excluded and indicate the schedule number and title in the space provided below.

3. If no schedules were omitted indicate "NONE".

Page	Schedule No.	Title
		See attached table of contents Page numbers circled indicate the schedule number and title of pages omitted from this report.

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Comparative Statement of Financial Position	200	5	Miscellaneous Rent Income	430	75
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Transfers from Government Authorities	225	12	Railway Tax Accruals	451	79
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Statement of Changes in Financial Position	240	14	Contingent Assets and Liabilities	500	82
Changes in Working Capital	241	17	Guaranties and Suretyships	501	83
Working Capital Information	245	18	Compensating Balances and Short-Term Borrowing Arrangements	502	84
Items in Selected Current Asset Accounts	300	19	Wholdings	510	85
Investments and Advances Affiliated Companies	310	21	Mileage Operated at Close of Year	700	90
Investments in Common Stocks of Affiliated Companies	310A	25	Mileage Owned but not Operated by Respondent at Close of Year	701	92
Special Funds and Other Investments	315	27	Miles of Road at Close of Year - By States and Territories (Single Track)(For Other Than Switching and Terminal Companies)	702	93
Securities, Advances, and Other Intangibles Owned or Controlled Through Nonreporting Subsidiaries	319	29	Changes During the Year	705	94
Property Used in Other Than Carrier Operations	325	31	Inventory of Equipment	710	97
Other Assets and Other Deferred Debits	329	33	Unit Cost of Equipment Installed During Year	710S	103
Road and Equipment Property Owned	330	35	Highway Motor Vehicle Operations	715	105
Improvements on Leased Property	330A	37	Highway Motor Vehicle Enterprises in Which the Respondent had a Direct or Indirect Financial Interest During the Year	716	107
Depreciation Base and Rates-Road and Equipment Owned and Used and Leased from Others	332	39	Track and Traffic Conditions	720	108
Accumulated Depreciation-Road and Equipment Owned and Used	335	40	Ties Laid in Replacement	721	109
Accrued Liability-Leased Property	339	41	Ties Laid in Additional Tracks and in New Lines and Extensions	722	110
Depreciation Base and Rates-Improvements to Road Equipment Leased from Others	340	42	Rails Laid in Replacement	723	111
Accumulated Depreciation-Improvements to Road and Equipment Leased from Others	342	43	Rails Laid in Additional Tracks and in New Lines and Extensions	724	112
Depreciation Base and Rates-Road and Equipment Leased to Others	350	44	Weight of Rail	725	112
Accumulated Depreciation-Road and Equipment Leased to Others	351	45	Summary of Track Maintenance	726	113
Investment in Railroad Property Used in Transportation Service (By Company)	352A	46	Ten-Year Summary of Track Maintenance	727	113
Investment in Railway Property Used in Transportation Service (By Property Accounts)	352B	47	Deferred Maintenance - Tracks	728	114
Other Elements of Investment	355	48	Consumption of Fuel by Motive-Power Units	750	116
Capitalized Capital Leases	361	50	Railroad Operating Statistics	755	120
Operating Leases	363	52	Grade Crossings-A-Railroad With Railroad	760	122
Lessee Disclosure	364	53	B-Railroad With Highway	760	124
Items in Selected Current Liability Accounts	370	54	Grade Separations	761	125
Other Long-Term Liabilities and Other Deferred Credits	379	55	Contracts, Agreements, Etc.	800	126
Railway Operating Expenses	410	56	Competitive Bidding - Clayton Antitrust Act	850	127
Way and Structures	412	61	Compensation of Officers, Directors, Etc.	900	128
Rent for Leased Roads and Equipment	413	63	Verification	129	129
Rents for Interchanged Freight Train Cars and Other Freight Carrying Equipment	414	65	Memoranda	130	130

B. IDENTITY OF RESPONDENT

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

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between *railroad* and *railway*. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification." If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

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. 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 Missouri Pacific Corporation (MPC) - Missouri Pacific Railroad Co. (MoPac) a wholly owned subsidiary of MPC, files a separate R-1 Report.

2. Date of incorporation February 28, 1928

3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees

Delaware

4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars.

STOCKHOLDERS REPORTS

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

Check appropriate box:

☒ Two copies are attached to this report.

☐ Two copies will be submitted _____ (date)

☐ No annual report to stockholders is prepared.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ 5 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 March 11, 1982 - Payment of March 31, 1982 Dividend
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. 15,566,394 votes, as of March 11, 1982 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. 21,008 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 the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. *If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.*

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	Cede & Co.	New York, NY	6,477,531	6,477,531		
2	Kray & Co.	Chicago, IL	692,819	692,819		
3	Swan & Co.	Boston, MA	197,000	197,000		
4	Boatmen's National Bank	St. Louis, MO	165,305	165,305		
5	TNOM	St. Louis, MO	152,331	152,331		
6	Pacific & Co.	San Francisco, CA	148,084	148,084		
7	Calder & Co.	New York, NY	111,500	111,500		
8	J. C. Orr & Co.	New York, NY	95,704	95,704		
9	Long & Company	St. Louis, MO	86,003	86,003		
10	Public School Teachers	Chicago, IL	79,950	79,950		
11	Saxon & Co.	Philadelphia, PA	70,843	70,843		
12	Commerce Bancshares	Kansas City, MO	70,500	70,500		
13	Kin & Co.	Kansas City, MO	65,631	65,631		
14	Rodac & Co.	St. Louis, MO	63,706	63,706		
15	Moteach & Co.	St. Louis, MO	50,000	50,000		
16	USAUTO	Chicago, IL	50,000	50,000		
17	Scherck Stein & Franc, Inc	St. Louis, MO	46,795	46,795		
18	DEBRO & Co.	New York, NY	45,000	45,000		
19	Hughes Kellogg & Company	New York, NY	43,825	43,825		
20	Naidot & Co.	New York, NY	42,760	42,760		
21	Ney & Co.	Newark, NJ	41,900	41,900		
22	John A. Manfuso, Sr.	Washington, DC	40,000	40,000		
23	Treas. State of New Mexico	Santa Fe, NM	40,000	40,000		
24	Calders & Co.	Sacramento, CA	39,100	39,100		
25	Uside & Co.	San Francisco, CA	34,700	34,700		
26	Robert Levasseur	Waterbury, CT	33,714	33,714		
27	Pruyn & Company	Albany, NY	32,704	32,704		
28	Philadep & Co.	Philadelphia, PA	32,375	32,375		
29	Hax & Co.	Jersey City, NJ	30,000	30,000		
30	Mosers & Co.	St. Louis, MO	29,400	29,400		

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 12,494,413
votes cast.

11. Give the date of such meeting. May 26, 1981

12. Give the place of such meeting. North Frontenac Room, LeChateau Village

10405 Clayton Road, St. Louis, MO 63131

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	2,576	2,255
2	702	Temporary Cash Investments (Sch. 300)	79,436	72,035
3	703	Special Deposits (Sch. 300)		
		Accounts Receivable		
4	705	- Interline and Other Balances		
5	706	- Customers		
6	707, 704	- Other	9	4
7	709, 708	- Accrued Accounts Receivables	2,432	782
8	708.5	- Receivables from Affiliated Companies	4,384	3,446
9	709.5	- Less: Allowance for Uncollectible Accounts		
10	710, 711, 714	Working funds prepayments deferred income tax debits (Sch. 300)	35	65
11	712	Materials and Supplies		
12	713	Other Current Assets (Sch. 300)	131	2
13		Total Current Assets	89,003	78,589
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	3	5
15	721, 724.5	Investments and Advances: Affiliated Companies (Sch. 310)	975,495	841,266
16	737, 738	Property used in other than Carrier Operations (less depreciation \$ 178). (Sch. 325)	145	1,259
17	739, 741	Other Assets (Sch. 329)	662	820
18	743, 744	Other Deferred Debits (Sch. 329)	887	1,101
19		Total Other Assets	977,192	844,451
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)		
21		Equipment		
22		Unallocated Items		
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 335, 351, 342, 339)		
24		Net road and Equipment		
25		Total Assets	1,066,195	923,040

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)		
27	752	Accounts Payable; Interline and Other Balances		
28	753, 754	Other Accounts Payable	664	233
29	755, 756	Interest and Dividends Payable	214	243
30	757	Payables to Affiliated Companies	2	3
31	759	Accrued accounts Payable (Sch. 370)		
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 370)	9,416	4,728
33	763	Other Current Liabilities (Sch. 370)		
34	764	Equipment obligations and other long-term debt due within one year		
35		Total Current Liabilities	10,296	5,207
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	5,339	6,064
37	766	Equipment obligations		
38	766.5	Capitalized Lease Obligations		
39	768	Debt in default		
40	769	Accounts payable; Affiliated Companies		
41	770.1, 770.2	Unamortized debt premium		
42	781	Interest in default		
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits		
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	3,510	2,831
46		Total Noncurrent Liabilities	8,849	8,895
		<u>Shareholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)	77,995	
48		Common Stock	77,995	77,861
49		Preferred Stock		
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)	199,616	199,154
		Retained Earnings:		
52	797	Appropriated (221)		
53	798	Unappropriated (220)	770,072	632,556
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock	633	633
56		Net Stockholders Equity	1,047,050	908,938
57		Total Liabilities and Shareholders Equity	1,066,195	923,040

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - 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 statements

explaining (1) service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements. (*Dollars in thousands*).

1. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditures, and for sinking and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts _____ \$ None
2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made _____ \$ None
3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: Pension cost accruals are actuarially determined and include service costs and amortization of prior service costs on the basis of 10% per year. This procedure is consistent with the 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. _____ \$ None
- (c) Is any part of pension plan funded? Specify. Yes X No _____
- (i) If funding is by insurance, give name of insuring company Aetna Life Insurance Co.
- (ii) If funding is by trust agreement, list trustee(s) _____
Date of trust agreement or latest amendment _____
If respondent is affiliated in any way with the trustee(s), explain affiliation: _____
- (d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement Not applicable
- (e) (i) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates? Specify.
Yes _____ No X
If yes, give number of the shares for each class of stock or other security: _____
- (ii) Are voting rights attached to any securities held by the pension plan? Specify. Yes _____ No _____ If yes, who determines how stock is voted? Not applicable
4. State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610).
YES _____ NO X
5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ 3,502,507
(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$ 4,278,000
6. Specify the total amount of business entertainment expenditures charged to the non-operating expense account \$ _____

Continued on following page

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES (Concluded)

Marketable Equity Securities - to be completed by companies with \$10.0 million or more in gross operating revenues.

(a) Changes in Valuation Accounts

	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current Yr.) Current Portfolio _____				XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	\$
(Previous Yr.) Current Portfolio _____			XXXXX	XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	XXXXX

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

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

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

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

NOTE: / / - date - Balance sheet date of the current year unless specified as previous year.

NOTES AND REMARKS

210. RESULTS OF OPERATIONS

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

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

3. List dividends from investments accounted for under the

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

4. All contra entries hereunder should be indicated in parenthesis.

5. Dollars in thousands.

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenues & Expenses (d)	Passenger-Related Revenues & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$	\$	\$	\$
2	(102) Passenger **				
3	(103) Passenger-Related				
4	(104) Switching				
5	(105) Water Transfers				
6	(106) Demurrage				
7	(110) Incidentals				
8	(121) Joint Facility-Credit				
9	(122) Joint Facility-Debit				
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)				
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations				
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)				
14	(531) Railway operating expenses				
15	*Net revenue from railway operations				
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations				
17	(510) Miscellaneous rent income				
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income				
20	(514) Interest income	11,826	9,317		
21	(516) Income from sinking and other funds				
22	(517) Release of premiums on funded debt				
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	24	31		
	Income from affiliated companies:				
25	Dividends	56,000	51,000		
26	Equity in undistributed earnings (losses)	134,230	112,669		
27	Total other income (lines 16-26)	202,080	173,017		
28	Total income (lines 15, 27)	202,080	173,017		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	3,686	4,063		
30	(535) Taxes on property used in other than carrier operations				
31	(543) Miscellaneous rent expense	42	42		
32	(544) Miscellaneous taxes	150	142		
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges				
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)	3,878	4,247		
39	Income available for fixed charges (lines 28, 38)	198,202	168,770		

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES		
	(546) Interest on funded debt:	\$	\$
40	(a) Fixed interest not in default	437	650
41	(b) Interest in default		
42	(547) Interest on unfunded debt		
43	(548) Amortization of discount on funded debt	72	87
44	Total fixed charges (lines 40-43)	509	737
45	Income after fixed charges (lines 39, 44)	197,693	168,033
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
46	(c) Contingent interest		
	UNUSUAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit		
48	Income (loss) for continuing operations (before income taxes)		
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:		
49	Federal income taxes	3,990	2,858
50	State income taxes		
51	Other income taxes		
52	(557) Provision for deferred taxes	(584)	(890)
53	Income from continuing operations	194,287	166,065
	DISCONTINUED OPERATIONS		
54	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
55	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
56	Income before extraordinary items		
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
57	(570) Extraordinary items (Net)		
58	(590) Income taxes on extraordinary items		
59	(591) Provision for deferred taxes - Extraordinary items		
60	Total extraordinary items (lines 57-59)		
61	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
62	Net income	194,287	166,065
	*Reconciliation of net railway operating income (NROI)		
63	Net revenues from railway operations		
64	(556) Income taxes on ordinary income		
65	(557) Provision for deferred income taxes		
66	Income from lease of road and equipment		
67	Rent for leased roads and equipment		
68	Net railway operating income		
	**Report hereunder the charges to the revenue accounts representing payments made to others for-		
69	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 "Net revenue from railway operations", % (to nearest whole number) represents payments for collection and delivery of LCI freight either in TOFC trailers or otherwise. The percentage reported is (Check one): Actual (). Estimated ().		
70	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 \$		
	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):		
71	(a) Payments for transportation of persons \$		
72	(b) Payments for transportation of freight shipments \$		
	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):		
73	Charges for service for the protection against heat \$		
74	Charges for service for the protection against cold \$		

220. RETAINED EARNINGS—UNAPPROPRIATED

1. Show hereunder the items of Retained Earnings Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.

2. All contra entries hereunder should be indicated in parentheses.

3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 62, column (b), Schedule 210.

6. Include in column (b) only amounts applicable to retained earnings exclusive of any amounts included in column (c). (Dollars in thousands)

Line No.	Item	Retained earnings—Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year _____	\$ 632,556	\$
2	(601.5) Prior period adjustments to beginning retained earnings _____		
	CREDITS		
3	(602) Credit balance transferred from income _____	4,057	190,230
4	(603) Appropriations released _____		
5	(606) Other credits to retained earnings _____		
6	Total _____	4,057	190,230
	DEBITS		
7	(612) Debit balance transferred from income _____		
8	(616) Other debits to retained earnings _____		
9	(620) Appropriations for sinking and other funds _____		
10	(621) Appropriations for other purposes _____		
11	(623) Dividends: Common stock _____	56,771	
12	Preferred stock ¹ _____		
13	Total _____	56,771	
14	Net increase (decrease) during year (Line 6 minus line 13) _____	(52,714)	190,230
15	Balances at close of year (Lines 1, 2 and 14) _____	579,842	190,230
16	Balance from line 15(c) _____	190,230	x x x x x
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year _____	770,072	x x x x x
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606 _____		x x x x x
19	Account 616 _____		x x x x x

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

221. RETAINED EARNINGS—APPROPRIATED

Give an analysis in the form called for below of account No. 797, "Retained earnings—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 earnings _____			
2	Funded debt retired through retained earnings _____			
3	Sinking funds _____			
4	Miscellaneous funds _____			
5	Other appropriations (specify): _____			
6				
7	Not Applicable			
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL			

225. TRANSFERS FROM GOVERNMENT AUTHORITIES

This schedule should include particulars of all transfers from Federal, state or municipal authorities received during the year. The amount of transfer received shall be distributed among columns (c), (d), and (e) in accordance with General Instruction 1-15 of the Uniform System of Accounts for Railroad Companies. (Dollars in thousands)

Line No.	Description (a)	Amount (b)	Applied to current operations (c)	Deferred to future periods (d)	Applied to contributed capital (e)
	Source and description of transfers				
1	Not Applicable	\$	\$	\$	\$
2					
3					
4					
5					
6					
7	Total received during year _____				
8	Cumulative total of Government transfers-beginning of year _____		XXXXX	XXXXX	XXXXX
9	Cumulative total of Government transfers-end of year _____		XXXXX	XXXXX	XXXXX

230. CAPITAL STOCK

PART I. CAPITAL STOCK

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

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

5. Dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	\$5.00	40,000,000	15,599,020	38,116	15,560,904	77,995	633
2								
3								
4	Preferred	No Par	2,500,000	None	None	None	-	-
5								
6								
7								
8								
9								
10	TOTAL	XXXXX	42,500,000	15,599,020	38,116	15,560,904	77,995	633

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.
7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year		\$	15,572,229	\$ 77,861	38,116	\$ 633	\$ 199,154
12	Capital Stock Sold ¹							
13	Capital Stock Reacquired							
14	Capital Stock Canceled							
15	Stock Dividends							
	Capital Stock issued for Bond Conversions			26,791	134			462
16	Balance at Close of Year			15,599,020	77,995	38,116	633	199,616

¹ By footnote state the purpose of the issue and authority.

10. 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 application of funds for invest-

ment 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.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL		
	Working capital provided by operations:		
1	Net income (loss) before extraordinary items	\$ 194,287	\$ 166,065
	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:		
2	Retirement of nondepreciable property		
3	Loss (gain) on sale or disposal of tangible property	282	395
4	Depreciation and amortization expenses		
5	Net increase (decrease) in deferred income taxes		
6	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	(134,230)	(112,669)
7	Net increase (decrease) in noncurrent portion of estimated liabilities		
	Other (specify):		
8	Non-cash items	(574)	(460)
9			
10			
11			
12			
13	Total working capital from operations before extraordinary items	59,765	53,331

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL—Continued			
14	Add funds generated by reason of discontinued operations, extraordinary items, prior period adjustments, and changes in accounting principles _____	\$	\$
15	Total working capital from operations _____	59,765	53,331
Working capital from sources other than operating:			
16	Proceeds from issuance of long-term liabilities _____		
17	Proceeds from sale/disposition of carrier operating property _____		
18	Proceeds from sale/disposition of other tangible property _____	1,108	-
19	Proceeds from sale/repayment of investments advances _____		
20	Net decrease in sinking and other special funds _____		
21	Proceeds from issue of capital stock _____		
Other (specify):			
22	_____		
23	_____		
24	_____		
25	_____		
26	_____		
27	Total working capital from sources other than operating _____		
28	Total sources of working capital _____	60,873	53,331

Road Initials:

Year 1981

40 STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL	\$	\$
29	Amount paid to acquire/retire long-term liabilities		
30	Cash dividends declared	56,771	51,366
31	Purchase price of carrier operating property		
32	Purchase price of other tangible property	56	213
33	Purchase price of long-term investments and advances		
34	Net increase in sinking or other special funds		
35	Purchase price of acquiring treasury stock		
	Other (specify):		
36			
37	Miscellaneous items	(1,279)	(44)
38			
39			
40			
41			
42			
43			
44			
45	Total application of working capital	55,548	51,535
46	Net increase (decrease) in working capital	5,325	1,796

241. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital.

(Dollars in thousands)

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments _____	\$ 82,012	\$ 74,290	\$ 7,722
2	Net receivables _____	6,825	4,232	2,593
3	Prepayments _____	35	65	(30)
4	Materials and supplies _____			
5	Other current assets not included above _____	131	2	129
6	Notes payable and matured obligations _____			
7	Accounts payable _____	(666)	(236)	(430)
8	Current equipment obligations and other debt _____			
9	Other current liabilities not included above _____	(9,630)	(4,971)	(4,659)
10	Net increase (decrease) in working capital _____	78,707	73,382	5,325

Road Initials:

Year 19 81

245. WORKING CAPITAL INFORMATION

1. Report below the information requested with respect to the referenced accounts.
2. Give the amount of issues from stock during the year for lines 1 thru 5 as it pertains to account 712, "Material and supplies".
3. Report on lines 6 and 7 only the amount applicable to common-carrier transportation service included in accounts 707 and 754.
4. Report on lines 8 and 9 the amount included in account balances for 760, 761, 761.5, 556, 762. (Do not include taxes levied in lieu of property taxes).
5. Dollars in thousands.

Line No.	Item (a)	Amount (b)
1	Construction and additions and betterments _____ Not Applicable	\$
2	Common-carrier operating purposes _____	
3	Used by other than respondent's lessor companies _____	
4	Total _____	
5	Portion of balance in the material and supplies account at end of year that represents scrap and obsolete material _____	
6	Account 707. Accounts receivable; other _____	
7	Account 754. Accounts payable; other _____	
8	Account 760. Federal income taxes accrued _____	
9	Account 761. State and other income taxes accrued _____	
10	Account 761.5 Other taxes accrued _____	
11	Account 556. Income taxes on ordinary income _____	
12	Account 762. Deferred Income tax credits _____	

NOTES AND REMARKS

300. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

If the amount in the captioned selected current asset accounts (Accounts 702, 703, 704, 708, 709, 710, 711, 712, and 713) exceeds 5% of total current assets, report the three largest items in the account or combined accounts and any other items exceeding

5% of current assets. Give a brief description of each item listed. 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	702	<u>TEMPORARY CASH INVESTMENTS</u>	\$
2		Certificates of Deposit	45,583
3		Eurodollar CD's	10,019
4		Commercial Paper	1,000
5		Bankers Acceptance	22,834
6			
7			79,436
8			
9			
10			
11			
12			
13			
14			
15			
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37			

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A and 315

1. Schedules 310 and 315 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, the disclosures should include the investments in the obligations of Federal, state and local governments, and the obligation of individuals. Also, disclose the investments made, disposed of, and written down during the year, and the applicable dividends and interest credited to income as a result of those investments. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing Account No. 721 "Investments and advances affiliated companies," in the Uniform System of Accounts for Railroad Companies.

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

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

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

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

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

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

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

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

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

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

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

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

12. Dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 20, 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__." Abbreviations in common use in standard financial publications may be used to conserve space.

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	A (1)	VII	Missouri Pacific Railroad Company	100%
2				1,000 Shares \$1.00 P.V. Common Stock	
3					
4					
5	721	A (3)	VII	Mississippi River Transmission Corporation	100%
6				1,000 Shares No Par Common Stock	
7					
8					
9					
10					
11					
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14					
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16					
17					
18					
19					
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310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

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

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

9. Also included should be investments in unincorporated entities such as lessee organizations (exclusive of amounts nominally settled on a current basis).

10. This schedule should not include securities issued or assumed by respondent.

11. For affiliates which do not report to the Interstate Commerce Commission, and are jointly owned, give names and extent of control of other entities by footnote.

12. Dollars in thousands.

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$	\$	\$	\$	\$	\$	\$	1
697,066	(a) 112,004		809,070			41,000	2
							3
							4
							5
144,200	(a) 22,225		166,425			15,000	6
							7
							8
							9
							10
							11
							12
							13
							14
(a) Change in investment of consolidated subsidiaries net of dividends, carried at Equity on MPC books of account.							15
							16
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310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
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14					
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310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	1
							2
							3
							4
							5
							6
							7
							8
							9
							10
							11
							12
							13
							14
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310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721, Investments and advances affiliated companies.

2. Enter in column (c) the amount necessary to retroactively adjust those investments. (See instruction 5-2, Uniform System

of Accounts.)

3. Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.

4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date

of acquisition.

5. For definitions of "carrier" and "noncarrier," see general instructions.

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
2	Missouri Pacific Railroad Co.-Common Stock	697,066		112,004			809,070
3							
4	Mississippi River Transmission Corp.-Common Stock	144,200		22,225			166,425
5							
6							
7							
8							
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NOTES AND REMARKS

315. SPECIAL FUNDS AND OTHER INVESTMENTS

1. Complete this schedule if the amount in account 722, "Other investments and advances" is greater than 1% of total assets.

2. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of other than affiliate companies, included in accounts Nos. 715, "Sinking funds", and 717, "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.

3. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 21, classifying the investments by means of letters, figures, and symbols in columns

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	Balance at close of year	Book value of investment made during the year
	(a)	(b)	(c)	(d)	(e)	(f)
1					\$	\$
2						
3						
4						
5						
6						
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315. SPECIAL FUNDS AND OTHER INVESTMENTS—Continued

(a), (b), and (c). Investment in U.S. Treasury obligations may be reported as one item. Items where original cost is less than \$500,000 may be combined 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 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 same designation matured 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.

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

8. Dollars in thousands.

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Adjustment at end of year (Account 723)	Allowance for unrealized loss on noncurrent marketable equity securities (Account 724)		Dividends or interest during year credited to income	Line No.
Book value (g)	Profit or (Loss) (h)		Changes during year (j)	Balance at close of year (k)		
\$	\$	(i)	(j)	(k)	(l)	
						1
						2
						3
						4
						5
						6
						7
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319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING 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 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		MRT Exploration Co.	\$ 6,466	\$
2		Common Stock, 10,000 shares \$1.00 P.V	19,679	6,584
3				
4				
5				
6		Ric-Con Corporation		
7		Common Stock, 400 shares No Par	-	
8				
9				
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319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING SUBSIDIARIES—Continued

2. This schedule should include all securities, open account advances, and other intangible property owned or controlled by non-reporting companies 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 General Instructions, Schedules 310 & 315.
(Dollars in thousands)

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Extent of control	Names of subsidiaries in connection with things owned or controlled through them	Line No.
Book Value (e)	Selling price (f)			
\$	\$	(g)	(h)	
905		100	Mississippi River Transmission Corp.	1
				2
				3
				4
				5
				6
		100	MRT Exploration Co.	7
				8
				9
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510. DEBTHOLDINGS

Give particulars of the various issues of securities of the respondent and disclose the name and address of the creditor, the character (nature) of the debt, nature of the security, if any, the date of origin, the date of maturity, the total amount of the debt, the rate of interest, and the total amount of interest to be paid. Include a copy of any and all restrictive covenants attached to the indebtedness. Where such indebtedness is widely held, such as bonds and debentures, provide the name of the trustee in place of the creditor.

Accounts to be considered in completing this schedule are:

- 765, Funded Debt Unmatured
- 766, Equipment Obligations
- 767, Receivers' and Trustees' Securities
- 768, Debt in Default
- 769, Accounts Payable: Affiliated Companies

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 Trustee').
- (c) Conditional or deferred payment contracts.

(5) MISCELLANEOUS OBLIGATIONS**(6) RECEIVERS' AND TRUSTEE' SECURITIES (Other than equipment obligations).****(7) SHORT-TERM NOTES IN DEFAULT.**

Indicate in the description or by footnote the property pledge for each issue, stating assets covered by first lien and by junior lien.

If an issue is a serial issue, state amounts due annually. If amounts are not due regularly, give full particulars.

If an issue is an income bond, the interest rate shown should be the maximum rate specified by the indenture. State in the description or by footnote the amount of interest that is contingent, the percent paid for the current year, and the aggregate percent of contingent interest unpaid at the beginning and end of the year.

If any issue is in default, indicate the date of the first default, payments of interest made during the current year, and total amount of interest in default at beginning and end of the year.

If any issue contains a conversion feature, call feature, or is subject to a sinking fund provision prior to maturity, describe particulars in footnotes. Dollars in thousands.

510. DEBTHOLDINGS—Continued

Line No.	Description of obligation	Name and address of creditor or trustee	Original amount	Portion due	
				Within one year	After one year
	(a)	(b)	(c)	(d)	(e)
1.	<u>Account 765 (3a)</u>				
2.					
3.	Sinking Fund	Mercantile Trust Co.	\$16,912	-	5,339
4.	Debentures Series	St. Louis, MO.			
5.	Due 1994*				
6.					
7.					
8.					
9.	*Convertible at the option of the holder into Common Stock				
10.	at the price of \$27 per share				
11.					
12.					
13.					
14.					
15.					
16.					
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18.					
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Railroad Annual Report R-1

CORRESPONDENCE

[illegible][illegible]

VERIFICATION

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

OATH

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

State of Missouri

County of St. Louis

L. White Matthews, III makes oath and says that he is Treasurer
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Missouri Pacific Corporation
(Insert here the exact legal title or name of the respondent)

that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of this Commission; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including

January 1, 1981, to and including December 31, 1981

L. White Matthews, III
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 29th day of March, 1982

My commission expires May 30, 1983

Use an
L.S.
impression seal

Patricia M. Young
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Missouri

County of St. Louis

Thomas H. O'Leary makes oath and says that he is President
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Missouri Pacific Corporation
(Insert here the exact legal title or name of the respondent)

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including

January 1, 1981, to and including December 31, 1981

Thomas H. O'Leary
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 29th day of March, 1982

My commission expires May 30, 1983

Use an
L.S.
impression seal

Patricia M. Young
(Signature of officer authorized to administer oaths)

850. COMPETITIVE BIDDING--CLAYTON ANTITRUST ACT

Section 10 of the Clayton Antitrust Act (15 U.S.C. 20) states that "no common carrier engaged in commerce shall have any dealings in securities, supplies or other articles of commerce, or shall make or have any contracts for construction or maintenance of any kind, to the amount of more than \$50,000, in the aggregate, in any one year, with another corporation, firm, partnership or association when the said common carrier shall have upon its board of directors or as its president, manager or as its purchasing or selling officer, or agent in the particular transaction, any person who is at the same time a director, manager, or purchasing or selling officer of, or who has any substantial interest in, such other corporation, form, partnership or association, unless and

except such purchases shall be made from, or such dealings shall be made with, the bidder whose bid is the most favorable to such common carrier, to be ascertained by competitive bidding under regulations to be prescribed by rule or otherwise by the Interstate Commerce Commission." The specification for competitive bids is found in the Code of Federal Regulations, Part 1010-Competitive Bids through Part 1010.7 - Carriers Subject to the Interstate Commerce Act.

In column (g), identify the company awarded the bid by including company name and address, name and title of respondent officers, directors, selling officer, purchasing officer and/or general manager that has an affiliation with the seller.

	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1							
2							
3				Not Applicable			
4							
5							
6							
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11							
12							
13							
14							
15							
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900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

1. In columns (a) and (b) enter the name and position of each of the persons named in Schedule 110 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 \$75,000 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 112 reference to this fact should be made if the aggregate compensation from all companies amounts to \$75,000 or more.

4. Report in column (d) the total amount of compensation other than annual salary paid to each listed employee during the year. This includes forms of nonmonetary compensation given which directly benefits each employee. Examples:

Fair value of property given, such as exclusive use of an automobile;

Amounts paid for membership of the employee in nonbusiness associations, private clubs, etc.;

Commissions, bonuses, shares in profits;

Contingent compensation plans;

Monies paid or accrued for any pension, retirement, savings, retirement annuities, deferred compensation, or similar plan; Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums on group life insurance for benefits less than \$50,000.

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 or Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
1	Downing B. Jenks	Chairman of the Board	\$ 125	\$ 52
2				
3	Thomas H. O'Leary	President	208	64
4				
5	Cleon L. Burt	VP & General Counsel	100	31
6				
7	James T. Ashworth	Financial VP	82	23
8				
9	Mr. Jenks salary increased from \$100 per annum to \$125 effective 6/1/81			
10	Mr. O'Learys " " "	193 " " "	208 " "	" "
11	Mr. Burts " " "	96 " " "	100 " "	" "
12	Mr. Ashworths " " "	76 " " "	82 " "	" "
13				
14	Messrs Jenks & O'Leary also receive compensation from			
15	Missouri Pacific R.R Co.			
16				
17	Messrs Hennelly, Matthews, Lloyd & Gessner who are either			
18	Officers or Directors of Missouri Pacific Corp. also receive			
19	compensation from Missouri Pacific R.R Co.			
20				
21	In addition to the amounts reported in Column (d) above			
22	approximately \$100 was accrued for Mr. O'Leary for stock			
23	appreciated rights valued at the end of 1981. This amount			
24	represents contingent remuneration based upon the future			
25	market performance of the corporation's common stock			
26	and may not be paid. There was no cash payment made			
27	by MPC under the plan in 1981.			
28				
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RC-320025

MISSOURI PACIFIC

1981

RC ~~135700~~

RC 330025

Holding company

DUPLICATE

R-1

CLASS I RAILROADS

APPROVED BY GAO

B-180230 (R0470)

EXPIRES 3-31-83

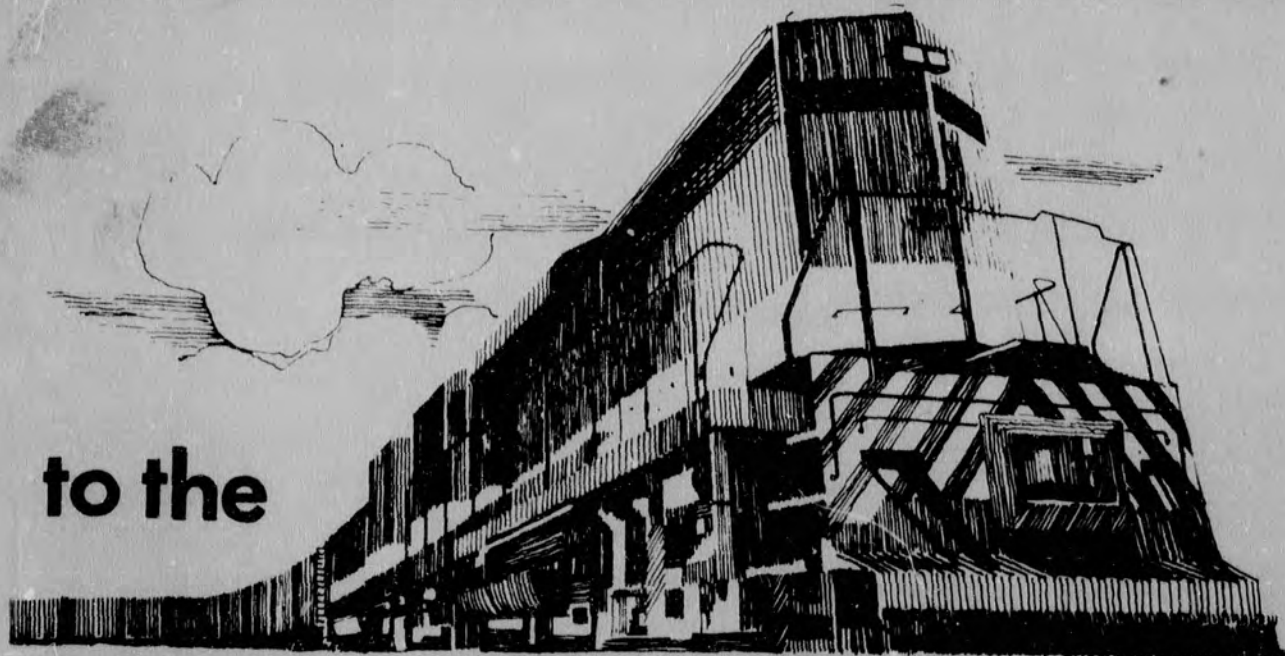
annual report

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	<p>MISSOURI PACIFIC CORPORATION 9900 CLAYTON RD. SAINT LOUIS, MO 63124</p>
<p>Correct name and address if different than shown.</p>	<p>Full name and address of reporting carrier. (Use mailing label on original, copy in full on duplicate.)</p>



to the

Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1981

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, P.O. Box 2040, Rockville Pike Station, Rockville, MD. 20852, by March 31, of the year following that for which the report is made. One copy should be retained in respondent's files. Attention is specially directed to the following provisions of Part I of the Interstate Commerce Act:

(49 U.S.C. 11145) 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.

(11145) 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.

(11144) 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: * * *

(11901) 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.

(11141) 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 B, page 2.

2. The instructions in this Form should be carefully observed, and each question should be answered fully and accurately, whether it has been answered in a previous annual report or not. Except in cases where they are specifically authorized, cancellations, arbitrary check marks, and the like should not be used either as partial or as entire answers to inquiries. If any inquiry, based on a preceding inquiry in the present report form is, because of the answer rendered to such preceding inquiry, inapplicable to the person or corporation in whose behalf the report is made, such notation as "Not applicable; see page _____, schedule (or line) number _____" should be used in answer thereto, giving precise reference to the portion of the report showing the facts which make the inquiry inapplicable. Where the word "none" truly and completely states 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 less than \$500 should be lowered.

7. Railroad corporations, mainly distinguished as operating companies and lessor companies, are for the purpose of report to the Interstate Commerce Commission divided into classes. An operating company is one whose officers direct the business of transportation and whose books contain operating as well as financial accounts; 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 R-4.

Operating companies are broadly classified, with respect to their operating revenues, according to the following general definitions:

Class I companies are those having annual operating revenues of \$50,000,000, or more. For this class, Annual Report Form R-1 is provided.

Class II companies are those having annual operating revenues less than \$50,000,000 but in excess of \$10,000,000. For this class, Annual Report Form R-2 is provided.

Class III companies are those having annual operating revenues of \$10,000,000, or less. For this class, Annual Report Form R-3 is provided.

All switching and terminal companies will be designated class III railroads.

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

ANNUAL REPORT

OF

MISSOURI PACIFIC CORPORATION

9900 CLAYTON ROAD, ST. LOUIS, MO 63124

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1981

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

(Name) L. White Matthews, III (Title) Treasurer

(Telephone number) 314 991-9900
(Area code) (Telephone number)

(Office address) 9900 Clayton Road, St. Louis, MO 63124
(Street and number, city, State, and ZIP code)

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.

Revisions to this report resulted from the following Commission's decisions copies of which were served on all railroads:

Docket

Title

Decision Date

ESTIMATE OF REPORTING BURDEN

In order to monitor carrier reporting burden and to satisfy OMB requirements pursuant to Public Law 96-511, it is requested that you voluntarily furnish your best estimate of the number of hours required to complete this report.

In making this estimate, please include the number of hours attributable to preparing the report and for any special compilations contained in this report that would not generally be maintained or used by management for purposes other than reporting to this Commission.

Total hours (Estimated) _____

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A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at its option, may omit pages from this report provided there is nothing to report or the schedules are not applicable.

2. Show below the pages excluded and indicate the schedule number and title in the space provided below.

3. If no schedules were omitted indicate "NONE".

Page	Schedule No.	Title
		See attached table of contents Page numbers circled indicate the schedule number and title of pages omitted from this report.

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Railway Operating Expenses	410	56	Competitive Bidding - Clayton Antitrust Act	850
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B. IDENTITY OF RESPONDENT

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

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between *railroad* and *railway*. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification." If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

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. 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 Missouri Pacific Corporation (MPC) - Missouri Pacific Railroad Co. (MoPac) a wholly owned subsidiary of MPC, files a separate R-1 Report.
2. Date of incorporation February 28, 1928
3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees _____

Deleware

4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars. _____

STOCKHOLDERS REPORTS

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

Check appropriate box:

☒ Two copies are attached to this report.

☐ Two copies will be submitted _____
(date)

☐ No annual report to stockholders is prepared.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ 5 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 March 11, 1982 - Payment of March 31, 1982 Dividend
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. 15,566,394 votes, as of March 11, 1982 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. 21,008 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 the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. *If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.*

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	Second (e)	First (f)
1	Cede & Co.	New York, NY	6,477,531	6,477,531		
2	Kray & Co.	Chicago, IL	692,819	692,819		
3	Swan & Co.	Boston, MA	197,000	197,000		
4	Boatmen's National Bank	St. Louis, MO	165,305	165,305		
5	TNOM	St. Louis, MO	152,331	152,331		
6	Pacific & Co.	San Francisco, CA	148,084	148,084		
7	Calder & Co.	New York, NY	111,500	111,500		
8	J. C. Orr & Co.	New York, NY	95,704	95,704		
9	Long & Company	St. Louis, MO	86,003	86,003		
10	Public School Teachers	Chicago, IL	79,950	79,950		
11	Saxon & Co.	Philadelphia, PA	70,843	70,843		
12	Commerce Bancshares	Kansas City, MO	70,500	70,500		
13	Kin & Co.	Kansas City, MO	65,631	65,631		
14	Rodac & Co.	St. Louis, MO	63,706	63,706		
15	Moteach & Co.	St. Louis, MO	50,000	50,000		
16	USAUTO	Chicago, IL	50,000	50,000		
17	Scherck Stein & Franc, Inc	St. Louis, MO	46,795	46,795		
18	DEBRO & Co.	New York, NY	45,000	45,000		
19	Hughes Kellogg & Company	New York, NY	43,825	43,825		
20	Waldot & Co.	New York, NY	42,760	42,760		
21	Ney & Co.	Newark, NJ	41,900	41,900		
22	John A. Manfuso, Sr.	Washington, DC	40,000	40,000		
23	Treas. State of New Mexico	Santa Fe, NM	40,000	40,000		
24	Calders & Co.	Sacramento, CA	39,100	39,100		
25	Uside & Co.	San Francisco, CA	34,700	34,700		
26	Robert Levasseur	Waterbury, CT	33,714	33,714		
27	Pruyn & Company	Albany, NY	32,704	32,704		
28	Philadep & Co.	Philadelphia, PA	32,375	32,375		
29	Hax & Co.	Jersey City, NJ	30,000	30,000		
30	Mosers & Co.	St. Louis, MO	29,400	29,400		

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 12,494,413
votes cast.
11. Give the date of such meeting. May 26, 1981
12. Give the place of such meeting. North Frontenac Room, LeChateau Village
10405 Clayton Road, St. Louis, MO 63131

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Asset</u>		
1	701	Cash	\$ 2,576	\$ 2,255
2	702	Temporary Cash Investments (Sch. 300)	79,436	72,035
3	703	Special Deposits (Sch. 300)		
		Accounts Receivable		
4	705	- Interline and Other Balances		
5	706	- Customers		
6	707, 704	- Other	9	4
7	709, 708	- Accrued Accounts Receivables	2,432	782
8	708.5	- Receivables from Affiliated Companies	4,384	3,446
9	709.5	- Less: Allowance for Uncollectible Accounts		
10	710, 711, 714	Working funds prepayments deferred income tax debits (Sch. 300)	35	65
11	712	Materials and Supplies		
12	713	Other Current Assets (Sch. 300)	131	2
13		Total Current Assets	89,003	78,589
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	3	5
15	721, 721.5	Investments and Advances: Affiliated Companies (Sch. 310)	975,495	841,266
16	737, 738	Property used in other than Carrier Operations (less depreciation \$ 178). (Sch. 325)	145	1,259
17	739, 741	Other Assets (Sch. 329)	662	820
18	743, 744	Other Deferred Debits (Sch. 329)	887	1,101
19		Total Other Assets	977,192	844,451
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)		
21		Equipment		
22		Unallocated Items		
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 335, 351, 342, 339)		
24		Net road and Equipment	1,066,195	923,040
25		Total Assets		

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Begin- ning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)		
27	752	Accounts Payable; Interline and Other Balances		
28	753, 754	Other Accounts Payable	664	233
29	755, 756	Interest and Dividends Payable	214	243
30	757	Payables to Affiliated Companies	2	3
31	759	Accrued accounts Payable (Sch. 370)		
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 370)	9,416	4,728
33	763	Other Current Liabilities (Sch. 370)		
34	764	Equipment obligations and other long-term debt due within one year		
35		Total Current Liabilities	10,296	5,207
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	5,339	6,064
37	766	Equipment obligations		
38	766.5	Capitalized Lease Obligations		
39	768	Debt in default		
40	769	Accounts payable; Affiliated Companies		
41	770.1, 770.2	Unamortized debt premium		
42	781	Interest in default		
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits		
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	3,510	2,831
46		Total Noncurrent Liabilities	8,849	8,895
		<u>Shareholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)		
48		Common Stock	77,995	77,861
49		Preferred Stock		
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)	199,616	199,154
		Retained Earnings:		
52	797	Appropriated (221)		
53	798	Unappropriated (220)	770,072	632,556
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock	633	633
56		Net Stockholders Equity	1,047,050	908,938
57		Total Liabilities and Shareholders Equity	1,066,195	923,040

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - 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 statements

explaining (1) service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements. (Dollars in thousands).

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

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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: **Pension cost accruals are actuarially determined and include service costs and amortization of prior service costs on the basis of 10% per year. This procedure is consistent with the 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. \$ **None**

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

(i) If funding is by insurance, give name of insuring company **Aetna Life Insurance Co.**

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

Date of trust agreement or latest amendment

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

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement **Not applicable**

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

Yes No **X**

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

(ii) Are voting rights attached to any securities held by the pension plan? Specify. Yes No If yes, who determines how stock is voted? **Not applicable**

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

5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ **3,502,507**

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$ **4,278,000**

6. Specify the total amount of business entertainment expenditures charged to the non-operating expense account \$

Continued on following page

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES (Concluded)

Marketable Equity Securities - to be completed by companies with \$10.0 million or more in gross operating revenues.

(a) Changes in Valuation Accounts

	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current Yr.) Current Portfolio _____				XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	\$ XXXXX
(Previous Yr.) Current Portfolio _____			XXXXX	XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	XXXXX

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

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

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

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

NOTE: / / - date - Balance sheet date of the current year unless specified as previous year.

NOTES AND REMARKS

210. RESULTS OF OPERATIONS

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

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

3. List dividends from investments accounted for under the

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

4. All contra entries hereunder should be indicated in parenthesis.

5. Dollars in thousands.

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenues & Expenses (d)	Passenger-Related Revenues & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$	\$	\$	\$
2	(102) Passenger **				
3	(103) Passenger-Related				
4	(104) Switching				
5	(105) Water Transfers				
6	(106) Demurrage				
7	(110) Incidents				
8	(121) Joint Facility-Credit				
9	(122) Joint Facility-Debit				
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)				
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations				
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)				
14	(531) Railway operating expenses				
15	*Net revenue from railway operations				
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations				
17	(510) Miscellaneous rent income				
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income				
20	(514) Interest income	11,826	9,317		
21	(516) Income from sinking and other funds				
22	(517) Release of premiums on funded debt				
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	24	31		
	Income from affiliated companies:				
25	Dividends	56,000	51,000		
26	Equity in undistributed earnings (losses)	134,230	112,669		
27	Total other income (lines 16-26)	202,080	173,017		
28	Total income (lines 15, 27)	202,080	173,017		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	3,686	4,063		
30	(535) Taxes on property used in other than carrier operations				
31	(543) Miscellaneous rent expense	42	42		
32	(544) Miscellaneous taxes	150	142		
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges				
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)	3,878	4,247		
39	Income available for fixed charges (lines 28, 38)	198,202	168,770		

210. RESULTS OF OPERATIONS - Continued

1

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
(546) Interest on funded debt:			
40 (a) Fixed interest not in default		437	650
41 (b) Interest in default			
42 (547) Interest on unfunded debt			
43 (548) Amortization of discount on funded debt		72	87
44 Total fixed charges (lines 40-43)		509	737
45 Income after fixed charges (lines 39, 44)		197,693	168,033
	OTHER DEDUCTIONS		
(546) Interest on funded debt:			
46 (c) Contingent interest			
	UNUSUAL OR INFREQUENT ITEMS		
47 (555) Unusual or infrequent items (debit) credit			
48 Income (loss) for continuing operations (before income taxes)			
	PROVISIONS FOR INCOME TAXES		
(556) Income taxes on ordinary income:			
49 Federal income taxes		3,990	2,858
50 State income taxes			
51 Other income taxes			
52 (557) Provision for deferred taxes		(584)	(890)
53 Income from continuing operations		194,287	166,065
	DISCONTINUED OPERATIONS		
54 (560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)			
55 (562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)			
56 Income before extraordinary items			
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
57 (570) Extraordinary items (Net)			
58 (590) Income taxes on extraordinary items			
59 (591) Provision for deferred taxes - Extraordinary items			
60 Total extraordinary items (lines 57-59)			
61 (592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)			
62 Net income		194,287	166,065
	*Reconciliation of net railway operating income (NROI)		
63 Net revenues from railway operations			
64 (556) Income taxes on ordinary income			
65 (557) Provision for deferred income taxes			
66 Income from lease of road and equipment			
67 Rent for leased roads and equipment			
68 Net railway operating income			
69	**Report hereunder the charges to the revenue accounts representing payments made to others for— 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 "Net revenue from railway operations", _____% (to nearest whole number) represents payments for collection and delivery of LCL freight either in TOFC trailers or otherwise. The percentage reported is (Check one): Actual (). Estimated (). 70 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 \$ _____ 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): 71 (a) Payments for transportation of persons \$ _____ 72 (b) Payments for transportation of freight shipments \$ _____ 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): 73 Charges for service for the protection against heat \$ _____ 74 Charges for service for the protection against cold \$ _____		

220. RETAINED EARNINGS—UNAPPROPRIATED

1. Show hereunder the items of Retained Earnings Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.

2. All contra entries hereunder should be indicated in parentheses.

3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 62, column (b), Schedule 210.

6. Include in column (b) only amounts applicable to retained earnings exclusive of any amounts included in column (c). (Dollars in thousands)

Line No.	Item	Retained earnings—Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year _____	\$ 632,556	\$
2	(601.5) Prior period adjustments to beginning retained earnings _____		
	CREDITS		
3	(602) Credit balance transferred from income _____	4,057	190,230
4	(603) Appropriations released _____		
5	(606) Other credits to retained earnings _____		
6	Total _____	4,057	190,230
	DEBITS		
7	(612) Debit balance transferred from income _____		
8	(616) Other debits to retained earnings _____		
9	(620) Appropriations for sinking and other funds _____		
10	(621) Appropriations for other purposes _____		
11	(623) Dividends: Common stock _____	56,771	
12	Preferred stock ¹ _____		
13	Total _____	56,771	
14	Net increase (decrease) during year (Line 6 minus line 13) _____	(52,714)	190,230
15	Balances at close of year (Lines 1, 2 and 14) _____	579,842	190,230
16	Balance from line 15(c) _____	190,230	x x x x x
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year _____	770,072	x x x x x
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606 _____		x x x x x
19	Account 616 _____		x x x x x

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

221. RETAINED EARNINGS--APPROPRIATED

Give an analysis in the form called for below of account No. 797, "Retained earnings--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 earnings _____			
2	Funded debt retired through retained earnings _____			
3	Sinking funds _____			
4	Miscellaneous funds _____			
5	Other appropriations (specify): _____			
6				
7	Not Applicable			
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL			

225. TRANSFERS FROM GOVERNMENT AUTHORITIES

This schedule should include particulars of all transfers from Federal, state or municipal authorities received during the year. The amount of transfer received shall be distributed among columns (c), (d), and (e) in accordance with General Instruction 1-15 of the Uniform System of Accounts for Railroad Companies. (Dollars in thousands)

Line No.	Description (a)	Amount (b)	Applied to current operations (c)	Deferred to future periods (d)	Applied to contributed capital (e)
	Source and description of transfers				
1	Not Applicable	\$	\$	\$	\$
2					
3					
4					
5					
6					
7	Total received during year _____				
8	Cumulative total of Government transfers-beginning of year _____		XXXXX	XXXXX	XXXXX
9	Cumulative total of Government transfers-end of year _____		XXXXX	XXXXX	XXXXX

230. CAPITAL STOCK

PART I. CAPITAL STOCK

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

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

5. Dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	\$5.00	40,000,000	15,599,020	38,116	15,560,904	77,995	633
2								
3								
4	Preferred	No Par	2,500,000	None	None	None	-	-
5								
6								
7								
8								
9								
10	TOTAL	XXXXX	42,500,000	15,599,020	38,116	15,560,904	77,995	633

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.
7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year		\$	15,572,229	\$ 77,861	38,116	\$ 633	\$ 199,154
12	Capital Stock Sold ¹							
13	Capital Stock Reacquired							
14	Capital Stock Canceled							
15	Stock Dividends							
	Capital Stock issued for Bond Conversions			26,791	134			462
16	Balance at Close of Year			15,599,020	77,995	38,116	633	199,616

¹ By footnote state the purpose of the issue and authority.

240. 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 application of funds for invest-

ment 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.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL		
	Working capital provided by operations:		
1	Net income (loss) before extraordinary items	\$ 194,287	\$ 166,065
	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:		
2	Retirement of nondepreciable property		
3	Loss (gain) on sale or disposal of tangible property	282	395
4	Depreciation and amortization expenses		
5	Net increase (decrease) in deferred income taxes		
6	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	(134,230)	(112,669)
7	Net increase (decrease) in noncurrent portion of estimated liabilities		
8	Other (specify): Non-cash items	(574)	(460)
9			
10			
11			
12			
13	Total working capital from operations before extraordinary items	59,765	53,331

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL—Continued		
14	Add funds generated by reason of discontinued operations, extraordinary items, prior period adjustments, and changes in accounting principles _____	\$	\$
15	Total working capital from operations _____	59,765	53,331
	Working capital from sources other than operating:		
16	Proceeds from issuance of long-term liabilities _____		
17	Proceeds from sale/disposition of carrier operating property _____		
18	Proceeds from sale/disposition of other tangible property _____	1,108	-
19	Proceeds from sale/repayment of investments advances _____		
20	Net decrease in sinking and other special funds _____		
21	Proceeds from issue of capital stock _____		
	Other (specify):		
22	_____		
23	_____		
24	_____		
25	_____		
26	_____		
27	Total working capital from sources other than operating _____		
28	Total sources of working capital _____	60,873	53,331

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL	\$	\$
29	Amount paid to acquire/retire long-term liabilities		
30	Cash dividends declared	56,771	51,366
31	Purchase price of carrier operating property		
32	Purchase price of other tangible property	56	213
33	Purchase price of long-term investments and advances		
34	Net increase in sinking or other special funds		
35	Purchase price of acquiring treasury stock		
	Other (specify):		
36			
37	Miscellaneous items	(1,279)	(44)
38			
39			
40			
41			
42			
43			
44			
45	Total application of working capital	55,548	51,535
46	Net increase (decrease) in working capital	5,325	1,796

241. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital.

(Dollars in thousands)

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments _____	\$ 82,012	\$ 74,290	\$ 7,722
2	Net receivables _____	6,825	4,232	2,593
3	Prepayments _____	35	65	(30)
4	Materials and supplies _____			
5	Other current assets not included above _____	131	2	129
6	Notes payable and matured obligations _____			
7	Accounts payable _____	(666)	(236)	(430)
8	Current equipment obligations and other debt _____			
9	Other current liabilities not included above _____	(9,630)	(4,971)	(4,659)
10	Net increase (decrease) in working capital _____	78,707	73,382	5,325

245. WORKING CAPITAL INFORMATION

1. Report below the information requested with respect to the referenced accounts.
2. Give the amount of issues from stock during the year for lines 1 thru 5 as it pertains to account 712, "Material and supplies".
3. Report on lines 6 and 7 only the amount applicable to common-carrier transportation service included in accounts 707 and 754.
4. Report on lines 8 and 9 the amount included in account balances for 760, 761, 761.5, 556, 762. (Do not include taxes levied in lieu of property taxes).
5. Dollars in thousands.

Line No.	Item (a)	Amount (b)
1	Construction and additions and betterments Not Applicable	\$
2	Common-carrier operating purposes	
3	Used by other than respondent's lessor companies	
4	Total	
5	Portion of balance in the material and supplies account at end of year that represents scrap and obsolete material	
6	Account 707. Accounts receivable; other	
7	Account 754. Accounts payable; other	
8	Account 760. Federal income taxes accrued	
9	Account 761. State and other income taxes accrued	
10	Account 761.5 Other taxes accrued	
11	Account 556. Income taxes on ordinary income	
12	Account 762. Deferred Income tax credits	

NOTES AND REMARKS

300. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

If the amount in the captioned selected current asset accounts (Accounts 702, 703, 704, 708, 709, 710, 711, 712, and 713) exceeds 5% of total current assets, report the three largest items in the account or combined accounts and any other items exceeding

5% of current assets. Give a brief description of each item listed. 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	702	TEMPORARY CASH INVESTMENTS	\$
2		Certificates of Deposit	45,583
3		Eurodollar CD's	10,019
4		Commercial Paper	1,000
5		Bankers Acceptance	22,834
6			
7			79,436
8			
9			
10			
11			
12			
13			
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GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A and 315

1. Schedules 310 and 315 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, the disclosures should include the investments in the obligations of Federal, state and local governments, and the obligation of individuals. Also, disclose the investments made, disposed of, and written down during the year, and the applicable dividends and interest credited to income as a result of those investments. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing Account No. 721 "Investments and advances affiliated companies," in the Uniform System of Accounts for Railroad Companies.

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

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

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

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

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

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

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

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

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

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

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

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

12. Dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 20, 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__." Abbreviations in common use in standard financial publications may be used to conserve space.

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	A (1)	VII	Missouri Pacific Railroad Company	100%
2				1,000 Shares \$1.00 P.V. Common Stock	
3					
4					
5	721	A (3)	VII	Mississippi River Transmission Corporation	100%
6				1,000 Shares No Par Common Stock	
7					
8					
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16					
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310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

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

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

9. Also included should be investments in unincorporated entities such as lessee organizations (exclusive of amounts nominally settled on a current basis).

10. This schedule should not include securities issued or assumed by respondent.

11. For affiliates which do not report to the Interstate Commerce Commission, and are jointly owned, give names and extent of control of other entities by footnote.

12. Dollars in thousands.

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$	\$	\$	\$	\$	\$	\$	1
697,066	(a) 112,004		809,070			41,000	2
							3
							4
							5
144,200	(a) 22,225		166,425			15,000	6
							7
							8
							9
							10
							11
							12
							13
							14
(a) Change in investment of consolidated subsidiaries net of dividends, carried at Equity on MPC books of account.							15
							16
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310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
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310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	1
							2
							3
							4
							5
							6
							7
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310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721, Investments and advances affiliated companies.

2. Enter in column (c) the amount necessary to retroactively adjust those investments. (See instruction 5-2, Uniform System

of Accounts.)

3. Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.

4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date

of acquisition.

5. For definitions of "carrier" and "noncarrier," see general instructions.

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
2	Missouri Pacific Railroad Co.-Common Stock	697,066		112,004			809,070
3							
4	Mississippi River Transmission Corp.-Common Stock	144,200		22,225			166,425
5							
6							
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NOTES AND REMARKS

315. SPECIAL FUNDS AND OTHER INVESTMENTS

1. Complete this schedule if the amount in account 722, "Other investments and advances" is greater than 1% of total assets.

2. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of other than affiliated companies, included in accounts Nos. 715, "Sinking funds", and 717, "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.

3. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 21, classifying the investments by means of letters, figures, and symbols in columns

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	Balance at close of year	Book value of investment made during the year
	(a)	(b)	(c)	(d)	(e)	(f)
1					\$	\$
2						
3						
4						
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6						
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11						
12						
13						
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15						
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315. SPECIAL FUNDS AND OTHER INVESTMENTS—Continued

(a), (b), and (c). Investment in U.S. Treasury obligations may be reported as one item. Items where original cost is less than \$500,000 may be combined 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 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 same designation matured 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.

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

8. Dollars in thousands.

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Adjustment at end of year (Account 723)	Allowance for unrealized loss on noncurrent marketable equity securities (Account 724)		Dividends or interest during year credited to income	Line No.
Book value (g)	Profit or (Loss) (h)		Changes during year (j)	Balance at close of year (k)		
\$	\$	(i)	(j)	(k)	(l)	
						1
						2
						3
						4
						5
						6
						7
						8
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						10
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319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING 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 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		MRT Exploration Co.	\$ 6,466	\$
2		Common Stock, 10,000 shares \$1.00 P.V	19,679	6,584
3				
4				
5				
6		Ric-Con Corporation		
7		Common Stock, 400 shares No Par	-	
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319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING SUBSIDIARIES—Continued

2. This schedule should include all securities, open account advances, and other intangible property owned or controlled by non-reporting companies 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 General Instructions, Schedules 310 & 315.
(Dollars in thousands)

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Extent of control (g)	Names of subsidiaries in connection with things owned or controlled through them (h)	Line No.
Book Value (e)	Selling price (f)			
\$	\$	%		1
905		100	Mississippi River Transmission Corp.	2
				3
				4
				5
				6
		100	MRT Exploration Co.	7
				8
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510. DEBTHOLDINGS

Give particulars of the various issues of securities of the respondent and disclose the name and address of the creditor, the character (nature) of the debt, nature of the security, if any, the date of origin, the date of maturity, the total amount of the debt, the rate of interest, and the total amount of interest to be paid. Include a copy of any and all restrictive covenants attached to the indebtedness. Where such indebtedness is widely held, such as bonds and debentures, provide the name of the trustee in place of the creditor.

Accounts to be considered in completing this schedule are:

- 765, Funded Debt Unmatured
- 766, Equipment Obligations
- 767, Receivers' and Trustees' Securities
- 768, Debt in Default
- 769, Accounts Payable; Affiliated Companies

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 Trustee').
- (c) Conditional or deferred payment contracts.

(5) MISCELLANEOUS OBLIGATIONS

(6) RECEIVERS' AND TRUSTEE' SECURITIES (Other than equipment obligations).

(7) SHORT-TERM NOTES IN DEFAULT.

Indicate in the description or by footnote the property pledge for each issue, stating assets covered by first lien and by junior lien.

If an issue is a serial issue, state amounts due annually. If amounts are not due regularly, give full particulars.

If an issue is an income bond, the interest rate shown should be the maximum rate specified by the indenture. State in the description or by footnote the amount of interest that is contingent, the percent paid for the current year, and the aggregate percent of contingent interest unpaid at the beginning and end of the year.

If any issue is in default, indicate the date of the first default, payments of interest made during the current year, and total amount of interest in default at beginning and end of the year.

If any issue contains a conversion feature, call feature, or is subject to a sinking fund provision prior to maturity, describe particulars in footnotes. Dollars in thousands.

510. DEBTHOLDINGS—Continued

Line No.	Description of obligation	Name and address of creditor or trustee	Original amount	Portion due	
				Within one year	After one year
	(a)	(b)	(c)	(d)	(e)
1.	Account 765 (3a)				
2.					
3.	Sinking Fund	Mercantile Trust Co.	\$16,912	-	5,339
4.	Debentures Series	St. Louis, MO.			
5.	Due 1994*				
6.					
7.					
8.					
9.	*Convertible at the option of the holder into Common Stock				
10.	at the price of \$27 per share				
11.					
12.					
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[illegible]

850. COMPETITIVE BIDDING--CLAYTON ANTITRUST ACT

Section 10 of the Clayton Antitrust Act (15 U.S.C. 20) states that "no common carrier engaged in commerce shall have any dealings in securities, supplies or other articles of commerce, or shall make or have any contracts for construction or maintenance of any kind, to the amount of more than \$50,000, in the aggregate, in any one year, with another corporation, firm, partnership or association when the said common carrier shall have upon its board of directors or as its president, manager or as its purchasing or selling officer, or agent in the particular transaction, any person who is at the same time a director, manager, or purchasing or selling officer of, or who has any substantial interest in, such other corporation, firm, partnership or association, unless and

except such purchases shall be made from, or such dealings shall be made with, the bidder whose bid is the most favorable to such common carrier, to be ascertained by competitive bidding under regulations to be prescribed by rule or otherwise by the Interstate Commerce Commission." The specification for competitive bids is found in the Code of Federal Regulations, Part 1010-Competitive Bids through Part 1010.7 - Carriers Subject to the Interstate Commerce Act.

In column (g), identify the company awarded the bid by including company name and address, name and title of respondent officers, directors, selling officer, purchasing officer and/or general manager that has an affiliation with the seller.

	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1							
2							
3				Not Applicable			
4							
5							
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900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

1. In columns (a) and (b) enter the name and position of each of the persons named in Schedule 110 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 \$75,000 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 112 reference to this fact should be made if the aggregate compensation from all companies amounts to \$75,000 or more.

4. Report in column (d) the total amount of compensation other than annual salary paid to each listed employee during the year. This includes forms of nonmonetary compensation given which directly benefits each employee. Examples:

Fair value of property given, such as exclusive use of an automobile;

Amounts paid for membership of the employee in nonbusiness associations, private clubs, etc.;

Commissions, bonuses, shares in profits;

Contingent compensation plans;

Monies paid or accrued for any pension, retirement, savings, retirement annuities, deferred compensation, or similar plan; Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums on group life insurance for benefits less than \$50,000.

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 or Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
1	Downing B. Jenks	Chairman of the Board	\$ 125	\$ 52
2				
3	Thomas H. O'Leary	President	208	64
4				
5	Cleon L. Burt	VP & General Counsel	100	31
6				
7	James T. Ashworth	Financial VP	82	23
8				
9	Mr. Jenks salary increased from \$100 per annum to \$125 effective 6/1/81			
10	Mr. O'Learys "	193 " " "	208 " "	" "
11	Mr. Burts "	96 " " "	100 " "	" "
12	Mr. Ashworths "	76 " " "	82 " "	" "
13				
14	Messrs Jenks & O'Leary also receive compensation from			
15	Missouri Pacific R.R. Co.			
16				
17	Messrs Hennelly, Matthews, Lloyd & Gessner who are either			
18	Officers or Directors of Missouri Pacific Corp. also receive			
19	compensation from Missouri Pacific R.R. Co.			
20				
21	In addition to the amounts reported in Column (d) above			
22	approximately \$100 was accrued for Mr. O'Leary for stock			
23	appreciated rights valued at the end of 1981. This amount			
24	represents contingent remuneration based upon the future			
25	market performance of the corporation's common stock			
26	and may not be paid. There was no cash payment made			
27	by MPC under the plan in 1981.			
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MEMORANDA
(FOR USE OF COMMISSION ONLY)

CORRESPONDENCE

[illegible]

CORRECTIONS

[illegible]

EXPLANATORY REMARKS

VERIFICATION

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

OATH

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

State of Missouri

County of St. Louis

W. White Matthews, III makes oath and says that he is
(Insert here name of the affiant)

Treasurer
(Insert here the official title of the affiant)

Of Missouri Pacific Corporation

(Insert here the exact legal title or name of the respondent)

that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of this Commission; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including

January 1, 1981, to and including December 31, 1981

W. White Matthews, III
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 29th day of March, 1982

My commission expires May 30, 1983

Use an
L.S.
impression seal

Patricia M. Young
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Missouri

County of St. Louis

Thomas H. O'Leary makes oath and says that he is
(Insert here name of the affiant)

President
(Insert here the official title of the affiant)

Of Missouri Pacific Corporation

(Insert here the exact legal title or name of the respondent)

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including

January 1, 1981, to and including December 31, 1981

Thomas H. O'Leary
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 29th day of March, 1982

My commission expires May 30, 1983

Use an
L.S.
impression seal

Patricia M. Young
(Signature of officer authorized to administer oaths)

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