

R-1 1970 PROVIDENCE AND WORCESTER COMPANY 1 of 2

176-0
ORIGINAL

INTERSTATE
COMMERCE COMMISSION
RECEIVED

MAR 31 1971

BUDGET BUREAU
No. 60-R0101
Approval expires Dec. 1974

ADMINISTRATIVE SERVICES
Q MAIL BRANCH

ANNUAL REPORT

OF

PROVIDENCE AND WORCESTER COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31 , 1970

NOTICE

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

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

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

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

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

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

Each respondent is further required to send to the Bureau of Accounts, immediately upon preparation, two copies of its latest annual report to stockholders. See schedule 108, page 100.

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. Items of an unusual character should be indicated by appropriate symbol and footnote.

Money items (except averages) throughout this annual report form should be shown in units of dollars adjusted to accord with footings.

6. Each respondent should make its annual report to this Commission in triplicate, retaining one copy in its files for reference in case correspondence with regard to such report becomes necessary. For this reason three copies of the form are supplied.

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 E.)

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

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

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

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

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 each 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 the case the report is made for a shorter period than one year, it means the close of the period covered by the report. The beginning of the year means the beginning of business on January 1 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the beginning of the period covered by the report. The preceding year means the year ended December 31 of the year next preceding the year for which the report is made. The Uniform System of Accounts for Railroad Companies means the system of accounts in Part 1201 of Title 49, Code of Federal Regulations, as amended.

FOR THE INDEX SEE THE INSIDE OF BACK COVER

See also "Instructions regarding the use of this report form" on page 1

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.

Pages 201 and 201A: Schedule 200L. General Balance Sheet—Liability Side

Reference to "Equalization Reserves" has been deleted.

Provision has been made in NOTES for disclosure of effects of Federal Tax Reform Act of 1969.

Page 202: Schedule 211. Road and Equipment Property

Reference to "Leased property capitalized rentals" has been deleted.

Providence and Worcester Company (successor by merger to Providence and Worcester Railroad Company) was formerly a leased line of The New York, New Haven and Hartford Railroad Company under a lease executed in 1892.

However, the Trustees in Reorganization of The New York, New Haven and Hartford Railroad Company rejected the lease as of December 31, 1968 as part of their plan of reorganization. Thereafter, the properties of the Providence and Worcester Company were operated by the Penn Central Transportation Company pursuant to an order of the Interstate Commerce Commission dated November 25, 1968. On April 6, 1970, the Providence and Worcester Company filed with the Interstate Commerce Commission, a notice of its declination to accept the terms of inclusion in the Penn Central system as fixed in the Commission's order of November 25, 1968. On the same date, Providence and Worcester filed with the Commission an application under Section 1 (18) of the Interstate Commerce Act requesting the Commission to authorize the abandonment of operations over its line by Penn Central to be followed by the resumption by Providence and Worcester Company of the operation of its own line as an independent railroad.

ANNUAL REPORT

OF

PROVIDENCE AND WORCESTER COMPANY *

* See typewritten sheet on opposite page

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1970

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

(Name) Joseph R. Di Stefano (Title) Secretary
(Telephone number) 401 434-6800
(Area code) (Telephone number)
(Office address) 94 Dexter Road, East Providence, Rhode Island 02914
(Street or 4 number, City, State, and ZIP code)

If the report is made for a single company, the exact corporate name should appear on the cover, title page, page 100, and in the oath and supplemental oath.

Reports filed under the designation "Lessors of the _____
_____ Railroad Company" should contain
hereunder the names of the lessor companies that are included in this
report, and the names of those that file separately.

In completing the various schedules in this report form, list the information concerning the lessor companies in the order in which their names appear on the balance sheet. Such additional pages as may be necessary will be furnished by the Commission on request.

101. IDENTITY OF LESSOR COMPANIES INCLUDED IN THIS REPORT

Give hereunder the exact corporate name and other particulars called for concerning each lessor company included in this report. The corporate name should be given in full, exactly as it appears in the articles of incorporation, using the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between *railroad* and *railway*.

If receivers, trustees, or a committee of bondholders are in possession of the property of

any of the lessor companies, state their names and the court of jurisdiction in column (a) and give the date when such receivership, trusteeship, or other possession began, in addition to the date of incorporation, in column (b).

If a consolidation or merger was effected during the year, particulars should be given in Schedule 591, "Changes during the year."

Line No.	Exact name of lessor company (a)	INCORPORATION		CORPORATE CONTROL OVER RESPONDENT		Total number of stockholders (f)	Total voting power of all security holders at close of year (g)	
		Date of incorporation (b)	Name of State or Territory in which company was incorporated (c)	Name of controlling corporation (d)	Extent of control (percent) (e)			
1	Providence and Worcester Company	7/8/68	Delaware			636	17	231
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20								
21								
22								
23								
24								
25								
26								
27								
28								
29								

* 1 vote per share not exceeding 50
1 vote each 20 shares thereafter

108. STOCKHOLDERS REPORTS

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

Check appropriate box:

☐ Two copies are attached to this report.

☒ Two copies will be submitted April
(date)

☐ No annual report to stockholders is prepared.

109. STOCKHOLDERS AND VOTING POWERS

1. Give the names of the five security holders who had the highest voting powers in each lessor company included in this report. This information should be given as of the close of the year, or, if not available, at the date of the latest compilation of a list of stockholders. If any holder held the stock in trust, give particulars of the trust in a footnote. In the case of voting trust agreements give, as supplemental information on page 201B the names and addresses of the 30 largest holders of the voting trust certificates and the amount of their individual holdings.

Line No.	Name of lessor company (a)	Name of stockholder (b)	Voting power (c)	Name of stockholder (d)	Voting power (e)	Name of stockholder (f)	Voting power (g)	Name of stockholder (h)	Voting power (i)	Name of stockholder (j)	Voting power (k)
1	Providence and Worcester Company			Penn Central Transportation Co.			485				
2				Frederick E. Abbe			97				
3				Catholic Sokol & Co.			90				
4				Potter & Co.			75				
5				Salkeld & Co.			71				
6											
7											
8											
9											
10											
11											
12											
13											
14											
15											
16											
17											
18											
19											
20											
21											
22											
23											
24											
25											
26											
27											
28											
29											
30											
31											
32											
33											
34											
35											
36											
37											
38											

INITIALS OF RESPONDENT COMPANIES

2. Give particulars called for regarding each lessor company included in this report, entering the initials of the lessor companies in the column headings.

State total number of votes cast at latest general meeting for election of directors of respondent

Give the date of such meeting

Give the place of such meeting

P & W

12,032

3/25/70

Providence, R. I.

112. DIRECTORS

Give particulars of the various directors of respondents at the close of the year.

Line No.	Item			
1	Name of director.....	Robert H. Eder		
2	Office address.....	94 Dexter Road, East Providence, R. I.		
3	Date of beginning of term.....	March 25, 1970		
4	Date of expiration of term.....	April 28, 1971		
5	Name of director.....			
6	Office address.....			
7	Date of beginning of term.....			
8	Date of expiration of term.....			
9	Name of director.....	David B. Graham		
10	Office address.....	48 Highland Street, P.O. Box 62, Berlin, Mass.		
11	Date of beginning of term.....	March 25, 1970		
12	Date of expiration of term.....	April 28, 1971		
13	Name of director.....			
14	Office address.....			
15	Date of beginning of term.....			
16	Date of expiration of term.....			
17	Name of director.....	Raymond D. Finizia		
18	Office address.....	94 Dexter Road, East Providence, R. I.		
19	Date of beginning of term.....	March 25, 1970		
20	Date of expiration of term.....	April 28, 1971		
21	Name of director.....			
22	Office address.....			
23	Date of beginning of term.....			
24	Date of expiration of term.....			
25	Name of director.....	Morris E. Laird		
26	Office address.....	10 First St., N.W., P.O. Box 1567, Mason City, Iowa		
27	Date of beginning of term.....	March 25, 1970		
28	Date of expiration of term.....	April 28, 1971		
29	Name of director.....			
30	Office address.....			
31	Date of beginning of term.....			
32	Date of expiration of term.....			
33	Name of director.....	Joseph R. Di Stefano		
34	Office address.....	94 Dexter Road, East Providence, R. I.		
35	Date of beginning of term.....	March 25, 1970		
36	Date of expiration of term.....	April 28, 1971		
37	Name of director.....			
38	Office address.....			
39	Date of beginning of term.....			
40	Date of expiration of term.....			
41	Name of director.....	Ernest A. Malo		
42	Office address.....	495 Post Road, Warwick, R.I.		
43	Date of beginning of term.....	March 25, 1970		
44	Date of expiration of term.....	April 28, 1971		
45	Name of director.....			
46	Office address.....			
47	Date of beginning of term.....			
48	Date of expiration of term.....			
49	Name of director.....	William M. Lese		
50	Office address.....	Barlow Lane, Rye, New York		
51	Date of beginning of term.....	October 28, 1970		
52	Date of expiration of term.....	April 28, 1971		
53	Name of director.....			
54	Office address.....			
55	Date of beginning of term.....			
56	Date of expiration of term.....			
57	Name of director.....			
58	Office address.....			
59	Date of beginning of term.....			
60	Date of expiration of term.....			

112. DIRECTORS—Concluded

Enter the names of the lessor companies in the column headings.

					Line No.
					1
					2
					3
					4
					5
					6
					7
					8
					9
					10
					11
					12
					13
					14
					15
					16
					17
					18
					19
					20
					21
					22
					23
					24
					25
					26
					27
					28
					29
					30
					31
					32
					33
					34
					35
					36
					37
					38
					39
					40
					41
					42
					43
					44
					45
					46
					47
					48
					49
					50
					51
					52
					53
					54
					55
					56
					57
					58
					59
					60

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

Give particulars of the various general officers of respondents at the close of the year. Enter the names of the lessor companies in the column headings.

Line No.	Item			
1	Name of general officer	Robert H. Eder		
2	Title of general officer	President		
3	Office address	94 Dexter Road, East Providence, R. I.		
4	Name of general officer			
5	Title of general officer			
6	Office address			
7	Name of general officer	Ernest A. Malo		
8	Title of general officer	Treasurer		
9	Office address	94 Dexter Road, East Providence, R. I.		
10	Name of general officer			
11	Title of general officer			
12	Office address			
13	Name of general officer	Joseph R. Di Stefano		
14	Title of general officer	Secretary		
15	Office address	94 Dexter Road, East Providence, R. I.		
16	Name of general officer			
17	Title of general officer			
18	Office address			
19	Name of general officer			
20	Title of general officer			
21	Office address			
22	Name of general officer			
23	Title of general officer			
24	Office address			
25	Name of general officer			
26	Title of general officer			
27	Office address			
28	Name of general officer			
29	Title of general officer			
30	Office address			
31	Name of general officer			
32	Title of general officer			
33	Office address			
34	Name of general officer			
35	Title of general officer			
36	Office address			
37	Name of general officer			
38	Title of general officer			
39	Office address			
40	Name of general officer			
41	Title of general officer			
42	Office address			
43	Name of general officer			
44	Title of general officer			
45	Office address			
46	Name of general officer			
47	Title of general officer			
48	Office address			
49	Name of general officer			
50	Title of general officer			
51	Office address			
52	Name of general officer			
53	Title of general officer			
54	Office address			
55	Name of general officer			
56	Title of general officer			
57	Office address			
58	Name of general officer			
59	Title of general officer			
60	Office address			

113. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE—Concluded

If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road, give also their names and titles, and the location of their offices.

				Line No.
				1
				2
				3
				4
				5
				6
				7
				8
				9
				10
				11
				12
				13
				14
				15
				16
				17
				18
				19
				20
				21
				22
				23
				24
				25
				26
				27
				28
				29
				30
				31
				32
				33
				34
				35
				36
				37
				38
				39
				40
				41
				42
				43
				44
				45
				46
				47
				48
				49
				50
				51
				52
				53
				54
				55
				56
				57
				58
				59
				60

200A. GENERAL BALANCE SHEET—ASSET SIDE

Show hereunder the asset side of the balance sheet at close of year of each lessor company included in this report, entering the names of the lessor companies in the column headings. For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts

Line No.	Account (a)	(b)		(c)	(d)	(e)
	CURRENT ASSETS					
1	(701) Cash.....	\$	59	362	NOTE: A	
2	(702) Temporary cash investments.....				The Company's investment in road and	
3	(703) Special deposits.....				equipment stated at \$5,185,885 represents	
4	(704) Loans and notes receivable.....				the amount carried on its books as of	
5	(705) Traffic and car-service balances—Debit.....				July 1, 1892, the effective date of the	
6	(706) Net balance receivable from agents and conductors.....				lease. At the expiration of the lease,	
7	(707) Miscellaneous accounts receivable.....		504	778	whether by lapse of time or otherwise,	
8	(708) Interest and dividends receivable.....				the lessee is obligated to return property	
9	(709) Accrued accounts receivable.....				of similar character values and uses,	
10	(710) Working fund advances.....				and appropriate for the operation of the	
11	(711) Prepayments.....			441	lessor's railroad and therefore no	
12	(712) Material and supplies.....				depreciation has been provided by the	
13	(713) Other current assets.....				company. The lease agreement also	
14	Total current assets.....		564	581	provides that all land, structures,	
	SPECIAL FUNDS				improvements, betterments and renewals	
15	(715) Sinking funds.....				added to the lessor's property will	
16	(716) Capital and other reserve funds.....				become the property of the lessor at	
17	(717) Insurance and other funds.....				the expiration of the lease. These	
18	Total special funds.....				additions and substitutions are	
	INVESTMENTS				maintained in an account by the lessee	
19	(721) Investments in affiliated companies (pp. 212 to 215).....				and have not been reflected in the	
20	(722) Other investments (pp. 218 to 219).....				company's accounts. The lessee has	
21	(723) Reserve for adjustment of investment in securities—Credit.....				confirmed that the net balance in the	
22	Total investments (accounts 721, 722 and 723).....				accounts on its books covering the	
	PROPERTIES				improvements, betterments, etc. as of	
23	(731) Road and equipment property (pp. 202 to 203)..... Note A		5	185 885	December 31, 1970 was \$3,420,950 but	
24	Road.....		7	053 668	has failed to provide the company with	
25	Equipment.....			909 635	an accounting for the improvements and	
26	General expenditures.....				betterments comprising this amount.	
27	Other elements of investment.....		(2	777 418		
28	Construction work in progress.....					
29	(732) Improvements on leased property (pp. 202 to 203).....					
30	Road.....					
31	Equipment.....					
32	General expenditures.....					
33	Total transportation property (accounts 731 and 732).....		5	185 885		
34	(735) Accrued depreciation—Road and Equipment.....					
35	(736) Amortization of defense projects—Road and Equipment.....					
36	Recorded depreciation and amortization (accounts 735 and 736).....					
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36).....		5	185 885		
38	(737) Miscellaneous physical property.....			12 628		
39	(738) Accrued depreciation—Miscellaneous physical property.....			(2 672		
40	Miscellaneous physical property less recorded depreciation.....			9 956		
41	Total properties less recorded depreciation and amortization (line 37 plus line 40).....		5	195 841		
	OTHER ASSETS AND DEFERRED CHARGES					
42	(741) Other assets.....			1		
43	(742) Unamortized discount on long-term debt.....					
44	(743) Other deferred charges.....					
45	Total other assets and deferred charges.....			1		
46	TOTAL ASSETS		5	760 423		
	ITEMS EXCLUDED ABOVE					
	The above returns exclude respondent's holdings of its own issues of securities as follows:					
47	(715) Sinking funds.....					
48	(716) Capital and other reserve funds.....					
49	(703) Special deposits.....					
50	(717) Insurance and other funds.....					
51						

200A. GENERAL BALANCE SHEET—ASSET SIDE—Continued

in the Uniform System of Accounts for Railroad Companies. The entries in this schedule should be consistent with those in the supporting schedules on the pages indicated. All contra entries hereunder should be indicated in parenthesis.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			1
																		2
																		3
																		4
																		5
																		6
																		7
																		8
																		9
																		10
																		11
																		12
																		13
																		14
																		15
																		16
																		17
																		18
																		19
																		20
																		21
																		22
																		23
																		24
																		25
																		26
																		27
																		28
																		29
																		30
																		31
																		32
																		33
																		34
																		35
																		36
																		37
																		38
																		39
																		40
																		41
																		42
																		43
																		44
																		45
																		46
																		47
																		48
																		49
																		50
																		51

200L. GENERAL BALANCE SHEET—LIABILITY SIDE

Show hereunder the liability side of the balance sheet at close of year of each lessor company included in this report, entering the names of the lessor companies in the column headings. For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts, in the Uniform System of Accounts for Railroad Companies. The entries in this schedule should be consistent with those in the supporting schedules on the pages indicated. All contra entries hereunder should be indicated in parenthesis.

Line No.	Account (a)	(b)			(c)			(d)			(e)		
	CURRENT LIABILITIES												
52	(751) Loans and notes payable.....	\$			\$			\$			\$		
53	(752) Traffic and car-service balances—Credit.....												
54	(753) Audited accounts and wages payable.....												
55	(754) Miscellaneous accounts payable.....		41	113									
56	(755) Interest matured unpaid.....		23	307									
57	(756) Dividends matured unpaid.....		1	530									
58	(757) Unmatured interest accrued.....												
59	(758) Unmatured dividends declared.....												
60	(759) Accrued accounts payable.....		3	209									
61	(760) Federal income taxes accrued.....												
62	(761) Other taxes accrued.....		175	264									
63	(763) Other current liabilities.....												
64	Total current liabilities (exclusive of long-term debt due within one year).....		244	423									
	LONG-TERM DEBT DUE WITHIN ONE YEAR												
65	(764) Equipment obligations and other debt (pp. 228A, 228B, 228C, and 228D).....		240	000									
	LONG-TERM DEBT DUE AFTER ONE YEAR												
66	(765) Funded debt unmatured.....		150	000									
67	(766) Equipment obligations.....												
68	(767) Receivers' and Trustees' securities.....												
69	(768) Debt in default.....												
70	(769) Amounts payable to affiliated companies (pp. 234 and 235).....												
71	Total long-term debt due after one year.....		150	000									
	RESERVES												
72	(771) Pension and welfare reserves.....												
73	(772) Insurance reserves.....												
74	(774) Casualty and other reserves.....												
75	Total reserves.....												
	OTHER LIABILITIES AND DEFERRED CREDITS												
76	(781) Interest in default (p. 228 C).....												
77	(782) Other liabilities.....												
78	(783) Unamortized premium on long-term debt.....												
79	(784) Other deferred credits.....												
80	(785) Accrued depreciation—Leased property.....												
81	Total other liabilities and deferred credits.....												
	SHAREHOLDERS' EQUITY												
	<i>Capital stock (Par or stated value)</i>												
82	(791) Capital stock issued—Total.....		3	500 000									
83	Common stock (pp. 224 and 225).....		3	500 000									
84	Preferred stock (pp. 224 and 225).....												
85	(792) Stock liability for conversion (pp. 226 and 227).....												
86	(793) Discount on capital stock.....		3	500 000									
87	Total capital stock.....												
	<i>Capital Surplus</i>												
88	(794) Premiums and assessments on capital stock.....												
89	(795) Paid-in surplus.....												
90	(796) Other capital surplus.....												
91	Total capital surplus.....												
	<i>Retained Income</i>												
92	(797) Retained income—Appropriated.....		1	626 000									
93	(798) Retained income—Unappropriated (pp. 302 and 303).....		1	626 000									
94	Total retained income.....		5	126 000									
95	Total shareholders' equity.....		5	760 000									
96	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY.....		5	760 423									

NOTE: Provision has not been made for Federal income taxes which may be payable in future years as a result of deductions during the period December 31, 1949, to close of the year of this report for accelerated amortization in excess of recorded depreciation. The amounts by which Federal income taxes have been reduced during the indicated period aggregated \$.....
 Estimated accumulated net reduction in Federal income taxes because of accelerated amortization of certain rolling stock since December 31, 1969, under provisions of Section 184 of the Internal Revenue Code \$.....

200L. GENERAL BALANCE SHEET—LIABILITY SIDE—Continued

On page 210, give an abstract of the provisions of the lease bearing on respondent's liability to reimburse the lessee for improvements made on the leased railroad property. If the leasehold contract contains no such provisions, state that fact.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			52
																		53
																		54
																		55
																		56
																		57
																		58
																		59
																		60
																		61
																		62
																		63
																		64
																		65
																		66
																		67
																		68
																		69
																		70
																		71
																		72
																		73
																		74
																		75
																		76
																		77
																		78
																		79
																		80
																		81
																		82
																		83
																		84
																		85
																		86
																		87
																		88
																		89
																		90
																		91
																		92
																		93
																		94
																		95
																		96

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

NOTE: 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, 1971 ----- \$ 23,777.00

200L. GENERAL BALANCE SHEET—LIABILITY SIDE—Continued

200L. GENERAL BALANCE SHEET—LIABILITY SIDE—Concluded

211. ROAD AND EQUIPMENT PROPERTY

1. Give particulars of changes during the year in accounts 731, "Road and equipment property," and 732, "Improvements on leased property," classified in accordance with the Uniform System of Accounts for Railroad Companies. Enter the names of the lessor companies in the column headings.

2. Gross charges during the year should include disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, extensions of old lines, and for additions and betterments. This column should also include both the debits and credits involved in each transfer, adjustment, or clearance

between road and equipment accounts and all adjustments applicable to expenditures for new lines and extensions and additions and betterments. Adjustments in excess of \$100,000 should be explained. Net charges is the difference between gross charges and credits for property retired. All changes made during the year should be analyzed by primary accounts.

3. 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.

Line No.	Account (a)	Gross charges during year (b)		Net charges during year (c)		Gross charges during year (d)		Net charges during year (e)		Gross charges during year (f)		Net charges during year (g)	
		\$		\$		\$		\$		\$		\$	
1	(1) Engineering												
2	(2) Land for transportation purposes												
3	(24) Other right-of-way expenditures												
4	(3) Grading												
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	(21) Grain elevators												
20	(22) Storage warehouses												
21	(23) Wharves and docks												
22	(24) Coal and ore wharves												
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	(38) Roadway small tools												
30	(39) Public improvements—Construction												
31	(43) Other expenditures—Road												
32	(44) Shop machinery												
33	(45) Power-plant machinery												
34	Other (Specify & explain)												
35	Total expenditures for road												
36	(51) Steam locomotives												
37	(52) Other locomotives												
38	(53) Freight-train cars												
39	(54) Passenger-train cars												
40	(56) Floating equipment												
41	(57) Work equipment												
42	(58) Miscellaneous equipment												
43	Total expenditures for equipment												
44	(71) Organization expenses												
45	(76) Interest during construction												
46	(77) Other expenditures—General												
47	Total general expenditures												
48	Total												
49	(90) Construction work in progress												
50	Grand total												

¹ Do not include in road and equipment accounts, including Account No. 80, "Other elements of investment," adjustments which were made pursuant to the Commission's order, dated April 17, 1963.

211. ROAD AND EQUIPMENT PROPERTY—Continued

4. If during the year property was acquired from some other company, state in a footnote the name of the company, 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.

5. Notes referring to entries in this schedule should be shown on page 210.

6. Report on line 34 amounts not includable in the primary road accounts. The items reported should be briefly identified and explained in a footnote on page 210. 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.

Gross charges during year (h)		Net charges during year (i)		Gross charges during year (j)		Net charges during year (k)		Gross charges during year (l)		Net charges during year (m)		Gross charges during year (n)		Net charges during year (o)		Line No.
\$		\$		\$		\$		\$		\$		\$		\$		1
																2
																3
																4
																5
																6
																7
																8
																9
																10
																11
																12
																13
																14
																15
																16
																17
																18
																19
																20
																21
																22
																23
																24
																25
																26
																27
																28
																29
																30
																31
																32
																33
																34
																35
																36
																37
																38
																39
																40
																41
																42
																43
																44
																45
																46
																47
																48
																49
																50

212. PROPRIETARY COMPANIES

Give particulars called for regarding each inactive proprietary corporation of the lessor companies included in this report (i.e., one *all* of whose outstanding stocks or obligations are held by or for the respondent without any accounting to the said proprietary corporation). It may

also include such line when the actual title to all of the outstanding stocks or obligations rests in a corporation controlled by or controlling the respondent; *but in the case of any such inclusion, the facts of the relation to the respondent of the corporation holding the securities should be fully*

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

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

212. PROPRIETARY COMPANIES—Concluded

set forth in a footnote. The separation of accounts 731 and 732 into "Road," "Equipment," and "General expenditures" should be estimated, if not actually shown on respondent's books. Assign to "General expenditures" only such

amounts as are not included in "Road" or "Equipment." Enter brief designations of the several proprietary companies at the heads of their respective columns and state in footnotes the names of the lessor companies that control them.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
																	1	
																	2	
																	3	
																	4	
\$			\$			\$			\$			\$			\$		5	
																	6	
																	7	
																	8	
																	9	
																	10	
																	11	
																	12	
																	13	
																	14	
																	15	
																	16	
																	17	
																	18	
																	19	

NOTES AND REMARKS REGARDING RETURNS IN SCHEDULE NO. 211 ON PAGES 202 AND 203

ABSTRACT OF THE PROVISIONS OF THE LEASE BEARING ON RESPONDENT'S LIABILITY TO REIMBURSE THE LESSEE FOR
IMPROVEMENTS MADE ON THE LEASED RAILROAD PROPERTY

(See instructions on page 201A)

No such provision

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 217 AND 218

1. Schedules 217 and 218 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated companies and other investments held, by the lessor companies included in this report, at the close of the year, specifically as investments, including the obligations of a State or local government, or of an individual, so held; investments made, disposed of, or written down during the year; and dividends and interest credited to income. They should exclude securities issued or assumed by respondents. For definition of affiliated companies, see the rules governing account No. 721, "Investments in affiliated companies," in the Uniform System of Accounts for Railroad Companies.

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

3. For each lessor company, list the investments in the following order and show a total for each group and each class of investments by accounts in numerical order:

(A) Stocks:

- (1) Carriers—active.
- (2) Carriers—inactive.
- (3) Noncarriers—active.
- (4) Noncarriers—inactive.

(B) Bonds (Including U. S. Government bonds):

(C) Other secured obligations:

(D) Unsecured notes:

(E) Investment advances:

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

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

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

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

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

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

217. INVESTMENTS IN AFFILIATED COMPANIES

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

Enter the name of a reporting lessor company in the body of the schedule and give, thereunder, particulars of its investments in affiliated companies before listing those of a second lessor. These names should be listed in the order in which they appear on the balance sheet.

Entries in this schedule should be made in accordance with the definitions and general instruc-

tions given on page 211, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

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.

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

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

Line No.	Ac- count No.	Class No.	Kind of industry	Name of issuing company and description of security held, also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR									
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR									
						Pledged		Unpledged		In sinking, insurance, and other funds		Total par value			
	(a)	(b)	(c)	(d)	(e)										
					%	\$		\$		\$		\$			
1				NONE											
2															
3															
4															
5															
6															
7															
8															
9															
10															
11															
12															
13															
14															
15															
16															
17															
18															
19															
20															
21															
22															
23															
24															
25															
26															
27															
28															
29															
30															
31															
32															
33															
34															
35															
36															
37															
38															
39															
40															
41															
42															
43															
44															
45															
46															
47															
48															
49															
50															
51															

217. INVESTMENTS IN AFFILIATED COMPANIES—Continued

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.

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

For nonpar stock, show the number of shares in lieu of the par value in columns (f), (g), (h), (i), (k), and (m).

In reporting advances, columns (f), (g), (h), (i), (k), and (m) should be left blank. If any advances are pledged, give particulars in a footnote.

Particulars of investments made, disposed of, or written down during the year should be given in columns (k) to (o), inclusive. If the cost of any investment made during the year differs from the book value reported in column (i), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (n) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

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

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR			Line No.	
Total book value			Par value		Book value		Par value		Book value		Selling price		Rate	Amount credited to income		
(j)			(k)		(l)		(m)		(n)		(o)		(p)	(q)		
\$			\$		\$		\$		\$		\$		%	\$		
																1
																2
																3
																4
																5
																6
																7
																8
																9
																10
																11
																12
																13
																14
																15
																16
																17
																18
																19
																20
																21
																22
																23
																24
																25
																26
																27
																28
																29
																30
																31
																32
																33
																34
																35
																36
																37
																38
																39
																40
																41
																42
																43
																44
																45
																46
																47
																48
																49
																50
																51

217. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held, also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR									
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR									
						Pledged			Unpledged			In sinking, insurance, and other funds		Total par value	
	(a)	(b)	(c)	(d)	(e)	(f)			(g)			(h)		(i)	
					%	\$			\$			\$		\$	
52				NONE											
53															
54															
55															
56															
57															
58															
59															
60															
61															
62															
63															
64															
65															
66															
67															
68															
69															
70															
71															
72															
73															
74															
75															
76															
77															
78															
79															
80															
81															
82															
83															
84															
85															
86															
87															
88															
89															
90															
91															
92															
93															
94															
95															
96															
97															
98															
99															
100															
101															
102															
103															
104															
105															
106															
107															
108															
109															
					TOTAL										

217. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR			Line No.		
Total book value			Par value		Book value		Par value		Book value		Selling price		Rate	Amount credited to income			
(j)			(k)		(l)		(m)		(n)		(o)		(p)	(q)			
\$			\$		\$		\$		\$		\$		%	\$			
																	52
																	53
																	54
																	55
																	56
																	57
																	58
																	59
																	60
																	61
																	62
																	63
																	64
																	65
																	66
																	67
																	68
																	69
																	70
																	71
																	72
																	73
																	74
																	75
																	76
																	77
																	78
																	79
																	80
																	81
																	82
																	83
																	84
																	85
																	86
																	87
																	88
																	89
																	90
																	91
																	92
																	93
																	94
																	95
																	96
																	97
																	98
																	99
																	100
																	101
																	102
																	103
																	104
																	105
																	106
																	107
																	108
																	109

218. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of all corporations other than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716 "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds."

2. Enter the name of a reporting lessor company in the body of the schedule and give, thereunder, particulars of its other investments before listing those of a second lessor. These names should be listed in the order in which they appear on the balance sheet.

3. Entries in this schedule should be made in accordance with the definitions and general

instructions given on page 211, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investments in U. S. Treasury bills and notes may be reported as one item.

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

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

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held, also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR							
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR							
					Pledged		Unpledged		In sinking, insurance, and other funds		Total par value	
	(a)	(b)	(c)	(d)	(e)		(f)		(g)		(h)	
1	722	C 3	VI	R.I.H. Tr.-Ctfs. of Deposit	\$	None	\$		\$		\$	None
2	722	B 3	IX	U.S. Treasury Bills		None						None
3												
4												
5												
6												
7												
8												
9												
10												
11												
12												
13												
14												
15												
16												
17												
18												
19												
20												
21												
22												
23												
24												
25												
26												
27												
28												
29												
30												
31												
32												
33												
34												
35												
36												
37												
38												
39												
40												
41												
42												
43												
44												
45												
46												
47												
48												
49												
50												
51												
52				TOTAL		None						None

221. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER OR NONCARRIER SUBSIDIARIES

Give particulars of investments represented by securities and advances (including securities issued or assumed by the respondent), and of other intangible property, indirectly owned or controlled by the lessor companies included in this report through any subsidiary which does not report to the Commission under the provisions of Part I 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. (a)	Name of lessor company (b)	Name of nonreporting carrier or noncarrier subsidiary that owns the securities, advances, or other intangible property (c)	Name of issuing company and security or other intangible thing in which investment is made (d)
			NONE	
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				
43				
44				
45				
46				
47				
48				
49				
50				
51				
52				
53				
54				
55				

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

This schedule should include all securities, open account advances, and other intangible property owned or controlled through nonreporting carrier and noncarrier subsidiaries, as well as those of other organizations or individuals whose actions respondent is able to determine. Investments in U. S. Treasury obligations may be combined in a single item.

Investments at close of year						Investments made during year						Investments disposed of or written down during year									Remarks (l)	Line No.
Total par value (e)			Total book value (f)			Par value (g)			Book value (h)			Par value (i)			Book value (j)			Selling price (k)				
\$			\$			\$			\$			\$			\$			\$				
																					1	
																					2	
																					3	
																					4	
																					5	
																					6	
																					7	
																					8	
																					9	
																					10	
																					11	
																					12	
																					13	
																					14	
																					15	
																					16	
																					17	
																					18	
																					19	
																					20	
																					21	
																					22	
																					23	
																					24	
																					25	
																					26	
																					27	
																					28	
																					29	
																					30	
																					31	
																					32	
																					33	
																					34	
																					35	
																					36	
																					37	
																					38	
																					39	
																					40	
																					41	
																					42	
																					43	
																					44	
																					45	
																					46	
																					47	
																					48	
																					49	
																					50	
																					51	
																					52	
																					53	
																					54	
																					55	

251. CAPITAL STOCK

Give particulars of the various issues of capital stock which were in existence at the close of the year.

Show separate returns for each lesser company included in this report, classifying the stocks as follows:

Common.
Preferred.
Debenture.
Receipts outstanding.

State, in a footnote, the class of stock covered by the receipts.

In case any "Preferred" or "Debenture" stock is outstanding, the rate of dividend requirements should be shown in column (b), and it should

be stated whether the dividends are cumulative or noncumulative. If the designation of any class of stock shown in column (b) is not sufficiently descriptive to indicate clearly its dividend rights and equity in the assets of the respondent, a complete statement of the facts should be given.

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

Line No.	Name of lesser company	WITH PAR VALUE						Total par value nominally issued and nominally outstanding at close of year		
		Class of stock	Par value per share	Date issue was authorized	Par value of amount authorized	Total par value outstanding at close of year		In treasury	Pledged as collateral	In sinking or other funds
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	Providence and	Common	\$ 100	See	\$ 7 000000	\$ 3 500000			NONE	
2	Worcester Company			Below						
3	Successor by merger to									
4	Providence and Worcester Railroad Company									
5	On July 31, 1969, the Providence and Worcester Railroad Company (which was incorporated by									
6	the legislatures of Rhode Island and Massachusetts) was merged with and into Providence and									
7	Worcester Company, (a Delaware corporation organized on July 8, 1968). At the time of its									
8	organization Providence and Worcester Company was authorized by its Certificate of Incorporation									
9	to issue 70,000 shares of common stock having a par value of \$100 each. On October 10, 1968,									
10	following approval of the Interstate Commerce Commission contained in an order dated September 30,									
11	1968, Providence and Worcester Company issued ten shares to Richard Rifkin for \$1,000 which									
12	shares were issued for the purpose of facilitating the merger with Providence and Worcester									
13	Railroad Company. These 10 shares were redeemed and retired by Providence and Worcester Company									
14	on July 31, 1969, in accordance with provisions of the Agreement of Merger.									
15	On July 31, 1969 pursuant to permission contained in an order of the Interstate Commerce									
16	Commission dated February 17, 1969, the merger of the two companies was consummated and under									
17	the Agreement of Merger the capital stock of Providence and Worcester Railroad Company (35,000									
18	shares) was converted into the common stock of Providence and Worcester Company on a share for									
19	share basis. Such conversion was automatic and shareholders were not required to surrender									
20	certificates representing shares of Providence and Worcester Railroad Company for certificates									
21	representing shares of Providence and Worcester Company and each certificate of stock of									
22	Providence and Worcester Railroad Company outstanding represented a like amount of shares of									
23	Providence and Worcester Company from and after July 31, 1969.									
24										
25										
26										
27	Providence and									
28	Worcester									
29	Railroad									
30	Company	Common	\$100		\$ 3 500 000	\$3 500000			NONE	
31	Authorization of Stock Issue									
32										
33		1847	October	20	11 000	shares				
34		1848	March	14	660	"				
35		1849	May	18	2 915	"				
36		1853	November	12	925	"				
37		1860	June	25	500	"				
38		1863	January	7	500	"				
39		1864	July	6	500	"				
40		1866	April	11	500	"				
41		1867	January	3	500	"				
42		1868	January	8	1 000	"				
43		1868	December	8	1 000	"				
44		1881	March	9	5 000	"				
45		1886	December	8	5 000	"				
46		1889	May	27	5 000	"				
47										
48										
49										
50										

251. CAPITAL STOCK—Concluded

to such assent notice has to be filed with a secretary of state or other public officer and a tax or other fee has to be paid as a *condition precedent* to the validity of the issue, give the date of such payment. In case some *condition precedent* has to be complied with after the approval and ratification of the stockholders has been obtained, state, in a footnote, the particulars of such condition and of the respondent's compliance therewith. It should be noted that section 20a of the Interstate Commerce Act makes it unlawful for a carrier to issue or assume any securities, unless and until, and then only to the extent that, the Commission by order authorizes such issue or assumption.

Entries in columns (f) and (n) should include stock nominally issued,

nominally outstanding, and actually outstanding. 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 for a valuable consideration, and such purchaser holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be *actually outstanding*. If reacquired by or for the respondent under such circumstances as require them to be considered as held alive, and not canceled or retired, they are considered to be *nominally outstanding*.

WITHOUT PAR VALUE														Line No.				
Total par value actually out- standing	Class of stock	Date issue was authorized	Number of shares authorized		Number of shares outstanding at close of year		Number of shares nominally issued and nominally outstanding at close of year						Cash value of consid- eration received for stocks actually out- standing					
							In treasury	Pledged as collateral	In sinking or other funds									
										(j)	(k)	(l)				(m)	(n)	(o)
\$ 3 500 000														\$				1
																		2
																		3
																		4
																		5
																		6
																		7
																		8
																		9
																		10
																		11
																		12
																		13
																		14
																		15
																		16
																		17
																		18
																		19
																		20
																		21
																		22
																		23
																		24
																		25
																		26
																		27
																		28
																		29
																		30
																		31
																		32
																		33
																		34
																		35
																		36
																		37
																		38
																		39
																		40
																		41
																		42
																		43
																		44
																		45
																		46
																		47
																		48
																		49
																		50

253. CAPITAL STOCK CHANGES DURING THE YEAR

Give full particulars of stocks actually or nominally issued (either original issues or reissues) and of stocks reacquired or canceled during the year. Enter the name of a reporting lessor company in the body of the schedule and give, thereunder, particulars of its capital stock changes during the year before listing those of a second lessor. These

names should be listed in the order in which they appear on the balance sheet. In column (c) state whether issued for construction of new properties, for additions and betterments, for purchase of railway or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also give the number and

Line No.	Class of stock	STOCKS ISSUED DURING YEAR						
		Date of issue	Purpose of the issue and authority	Par value*			Net proceeds received for issue (cash or its equivalent)	
				(d)			(e)	
	(a)	(b)	(c)	\$			\$	
1								
2								
3								
4								
5								
6								
7								
8								
9								
10			See Schedule 251					
11								
12								
13								
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								
TOTAL								

* For nonpar stock, show the number of shares.

254. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES

If at the close of the year the lessor companies included in this report were subject to any liability to issue their own capital stock in exchange for outstanding securities of constituent or other companies, give full particulars thereof hereunder, including names of parties to contracts and

253. CAPITAL STOCK CHANGES DURING THE YEAR—Concluded

date of the authorization by the public authority under whose control such issue was made, naming such authority. In column (e) include as cash all money, checks, drafts, bills of exchange, and other commercial paper payable at par on demand. For nominally issued stock, show returns in columns (a), (b), (c), and (d) only. For each class of par

stock actually issued the sum of the entries in columns (e), (f), and (h), plus discounts or less premiums in column (g), should equal the entry in column (d).

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

STOCKS ISSUED DURING YEAR—Continued									STOCKS REACQUIRED DURING YEAR						Line No.																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																										
Cash value of other property acquired or services received as consideration for issue			Net total discounts (in black) or premiums (in red). Excludes entries in column (h)			Expense of issuing capital stock			AMOUNT REACQUIRED																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																
									Par value*			Purchase price				Remarks																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																									
(f)			(g)			(h)																(i)			(j)			(k)																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																													
\$			\$			\$			\$			\$																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																													

* For nonpar stock, show the number of shares.

254. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES—Concluded

abstracts of terms of contracts whereunder such liability exists.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 261 ON PAGES 228A, 228B, 228C, AND 228D

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

In column (a) enter the name of a reporting lessor company and give, thereunder, the name of each of its bonds or other obligations before listing those of a second lessor. The names of the lessors should be listed in the order in which they appear on the balance sheet. Classify the funded debt and securities of each lessor by accounts and according to the following designations in the numerical order given:

- (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 (Corporation):
 - (a) Equipment securities.
 - (b) Conditional or deferred payment contracts.
- (5) Miscellaneous obligations.
- (6) Receivers' and trustees' securities:
 - (a) Equipment obligations.
 - (b) Other than equipment obligations.
- (7) Short-term notes in default.

Give totals for each group and subgroup of bonds or other obligations. Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "Yes" or "No."

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

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

In column (n) enter the amount of bonds both nominally and actually issued up to the date of the report and not the amount authorized.

Matured obligations amounting to less than \$50,000 which have not been presented for payment may be combined into a single entry designated "Minor items of matured obligations, each less than \$50,000," and the total of such items shown in a footnote.

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

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see Schedule 251.

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

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

On page 228D, give particulars of changes during the year in funded debt and other obligations, following the same order in which they appear in the prior pages of this schedule.

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

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

Particulars concerning the reacquirement of securities that were actually outstanding should be reported in columns (a), (dd), and (ee).

Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

261. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name of lessor company and name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUB- JECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")	
				Rate per- cent per annum (current year)	Dates due	Conver- sion	Call prior to matu- rity, other than for sinking fund	Sinking fund	First lien	Junior to first lien
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	Providence and Worcester Company									
2										
3										
4					J A					
5	First Mortgage, 6½% Registered Bonds	1967	1972	Prime	J O	No	Yes	No	Yes	
6	5 years			+ 1¼%						
7				Min.						
8				6½%						
9										
10										
11	Second Mortgage Loan	1970	1971	Prime	1st.	No	Yes	No		Yes
12				+ 1¼%	of					
13					each					
14					mo.					
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										
51										
52										
53										
54										
55										
56										
GRAND TOTAL									X X X X	X X X X

261. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		AMOUNT NOMINALLY ISSUED AND—						AMOUNT REACQUIRED AND—						TOTAL AMOUNT ACTUALLY OUTSTANDING						Line No.											
First lien	Junior to first lien	Total amount nominally and actually issued			Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")			Canceled			Total amount actually issued			Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")			Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")				Unmatured (accounts 765, 766, and 767)			Unmatured (account 764)			Matured and no provision made for payment (account 768)				
(k)	(l)	(m)			(n)			(o)			(p)			(q)			(r)			(s)			(t)			(u)					
		\$			\$			\$			\$			\$			\$			\$			\$			\$			\$		
50.16		1	300000							1	300000	1	150000							150000										6500	
	50.16	2	400000							2	400000		-----										240000						6000		
50.1650.16		1	540000							1	540000	1	150000							150000				240000							

261. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name of lessor company and name and character of obligation (List on same lines and in same order as on page 228A)	AMOUNT OF INTEREST ACCRUED DURING YEAR										Amount of interest paid during year	Total amount of interest in default	
		Charged to income			Charged to investment accounts									
		(v)			(w)			(x)						
	(a)	\$			\$			\$			\$			(y)
1	Providence and Worcester Company													
2														
3														
4	First Mortgage 6½% Registered Bonds		108	680					123	464				None
5														
6														
7														
8														
9														
10	Second Mortgage Loan		4	798					3	120				None
11														
12														
13														
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														
51														
52														
53														
54														
55														
56	GRAND TOTAL		113	478					126	584				

261. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED DURING YEAR										SECURITIES REACQUIRED DURING YEAR										Line No.
Purpose of the issue and authority (k)	Par value (aa)			Net proceeds received for issue (cash or its equivalent) (bb)			Expense of issuing securities (cc)			AMOUNT REACQUIRED										
										Par value (dd)			Purchase price (ee)							
	\$			\$			\$			\$			\$							
																	1			
																	2			
																	3			
													1 150 000	✓	1 150 000		4			
																	5			
																	6			
																	7			
																	8			
																	9			
Authorized by Board of Directors																	10			
Exempt under Section 20 a (9)																	11			
of the Interstate Commerce Act.																	12			
																	13			
																	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			
																	51			
																	52			
																	53			
																	54			
																	55			
GRAND TOTAL																	56			

Authorized by Board of Directors
Exempt under Section 20 a (9)
of the Interstate Commerce Act.

** Company incurred expenses of \$57,362.61 in connection with \$240,000 loan and also in connection with a commitment for a further loan of \$1,500,000 which has not yet been taken down, but which will be taken down when and if the Company receives permission from the Interstate Commerce Commission to resume operations as an independent railroad.

266. INTEREST ON INCOME BONDS

1. Give particulars concerning interest payable, accrued, paid, and accumulated and unpaid on the securities having contingent interest provisions classified as (1) Mortgage Bonds, (2) Collateral Trust Bonds, and (3) Unsecured Bonds (Debentures), in schedule 261, "Funded Debt and Other Obligations."

2. In columns (a), (b), and (c) state the name, amount, and nominal

rate of interest shown in columns (a), (b), and (c), respectively, in schedule 261, for each security of the kind indicated. List the names of such securities in the same order as in schedule 261.

3. In column (d) show the amount of interest payable for the year at the nominal rate, if earned, on all of the bonds outstanding at the close of the year plus those retired during the year.

Line No.	Name of issue (from schedule 261) (a)	Amount actually outstanding (from schedule 261) (b)			Nominal rate of interest (from schedule 261) (c)	AMOUNT OF INTEREST					
						Maximum amount payable, if earned (d)			Amount actually payable under contingent interest provisions, charged to income for the year (e)		
		\$				\$			\$		
1											
2											
3											
4	NONE										
5											
6											
7											
8											
9											
10											
11											
12											
13											
14											
15											
16											
17											
18											
19											
20											

268. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

Give full particulars of amounts included in balance sheet account No. 769, "Amounts payable to affiliated companies," by each lessor company included in this report. Notes and open accounts should be stated separately.

Line No.	Name of debtor company (a)	Name of creditor company (b)
1		
2	NONE	
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		

266. INTEREST ON INCOME BONDS—Concluded

4. In column (e) show the amount of interest charged to the income account for the year.
5. In column (f) show the difference between columns (d) and (e).
6. In columns (h), (i), and (j) show the amounts of interest actually paid during the year, segregated in columns (h) and (i) between payments applicable to the current year's accruals, and those applicable to past accruals.
7. In column (l) show the sum of unearned interest accumulated under the provisions of the security plus earned interest unpaid at the close of the year.

AMOUNT OF INTEREST—Continued																	Line No.
DIFFERENCE BETWEEN MAXIMUM PAYABLE IF EARNED AND AMOUNT ACTUALLY PAYABLE					TOTAL PAID WITHIN YEAR								Period for, or percentage of, for which cumulative, if any (k)	Total accumulated un- earned interest plus earned interest unpaid at the close of the year (l)			
Current year (f)			All years to date (g)		On account of current year (h)			On account of prior years (i)			Total (j)						
\$			\$		\$			\$			\$						
																	1
																	2
																	3
																	4
																	5
																	6
																	7
																	8
																	9
																	10
																	11
																	12
																	13
																	14
																	15
																	16
																	17
																	18
																	19
																	20

268. AMOUNTS PAYABLE TO AFFILIATED COMPANIES—Concluded

Entries in columns (g), (h), and (i) should include interest accruals and interest payments on debt retired during the year, even though no portion of the debt remained outstanding at the close of the year.

BALANCE AT CLOSE OF YEAR									Rate of interest (f)	INTEREST ACCRUED DURING YEAR						Interest paid during year (i)	Line No.		
Notes (c)			Open accounts (d)			Total (e)				Charged to income (g)			Charged to construction or other investment account (h)						
\$			\$			\$				%	\$			\$				\$	
																			2
																			3
																			4
																			5
																			6
																			7
																			8
																			9
																			10
																			11
																			12
																			13
																			14
																			15
																			16
																			17
																			18
																			19
																			20
																			21
																			22
																			23
																			24
																			25
																			26

282. DEPRECIATION BASE—EQUIPMENT OWNED

Show the ledger value of all equipment owned by each lessor company included in this report. The totals of columns (c) and (j) should correspond with the carrier's investment in equipment as carried in the accounts, as of the beginning and close of the year, respectively.

If the depreciation base is other than the ledger value a full explanation should be given, together with a statement by primary accounts reconciling the difference between the figures used as the depreciation base and those carried in the ledger as investment in equipment.

Line No.	Name of lessor company (a)	Account (b)	Balance at beginning of year (c)	DEBITS DURING THE YEAR			CREDITS DURING THE YEAR			Balance at close of year (j)
				Additions and betterments (d)	Other debits (e)	Total debits (f)	Property retired (g)	Other credits (h)	Total credits (i)	
			\$	\$	\$	\$	\$	\$	\$	\$
1		(51) Steam locomotives.....	The Company is operated by Penn Central Transportation Company							
2		(52) Other locomotives.....								
3		(53) Freight-train cars.....								
4		(54) Passenger-train cars.....								
5		(56) Floating equipment.....								
6		(57) Work equipment.....								
7		(58) Miscellaneous equipment.....								
8		Total.....	828 887							828 887
11		(51) Steam locomotives.....								
12		(52) Other locomotives.....								
13		(53) Freight-train cars.....								
14		(54) Passenger-train cars.....								
15		(56) Floating equipment.....								
16		(57) Work equipment.....								
17		(58) Miscellaneous equipment.....								
18		Total.....								
21		(51) Steam locomotives.....								
22		(52) Other locomotives.....								
23		(53) Freight-train cars.....								
24		(54) Passenger-train cars.....								
25		(56) Floating equipment.....								
26		(57) Work equipment.....								
27		(58) Miscellaneous equipment.....								
28		Total.....								
31		(51) Steam locomotives.....								
32		(52) Other locomotives.....								
33		(53) Freight-train cars.....								
34		(54) Passenger-train cars.....								
35		(56) Floating equipment.....								
36		(57) Work equipment.....								
37		(58) Miscellaneous equipment.....								
38		Total.....								
41		(51) Steam locomotives.....								
42		(52) Other locomotives.....								
43		(53) Freight-train cars.....								
44		(54) Passenger-train cars.....								
45		(56) Floating equipment.....								
46		(57) Work equipment.....								
47		(58) Miscellaneous equipment.....								
48		Total.....								

285. ACCRUED DEPRECIATION—ROAD AND EQUIPMENT

Give the particulars called for hereunder of the credits and debits made to account 735, "Accrued depreciation—Road and Equipment," during the year which relate to equipment by each lessor company included in this report. A debit balance in column (c) or (j) for any primary account should be preceded by the abbreviation "Dr."

Line No.	Name of lessor company (a)	Account (b)	Balance at beginning of year (c)	CREDITS TO RESERVE DURING THE YEAR			DEBITS TO RESERVE DURING THE YEAR			Balance at close of year (j)
				Charges to others (d)	Other credits (e)	Total credits (f)	Charges for retirements (g)	Other debits (h)	Total debits (i)	
			\$	\$	\$	\$	\$	\$	\$	\$
1		(51) Steam locomotives.....								
2		(52) Other locomotives.....								
3		(53) Freight-train cars.....								
4		(54) Passenger-train cars.....								
5		(56) Floating equipment.....								
6		(57) Work equipment.....								
7		(58) Miscellaneous equipment.....								
8		Total.....								
11		(51) Steam locomotives.....								
12		(52) Other locomotives.....								
13		(53) Freight-train cars.....								
14		(54) Passenger-train cars.....								
15		(56) Floating equipment.....								
16		(57) Work equipment.....								
17		(58) Miscellaneous equipment.....								
18		Total.....								
21		(51) Steam locomotives.....								
22		(52) Other locomotives.....								
23		(53) Freight-train cars.....								
24		(54) Passenger-train cars.....								
25		(56) Floating equipment.....								
26		(57) Work equipment.....								
27		(58) Miscellaneous equipment.....								
28		Total.....								
31		(51) Steam locomotives.....								
32		(52) Other locomotives.....								
33		(53) Freight-train cars.....								
34		(54) Passenger-train cars.....								
35		(56) Floating equipment.....								
36		(57) Work equipment.....								
37		(58) Miscellaneous equipment.....								
38		Total.....								
41		(51) Steam locomotives.....								
42		(52) Other locomotives.....								
43		(53) Freight-train cars.....								
44		(54) Passenger-train cars.....								
45		(56) Floating equipment.....								
46		(57) Work equipment.....								
47		(58) Miscellaneous equipment.....								
48		Total.....								

241

286. DEPRECIATION RESERVE—ROAD AND MISCELLANEOUS PHYSICAL PROPERTY

Give a classified statement, for each lessor company included in this report, of the credits to the reserve accounts for depreciation of road and miscellaneous physical property during the year, and the charges to the reserve accounts during the year because of property retired; also the balances in the accounts at the beginning and at the close of the year.

Line No.	Item (a)	(b)		(c)		(d)		(e)	
		\$		\$		\$		\$	
1	Balances at beginning of year								
2	Accrued depreciation—Road								
3	Accrued depreciation—Miscellaneous physical property								
4	Road property (specify):	x x x	x x x	x x	x x x	x x x	x x	x x x	x x x
5									
6									
7									
8									
9									
10	SEE SCHEDULE # 282								
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21									
22	Miscellaneous physical property (specify):	x x x	x x x	x x	x x x	x x x	x x	x x x	x x x
23									
24									
25									
26									
27	TOTAL CREDITS								
28	DEBITS								
29	Road property (specify):	x x x	x x x	x x	x x x	x x x	x x	x x x	x x x
30									
31									
32									
33									
34									
35									
36									
37									
38									
39									
40									
41									
42									
43									
44									
45									
46									
47	Miscellaneous physical property (specify):	x x x	x x x	x x	x x x	x x x	x x	x x x	x x x
48									
49									
50									
51									
52									
53	TOTAL DEBITS								
54	Balances at close of year								
55	Accrued depreciation—Road								
56	Accrued depreciation—Miscellaneous physical property								

286. DEPRECIATION RESERVE—ROAD AND MISCELLANEOUS PHYSICAL PROPERTY—Concluded

Enter the names of the lessor companies in the column headings. All debits or credits to the reserve respecting amortization, if a general amortization program has been authorized, should be included.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			
																		1
																		2
X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	4
																		5
																		6
																		7
																		8
																		9
																		10
																		11
																		12
																		13
																		14
																		15
																		16
																		17
																		18
																		19
																		20
																		21
X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	22
																		23
																		24
																		25
																		26
																		27
X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	28
																		29
																		30
																		31
																		32
																		33
																		34
																		35
																		36
																		37
																		38
																		39
																		40
																		41
																		42
																		43
																		44
																		45
																		46
X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	47
																		48
																		49
																		50
																		51
																		52
																		53
																		54
																		55

R-1 1970 PROVIDENCE AND WORCESTER COMPANY 2 of 2

287. DEPRECIATION RATES—ROAD AND MISCELLANEOUS PHYSICAL PROPERTY

Give a statement of the percentages used by each lessor company for computing the amounts accrued for depreciation during the year on various classes of road and miscellaneous physical property, together with the estimated life of the property upon which such percentages are based.

Line No.	Name of lessor company (a)	Class of property on which depreciation was accrued (b)	Estimated life (in years) (c)	Annual rate of depreciation (d)	Name of lessor company (e)	Class of property on which depreciation was accrued (f)	Estimated life (in years) (g)	Annual rate of depreciation (h)
1				%				%
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14		SEE SCHEDULE # 282						
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								

300. INCOME ACCOUNT FOR THE YEAR

1. Show hereunder the Income Account of each lessor company included in this report, entering the names of the lessor companies in the column headings. For instructions covering this schedule, see the text pertaining to Income Accounts in the *Uniform System of Accounts for Railroad Companies*.

Line No.	Item (a)	Schedule No.	(b)			(c)			(d)			(e)		
			\$			\$			\$			\$		
1	ORDINARY ITEMS		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
2	RAILWAY OPERATING INCOME		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
3	(501) Railway operating revenues													
4	(531) Railway operating expenses													
5	Net revenue from railway operations													
6	(532) Railway tax accruals (p. 316)	350		84	267									
7	Railway operating income			(4	267)								
8	RENT INCOME		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
9	(503) Hire of freight cars—credit balance													
10	(504) Rent from locomotives													
11	(505) Rent from passenger-train cars													
12	(506) Rent from floating equipment													
13	(507) Rent from work equipment													
14	(508) Joint facility rent income													
15	Total rent income													
16	RENTS PAYABLE		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
17	(536) Hire of freight cars—debit balance													
18	(537) Rent for locomotives													
19	(538) Rent for passenger-train cars													
20	(539) Rent for floating equipment													
21	(540) Rent for work equipment													
22	(541) Joint facility rents													
23	Total rents payable													
24	Net rents (lines 15, 23)													
25	Net railway operating income (lines 7, 24)			(4	267)								
26	OTHER INCOME		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
27	(502) Revenues from miscellaneous operations (p. 305)													
28	(509) Income from lease of road and equipment (p. 318)	371		406	561									
29	(510) Miscellaneous rent income													
30	(511) Income from nonoperating property													
31	(512) Separately operated properties—profit													
32	(513) Dividend income													
33	(514) Interest income			62	930									
34	(516) Income from sinking and other reserve funds													
35	(517) Release of premiums on funded debt													
36	(518) Contributions from other companies													
37	(519) Miscellaneous income				223									
38	Total other income			469	714									
39	Total income (lines 25, 38)			465	447									
40	MISCELLANEOUS DEDUCTIONS FROM INCOME		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
41	(534) Expenses of miscellaneous operations (p. 305)													
42	(535) Taxes on miscellaneous operating property (p. 305)													
43	(543) Miscellaneous rents													
44	(544) Miscellaneous tax accruals													
45	(545) Separately operated properties—loss													
46	(549) Maintenance of investment organization			365	723	*								
47	(550) Income transferred to other companies													
48	(551) Miscellaneous income charges													
49	Total miscellaneous deductions			365	723									
50	Income available for fixed charges (lines 39, 49)			99	724									

* Includes \$4,725.00 interest accrued on real estate taxes.

300. INCOME ACCOUNT FOR THE YEAR—Continued

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

3. Any unusual accruals involving substantial amounts included on lines 9 to 63, inclusive, should be fully explained in a footnote.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	1
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	2
																		3
																		4
																		5
																		6
																		7
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	8
																		9
																		10
																		11
																		12
																		13
																		14
																		15
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	16
																		17
																		18
																		19
																		20
																		21
																		22
																		23
																		24
																		25
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	26
																		27
																		28
																		29
																		30
																		31
																		32
																		33
																		34
																		35
																		36
																		37
																		38
																		39
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	40
																		41
																		42
																		43
																		44
																		45
																		46
																		47
																		48
																		49
																		50

300. INCOME ACCOUNT FOR THE YEAR—Continued

Line No.	Item (a)	Schedule No.	(b)	(c)	(d)	(e)
51	FIXED CHARGES		\$	\$	\$	\$
52	(542) Rent for leased roads and equipment (pp. 320 and 321)	383	x x x x	x x x x	x x x x	x x x x
53	(546) Interest on funded debt:		x x x x	x x x x	x x x x	x x x x
54	(a) Fixed interest not in default		113 478			
55	(b) Interest in default					
56	(547) Interest on unfunded debt					
57	(548) Amortization of discount on funded debt					
58	Total fixed charges		113 478			
59	Income after fixed charges (lines 50, 58)		(13 754)			
60	OTHER DEDUCTIONS		x x x x	x x x x	x x x x	x x x x
61	(546) Interest on funded debt:		x x x x	x x x x	x x x x	x x x x
62	(c) Contingent interest					
63	Ordinary income (lines 59, 62)		(13 754)			
64	EXTRAORDINARY AND PRIOR PERIOD ITEMS		x x x x	x x x x	x x x x	x x x x
65	(570) Extraordinary items - Net Credit (Debit)(p. 320)	396	(70 880)			
66	(580) Prior period items - Net Credit (Debit)(p. 320)	396				
67	(590) Federal income taxes on extraordinary and prior period items - Debit (Credit)(p. 320)	396				
68	Total extraordinary and prior period items—Cr. (Dr.)		(70 880)			
69	Net income transferred to Retained Income—Unappropriated (lines 63, 68)	305	(84 634)			

Note: Deductions because of accelerated amortization of emergency facilities in excess of recorded depreciation resulted in reduction of Federal income taxes for the year of this report in the amount of \$.....

305. RETAINED INCOME—UNAPPROPRIATED

1. Show hereunder the Retained Income Accounts of each lessor company included in this report, entering the names of the lessor companies in the column headings. For instructions covering this schedule, see the text pertaining to Retained Income Accounts in the Uniform System of Accounts.

Line No.	Item (a)	Schedule No.	(b)	(c)	(d)	(e)
1	(602) Credit balance transferred from income (pp. 302 and 303)	300				
2	(606) Other credits to retained income (p. 320)	396	None			
3	(622) Appropriations released					
4	Total credits during year					
5	(612) Debit balance transferred from income (pp. 302 and 303)	300	84 634			
6	(616) Other debits to retained income (p. 320)	396				
7	(620) Appropriations for sinking and other reserve funds					
8	(621) Appropriations for other purposes					
9	(623) Dividends (pp. 304 and 305)	308				
10	Total debits during year		84 634			
11	Net increase during year		(84 634)			
12	Balance at beginning of year		1 710 634			
13	Balance at end of year (pp. 201 and 201A)	200L	1 626 000			

REMARKS

300. INCOME ACCOUNT FOR THE YEAR—Concluded

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	51
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	52
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	53
																		54
																		55
																		56
																		57
																		58
																		59
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	60
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	61
																		62
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	63
																		64
																		65
																		66
																		67
																		68
																		69

305. RETAINED INCOME—UNAPPROPRIATED—Concluded

2. All contra entries hereunder should be indicated in parenthesis.
 3. Indicate under "Remarks" the amount of assigned Federal income tax consequences accounts 606 and 616.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			
																		1
																		2
																		3
																		4
																		5
																		6
																		7
																		8
																		9
																		10
																		11
																		12
																		13

308. DIVIDENDS DECLARED

Give particulars of each dividend declared by each lessor company included in this report. For par value or nonpar stock, show in column (e) the respective total par value or total number of shares on which dividend was declared and the corresponding rate percent or per share in column (c) or (d). If any such dividend was payable in anything other than cash; or, if any obligation of any character has been incurred for the purpose of procuring funds for the payment of any dividend or for the purpose of replenishing the treasury after such payment; or, if any class of stock received a return not reportable in this schedule, explain the matter fully in the remarks column. For nonpar stock, show the number of shares in column (e) and the rate per share in column (c) or (d). The dividends in column (f) should be totaled for each company. The sum of the dividends stated in column (f) should equal the amount shown in schedule No. 305.

Line No.	Name of lessor company (a)	Name of security on which dividend was declared (b)	RATE PERCENT (PAR VALUE STOCK) OR RATE PER SHARE (NONPAR STOCK)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (e)	Dividends (Account 623) (f)	DATE		Remarks (i)
			Regular (c)	Extra (d)			Declared (g)	Payable (h)	
1					\$	\$			
2									
3									
4									
5									
6									
7									
8									
9				NONE					
10									
11									
12									
13									
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									

340. MISCELLANEOUS PHYSICAL PROPERTIES OPERATED DURING THE YEAR

Give particulars of each class of miscellaneous physical property or plant operated by *each lessor company* included in this report during the year. If any of the operations listed in this schedule were discontinued before the close of the year, explain the matter in a footnote. Group the properties under the heads of the classes of operations to which they are devoted.

In column (a) give the designation used in the respondent's records and the name of the town or city and State in which the property or plant is located, stating whether the respondent's title is that of ownership or whether the property is held under lease or other incomplete title. All peculiarities of title should be explained in a footnote.

The totals of columns (b), (c), and (d) should agree with the totals of accounts Nos. 502, "Revenue from miscellaneous operations," 534, "Expenses of miscellaneous operations," and 535, "Taxes on miscellaneous operating property," in respondent's Income Account for the Year. If not, differences should be explained in a footnote.

350. RAILWAY TAX ACCRUALS

1. Give particulars called for of the "Other than U. S. Government taxes" and "U. S. Government taxes" accrued and charged to account No. 532, "Railway tax accruals," during the year.

2. Enter in the column headings the names of the lessor companies which accrued the taxes.

3. In section A show for each State the taxes accrued which were levied by the State Governments (or Governments other than the United States).

4. In section B give an analysis by kind of U. S. Government taxes.

5. Substantial adjustments included in the amounts reported should be explained in a footnote.

Line No.	Name of State and kind of tax (a)	Amount			Amount			Amount			Amount			Amount		
		\$			\$			\$			\$			\$		
	A. Other Than U. S. Government Taxes (Enter names of States)															
1	Payable by Penn Central															
2	Transportation Company															
3																
4																
5																
6																
7																
8																
9																
10																
11																
12																
13																
14																
15																
16																
17																
18																
19																
20																
21																
22																
23																
24																
25																
26	Total—Other than U. S. Government taxes															
	B. U. S. Government Taxes															
27	Income taxes		None													
28	Old-age retirement		3	420												
29	Unemployment insurance			847												
30	All other United States taxes															
31	Total—U. S. Government taxes		4	267												
32	GRAND TOTAL—Railway Tax Accruals (account 532)		4	267												

371. INCOME FROM LEASE OF ROAD AND EQUIPMENT

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

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

Line No.	DESCRIPTION OF ROAD			Name of present leaseholder	RENT ACCRUED DURING YEAR					
	Name of lessor company (a)	Termini (b)	Length (c)		Total (e)		Depreciation (f)		All other (Account 509) (g)	
1	Providence and	Providence, R.I. to Worc. Mass.	43.36	The Penn Central	\$	406	561	\$		
2	Worcester Company	Ea. Prov. to Valley Falls, R.I.	6.80	Transportation Co.					406	561
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13										
14										
15										
16										
17										
18										
19										
20										
21										
22										
23										
24										
25										
26										
27										
28										
29										
30										
31										
32										
33										
34										
35										
36										
37										
38										
39										
40										
41										
42										

371A. ABSTRACT OF TERMS AND CONDITIONS OF LEASES

Give brief abstracts of the terms and conditions of the leases under which the above stated rents are derived, showing particularly (1) the name of lessor, (2) the name of lessee, (3) the date of the grant, (4) the chain of title (in case of assignment or subletting) and dates of transfer connecting the original parties with the present parties, (5) the basis on which the amount of the annual rent is determined, and (6) the date when the lease will terminate, or, if the date of

termination has not yet been fixed, the provisions governing the termination of the lease. Also give reference to the Commission's authority for the lease, if any. If none, state the reasons therefor.

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

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

NONE

Copy of lease attached to page 18 of report filed for year ended June 30, 1914

383. RENTS FOR LEASED ROADS AND EQUIPMENT

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

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

3. Taxes paid or payable by the respondent as a part of the stipulated rent should be included in column (f) and specifically stated under "Remarks."

4. This account includes amounts payable accrued as rent for roads, tracks, or bridges (including equipment or other railroad property covered

Line No.	Name of leaseholder (a)	Name of lessor company (b)	Total rent accrued during year (c)		
			\$		
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

383A. ABSTRACT OF LEASEHOLD CONTRACTS

Give brief abstracts of the terms and conditions of the leases under which the above-named properties are held, showing particularly (1) the name of lessee, (2) the name of lessor, (3) the date of the lease, (4) the

NOTE.—Only changes during the year are required.

chain of title and dates of transfer connecting the original parties with the present parties in case of assignment or subletting, (5) the basis on which the amount of the annual rent is determined, and (6) the date

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

Give a detailed analysis regardless of the amounts of all items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590 "Federal income taxes on extraordinary and prior period items; 606, "Other credits to retained income" and 616, "Other debits to retained income."

Line No.	Name of lessor company (a)	Account No. (b)	Item (c)	Debits (d)		Credits (e)	
				\$		\$	
1	Providence and Worcester Company	570	Uncollectible amounts due from New York, New Haven and/or Penn Central Transportation Company	278	538		
2							
3							
4							
5							
6		570	Income Tax Refunds not reflected in the Company's financial statements when originally paid.			136	594
7							
8							
9		570	Proceeds from condemnation of properties			71	064
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							

383. RENTS FOR LEASED ROADS AND EQUIPMENT—Concluded

by the contract), and for specific equipment held under lease for 1 year or more, the property being owned by other companies, and held under lease or other agreement by the terms of which *exclusive use and control* for operating purposes are secured.

5. If the reporting companies held under lease, during all or any part of the year, road on which no rent payable accrued, or if any portion of the charge shown hereunder is for construction on a line in which the leasehold interest will soon expire, give full particulars in the "Remarks" column.

CLASSIFICATION OF RENT									Line No.	
Guaranteed interest on bonds (d)			Guaranteed dividends on stocks (e)			Cash (f)				Remarks (g)
\$			\$			\$				
										1
										2
										3
										4
										5
										6
										7
										8
										9
										10

383A. ABSTRACT OF LEASEHOLD CONTRACTS—Concluded

when the lease is to terminate, or, if such date has not yet been determined, the provisions governing its determination. Also give reference to the Commission's authority for the lease, if any. If none, state the reasons therefor.

In lieu of the abstracts here called for, copies of lease agreements may be filed. Reference to copies filed in prior years should be given in connection with any changes in terms and conditions of the leasehold contracts.

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

Each item recorded in accounts 606 and 616 amounting to \$5,000 or more should be stated; items less than \$5,000 may be combined in a single entry, designated "Minor items, each less than \$5,000."

Line No.	Name of lessor company (a)	Account No. (b)	Item (c)	Debits (d)		Credits (e)	
				\$		\$	
31							
32							
33							
34							
35							
36							
37							
38							
39							
40							
41							
42							
43							
44							
45							
46							
47							
48							
49							
50							
51							
52							
53							
54							
55							
56							
57							
58							
59							
60							

411. TRACKS OWNED AT CLOSE OF YEAR

(For lessors to other than switching and terminal companies)

Give particulars of the mileage owned by each lessor company included in this report. If a company of this class controls any mileage by lease, and, in turn, subleases such mileage to another company, give particulars in a footnote. In giving "Miles of road", column (c), state the actual *single-track* distance between termini.

The 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 switching 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.

In the lower table, classify the mileage of road owned at close of year by States and Territories. The figures should apply to single-track mileage only. Enter names of States or Territories in the column headings. Lengths should be stated to the nearest hundredth of a mile.

Line No.	Name of road (a)	Termini between which road named extends (b)	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks (g)		Miles of yard switching tracks (h)		Total (i)				
			Miles of road (c)		Miles of second main track (d)								Miles of all other main tracks (e)		Miles of passing tracks, cross- overs, etc. (f)
1	Providence and Worcester Company	Providence, R.I.-Worc. Mass.	43	36	7	77	--	7	32	6	26	33	57	98	28
2		Ea. Prov.-Valley Falls, R. I.	6	80	--	--	--	3	28	--	--	4	90	14	98
3															
4		Totals	50	16	7	77	--	10	60	6	26	38	47	113	26
5															
6															
7															
8															
9															
10															
11															
12															
13															
14															
15															
16															
17															
18															
19															
20															
21															
22															
23															
24															

MILES OF ROAD OWNED AT CLOSE OF YEAR—BY STATES AND TERRITORIES—(Single Track)

(Enter names of States or Territories in the column headings)

Line No.	Name of road STATE	(Enter names of States or Territories in the column headings)																Total		
		MAIN		BRANCH																
25	Rhode Island	17	61	8	6	29	6												23	90
26	Massachusetts	25	75	3		51	7												26	26
27																				
28		43	36	3	6	80	7												50	16
29																				
30																				
31																				
32																				
33																				
34																				

25
26
27
28
29
30
31
32
33
34
35
36
37
38

411A. TRACKS OWNED AT CLOSE OF YEAR
(For lessors to switching and terminal companies)

Give particulars of the mileage owned by lessors to switching and terminal companies. If a company of this class controls any mileage by lease, and, in turn, subleases such mileage to another company, give particulars in a footnote.

In the lower table, classify the mileage of tracks owned at close of year by States and Territories. Enter names of States or Territories in the column headings. Lengths should be stated to the nearest hundredth of a mile.

Line No.	Name of road (a)	Location (b)	Mileage of tracks owned (c)		Name of lessee (d)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

MILES OF TRACKS OWNED AT CLOSE OF YEAR—BY STATES AND TERRITORIES

Line No.	Name of road	(Enter names of States or Territories in the column headings)																		Total
1																				
2																				
3																				
4																				
5																				
6																				
7																				
8																				
9																				
10																				

561. EMPLOYEES AND COMPENSATION

1. Give the average number of employees in the service of the lessor companies included in this report and the total compensation paid to them. General officers who served without compensation or were carried on the pay rolls of another company, and pensioners rendering no service, are not to be included.

2. Averages called for in columns (b), (c), and (d) should be the average of 12 middle-of-month counts.

3. This schedule does not include old-age retirement, and unemployment insurance taxes. See schedule 350 for such taxes.

Line No.	Name of lessor company (a)	AVERAGE NUMBER OF EMPLOYEES IN SERVICE			TOTAL COMPENSATION DURING YEAR					
		Executives, general officers, and staff assistants (b)	Other employees (c)	Total employees (d)	Executives, general officers, and staff assistants (e)		Other employees (f)		Total compensation (g)	
1	Providence and Worcester Company	2	2	4	\$	47 570	\$	15452	\$	63022
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13										
14										
15										

562. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

Give the name, position, salary, and other compensation, such as bonus, commission, gift, reward, or fee, of each officer, director, pensioner, or employee to whom the lessor companies included in this report paid \$10,000 or more during the year as compensation for current or past services over and above necessary expenses incurred in discharge of their duties.

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

Any large "Other compensation" should be explained.

Line No.	Name of lessor company (a)	Name of person (b)	Title (c)	Salary per annum as of close of year (d)	Other compensation during the year (e)	Remarks (f)
20	Providence and Worcester Company	Robert H. Eder	President	\$ 30000	---	
21		Joseph R. Di Stefano	Secretary	17 570	---	
22						
23						
24						
25						
26						
27						
28						
29						

563. PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES

Give particulars concerning payments, fees, retainers, commissions, gifts, contributions, assessments, bonuses, pensions, subscriptions, allowances for expenses, or any form of payments amounting in the aggregate to \$5,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person (other than one of respondents' employees covered in schedule 562 in this annual report) for services or as a donation.

Payments for services which both as to their nature and amount may reasonably be regarded as ordinarily connected with the routine operation, maintenance, or construction of a railroad should be excluded, but any special or unusual payments for services should be reported.

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

Line No.	Name of lessor company (a)	Name of recipient (b)	Nature of service (c)	Amount of payment (d)	Remarks (e)
	P & W Co.			\$	
30	Hale, Grant, Meyerson, O'Brien & Verner, Liipfert, Bernhard & Mc Tillinghast, Collins & Graham Choate, Hall & Stewart	Mc Cormick	Legal	76 967	
31		Pherson	"	14 896	
32			"	6 137	
33			"	7 208	
34		Laventhol, Krekstein, Horwath & Horwath	Audit	8 388	
35		Systems Analysis & Research Corp.	Trans. Consultant	55 535	
36		David Graham Associates	Engineering	6 975	
37		Stanley Engineering	"	6 815	
38					
39					

581. CONTRACTS, AGREEMENTS, ETC.

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

1. Express companies.
2. Mail.
3. Sleeping, parlor, and dining car companies.
4. Freight or transportation companies or lines.
5. Other railway companies.
6. Steamboat or steamship companies.
7. Telegraph companies.
8. Telephone companies.
9. Equipment purchased under conditional sales contracts.
10. Other contracts.

Under item 9, 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.

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 \$5,000 per year, and which by its terms is otherwise unimportant.

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.

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

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

"Every common carrier subject to this part shall also file with said Commission copies of all contracts, agreements, or arrangements with other common carriers in relation to any traffic affected by the provisions of this part to which it may be a party. Provided, however, that the Commission, by regulations, may provide for exceptions from the requirements of this paragraph in the case of any class or classes of contracts, agreements, or arrangements, the filing of which, in its opinion, is not necessary in the public interest."

591. CHANGES DURING THE YEAR

Hereunder state the matters called for. Make the statements explicit and precise, and number them in accordance with the inquiries; each inquiry should be fully answered, and if the word "none" truly states the fact it may be used in answering any particular inquiry. Changes in mileage should be reported by classes and stated to the nearest hundredth of a mile.

1. 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.

2. For changes in miles of road, give dates of beginning or abandonment of operations. If any changes reportable in this schedule occurred under authority granted by the Commission in certificates of convenience and necessity, issued under paragraphs (18) to (22) of section 1 of the Interstate Commerce Act or otherwise, specific reference to such authority should in each case be made by docket number or otherwise, as may be appropriate.

3. All consolidations, mergers, and reorganizations effected, giving particulars.

This statement should show the mileage, equipment, and cash value of property of each company as well as the consideration received by each company party to the action. State the dates on which consolidated, etc., and whether the prior companies have been dissolved. Copies of the articles of consolidation, merger, or reorganization should be filed with this report.

4. Adjustments in the book value of securities owned, and reasons therefor.

5. Other financial changes of more than \$50,000, not elsewhere provided for, giving full particulars.

INCREASES IN MILEAGE

Line No.	Class	Name of lessor company	Main (M) or branch (B) line	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks		Miles of yard switching tracks		Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turn-outs					
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		(i)		(j)
1												
2												
3												
4												
5		NONE										
6												
7												
8												
9												
10												
11												
12												
13												
14												
TOTAL INCREASE												

DECREASES IN MILEAGE

21												
22												
23												
24												
25		NONE										
26												
27												
28												
29												
30												
31												
32												
33												
34												
35												
36												
TOTAL DECREASE												

If returns under Inquiry No. 1 on page 530 include any first main track owned by respondent or its proprietary companies representing new construction or permanent abandonment give the following particulars:

Line No.	OWNED BY RESPONDENT			OWNED BY PROPRIETARY COMPANIES		
	Name of lesser company (a)	MILES OF ROAD		Name of proprietary company (d)	MILES OF ROAD	
		Constructed (b)	Abandoned (c)		Constructed (e)	Abandoned (f)
40						
41						
42						
43						
44						
45						
46						
47						
48						
49						
50						

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.

VERIFICATION

The foregoing report must be verified by the oath of the officer having control of the accounting of the respondents. It should be verified, also, by the oath of the president or other chief officer of the respondents, unless the respondents state on the last preceding page of this report that such chief officer has no control over the accounting of the respondents. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

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

State of Rhode Island

County of Providence

} ss:

Ernest A. Malo

(Insert here the name of the affiant)

makes oath and says that he is

Treasurer

(Insert here the official title of the affiant)

of

(Insert here the exact legal titles or names of the respondents)

that it is his duty to have supervision over the books of account of the respondents and to control the manner in which such books are kept; that he knows that such books have, during the period covered by the foregoing report, been kept in good faith in accordance with the accounting and other orders of the Interstate Commerce Commission, effective during the said period; that he has carefully examined the said report and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he believes that all other statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondents during the period of time from and, including

January 1, 19⁷⁰, to and including December 31, 19⁷⁰

Ernest A. Malo

(Signature of affiant)

Subscribed and sworn to before me, a Margaret J. Daniels, in and for the State and

county above named, this 24th day of January, 19⁷¹

My commission expires January 30, 1971

Use an
L. S.
impression seal

Margaret J. Daniels

(Signature of officer authorized to administer oaths)

VERIFICATION —Concluded

SUPPLEMENTAL OATH

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

State of Rhode Island

County of Providence

}

Robert H. Eder

President

(Insert here the name of the affiant)

makes oath and says that he is

(Insert here the official title of the affiant)

of Providence and Worcester Company

(Insert here the exact legal titles or names of the respondents)

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 respondents during the period of time from and including

January 1, 1970, to and including December 31, 1970

(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, 1971

My commission expires

June 30, 1971

Use an
L. S.
impression seal

(Signature of officer authorized to administer oaths)

INDEX

	Page No.		Page No.
Abstract of terms and conditions of leases	319	Investments in securities, adjustment of book values	530-1
Abstracts of leasehold contracts	320-1	Controlled through nonreporting subsidiaries	222-3
Additions and betterments, etc.—Investment in, made during year	202-3	Disposed of during year	212-219
Advances to other companies—Investment	212-219	Made during year	212-219
Affiliated companies, investments in	212-215	Of affiliated companies	212-215
Amounts payable to	234-5	Other	218-219
Agreements, contracts, etc.	521	Leasehold contracts—Abstracts of	320-1
Amounts payable to affiliated companies	234-5	Leases—Abstract of terms and conditions of	319
Balance sheet	200, 200A, 201, 201A, 201B, 201C	Long-term debt due within one year	228A-8C
Capital stock outstanding	234-5	In default	228A-8C
Changes during year	226-7	Mileage at close of year	400-1
Consideration received for issues during year	226-7	By States and Territories	400-1
Issued during year	226-7	Changes during year	530-1
Liability for conversion	226-7	Of road constructed and abandoned	530-1
Names of security holders	101	Miscellaneous, Physical property—Depreciation rates	244-5
Number of security holders	100	Reserve	242-3
Retired or canceled during year	226-7	Physical properties operated during the year	305
Value per share	224-5	Oaths	532-3
Voting power of five security holders	101	Officers, compensation of	520
Total	100	Principal	106-7
Compensation and service, employees	520	Payments for services rendered by other than employees	520
Consideration for funded debt issued or assumed	228D	Physical property—Miscellaneous, depreciation rates	244-5
For stocks actually issued	226-7	Reserve	242-3
Contracts—Abstracts of leasehold	319	Proprietary companies	204-5
Contracts, agreements, etc.	521	Purposes for which funded debt was issued or assumed during year	228D
Control over respondent	100	Of stocks actually issued	226-7
Conversion of securities of other companies—Stock liability for	226-7	Receivers' and trustees' securities	228A-8C
Debt, funded, unmatured	228A-8C	Rent for leased road and equipment	320-1
Changes during year	228D	Retained income	302-3
Consideration received for issues during year	228D	Miscellaneous items for the year in	320-1
Issued during year	228D	Road and equipment—Investment in	202-5
Retired or canceled during year	228D	Depreciation base equipment owned	238-9
In default	228A-8C	Rates (road)	244-5
Other due within one year	228A-8C	Reserve	240-243
Depreciation base—Equipment owned	238-9	Road at close of year	400-1
Rates—Road and miscellaneous physical property	244-5	By States and Territories	400-1
Reserve—Equipment owned	240-1	Changes during year	530-1
Road and miscellaneous physical property	242-3	Constructed and abandoned	530-1
Directors	104-5	Securities, advances, and other intangibles owned or controlled through nonoperating	
Compensation of	520	subsidiaries	222-3
Dividend appropriations	304-5	Investments in, disposed of during the year	212-219
Employees, service, and compensation	520	Made during the year	212-219
Equipment owned—Depreciation base	238-9	Of affiliated companies—Investment in	212-215
Reserve	240-1	Other—Investment in	218-219
Funded debt outstanding, matured and unmatured	228A-8C	Stock liability for conversion of	226-7
Changes during year	228D	Selected items in income and retained income	320-1
Consideration received for issues during year	228D	Service and compensation, employees	520
Issued during year	228D	Services rendered by other than employees—Payments for	520
Other due within one year	228A-8C	Stock outstanding	224-5
Retired or canceled during year	228D	Changes during year	226-7
Identity of respondent	100	Consideration received for issues during year	226-7
Income account for the year	300-303	Issued during year	226-7
Miscellaneous items in	320-1	Liability for conversion	226-7
From investments in affiliated companies	212-215	Names of security holders	101
Other	218-219	Number of security holders	100
Lease of road and equipment	318-9	Retired or canceled during year	226-7
Instructions regarding the use of this report form	1	Value per share	224-5
Intangibles owned or controlled through nonoperating subsidiaries	222-3	Voting power of five security holders	101
Interest accrued on unmatured funded debt	228C	Total	100
Amounts payable to affiliated companies	234-5	Taxes on miscellaneous operating property	300-1
Receivers' and trustees' securities	228C	Railroad property	316
In default	201, 201A	Miscellaneous accruals	300-1
Investment in road and equipment	202-205	Tracks owned or controlled at close of year	400-1
Of proprietary companies	204-5	Unmatured funded debt	228A-8C
Gross charges during year	202-203	Verification	532-3
Net charges during year	202-203	Voting powers	100-1