

**ANNUAL REPORT 1974 R-4 HATL ROAD LIBRARY
READING RECORDS**

418501

R-4
RAILROAD LESSOR

annual report

INTERSTATE
COMMERCE COMMISSION
PHILADELPHIA

MAR 30 1975

ADMINISTRATIVE SERVICES
MAIL BRANCH

125180100READINGCO& 1
READING CO - LESSORS
READING TERMINAL
12TH & MARKET STS
PHILADELPHIA, PA. 19107

418501

LESSOR

Correct name and address if different than shown.

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



to the
Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1974

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 1.

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.

6. Money items, except averages, throughout the annual report form should be shown in Whole dollars adjusted to accord with footings. Totals for amounts reported in subsidiary accounts included in supporting schedules must be in agreement with related primary accounts.

7. 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.

8. Railroad corporations, mainly distinguished as operating companies and lessor companies, are for the purpose of report to the Interstate Commerce Commission divided into classes. An *operating company* is one whose officers direct the business of transportation and whose books contain operating as well as financial accounts; and a *lessor company*, the property of which being leased to and operated by another company, is one that maintains a separate legal existence and keeps financial but not operating accounts. (In making reports, lessor companies use Annual Report Form R-4).

Operating companies (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 R-1 is provided.)

Class II companies are those having annual operating revenues below \$5,000,000. (For this class, Annual Report Form R-2 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.

9. 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

ANNUAL REPORT

OF

LESSORS OF

(FULL NAME OF THE RESPONDENT)

READING COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1974

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

(Name) J. A. Brennan, Jr. (Title) Vice President-Finance
and Comptroller.

(Telephone number) 215 WA 2-6100, Ext. 440.
(Area code) (Telephone number)

(Office address) Reading Terminal, Philadelphia, Penn., 19107.
(Street and number, City, State, and ZIP code)

SPECIAL NOTICE

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

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

The following changes have been made to facilitate better reporting and analysis:

A table of contents has been added.

Schedules 300 and 305 have been repositioned to follow the balance sheet, Schedule 200.

Pages 8 through 13:Schedule 200. General Balance Sheet

Account numbers 714, 744, 762 and 786 have been added to conform with the provisions of Docket No. 34178 (Sub-No. 2) Accounting for Income Taxes-Interperiod Tax Allocation (Deferred Taxes). Provision has also been made to report undistributed earnings from certain investments in account 721 in accordance with Docket No. 35949-The Equity Method of Accounting for Certain Long-Term Investments in Common Stocks.

Pages 14 through 17:Schedule 300. Income Account for the Year.

In accordance with Docket No. 34178 (Sub-No. 2) account numbers 533 and 591 have been added. Also, in conformity with Docket No.

35949, provision has been made to report equity in earnings (losses) of affiliated companies: Account 590 has been amended to read, "Income taxes on extraordinary and prior period items" and a footnote added to show the effect of deferred taxes on prior years' net income as reported in annual reports to the Commission.

Pages 17A and 17B:Schedule 305. Retained Income-Unappropriated

This schedule has been revised in accordance with Docket No. 35949.

Pages 27A and 27B:Investments in Common Stocks of Affiliated Companies

This schedule has been added to conform with the provisions of Docket No. 35949.

Pages 54, 55, and 55A: Schedule 350. Railway Tax Accruals, C. Analysis of Federal Income Taxes.

This schedule has been revised to incorporate interperiod tax allocation in accordance with the provisions of Docket No. 34178 (Sub-No. 2).

INSTRUCTIONS REGARDING THE USE OF THIS REPORT FORM

This annual report is arranged in columnar form so that it may include returns for a single lessor company, or for several lessor companies whose properties are leased to the same operating railway, provided that the books of account are under the general supervision of the same accounting officer.

Separate returns are required to be shown for each lessor, the name of the reporting company to be entered in the box heading or in the column on the left of the several schedules, as may be applicable.

If the report is made for a single company, the exact corporate name should appear on the cover, title page, page 2, and in the oath and supplemental oath.

A report made for a number of lessor companies may show an appropriate designation, such as "Lessors of the _____ Railroad Company" on the cover and title page, but the oath and supplemental oath must be completed for each corporation, except as provided therein.

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.

Names of lessor companies included in this report

East Pennsylvania Railroad Company

The Port Reading Railroad Company

The Wilmington and Northern Railroad Company

Name of lessor companies that file separate reports

The Allentown Terminal Railroad Company

The Delaware and Bound Brook Railroad Company

The North Pennsylvania Railroad Company

The Philadelphia, Germantown and Norristown Railroad Company

The Plymouth Railroad Company

The Ironton Railroad Company*

* Jointly operated with The Lehigh Valley Railroad Company

108. STOCKHOLDERS REPORTS

I. The respondent is required to send to the Bureau of Accounts, immediately upon preparation, two copies of its latest annual report to stockholders. Check appropriate box:

Two copies are attached to this report.

Two copies will be submitted _____ (date).

No annual report to stockholders is prepared.

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 "Compnay" only when they are parts of the corpo-

rate name. Be careful to distinguish between railroad and railway.

If receivers, trustee, 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 posses-

sion 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	East Pennsylvania R.R. Co.	5-26-1856	Penna.	Reading Company	83	114	42,538
2	The Port Reading Railroad Co.	11-05-1890	New Jersey	"	100	1	20,000
3	The Wilmington & Northern RR Co.	4-03-1877	Penna. & Delaware	"	100	11	30,000
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							

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 stock-holders. If any holder held in trust, give particulars of the trust in a footnote. In the case of voting trust agreements

give, as supplemental information on page 12 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	East Pennsylvania Railroad Company	Manufacturers Hanover Trust Co.-Trustee	35,313	Unis & Co.	1,000	Hershey Trust Co.-Trustee for Milton Hershey School	600	Joshua A. Rich	1,023	A. M. Laties	347
2											
3											
4											
5	The Port Reading Railroad Company	"	20,000								
6											
7											
8											
9	The Wilmington and Northern Railroad Company.	"	29,962	O.P.Benjamin	5 F. J. May		5 C.E.Bertrand		5 A.W.Hesse,Jr.		5
10											
11											
12											
13											
14											
15											
16											
17											
18	* Certificate of unanimous consent executed by all stockholders in lieu of stockholders meeting consenting to the adoption of a resolution covering the election of Directors.										
19											
20											
21											
22											
23											
24											
25											
26											
27											
28											
29											
30											
31											
32											

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 _____

INITIALS OF RESPONDENT COMPANIES

E.Penna. R.R. Co.	Pt.Reading* R.R.Co.	Wilmington &* North.R.R.Co.	
35,313	20,000	30,000	
1-11-71	10-14-74	5-06-74	
Philadelphia	Philadelphia	Philadelphia	

112. DIRECTORS

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

Line No.	Item	East Pennsylvania Railroad Company*	The Port Reading Railroad Company	The Wilmington and Northern Railroad Company
1	Name of director	A. W. Hesse, Jr.	C. E. Bertrand	C. E. Bertrand
2	Office address	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
3	Date of beginning of term	January 11, 1971	October 14, 1974	May 6, 1974
4	Date of expiration of term	January 12, 1975	October 13, 1975	May 5, 1975
5	Name of director	S.F.Hinkle-c/o Hershey		
6	Office address	Choc.Co., Hershey, Pa.		
7	Date of beginning of term	January 11, 1971		
8	Date of expiration of term	Jan. 12, 1975		
9	Name of director	H. T. Hallowell, Jr.	A. W. Hesse, Jr.	A. W. Hesse, Jr.
10	Office address	Jenkintown, Pa.	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
11	Date of beginning of term	January 11, 1971	October 14, 1974	May 6, 1974
12	Date of expiration of term	January 12, 1975	October 13, 1975	May 5, 1975
13	Name of director	G. J. Rafkind	O. P. Benjamin,	F. J. May
14	Office address	New York, N.Y.	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
15	Date of beginning of term	January 11, 1971	October 14, 1974	May 6, 1974
16	Date of expiration of term	January 12, 1975	October 13, 1975	May 5, 1975
17	Name of director	O. P. Benjamin,	F. J. May,	O. P. Benjamin,
18	Office address	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
19	Date of beginning of term	January 11, 1971	October 14, 1974	May 6, 1974
20	Date of expiration of term	January 12, 1975	October 13, 1975	May 5, 1975
21	Name of director	2 Vacancies	J. A. Brennan, Jr.,	J. E. Frick,
22	Office address		Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
23	Date of beginning of term		October 14, 1974	May 6, 1974
24	Date of expiration of term		October 13, 1975	May 5, 1975
25	Name of director			J. S. Warden,
26	Office address			Rdg.Term'l, Phila.Pa.
27	Date of beginning of term			May 6, 1974
28	Date of expiration of term			May 5, 1975
29	Name of director			1 Vacancy
30	Office address			
31	Date of beginning of term			
32	Date of expiration of term			
33	Name of director	* No meeting of stockholders held		
34	Office address			
35	Date of beginning of term	since January 11, 1971.		
36	Date of expiration of term			
37	Name of director			
38	Office address			
39	Date of beginning of term			
40	Date of expiration of term			
41	Name of director			
42	Office address			
43	Date of beginning of term			
44	Date of expiration of term			
45	Name of director			
46	Office address			
47	Date of beginning of term			
48	Date of expiration of term			
49	Name of director			
50	Office address			
51	Date of beginning of term			
52	Date of expiration of term			
53	Name of director			
54	Office address			
55	Date of beginning of term			
56	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

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	East Pennsylvania Railroad Company	The Port Reading Railroad Company	The Wilmington and Northern Railroad Company
1	Name of general officer	C. E. Bertrand	C. E. Bertrand	C. E. Bertrand
2	Title of general officer	President	President	President
3	Office address	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.
4	Name of general officer	A. M. Arnold,	A. W. Hesse, Jr.,	A. W. Hesse, Jr.,
5	Title of general officer	Secretary & Treasurer	Vice President-Law,	Vice President-Law,
6	Office address	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.
7	Name of general officer	O. P. Benjamin,	A. M. Arnold,	A. M. Arnold,
8	Title of general officer	Vice Pres.-Traffic,	Secretary & Treasurer	Secretary & Treasurer
9	Office address	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.
10	Name of general officer	J. P. Clark,	C. P. Benjamin,	O. P. Benjamin,
11	Title of general officer	Dir. of Real Estate,	Vice Pres.-Traffic,	Vice Pres.-Traffic,
12	Office address	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.
13	Name of general officer	A. M. Poletynski,	J. P. Clark,	J. P. Clark,
14	Title of general officer	Asst. Trea. & Asst. Sec.	Dir. of Real Estate,	Dir. of Real Estate,
15	Office address	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.
16	Name of general officer	A. W. Hesse, Jr.,	A. M. Poletynski,	A. M. Poletynski,
17	Title of general officer	Vice Pres. & Gen. Counsel	Asst. Treas. & Asst. Sec.	Asst. Treas. & Asst. Sec.
18	Office address	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.
19	Name of general officer	T. J. Giblin,	F. J. May,	F. J. May,
20	Title of general officer	Asst. General Auditor,	Vice Pres. Oper. & Maint.	Vice Pres.-Oper. & Maint.
21	Office address	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.	Rdg. Term'1, Phila. Pa.
22	Name of general officer	E. C. Lawson,		L. W. Fogg, Jr.
23	Title of general officer	Chief Engineer,		General Counsel.
24	Office address	Rdg. Term'1, Phila. Pa.		Rdg. Term'1, Phila. Pa.
25	Name of general officer	L. W. Fogg, Jr.		T. J. Giblin,
26	Title of general officer	General Counsel,		Comptroller,
27	Office address	Rdg. Term'1, Phila. Pa.		Rdg. Term'1, Phila. Pa.
28	Name of general officer	J. A. Brennan, Jr.,		R. A. Sutherland,
29	Title of general officer	V.P.-Fin. & Compt.		Asst. Comptroller,
30	Office address	Rdg. Term'1, Phila. Pa.		Rdg. Term'1, Phila. Pa.
31	Name of general officer	T. J. Giblin,		M. Miller,
32	Title of general officer	Asst. V.P.-Fin. & Compt.		Manager-Taxes & Ins.,
33	Office address	Rdg. Term'1, Phila. Pa.		Rdg. Term'1, Phila. Pa.
34	Name of general officer	M. Miller,		
35	Title of general officer	Director-Taxes & Ins.,		
36	Office address	Rdg. Term'1, Phila. Pa.		
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			

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

200. GENERAL BALANCE SHEET—ASSET SIDE

Show hereunder the asset side of the balance sheet at close of year of 1 lessor companies in the column headings. For instructions covering this each lessor company included in this report, entering the names of the Lessor Companies 018501 018502 018503 Accounts in

Line No.	Account (a)	East Penna. R.R. (b) Co.	Pt. Reading R.R. (c) Co.	Wilmington & Norw RRCo.	(e)
1	CURRENT ASSETS	\$ 299	\$ 3,610	\$ 354	\$
2	(701) Cash		325,000	265,000	
3	(702) Temporary cash investments				
4	(703) Special deposits				
5	(704) Loans and notes receivable				
6	(705) Traffic, car-service and other balances—Debit				
7	(706) Net balance receivable from agents and conductors				
8	(707) Miscellaneous accounts receivable		26,941	1,831	
9	(708) Interest and dividends receivable			12,134	
10	(709) Accrued accounts receivable				
11	(710) Working fund advances				
12	(711) Prepayments				
13	(712) Material and supplies				
14	(713) Other current assets				
15	(714) Deferred income tax charges (p. 55)				
16	Total current assets	299	355,551	279,319	
17	SPECIAL FUNDS				
18	(715) Sinking funds		3,613,521		
19	(716) Capital and other reserve funds				
20	(717) Insurance and other funds			3,613,521	
21	Total special funds				
22	INVESTMENTS				
23	(721) Investments in affiliated companies (pp. 24 to 27)	1,302	680,825		
24	Undistributed earnings from certain investments in account 721 (27A and 27B)				
25	(722) Other investments (pp. 28 and 29)				
26	(723) Reserve for adjustment of investment in securities—Credit				
27	Total investments (accounts 721, 722 and 723)	1,302	680,825		
28	PROPERTIES				
29	(731) Road and equipment property (pp. 18 and 19):				
30	Road	4,652,075	2,823,044	5,755,032	
31	Equipment				
32	General expenditures	145,356	117,153	277,566	
33	Other elements of investment	(339,239)	704,404	(1,791,784)	
34	Construction work in progress			5,375	
35	Total road and equipment property	4,458,192	3,644,601	4,246,189	
36	(732) Improvements on leased property (pp. 18 and 19):				
37	Road		251,731		
38	Equipment			9,284	
39	General expenditures				
40	Total improvements on leased property		261,015		
41	Total transportation property (accounts 731 and 732)	4,458,192	3,905,616	4,246,189	
42	(735) Accrued depreciation—Road and Equipment		243,024	779,073	
43	(736) Amortization of defense projects—Road and Equipment				
44	Recorded depreciation and amortization (accts 735 and 736)		243,024	779,073	
45	Total transportation property less recorded depreciation and amortization (line 35 less line 38)	4,458,192	3,662,592	3,467,116	
46	(737) Miscellaneous physical property		16,042	459	
47	(738) Accrued depreciation—Miscellaneous physical property				
48	Miscellaneous physical property less recorded depreciation		16,042	459	
49	Total properties less recorded depreciation and amortization (line 39 plus line 42)	4,458,192	3,678,634	3,467,575	
50	OTHER ASSETS AND DEFERRED CHARGES				
51	(741) Other assets	558,936	405,436	4,972	
52	(742) Unamortized discount on long-term debt				
53	(743) Other deferred charges				
54	(744) Accumulated deferred income tax charges (p. 55)				
55	Total other assets and deferred charges	558,936	405,436	4,972	
56	TOTAL ASSETS	5,018,729	8,733,967	3,751,866	
57	ITEMS EXCLUDED ABOVE				
58	The above returns exclude respondent's holdings of its own issues of securities as follows:				
59	(715) Sinking funds				
60	(716) Capital and other reserve funds		None		
61	(703) Special deposits				
62	(717) Insurance and other funds				

200. GENERAL BALANCE SHEET—ASSET SIDE—Continued

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
						52
						53

200. 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 Systems 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.

018501 018502 018503

Line No.	Account (a)	East Penna. R.R. (b) Co.	Pt. Reading R.R. (c) Co.	Wilm. & Nor. R.R. (d) Co.	(e)
CURRENT LIABILITIES					
54	(751) Loans and notes payable	\$	\$	\$	\$
55	(752) Traffic, car-service and other balances—Credit				
56	(753) Audited accounts and wages payable				
57	(754) Miscellaneous accounts payable		150		
58	(755) Interest matured unpaid			1,538	
59	(756) Dividends matured unpaid				
60	(757) Unmatured interest accrued			10,596	
61	(758) Unmatured dividends declared				
62	(759) Accrued accounts payable				
63	(760) Federal income taxes accrued				
64	(761) Other taxes accrued				
65	(762) Deferred income tax credits (p. 55)				
66	(763) Other current liabilities				
67	Total current liabilities (exclusive of long-term debt due within one year)		150	12,134	
LONG-TERM DEBT DUE WITHIN ONE YEAR					
68	(764) Equipment obligations and other debt (pp. 38, 39, 40, and 41)				
LONG-TERM DEBT DUE AFTER ONE YEAR					
69	(765) Funded debt unmatured			798,500	
70	(766) Equipment obligations	pp. 38			
71	(767) Receivers' and Trustees' securities	39,40			
72	(768) Debt in default	and 41			
73	(769) Amounts payable to affiliated companies (pp. 42 and 43)		2,116,614	135,299	
74	Total long-term debt due after one year		2,116,614	933,799	
RESERVES					
75	(771) Pension and welfare reserves				
76	(772) Insurance reserves				
77	(774) Casualty and other reserves				
78	Total reserves				
OTHER LIABILITIES AND DEFERRED CREDITS					
79	(781) Interest in default (p. 40)				
80	(782) Other liabilities		77,396		
81	(783) Unamortized premium on long-term debt				
82	(784) Other deferred credits				
83	(785) Accrued depreciation—Leased property				
84	(786) Accumulated deferred income tax credits (p. 55)				
85	Total other liabilities and deferred credits		77,396		
SHAREHOLDERS EQUITY					
Capital stock (Par or stated value)					
(791) Capital stock issued:					
86	Common stock (pp. 32 and 33)	2,126,900	2,000,000	1,500,000	
87	Preferred stock (pp. 32 and 33)				
88	Total capital stock issued	2,126,900	2,000,000	1,500,000	
89	(792) Stock liability for conversion (pp. 34 and 35)				
90	(793) Discount on capital stock				
91	Total capital stock	2,126,900	2,000,000	1,500,000	
Capital Surplus					
92	(794) Premiums and assessments on capital stock				
93	(795) Paid-in surplus				
94	(796) Other capital surplus				
95	Total capital surplus				
Retained Income					
96	(797) Retained income—Appropriated	25,154	822,856		
97	(798) Retained income—Unappropriated (pp. 17A and 17B)	672,665	5,910,961	1,305,933	
98	Total retained income	697,819	6,733,817	1,305,933	
99	Total shareholders' equity	2,824,719	8,733,817	2,805,933	
100	TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	5,018,729	8,733,967	3,751,866	

200. GENERAL BALANCE SHEET—LIABILITY SIDE—Continued

On page 22, give an abstract of the provisions of the lease bearing on the leased railroad property. If the leasehold contract contains no such respondent's liability to reimburse the lessee for improvements made on provisions, state that fact.

(f)	(g)	(h)	(i)	(j)	(k)	Line No.
\$	\$	\$	\$	\$	\$	
						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

200. GENERAL BALANCE SHEET—LIABILITY SIDE—Continued

018501 018502 018503

Line No.	Account (a)	East Penna. R.R. (b) Co.	Pt. Reading R.R. (c) Co.	Wilm. & Nor. R.R. (d) Co.	(e)
101	The above returns exclude respondent's holdings of its own issues as follows:	\$	\$	\$	\$
102	(765) Funded debt unmatured _____				
103	(767) Receivers' and trustees' securities _____				
104	(768) Debt in default _____				
	(791) Capital stock _____				
SUPPLEMENTARY ITEMS					
105	Amount of interest matured unpaid in default for as long as 90 days:				
106	Amount of interest _____				
107	Amount of principal involved _____				
	Investment carried in account No. 732, "Improvements on leased property," on the books of the lessee with respect to respondent's property _____	57,700	53,350	121,449	

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 _____ \$ None

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 _____ \$ None

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 _____ \$ None

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

NOTES AND REMARKS

200. GENERAL BALANCE SHEET—LIABILITY SIDE—Concluded

(f)	(g)	(h)	(i)	(j)	(k)	Line No.
\$	\$	\$	\$	\$	\$	101
						102
						103
						104
						105
						106
						107

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.

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

3. Any unusual accruals involving substantial amounts included on lines 6 to 53, inclusive, should be fully explained in a footnote.

018501 018502 018503

Line No.	Item (a)	Schedule No.	East Penna R.R. (b) Co.	Pt. Reading R.R. (c) Co.	Wilm. & Nor. R.R. (d) Co.	(e)
ORDINARY ITEMS						
RAILWAY OPERATING INCOME						
1	(501) Railway operating revenues		\$	\$	\$	\$
2	(531) Railway operating expenses					
3	Net revenue from railway operations					
4	(532) Railway tax accruals (p. 54)	350				
5	(533) Provision for deferred taxes (p. 55)					
6	Railway operating income					
RENT INCOME						
7	(503) Hire of freight cars and highway revenue freight equipment-credit balance					
8	(504) Rent from locomotives					
9	(505) Rent from passenger-train cars					
10	(506) Rent from floating equipment					
11	(507) Rent from work equipment					
12	(508) Joint facility rent income					
13	Total rent income					
RENTS PAYABLE						
14	(536) Hire of freight cars and highway revenue freight equipment-debit balance					
15	(537) Rent for locomotives					
16	(538) Rent for passenger-train cars					
17	(539) Rent for floating equipment					
18	(540) Rent for work equipment					
19	(541) Joint facility rents					
20	Total rents payable					
21	Net rents (lines 13,20)					
22	Net railway operating income (lines, 6, 21)					
OTHER INCOME						
23	(502) Revenues from miscellaneous operations (p. 53)					
24	(509) Income from lease of road and equipment (p. 56)	371	22,113		41,232	
25	(510) Miscellaneous rent income					
26	(511) Income from nonoperating property					
27	(512) Separately operated properties-profit					
28	(513) Dividend income (from investments under cost only)					
29	(514) Interest income			32,258	20,097	
30	(516) Income from sinking and other reserve funds			359,827	3,144	
31	(517) Release of premiums on funded debt					
32	(518) Contributions from other companies					
33	(519) Miscellaneous income	392	39,716		18,272	
34	Dividend income (from investments under equity only)					
35	Undistributed earnings (losses)					
36	Equity in earnings (losses) of affiliated companies (lines 34, 35)					
37	Total other income		22,505	431,801	82,745	
38	Total income (lines 22, 37)		22,505	431,801	82,745	
MISCELLANEOUS DEDUCTIONS FROM INCOME						
39	(534) Expenses of miscellaneous operations (p. 53)					
40	(535) Taxes on miscellaneous operating property (p. 53)					
41	(543) Miscellaneous rents					
42	(544) Miscellaneous tax accruals					
43	(545) Separately operated properties-loss					
44	(549) Maintenance of investment organization					
45	(550) Income transferred to other companies					
46	(551) Miscellaneous income charges		229	33,725	3,469	
47	Total miscellaneous deductions		229	33,725	3,469	
48	Income available for fixed charges (lines 38, 47)		22,276	398,076	79,276	

300. INCOME ACCOUNT FOR THE YEAR—Continued

4. Line 28 includes only dividends from investments accounted for under the cost method. Line 34 includes only dividends accounted for under the equity method. Line 35 includes the undistributed earnings from investments accounted for under the equity method. Line 36 represents the earnings (losses) of investee companies accounted for under the equity method. Lines 34 and 35 should be included only once in the total on line 37.

(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

300. INCOME ACCOUNT FOR THE YEAR—Continued

018501 018502 018503

Line No.	Item (a)	Sched- ule No.	East Penna. R.R. Co. (b)	Pt. Reading R.R. Co. (c)	Wilm.& Nor. R.R. Co. (d)	(e)
	FIXED CHARGES		\$	\$	\$	\$
49	(542) Rent for leased roads and equipment (pp. 58 and 59) _____	383				
50	(546) Interest on funded debt: (a) Fixed interest not in default _____				41,232	
51	(b) Interest in default _____					
52	(547) Interest on unfunded debt _____					
53	(548) Amortization of discount on funded debt _____					
54	Total fixed charges _____				41,232	
55	Income after fixed charges (lines 48, 54) _____		22,276	398,066	38,044	
	OTHER DEDUCTIONS					
56	(546) Interest on funded debt: (c) Contingent interest _____					
57	Ordinary income (lines 55, 56) _____		22,276	398,076	38,044	
	EXTRAORDINARY AND PRIOR PERIOD ITEMS					
58	(570) Extraordinary items - Net Credit (Debit) (p. 58) _____	396				
59	(580) Prior period items - Net Credit (Debit) (p. 58) _____	396				
60	(590) Federal income taxes on extraordinary and prior period items - Debit (Credit) (p. 58) _____	396				
61	(591) Provision for deferred taxes: Extraordinary and prior period items _____					
62	Total extraordinary and prior period items Cr. (Dr.) _____					
63	Net Income transferred to Retained Income Unappropriated (lines 57, 52) _____	305	22,276	398,076	38,044	

INCOME ACCOUNT FOR THE YEAR - EXPLANATORY NOTES

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 \$ None.

(1) Indicate method elected by carrier, as provided in the Revenue Act of 1971, to account for the investment tax credit.

Flow-through _____ Deferral NOT APPLICABLE

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

(3) If deferral method was elected, indicate amount of investment tax credit utilized as a reduction of tax liability for current year _____ \$ _____.

Deduct amount of current year's investment tax credit applied to reduction of tax liability but deferred for accounting purposes _____ \$ _____.

Balance of current year's investment tax credit used to reduce current year's tax accrual _____ \$ _____.

Add amount of prior years' deferred investment tax credits being amortized and used to reduce current year's tax accrual _____ \$ _____.

Total decrease in current year's tax accrual resulting from use of investment tax credits _____ \$ _____.

NOTES AND REMARKS

In accordance with Docket No. 34178 (Sub-No. 2), show below the effect of deferred taxes on prior years net income as reported in annual reports to the Commission. Debit amounts in columns (b) and (d), and credit amounts in column (c) should be indicated by parentheses.

Year (a)	E.Penna R.R. Co. Net income as reported (b)	E.Penna RR Co. Provision for deferred taxes (c)	E.Penna RR Co. Adjusted net income (d)
1973	\$ 4,260	\$ None	\$ 4,260
1972	39,181	None	39,181
1971	21,921	None	21,921

	Port Reading	Port Reading	Port Reading
1973 ...	\$ 3,123,918	None	\$ 3,123,918
1972 ...	827,708	None	827,708
1971 ...	(5,972)	None	(5,972)

	Wil. & Nor.	Wil. & Nor.	Wil. & Nor.
1973 ...	\$ 190,862	None	\$ 190,862
1972 ...	11,499	None	11,499
1971 ...	8,349	None	8,349

300. INCOME ACCOUNT FOR THE YEAR—Concluded

(f)	(g)	(h)	(i)	(j)	(k)	Line No.
\$	\$	\$	\$	\$	\$	
						49
						50
						51
						52
						53
						54
						55
						56
						57
						58
						59
						60
						61
						62
						63

NOTES AND REMARKS - Concluded

305. RETAINED INCOME- UNAPPROPRIATED

1. Show hereunder the Retained Income 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 text pertaining to Retained Income Accounts in the Uniform System of Accounts

for Railroad Companies.

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

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

018501

018502

Line No.	Item (a)	East Pennsylvania R.R. (b) Co.		Port Reading R.R. (c) Co.	
		(1)	(2)	(1)	(2)
1	Unappropriate retained income (1) and equity in undistributed earnings (losses) of affiliated companies (2) at beginning of year*	\$ 672,502		\$ 5,512,885	
CREDITS					
2	(602) Credit balance transferred from income (pp. 16 and 17)	300	22,276		398,076
3	(606) Other credits to retained income (p. 58)	396			
4	(622) Appropriations released				
5	Total		22,276		398,076
DEBITS					
6	(612) Debit balance transferred from income (pp. 16 and 17)	300			
7	(616) Other debits to retained income (p. 58)	396			
8	(620) Appropriation for sinking and other reserve funds				
9	(621) Appropriations for other purposes				
10	(623) Dividends (pp. 52 and 53)	308	22,113		
11	Total		22,113		
12	Net increase (decrease) during year*		163		398,076
13	Unappropriated retained income (1) and equity in undistributed earnings (losses) of affiliated companies (2) at end of year*		672,665		5,910,961
14	Balance from line 13(2)*		None	x x x x x	None
15	Total unappropriated retained income and equity in undistributed earnings (losses) of affiliated companies at end of year*		672,665	x x x x x	5,910,961
					x x x x x
Remarks					
16	Amount of assigned Federal income tax consequences: Account 606		None	x x x x x	None
17	Account 616		None	x x x x x	None

*Amount in parentheses indicates debit balance.

NOTES AND REMARKS

305. RETAINED INCOME—UNAPPROPRIATED—Concluded

4. Segregate in column (2) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 2 (line 6 if debit balance), column (2), should agree with line 36.

schedule 300. The total of columns (1) and (2), lines 2 and 6, should agree with line 63, schedule 300.

6. Include in column (1) only amounts applicable to Retained Income exclusive of any amounts included in column (2).

Wilmington & Northern Co. R.R.		(e)		(f)		(g)		Line No.
(d) (1)	(2)	(1)	(2)	(1)	(2)	(1)	(2)	
1,267,889								1
38,044								2
38,044								3
								4
								5
								6
								7
								8
								9
								10
								11
38,044								12
1,305,933								13
None	x x x x x		x x x x x		x x x x x		x x x x x	14
1,305,933	x x x x x		x x x x x		x x x x x		x x x x x	15
None	x x x x x		x x x x x		x x x x x		x x x x x	16
None	x x x x x		x x x x x		x x x x x		x x x x x	17

NOTES AND REMARKS

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 thereto.

ble to expenditures for new lines and extensions and additions and betterments. Adjustments in excess of \$100,000 should be explained. Net charge 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.

018502

018503

Line No.	Account (a)	East Penna.R.R.Co.		Pt.Reading R.R.Co.		Wilm.& Nor. R.R.Co.	
		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	\$ 197	\$ 197	\$ (93)	\$ (144)	\$ 597	\$ (1,363)
2	(2) Land for transportation purposes						(3,290)
3	(2 1/2) Other right-of-way expenditures			864	864		(8,494)
4	(3) Grading			3,044			
5	(5) Tunnels and subways						
6	(6) Bridges, trestles, and culverts				(899)	972	(7,841)
7	(7) Elevated structures						
8	(8) Ties	171			(510)	3,278	(1,092)
9	(9) Rails			18,699	17,720	3,498	(37)
10	(10) Other track material			6,285	5,316	10,958	3,404
11	(11) Ballast	4,102	4,102	(584)	(888)	26,845	26,010
12	(12) Track laying and surfacing			5,539	5,083	9,831	5,742
13	(13) Fences, snowsheds, and signs						(128)
14	(16) Station and office buildings	4,073	4,073				(10,868)
15	(17) Roadway buildings						
16	(18) Water stations						
17	(19) Fuel stations				93	491	
18	(20) Shops and enginehouses						
19	(21) Grain elevators						
20	(22) Storage warehouses						
21	(23) Wharves and docks						
22	(24) Coal and ore wharves				(1,119)		
23	(25) TOFC/COFC terminals	2,349	2,349	54	54		
24	(26) Communication systems						(32)
25	(27) Signals and interlockers	(6,720)	(6,720)			(16,369)	(16,378)
26	(29) Power plants						
27	(31) Power-transmission systems				(1,375)		
28	(35) Miscellaneous structures						
29	(37) Roadway machines						
30	(38) Roadway small tools						
31	(39) Public improvements—Construction						(115)
32	(43) Other expenditures - Road						
33	(44) Shop machinery			6,118	6,018	2,141	2,141
34	(45) Power-plant machinery	(186)	(186)	39	78		
35	Other (Specify & explain)						
36	Total expenditures for road	3,815	3,986	40,058	30,689	41,751	(12,341)
37	(52) Locomotives						
38	(53) Freight-train cars						
39	(54) Passenger-train cars						
40	(55) Highway revenue equipment						
41	(56) Floating equipment						
42	(57) Work equipment						
43	(58) Miscellaneous equipment						
44	Total expenditure for equipment						
45	(71) Organization expenses						
46	(76) Interest during construction				(101)		(1,927)
47	(77) Other expenditures—General				(19)		(350)
48	Total general expenditures				(120)		(2,277)
49	Total	3,815	3,986	40,058	30,569	41,751	(14,618)
50	(90) Construction work in progress					5,375	5,375
51	Grand total	3,815	3,986	40,058	30,569	47,126	(9,243)

¹Do not include in road and equipment accounts, including Account No. 80, "Other elements of investments," 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 22.

6. Report on line 35 amounts not includable in the primary road accounts. The items reported

should be briefly identified and explained in a footnote on page 22. 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
								51

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 in-

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

Line No.	Item (a)	(b)	(c)	(d)	(e)
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 _____	\$	\$ None	\$	\$
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."

CORRECTION

The preceding document has been re-photographed to assure legibility and its image appears immediately hereafter.



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 in-

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

Line No.	Item (a)	(b)	(c)	(d)	(e)
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 _____	\$	\$ None	\$	\$
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

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 "Equip-

ment." Enter brief designation 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 18 AND 19

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 11)

East Pennsylvania Railroad Company - Paragraph 9 of the Lease provides East Pennsylvania Railroad Company shall issue at the request of the Reading Company Capital Stock at par equal to the amount expended by the Lessee for Capital Improvements.

The Port Reading Railroad Company - Supplement Agreement dated November 7, 1947, authorized by the Interstate Commerce Commission, October 29, 1947, Finance Docket No. 7142 modifying Operating Agreement dated September 18, 1928, provides that all improvements, additions, betterments, renewals and extensions to property made subsequent to December 31, 1928, shall be paid for by the Port Reading Railroad Company and become part of that Company's property.

The Wilmington and Northern Railroad Company - Paragraph 5 of the Lease provides that the Wilmington and Northern Railroad Company at the request of the Reading Company, shall issue Capital Stock at par, for cost of additions, extensions and improvements, made by Reading Company with the approval of the Lessor and that thereafter the rental payable shall be increased by a sum equal to the amount which would then be payable as a dividend upon a like amount of Capital Stock Supplemental Lease dated November 7, 1947, authorized by the Interstate Commerce Commission, October 29, 1947, Finance Docket No. 15786 makes no modification of Paragraph 5.

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

3. 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.
- VIII. Transportation, communications, and other public utilities.
- VII. 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 23, 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 columns (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. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company and description of security held, also lien reference, if any (d)	Extent of control (e)	INVESTMENTS AT CLOSE OF YEAR	
						BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR	
						Pledged (f)	Unpledged (g)
1				<u>East Pennsylvania Railroad Co.</u>	*	%	\$
2	721	A 1	VII	Reading Company - 1st Preferred			2,000
3							
4							
5							
6				<u>Port Reading Railroad Co.</u>	*		
7	721	A 1	VII	Reading Company - Advances			
8							
9							
10							
11				<u>The Wilmington and Northern R.R.Co.</u>	*		
12	721	A-1	VII	Reading Company - Advances			
13							
14							
15							
16				* Companies listed in Schedule are controlled by Reading Company.			
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							

217. INVESTMENTS IN AFFILIATED COMPANIES—Continued

reported as "Serially 19_u to 19_u." 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.

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

Particulars of investments made, disposed of, or written down during the year should be given

in columns (j), (k), and (l). 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 (k) 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		Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR			Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)	
In sinking, insurance, and other funds (h)	Total book value (i)						
\$	\$	\$	\$	\$	%	\$	1
	1,302						2
							3
							4
							5
							6
	680,825		7,792	7,792			7
							8
							9
							10
							11
			134,507	134,507			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

217. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Ac- count No. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company and description of security held, also lien reference, if any (d)	Extent of control (e)	INVESTMENTS AT CLOSE OF YEAR		
						BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR		
						Pledged (f)	Unpledged (g)	\$
51					%			
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						Total		

217. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.	
BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR			Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)		
In sinking, insurance, and other funds (h)	Total book value (i)							
\$	\$	\$	\$	\$	%	\$	51	
							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	
						x x	105	

217A INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES

Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721. Investments in Affiliated Companies, which qualify for the equity method under instruction 6-2 in the Uniform System of Accounts for Railroad Companies.

2. Enter in column (c) the amount necessary to retroactively adjust those investments qualifying for the equity method of

accounting in accordance with instruction 6-2 (b) (11) of the Uniform System of Accounts for Railroad Companies.

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

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

of acquisition. See instructions 6-2 (b) (4).

5. The total of column (g) must agree with line 21, schedule 200.

6. For definitions of "carrier" and "noncarrier", see general instructions 6 and 7 on page 23.

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for invest- ments qualifying for equity method (c)	Equity in undistributed earnings (losses) dur- ing year (d)	Amortization during year (e)	Adjustment for invest- ments disposed of or written down during year (f)	Balance at close of year (g)
	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
1							
2							
3							
4				None			
5							
6							
7							
8							
9							
10							
11							
12							
13							

217A INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES-Concluded

Undistributed Earnings From Certain Investments in Affiliated Companies

Line No.	Names of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments qualifying for earnings (losses) during year equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)
14	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
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						
41	Noncarriers: (Show totals only for each column)						
42	Total (lines 40 and 41)						

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." Investments included in account Nos. 715, 716, and 717 held by trustees in lieu of cash deposits required under the governing instrument are to be excluded from this schedule.

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 23, 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.	Ac- count No. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company or government and description of security held, also lien reference, if any (d)	INVESTMENTS AT CLOSE OF YEAR	
					BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR	
					Pledged (e)	Unpledged (f)
1					\$	\$
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15				NONE		
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					Total	

218. OTHER INVESTMENTS—Concluded

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

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

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (i) to (k), 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 (j) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR			DIVIDENDS OR INTEREST DURING YEAR		Line No.	
BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR			Book value	Selling price	Rate	Amount credited to income			
In sinking, insurance, and other funds (g)	Total book value (h)		(i)	(j)	(k)	(l)	(m)		
\$	\$	\$	\$	\$	%	\$		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	
							X X	50	

**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 re-

port 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)
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16			None	
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				

**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.

Total book value of investments at close of the year (e)	Book value of investments made during the year (f)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Remarks (i)	Line No.
		Book value (g)	Selling price (h)		
\$	\$	\$	\$		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

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 lessor 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 cumula-

tive 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 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 approv-

WITH PAR VALUE

Line No.	Name of lessor company (a)	Class of stock (b)	Par value per share (c)	Date issue was author- ized (d)	Par value of amount authorized (e)	Total par value out- standing at close of year (f)	Total par value nominally issued and nominally outstanding at close of year		
							In treasury (g)	Pledged as collateral (h)	In sinking or other funds (i)
1	East Penna.		\$	\$	\$	\$	\$	\$	\$
2	R.R. Co.	Common	50	Various	2,140,150	2,126,900			
3	Port Reading								
4	R.R. Co.	Common	100	Various	2,000,000	2,000,000			
5	Wilmington								
6	& Northern								
7	R.R. Co.	Common	50	4/3/1887	1,500,000	1,500,000			
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									

251. CAPITAL STOCK—Concluded

al 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 offices 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*.

Total par value actually outstanding (j)	Without Par Value					Number of shares nominally issued and nominally outstanding at close of year			Line No.
	Class of stock (k)	Date issue was authorized (l)	Number of shares authorized (m)	Number of shares outstanding at close of year (n)	In treasury (o)	Pledged as collateral (p)	In sinking or other funds (q)		
\$ 2,126,900									1
2,000,000									2
1,500,000									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

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 date of the authorization by the public authority under whose control such issue

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)
(a)	(b)	(c)	(d)	(e)	
1				\$	\$
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12		None			
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			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 here under, including names of parties to contracts and

253. CAPITAL STOCK CHANGES DURING THE YEAR—Concluded

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 reacquisition of stock that was actually outstanding should be given in columns (a), (i), and (j).

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

*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.

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 261 ON PAGES 38, 39, 40, AND 41

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 41, 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 reacquisition 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 (a)	Nominal date of issue (b)	Date of maturity (c)	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? (AN- SWER "YES or NO")	
				Rate per cent per annum (current year) (d)	Date due (e)	Conversion (f)	Call prior to maturity, other than for sinking fund (g)	Sinking fund (h)	First lien (i)	Junior to first lien (j)
1	1-A The Port Reading Railroad Co.									
2	First Mortgage Bonds	1-1-1891	1-1-1981 3 3/4	Jan July	No	Yes	No	Yes	No	
3										
4	1-A The Wilmington and Northern									
5	Railroad Company									
6	First Mortgage Bonds	12-1-1887	12-1-1977 4 1/2	June 1	No	Yes	No	Yes	No	
7	General Mortgage Bonds	8-1-1892	8-1-1982 5	Dec 1 Feb 1	No	No	No	No	Yes	
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										
										Grand Total

261. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		AMOUNT NOMINALLY ISSUED AND—		Canceled	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.	
		Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P": matured by symbol "M")	Total amount nominally and actually issued		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 treasury or pledged (Identify pledged securities by symbol "P": matured by symbol "M")	Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	
(k)	Junior to first lien	(l)	(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)
		\$	\$	\$		\$	\$	\$	\$	\$	
		1,500,000				1,500,000	1,500,000				
		516,000				516,000	162,500		353,500		1
-		462,000	17,000(P)			445,000			445,000		2
		978,000	17,000			961,000	162,500		798,500		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

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 38)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
	(a)	(v)	(w)	(x)	(y)
1	1-A. The Port Reading Railroad Co.	\$	\$	\$	\$
2	First Mortgage Bonds				
3					
4	1-A. The Wilmington and Northern				
5	Railroad Company				
6	First Mortgage Bonds	15,907		15,907	
7	General Mortgage Bonds	22,250		22,250	
8	Total	38,157		38,157	
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	Grand Total				

261. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

Purpose of the issue and authority (z)	SECURITIES ISSUED DURING YEAR				SECURITIES REACQUIRED DURING YEAR		Line No.	
	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)			
	\$	\$	\$	\$	\$			
					500,000	500,000	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	
	Grand Total							

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), (v), and (d), 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 out-standing (from schedule 261) (b)	Nominal rate of interest (from schedule 261) (c)	AMOUNT OF INTEREST	
				Maximum amount payable, if earned (d)	Amount actually pay- able under contin- gent interest provi- sions, charged to income for the year (e)
1		\$		\$	\$
2					
3					
4					
5					
6					
7					
8					
9					
10	None				
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	<u>East Pennsylvania Railroad Company</u>	<u>Reading Company</u>
2	<u>Wilmington and Northern Railroad Company</u>	<u>Reading Company</u>
3	<u>* Interest on \$61,500 Debenture Bonds. 5% Issue of October 16, 1907 held by Reading Company.</u>	
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		

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

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)	Line No.
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)		
\$	\$ 2,116,614	\$ 2,116,614	%	\$	\$	\$	1
	135,299	135,299	5	3,075*		3,075	2
							3
							4
							5
							6
							7
							8
							9
							10
							11
							12
							13
							14
							15
							16
							17
							18
							19
							20
							21
							22
							23
							24

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		(52) Locomotives	\$	\$	\$	\$	\$	\$	\$	\$
2		(53) Freight-train cars								
3		(54) Passenger-train cars								
4		(55) Highway revenue equipment								
5		(56) Floating equipment								
6		(57) Work equipment								
7		(58) Miscellaneous equipment								
8		Total								
9		(52) Locomotives								
10		(53) Freight-train cars								
11		(54) Passenger-train cars								
12		(55) Highway revenue equipment								
13		(56) Floating equipment								
14		(57) Work equipment								
15		(58) Miscellaneous equipment								
16		Total					None			
17		(52) Locomotives								
18		(53) Freight-train cars								
19		(54) Passenger-train cars								
20		(55) Highway revenue equipment								
21		(56) Floating equipment								
22		(57) Work equipment								
23		(58) Miscellaneous equipment								
24		Total								
25		(52) Locomotives								
26		(53) Freight-train cars								
27		(54) Passenger-train cars								
28		(55) Highway revenue equipment								
29		(56) Floating equipment								
30		(57) Work equipment								
31		(58) Miscellaneous equipment								
32		Total								
33		(52) Locomotives								
34		(53) Freight-train cars								
35		(54) Passenger-train cars								
36		(55) Highway revenue equipment								
37		(56) Floating equipment								
38		(57) Work equipment								
39		(58) Miscellaneous equipment								
40		Total								

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

285. ACCRUED DEPRECIATION—ROAD AND EQUIPMENT

equipment by each lessor company included in this report. A debit balance in column (c) and (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 Retirement (g)	Other debits (h)	Total debits (i)	
1		(52) Locomotives _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
2		(53) Freight-train cars _____								
3		(54) Passenger-train cars _____								
4		(55) Highway revenue equipment _____								
5		(56) Floating equipment _____								
6		(57) Work equipment _____								
7		(58) Miscellaneous equipment _____								
8		Total _____								
9		(52) Locomotives _____								
10		(53) Freight-train cars _____								
11		(54) Passenger-train cars _____								
12		(55) Highway revenue equipment _____								
13		(56) Floating equipment _____								
14		(57) Work equipment _____								
15		(58) Miscellaneous equipment _____								
16		Total _____					None			
17		(52) Locomotives _____								
18		(53) Freight-train cars _____								
19		(54) Passenger-train cars _____								
20		(55) Highway revenue equipment _____								
21		(56) Floating equipment _____								
22		(57) Work equipment _____								
23		(58) Miscellaneous equipment _____								
24		Total _____								
25		(52) Locomotives _____								
26		(53) Freight-train cars _____								
27		(54) Passenger-train cars _____								
28		(55) Highway revenue equipment _____								
29		(56) Floating equipment _____								
30		(57) Work equipment _____								
31		(58) Miscellaneous equipment _____								
32		Total _____								
33		(52) Locomotives _____								
34		(53) Freight-train cars _____								
35		(54) Passenger-train cars _____								
36		(55) Highway revenue equipment _____								
37		(56) Floating equipment _____								
38		(57) Work equipment _____								
39		(58) Miscellaneous equipment _____								
40		Total _____								

41		(52) Locomotives _____						
42		(53) Freight-train cars _____						
43		(54) Passenger-train cars _____						
44		(55) Highway revenue equipment _____						
45		(56) Floating equipment _____						
46		(57) Work equipment _____						
47		(58) Miscellaneous equipment _____						
48		Total _____						
49		(52) Locomotives _____						
50		(53) Freight-train cars _____						
51		(54) Passenger-train cars _____						
52		(55) Highway Revenue Equipment _____						
53		(56) Floating equipment _____						
54		(57) Work equipment _____						
55		(58) Miscellaneous equipment _____						
56		Total _____						None
57		(52) Locomotives _____						
58		(53) Freight-train cars _____						
59		(54) Passenger-train cars _____						
60		(55) Highway revenue equipment _____						
61		(56) Floating equipment _____						
62		(57) Work equipment _____						
63		(58) Miscellaneous equipment _____						
64		Total _____						
65		(52) Locomotives _____						
66		(53) Freight-train cars _____						
67		(54) Passenger-train cars _____						
68		(55) Highway revenue equipment _____						
69		(56) Floating equipment _____						
70		(57) Work equipment _____						
71		(58) Miscellaneous equipment _____						
72		Total _____						
73		(52) Locomotives _____						
74		(53) Freight-train cars _____						
75		(54) Passenger-train cars _____						
76		(55) Highway revenue equipment _____						
77		(56) Floating equipment _____						
78		(57) Work equipment _____						
79		(58) Miscellaneous equipment _____						
80		Total _____						

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)	East Penna. R.R. (b) Co.	Port Reading R.R. (c) Co.	Wilm. & Nor. R.R. (d) Co.	(e)
	Credits	\$ None	\$ 226,355	\$ 767,883	\$
1	Balances at beginning of year	{ Accrued depreciation-Road Accrued depreciation-Miscellaneous physical property			
2	Road property (specify):				
3	Engineering		1,404	1,511	
4	Grading		212	971	
5	Bridges, Trestles & Culverts		10,359	14,051	
6	Fences, Snowsheds & Signs		92	393	
7	Station & Office Bldgs.		948	3,753	
8	Roadway Bldgs.		63	122	
9	Water Stations		77	-	
10	Fuel Stations		-	267	
11	Shops & Enginehouses		972	1,240	
12	Wharves & Docks		-	3,648	
13	Coal & Ore Wharves		2,865	-	
14	TOFC/COFC Terminals		328	-	
15	Communication Systems		870	1,162	
16	Signals & Interlockers		2,258	4,225	
17	Power Plants		110	-	
18	Power Transmission Systems		364	110	
19	Misc. Structures		328	8	
20	Public Impr.-Construction		1,707	1,497	
	Miscellaneous physical property (specify):				
21	Shop Machinery		174	668	
22	Power Plant Machinery		425	-	
	TOTAL CREDITS	None	23,556	33,626	
	Debits				
26	Road property (specify):				
26	Engineering		30	1,399	
27	Grading		(12,516)	1,068	
28	Bridges, Trestles & Culverts		77,620	8,670	
29	Fences, Snowsheds & Signs		(2,398)	-	
30	Station & Office Bldgs.		-	10,867	
31	Water Stations		2,011	-	
32	Shops & Enginehouses		37,286	-	
33	Coal & Ore Wharves		(63,052)	-	
34	TOFC/COFC Terminals		(1,159)		
35	Communications Systems		-	32	
36	Signals & Interlockers		256	400	
37	Power Plants		2,947	-	
38	Power Transmission Systems		5,204	-	
39	Misc. Structures		(26,162)	-	
40	Shop Machinery		(1,865)	-	
41	Power Plant Machinery		(11,315)		
	Miscellaneous physical property (specify):				
	TOTAL DEBITS	None	6,887	22,436	
50	Balances at close of year	{ Accrued depreciation-Road Accrued depreciation-Miscellaneous physical property	None	243,024	779,073

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
						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

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								
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								

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) and (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	East Pennsylvania Railroad Company	Capital Stock	3		368,550	11,056	See	3rd Tues.	
2		Capital Stock	3		368,550	11,057	Note A	Jan.July	
3									
4									
5									
6	Note A: Dividends are payable by Reading Company as rent for the East Pennsylvania property and are being deferred during Reading Company's reorganization.								
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									
61									

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 operation," and 535, "Taxes on miscellaneous operating property," in respondent's Income Account for the Year. If not, differences should be explained in a footnote.

Line No.	Designation and location of property or plant, character of business, and title under which held (a)	Total revenue during the year (b)	Total expenses during the year (c)	Total taxes applicable to the year (d)
1		\$	\$	\$
2	None			
3				
4				
5				
6				
7				
8				
9				
10				
	Total			

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
		\$	\$	\$	\$	\$
1	A. Other Than U. S. Government Taxes (Enter names of States)					
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	Total—Other than U. S. Government taxes	=====	=====	=====	=====	=====
	B. U. S. Government Taxes					
27	Income taxes	=====	=====	=====	=====	=====
28	Old-age retirement	=====	=====	=====	=====	=====
29	Unemployment insurance	=====	=====	=====	=====	=====
30	All other United States taxes	=====	=====	=====	=====	=====
31	Total—U. S. Government taxes	=====	=====	=====	=====	=====
32	GRAND TOTAL—Railway Tax Accruals (account 532)	=====	=====	=====	=====	=====

350. RAILWAY TAX ACCRUALS-Continued

C. Analysis of Federal Income Taxes

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

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

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

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

5. The total of line 10 in columns (c) and (d) should agree with the total of the contra charges (credits) to account 533, Provision for deferred taxes, and account 591, Provision for deferred taxes - extraordinary and prior period items, for the current year.

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

Name of Lessor

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year Bal- ance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)		None		
6					
7					
8					
9	Investment tax credit				
10	TOTALS				

Name of Lessor

Line No.	Particula (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year- Balance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)		None		
6					
7					
8					
9	Investment tax credit				
10	TOTALS				

350. RAILWAY TAX ACCRUALS-Continued

Name of Lessor

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year Bal- ance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stocks, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9					
10	Investment tax credit	TOTALS	None		

Name of Lessor

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year Bal- ance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9					
10	Investment tax credit	TOTALS	None		

Name of Lessor

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year Bal- ance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9					
10	Investment tax credit	TOTALS	None		

NOTES & REMARKS

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 includable in account No. 509, "Income from lease of road and equipment."

ment.”

accrued, give particulars in a footnote.

Line No.	DESCRIPTION OF ROAD			Name of present leaseholder (d)	RENT ACCRUED DURING YEAR		
	Name of lessor company (a)	Termini (b)	Length (c)		Total (e)	Depreciation (f)	All other (Account 509) (g)
1	East Pennsylvania Railroad Company	Reading to Allentown, Pennsylvania			\$	\$	\$
2			35.81	Reading Company	22,113		
3							
4	Port Reading Railroad Company	Manville to Port Reading, New Jersey	20.31	Reading Company	None*		
5							
6							
7	Wilmington & Northern Railroad Company	Wilmington, Delaware to Highs Farm, Pennsylvania	82.96	Reading Company	41,232		
8							
9							
10							
11							
12							
13	* On January 2, 1974, the remaining \$500,000 par value of outstanding 3 3/4% First Mortgage Bonds were retired.						
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							
31							
32							
33							
34							
35							
36							
37							

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.

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 includable 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 cov-

Line No.	Name of leaseholder (a)	Name of lessor company (b)	Total rent accrued during year (c)
1			\$
2			
3			
4			
5			
6		None	
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 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 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 Com-

NOTE.—Only changes during the year are required.

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				\$	\$
2					
3					
4					
5					
6					
7			None		
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					



418501 ANNUAL REPORT 1974 R-4 RAILROAD LESSOR 1-2 of 2
READING CO-LESSORS

383. RENTS FOR LEASED ROADS AND EQUIPMENT—Concluded

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

383A. ABSTRACT OF LEASEHOLD CONTRACTS—Concluded

mission'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 \$10,000 or more should be stated; items less than \$10,000 may be combined in a single entry, designated "Minor items, each less than \$10,000."

Line No.	Name of lessor company (a)	Account No. (b)	Item (c)	Debit (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					

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	East Pennsylvania Railroad Company	Reading, Pennsylvania to Allentown, Penn.	35.81	27.60	8	6.28	3.08	13.04	85.81
2	Port Reading Railroad Company	Manville, New Jersey, to Port Reading, New Jersey	20.31	0	12.71	1.29	9.67	43.98	
3	Wilmington & Northern Railroad Company	Wilmington, Delaware to Highs Farm, Pennsylvania	82.96	3	16.79	2.42	18.45	120.62	
4									
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)

Line No.	Name of road	(Enter names of States or Territories in the column headings)				Total
		Penna.	N.Jersey	Delaware		
25	East Penna. R.R.Co.	35.81				35.81
26						
27	Port Reading RR Co.		20.31			20.31
28						
29	Wilm.& Nor. R.R.Co.	62.09		20.87		82.96
30						
31						

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 col-

umn 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		None		

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

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.

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

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

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 em- ployees (c)	Total em- ployees (d)	Executives, general officers, and staff assistants (e)	Other employees (f)	Total compensation (g)
1					\$	\$	\$
2							
3	The respondents are leased lines of Reading Company and their officers are also officers of Reading Company and their time on duty and compensation are included in the report of that Company. It is impractical to assign a portion of their time on duty and compensation to the respondents for the reason that their duties in relation to organization matters are negligible.						
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 \$40,000 or more during the year as compensation for current or past services over and above necessary expenses incurred in discharge of their duties.

...em 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.

If more convenient, this schedule may be filled out for a group of roads considered as one sys-

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)
1				\$	\$	
2						
3						
4						
5	See Schedule 561.					
6						
7						
8						
9						
10						

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 \$10,000 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.

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.

Payments for services which both as to their nature and amount may reasonably be regarded as

Line No.	Name of lessor company (a)	Name of recipient (b)	Nature of service (c)	Amount of payment (d)	Remarks (e)
1				\$	
2					
3					
4			None		
5					
6					
7					
8					
9					
10					

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 \$10,000 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."

None

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.

591. CHANGES DURING THE YEAR

2. For changes in miles of road, give dates of beginning or abandonment of operation. 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 (b)	Main (M) or branch (B) line (c)	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks (h)	Miles of yard switching tracks (i)	Total (j)
				Miles of road (d)	Miles of second main track (e)	Miles of all other main tracks (f)	Miles of passing tracks, cross- overs, and turn- outs (g)			
1										
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13										
14										
Total Increase										

DECREASES IN MILEAGE

15	1	Port Reading Railroad Company						.03	.22	.25
16										
17	1	Wilmington and Northern Railroad Company						.11	.03	.53
18										
19										
20										
21										
22										
23										
24										
25										
26										
27										
28										
29										
Total Decrease										

If returns under Inquiry No. 1 on page 64 include any first main track owned by respondent or its proprietary companies representing new construction or permanent abandonment give the following particulars:

Line No.	Name of lessor company (a)	OWNED BY RESPONDENT		OWNED BY PROPRIETARY COMPANIES		
		MILES OF ROAD		Name of proprietary company (d)	MILES OF ROAD	
		Constructed (b)	Abandoned (c)		Constructed (e)	Abandoned (f)
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						

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

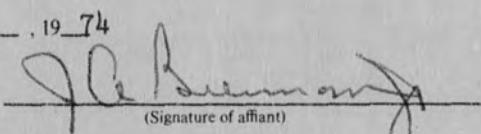
(To be made by the officer having control of the accounting of the respondents)

State of Pennsylvania
County of Philadelphia } ss:
J. A. Brennan, Jr. makes oath and says that he is
(Insert here the name of the affiant) Vice President-Finance
and Comptroller.
(Insert here the official title of the affiant)

of The East Pennsylvania Railroad Company
(Insert here the exact legal titles or names of the respondents)
The Port Reading Railroad Company
The Wilmington and Northern Railroad Company

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, 1974, to and including December 31, 1974

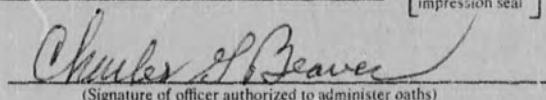


(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 27th day of March, 19 75.

My commission expires January 4, 1978.

[Use an
L. S.
impression seal]



(Signature of officer authorized to administer oaths)

VERIFICATION—Concluded

SUPPLEMENTAL OATH

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

State of PENNSYLVANIACounty of PHILADELPHIA

{ ss:

C. E. Bertrand Makes oath and says that he is President
 (Insert here the name of the affiant) (Insert here the official title of the affiant)
 of The East Pennsylvania Railroad Company
 (Insert here the exact legal titles or names of the respondent(s))
The Port Reading Railroad Company
The Wilmington and Northern Railroad Company

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 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, 1974, to and including December 31, 1974

(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 27th day of March, 19 75

My commission expires January 4, 1978. [Use an
L. S.
impression seal]

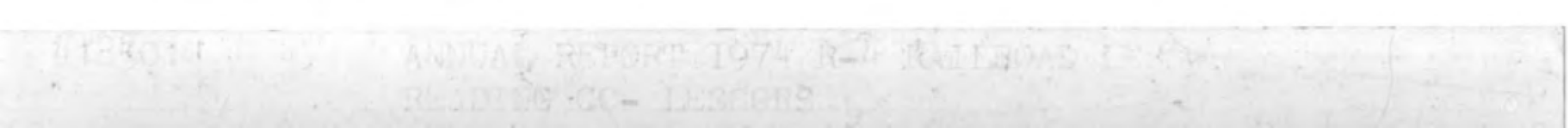
(Signature of officer authorized to administer oaths)

CORRESPONDENCE

CORRECTIONS

INDEX

Page No.		Page No.	
Abstract of terms and conditions of leases	57	Disposed of during year	24-29
Abstracts of leasehold contracts	58, 59	Made during year	24-29
Additions and betterments, etc.—Investment in, made during year	18, 19	Of affiliated companies	24-27
Advances to other companies—Investment	24, 25, 29	Other	28, 29
Affiliated companies, Investments in	24-27	 	
Amounts payable to	42, 43	Leasehold contracts—Abstracts of	58, 59
Agreements, contracts, etc	63	Leases—Abstract of terms and conditions of	57
Amounts payable to affiliated companies	42, 43	Long-term debt due within one year	38-40
 Balance sheet	8-13	In default	38-40
 Capital stock outstanding	32, 33	 Mileage at close of year	60, 61
Changes during year	34, 35	By States and Territories	60, 61
Consideration received for issues during year	34, 35	Changes during year	64, 65
Issued during year	34, 35	Of road constructed and abandoned	64, 65
Liability for conversion	34, 35	Miscellaneous, Physical property—Depreciation rates	50, 51
Names of security holders	3	Reserve	48, 49
Number of security holders	2	Physical properties operated during the year	53
Retired or canceled during year	34, 35	 Oaths	66, 67
Value per share	32, 33	Officers, compensation of	62
Voting power of five security holders	3	Principal	6, 7
Total	2	 Payments for services rendered by other than employees	62
Compensation and service, employees	62	Physical property—Miscellaneous, depreciation rates	50, 51
Consideration for funded debt issued or assumed	41	Reserve	48, 49
For stocks actually issued	34, 35	Proprietary companies	20, 21
Contracts—Abstracts of leasehold	57	Purposes for which funded debt was issued or assumed during year	41
Contracts, agreements, etc	63	Of stocks actually issued	34, 35
Control over respondent	2	 Receivers' and trustees' securities	38-40
Conversion of securities of other companies—Stock liability for	34, 35	Rent for leased road and equipment	58, 59
 Debt, funded, unmatured	38-40	Retained income	17A, 17B
Changes during year	41	Miscellaneous items for the year in	58, 59
Consideration received for issues during year	41	Road and equipment—Investment in	18-21
Issued during year	41	Depreciation base equipment owned	44, 45
Retired or canceled during year	41	Rates (road)	50, 51
In default	38-40	Reserve	46-49
Other due within one year	38-40	Road at close of year	60, 61
Depreciation base—Equipment owned	44, 45	By States and Territories	60, 61
Rates—Road and miscellaneous physical property	50, 51	Changes during year	64, 65
Reserve—Equipment owned	46, 47	Constructed and abandoned	64, 65
Reserve—Road and miscellaneous physical property	48, 49	 Securities, advances, and other intangibles owned or controlled through nonoperating	
Director	4, 5	subsidiaries	30, 31
Compensation of	62	Investments in, disposed of during the year	24-29
Dividend appropriations	52, 53	Made during the year	24-29
 Employees, service, and compensation	62	Of affiliated companies—Investment in	24-27
Equipment owned—Depreciation base	44, 45	Other—Investment in	28-29
Reserve	46, 47	Stock liability for conversion of	34, 35
 Funded debt outstanding, matured and unmatured	38-40	Selected items in income and retained income	58, 59
Changes during year	41	Service and compensation, employees	62
Consideration received for issues during year	41	Services rendered by other than employees—Payments for	62
Issued during year	41	 Stock outstanding	32, 33
Other due within one year	38-40	Changes during year	34, 35
Retired or canceled during year	41	Consideration received for issues during year	34, 35
 Identity of respondent	2	Issued during year	34, 35
Income account for the year	14-17	Liability for conversion	34, 35
Miscellaneous items in	58, 59	Names of security holders	3
From investments in affiliated companies	24, 25	Number of security holders	2
Other	28, 29	Retired or canceled during year	34, 35
Lease of road and equipment	56, 57	Value per share	32, 33
Instructions regarding the use of this report form	1	Voting power of five security holders	3
Intangibles owned or controlled through nonoperating subsidiaries	30, 31	Total	2
Interest accrued on unmatured funded debt	40	 Taxes on miscellaneous operating property	14, 15
Amounts payable to affiliated companies	42, 43	Railroad property	54
Receivers' and trustees' securities	40	Miscellaneous accruals	14, 15
In default	10, 11	Tracks owned or controlled at close of year	60, 61
Investment in road and equipment	18, 19	 Unmatured funded debt	38-40
Of proprietary companies	20, 21	 Verification	66, 67
Gross charges during year	18, 19	Voting powers	2, 3
Net charges during year	18, 19		
Investments in Common Stocks of Affiliated Companies	27A, 27B		
Investments in securities, adjustment of book values	64, 65		
Controlled through nonreporting subsidiaries	30, 31		



418501

R- 4
RAILROAD LESSOR

annual report

INTERSTATE
COMMERCE COMMISSION
CLASSIFIED

MAR 30 1975

ADMINISTRATIVE SERVICES
MAIL BRANCH

125180100READINGCO^ 1
READING CO - LESSORS
READING TERMINAL
12TH & MARKET STS
PHILADELPHIA, PA. 19107

418501

LESSOR

Correct name and address if different than shown.

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



to the
Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1974

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 1.

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, type-written 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.

6. Money items, except averages, throughout the annual report form should be shown in Whole Dollars adjusted to accord with footings. Totals for amounts reported in subsidiary accounts included in supporting schedules must be in agreement with related primary accounts.

7. 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.

8. Railroad corporations, mainly distinguished as operating companies and lessor companies, are for the purpose of report to the Interstate Commerce Commission divided into classes. An *operating company* is one whose officers direct the business of transportation and whose books contain operating as well as financial accounts; and a *lessor company*, the property of which being leased to and operated by another company, is one that maintains a separate legal existence and keeps financial but not operating accounts. (In making reports, lessor companies use Annual Report Form R-4).

Operating companies (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 R-1 is provided.)

Class II companies are those having annual operating revenues below \$5,000,000. (For this class, Annual Report Form R-2 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.

9. 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

ANNUAL REPORT

OF

LESSORS OF

(FULL NAME OF THE RESPONDENT)

READING COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1974

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

(Name) J. A. Brennan, Jr. (Title) Vice President-Finance and Comptroller.

(Telephone number) 215 WA 2-6100, Ext. 440.
(Area code) _____ (Telephone number) _____

(Office address) Reading Terminal, Philadelphia, Penn., 19107.
(Street and number, City, State, and ZIP code)

SPECIAL NOTICE

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

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

The following changes have been made to facilitate better reporting and analysis:

A table of contents has been added.

Schedules 300 and 305 have been repositioned to follow the Balance sheet, Schedule 200.

Pages 8 through 13:Schedule 200. General Balance Sheet

Account numbers 714, 744, 762 and 786 have been added to conform with the provisions of Docket No. 34178 (Sub-No. 2) Accounting for Income Taxes-Interperiod Tax Allocation (Deferred Taxes). Provision has also been made to report undistributed earnings from certain investments in account 721 in accordance with Docket No. 35949-The Equity Method of Accounting for Certain Long-Term Investments in Common Stocks.

Pages 14 through 17:Schedule 300. Income Account for the Year.

In accordance with Docket No. 34178 (Sub-No. 2) account numbers 533 and 591 have been added. Also, in conformity with Docket No.

35949, provision has been made to report equity in earnings (losses) of affiliated companies: Account 590 has been amended to read, "Income taxes on extraordinary and prior period items" and a footnote added to show the effect of deferred taxes on prior years' net income as reported in annual reports to the Commission.

Pages 17A and 17B:Schedule 305. Retained Income-Unappropriated

This schedule has been revised in accordance with Docket No. 35949.

Pages 27A and 27B:Investments in Common Stocks of Affiliated Companies

This schedule has been added to conform with the provisions of Docket No. 35949.

Pages 54, 55, and 55A: Schedule 350. Railway Tax Accruals. C. Analysis of Federal Income Taxes.

This schedule has been revised to incorporate interperiod tax allocation in accordance with the provisions of Docket No. 34178 (Sub-No. 2).

INSTRUCTIONS REGARDING THE USE OF THIS REPORT FORM

This annual report is arranged in columnar form so that it may include returns for a single lessor company, or for several lessor companies whose properties are leased to the same operating railway, provided that the books of account are under the general supervision of the same accounting office.

Separate returns are required to be shown for each lessor, the name of the reporting company to be entered in the box heading or in the column on the left of the several schedules, as may be applicable.

If the report is made for a single company, the exact corporate name should appear on the cover, title page, page 2, and in the oath and supplemental oath.

A report made for a number of lessor companies may show an appropriate designation, such as "Lessors of the _____ Railroad Company" on the cover and title page, but the oath and supplemental oath must be completed for each corporation, except as provided therein.

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.

Names of lessor companies included in this report

East Pennsylvania Railroad Company

The Port Reading Railroad Company

The Wilmington and Northern Railroad Company

Name of lessor companies that file separate reports

The Allentown Terminal Railroad Company

The Delaware and Bound Brook Railroad Company

The North Pennsylvania Railroad Company

The Philadelphia, Germantown and Norristown Railroad Company

The Plymouth Railroad Company

The Ironton Railroad Company*

* Jointly operated with The Lehigh Valley Railroad Company

108. STOCKHOLDERS REPORTS

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

Check appropriate box:

Two copies are attached to this report.

Two copies will be submitted _____
(date)

No annual report to stockholders is prepared.

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 "Compnay" only when they are parts of the corpo-

rate name. Be careful to distinguish between *railroad* and *railway*.

If receivers, trustee, 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 posses-

sion 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	East Pennsylvania R.R. Co.	5-26-1856	Penna.	Reading Company	83	114	42,538
2	The Port Reading Railroad Co.	11-05-1890	New Jersey	"	100	1	20,000
3	The Wilmington & Northern RR Co.	4-03-1877	Penna. & Delaware	"	100	11	30,000
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							

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 stock-holders. If any holder held in trust, give particulars of the trust in a footnote. In the case of voting trust agreements

give, as supplemental information on page 12 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	East Pennsylvania Railroad Company	Manufacturers Hanover Trust Co.-Trustee	35,313	Unis & Co.	1,000	Hershey Trust Co.-Trustee for Milton Hershey School	600	Joshua A. Rich	1,023	A. M. Laties	347
2											
3											
4											
5											
6	The Port Reading Railroad Company	"	20,000								
7											
8											
9	The Wilmington and Northern Railroad Company.	"	29,962	O.P.Benjamin	5 F. J. May	5 C.E.Bertrand	5	A.W.Hesse,Jr.	5		
10											
11											
12											
13											
14											
15											
16											
17											
18	* Certificate of unanimous consent executed by all stockholders in lieu of stockholders meeting consenting to the adoption of a resolution covering the election of Directors.										
19											
20											
21											
22											
23											
24											
25											
26											
27											
28											
29											
30											
31											
32											

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

INITIALS OF RESPONDENT COMPANIES

E. Penna. R.R. Co.	Pt. Reading* R.R.Co.	Wilmington &* North.R.R.Co.
35,313	20,000	30,000
1-11-71	10-14-74	5-06-74
Philadelphia	Philadelphia	Philadelphia

112. DIRECTORS

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

Line No.	Item	East Pennsylvania Railroad Company*	The Port Reading Railroad Company	The Wilmington and Northern Railroad Company
1	Name of director	A. W. Hesse, Jr.	C. E. Bertrand	C. E. Bertrand
2	Office address	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
3	Date of beginning of term	January 11, 1971	October 14, 1974	May 6, 1974
4	Date of expiration of term	January 12, 1975	October 13, 1975	May 5, 1975
5	Name of director	S.F.Hinkle-c/o Hershey		
6	Office address	Choc.Co., Hershey, Pa.		
7	Date of beginning of term	January 11, 1971		
8	Date of expiration of term	Jan. 12, 1975		
9	Name of director	H. T. Hallowell, Jr.	A. W. Hesse, Jr.	A. W. Hesse, Jr.
10	Office address	Jenkintown, Pa.	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
11	Date of beginning of term	January 11, 1971	October 14, 1974	May 6, 1974
12	Date of expiration of term	January 12, 1975	October 13, 1975	May 5, 1975
13	Name of director	G. J. Rafkind	O. P. Benjamin,	F. J. May
14	Office address	New York, N.Y.	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
15	Date of beginning of term	January 11, 1971	October 14, 1974	May 6, 1974
16	Date of expiration of term	January 12, 1975	October 13, 1975	May 5, 1975
17	Name of director	O. P. Benjamin,	F. J. May,	O. P. Benjamin,
18	Office address	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
19	Date of beginning of term	January 11, 1971	October 14, 1974	May 6, 1974
20	Date of expiration of term	January 12, 1975	October 13, 1975	May 5, 1975
21	Name of director	2 Vacancies	J. A. Brennan, Jr.,	J. E. Frick,
22	Office address		Rdg.Term'l, Phila.Pa.	Rdg.Term'l, Phila.Pa.
23	Date of beginning of term		October 14, 1974	May 6, 1974
24	Date of expiration of term		October 13, 1975	May 5, 1975
25	Name of director			J. S. Warden,
26	Office address			Rdg.Term'l, Phila.Pa.
27	Date of beginning of term			May 6, 1974
28	Date of expiration of term			May 5, 1975
29	Name of director			1 Vacancy
30	Office address			
31	Date of beginning of term			
32	Date of expiration of term			
33	Name of director	* No meeting of stockholders held		
34	Office address	since January 11, 1971.		
35	Date of beginning of term			
36	Date of expiration of term			
37	Name of director			
38	Office address			
39	Date of beginning of term			
40	Date of expiration of term			
41	Name of director			
42	Office address			
43	Date of beginning of term			
44	Date of expiration of term			
45	Name of director			
46	Office address			
47	Date of beginning of term			
48	Date of expiration of term			
49	Name of director			
50	Office address			
51	Date of beginning of term			
52	Date of expiration of term			
53	Name of director			
54	Office address			
55	Date of beginning of term			
56	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

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	East Pennsylvania Railroad Company	The Port Reading Railroad Company	The Wilmington and Northern Railroad Company
1	Name of general officer	C. E. Bertrand	C. E. Bertrand	C. E. Bertrand
2	Title of general officer	President	President	President
3	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
4	Name of general officer	A. M. Arnold,	A. W. Hesse, Jr.,	A. W. Hesse, Jr.,
5	Title of general officer	Secretary & Treasurer	Vice President-Law,	Vice President-Law,
6	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
7	Name of general officer	O. P. Benjamin,	A. M. Arnola,	A. M. Arnold,
8	Title of general officer	Vice Pres.-Traffic,	Secretary & Treasurer,	Secretary & Treasurer
9	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
10	Name of general officer	J. P. Clark,	O. P. Benjamin,	O. P. Benjamin,
11	Title of general officer	Dir. of Real Estate,	Vice Pres.-Traffic,	Vice Pres.-Traffic,
12	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
13	Name of general officer	A. M. Poletynski,	J. P. Clark,	J. P. Clark,
14	Title of general officer	Asst. Trea. & Asst. Sec.	Dir. of Real Estate,	Dir. of Real Estate,
15	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
16	Name of general officer	A. W. Hesse, Jr.,	A. M. Poletynski,	A. M. Poletynski,
17	Title of general officer	Vice Pres. & Gen. Counsel	Asst. Treas. & Asst. Sec.	Asst. Treas. & Asst. Sec.
18	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
19	Name of general officer	T. J. Giblin,	F. J. May,	F. J. May,
20	Title of general officer	Asst. General Auditor,	Vice Pres. Oper. & Maint.	Vice Pres.-Oper. & Maint.
21	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
22	Name of general officer	E. C. Lawson,	L. W. Fogg, Jr.	L. W. Fogg, Jr.
23	Title of general officer	Chief Engineer,	General Counsel,	General Counsel,
24	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
25	Name of general officer	L. W. Fogg, Jr.	T. J. Giblin,	T. J. Giblin,
26	Title of general officer	General Counsel,	Comptroller,	Comptroller,
27	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
28	Name of general officer	J. A. Brennan, Jr.,	R. A. Sutherland,	R. A. Sutherland,
29	Title of general officer	V.P.-Fin. & Compt.	Asst. Comptroller,	Asst. Comptroller,
30	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
31	Name of general officer	T. J. Giblin,	M. Miller,	M. Miller,
32	Title of general officer	Asst. V.P.-Fin. & Compt.	Manager-Taxes & Ins.,	Manager-Taxes & Ins.,
33	Office address	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.	Rdg. Term'l, Phila. Pa.
34	Name of general officer	M. Miller,		
35	Title of general officer	Director-Taxes & Ins.,		
36	Office address	Rdg. Term'l, Phila. Pa.		
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			

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

Show hereunder the asset side of the balance sheet at close of year of 1 lessor companies in the column headlines. For instructions covering this each lessor company included in this report, entering the names of the 01850 1 018502 018503 Accounts in

Line No.	Account (a)	East Penna. R.R. (b) Co.	Pt. Reading R.R. (c) Co.	Wilmington & Norw RRCo.	(e)
1	CURRENT ASSETS	\$ 299	\$ 3,610	\$ 354	\$
2	(702) Temporary cash investments		325,000	265,000	
3	(703) Special deposits				
4	(704) Loans and notes receivable				
5	(705) Traffic, car-service and other balances--Debit				
6	(706) Net balance receivable from agents and conductors				
7	(707) Miscellaneous accounts receivable		26,941	1,831	
8	(708) Interest and dividends receivable			12,134	
9	(709) Accrued accounts receivable				
10	(710) Working fund advances				
11	(711) Prepayments				
12	(712) Material and supplies				
13	(713) Other current assets				
14	(714) Deferred income tax charges (p. 55)				
15	Total current assets	299	355,551	279,319	
16	SPECIAL FUNDS				
17	(715) Sinking funds		3,613,521		
18	(716) Capital and other reserve funds				
19	(717) Insurance and other funds		3,613,521		
20	INVESTMENTS				
21	(721) Investments in affiliated companies (pp. 24 to 27)	1,302	680,825		
22	Undistributed earnings from certain investments in account 721 (27A and 27B)				
23	(722) Other investments (pp. 28 and 29)				
24	(723) Reserve for adjustment of investment in securities—Credit		1,302	680,825	
25	Total investments (accounts 721, 722 and 723)				
26	PROPERTIES				
27	(731) Road and equipment property (pp. 18 and 19):				
28	Road	4,652,075	2,823,044	5,755,032	
29	Equipment				
30	General expenditures	145,356	117,153	277,566	
31	Other elements of investment	(339,239)	704,404	(1,791,784)	
32	Construction work in progress			5,375	
33	Total road and equipment property	4,458,192	3,644,601	4,246,189	
34	(732) Improvements on leased property (pp. 18 and 19):				
35	Road		251,731		
36	Equipment				
37	General expenditures		9,284		
38	Total improvements on leased property		261,015		
39	Total transportation property (accounts 731 and 732)	4,458,192	3,905,616	4,246,189	
40	(735) Accrued depreciation—Road and Equipment		243,024	779,073	
41	(736) Amortization of defense projects—Road and Equipment				
42	Recorded depreciation and amortization (accts 735 and 736)		243,024	779,073	
43	Total transportation property less recorded depreciation and amortization (line 35 less line 38)	4,458,192	3,662,592	3,467,116	
44	(737) Miscellaneous physical property		16,042	459	
45	(738) Accrued depreciation—Miscellaneous physical property				
46	Miscellaneous physical property less recorded depreciation		16,042	459	
47	Total properties less recorded depreciation and amorti- zation (line 39 plus line 42)	4,458,192	3,678,634	3,467,575	
48	OTHER ASSETS AND DEFERRED CHARGES				
49	(741) Other assets	558,936	405,436	4,972	
50	(742) Unamortized discount on long-term debt				
51	(743) Other deferred charges				
52	(744) Accumulated deferred income tax charges (p. 55)				
53	Total other assets and deferred charges	558,936	405,436	4,972	
	TOTAL ASSETS	5,018,729	8,733,967	3,751,866	
	ITEMS EXCLUDED ABOVE				
	The above returns exclude respondent's holdings of its own issues of securities as follows:				
50	(715) Sinking funds				
51	(716) Capital and other reserve funds				
52	(703) Special deposits				
53	(717) Insurance and other funds				

200. GENERAL BALANCE SHEET—ASSET SIDE—Continued

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
						52
						53

200. 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 Systems 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.

018501 018502 018503

Line No.	Account (a)	East Penna. R.R. (b) Co.	Pt. Reading R.R. (c) Co.	Wilm. & Nor. R.R. (d) Co.	(e)
CURRENT LIABILITIES					
54	(751) Loans and notes payable	\$	\$	\$	\$
55	(752) Traffic, car-service and other balances—Credit				
56	(753) Audited accounts and wages payable				
57	(754) Miscellaneous accounts payable		150		
58	(755) Interest matured unpaid			1,538	
59	(756) Dividends matured unpaid				
60	(757) Unmatured interest accrued			10,596	
61	(758) Unmatured dividends declared				
62	(759) Accrued accounts payable				
63	(760) Federal income taxes accrued				
64	(761) Other taxes accrued				
65	(762) Deferred income tax credits (v. 55)				
66	(763) Other current liabilities				
67	Total current liabilities (exclusive of long-term debt due within one year)		150	12,134	
LONG-TERM DEBT DUE WITHIN ONE YEAR					
68	(764) Equipment obligations and other debt (pp. 38, 39, 40, and 41)				
LONG-TERM DEBT DUE AFTER ONE YEAR					
69	(765) Funded debt unmatured			798,500	
70	(766) Equipment obligations	{ pp. 38			
71	(767) Receivers' and Trustees' securities	{ 39,40			
72	(768) Debt in default	{ and 41			
73	(769) Amounts payable to affiliated companies (pp. 42 and 43)	2,116,614		135,299	
74	Total long-term debt due after one year	2,116,614		933,799	
RESERVES					
75	(771) Pension and welfare reserves				
76	(772) Insurance reserves				
77	(774) Casualty and other reserves				
78	Total reserves				
OTHER LIABILITIES AND DEFERRED CREDITS					
79	(781) Interest in default (p. 40)				
80	(782) Other liabilities	77,396			
81	(783) Unamortized premium on long-term debt				
82	(784) Other deferred credits				
83	(785) Accrued depreciation—Leased property				
84	(786) Accumulated deferred income tax credits (p. 55)				
85	Total other liabilities and deferred credits	77,396			
SHAREHOLDERS EQUITY					
Capital stock (Par or stated value)					
86	(791) Capital stock issued:				
	Common stock (pp. 32 and 33)	2,126,900	2,000,000	1,500,000	
87	Preferred stock (pp. 32 and 33)				
88	Total capital stock issued	2,126,900	2,000,000	1,500,000	
89	(792) Stock liability for conversion (pp. 34 and 35)				
90	(793) Discount on capital stock				
91	Total capital stock	2,126,900	2,000,000	1,500,000	
Capital Surplus					
92	(794) Premiums and assessments on capital stock				
93	(795) Paid-in surplus				
94	(796) Other capital surplus				
95	Total capital surplus				
Retained Income					
96	(797) Retained income—Appropriated	25,154	822,856		
97	(798) Retained income—Unappropriated (pp. 17A and 17B)	672,665	5,910,961	1,305,933	
98	Total retained income	697,819	6,733,817	1,305,933	
99	Total shareholders' equity	2,824,719	8,733,817	2,805,933	
100	TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	5,018,729	8,733,967	3,751,866	

206. GENERAL BALANCE SHEET—LIABILITY SIDE—Continued

On page 22, give an abstract of the provisions of the lease bearing on the leased railroad property. If the leasehold contract contains no such respondent's liability to reimburse the lessee for improvements made on provisions, state that fact.

(f)	(g)	(h)	(i)	(j)	(k)	Line No.
\$	\$	\$	\$	\$	\$	
						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

200. GENERAL BALANCE SHEET—LIABILITY SIDE—Continued

018501 018502 018503

Line No.	Account (a)	East Penna. R.R. (b) Co.	Pt. Reading R.R. (c) Co.	Wilm. & Nor. R.R. (d) Co.	(e)
101	The above returns exclude respondent's holdings of its own issues as follows: (765) Funded debt unmatured _____	\$ _____	\$ _____	\$ _____	\$ _____
102	(767) Receivers' and trustees' securities _____				
103	(768) Debt in default _____				
104	(791) Capital stock _____				
SUPPLEMENTARY ITEMS					
105	Amount of interest matured unpaid in default for as long as 90 days: Amount of interest _____				
106	Amount of principal involved _____				
107	Investment carried in account No. 732, "Improvements on leased property," on the books of the lessee with respect to respondent's property _____	57,700	53,350	121,449	
<p>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 _____ \$ <u>None</u></p> <p>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 _____ \$ <u>None</u></p> <p>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 _____ \$ <u>None</u></p> <p>Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made _____ \$ <u>None</u></p>					

NOTES AND REMARKS

200. GENERAL BALANCE SHEET--LIABILITY SIDE--Concluded

(f)	(g)	(h)	(i)	(j)	(k)	Line No.
\$	\$	\$	\$	\$	\$	101
						102
						103
						104
						105
						106
						107

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.

2. All contra entries hereunder should be indicated in parenthesis.
3. Any unusual accruals involving substantial amounts included on lines 6 to 53, inclusive, should be fully explained in a footnote.

018501 018502 018503

Line No.	Item (a)	Schedule No.	East Penna. R.R. (b) Co.	Pt. Reading R.R. (c) Co.	Wilm. & Nor. R.R. (d) Co.	(e)
ORDINARY ITEMS						
RAILWAY OPERATING INCOME						
1	(501) Railway operating revenues		\$	\$	\$	\$
2	(531) Railway operating expenses					
3	Net revenue from railway operations					
4	(532) Railway tax accruals (p. 54)	350				
5	(533) Provision for deferred taxes (p. 55)					
6	Railway operating income					
RENT INCOME						
7	(503) Hire of freight cars and highway revenue freight equipment-credit balance					
8	(504) Rent from locomotives					
9	(505) Rent from passenger-train cars					
10	(506) Rent from floating equipment					
11	(507) Rent from work equipment					
12	(508) Joint facility rent income					
13	Total rent income					
RENTS PAYABLE						
14	(536) Hire of freight cars and highway revenue freight equipment-debit balance					
15	(537) Rent for locomotives					
16	(538) Rent for passenger-train cars					
17	(539) Rent for floating equipment					
18	(540) Rent for work equipment					
19	(541) Joint facility rents					
20	Total rents payable					
21	Net rents (lines 13,20)					
22	Net railway operating income (lines. 6, 21)					
OTHER INCOME						
23	(502) Revenues from miscellaneous operations (p. 53)					
24	(509) Income from lease of road and equipment (p. 56)	371	22,113		41,232	
25	(510) Miscellaneous rent income					
26	(511) Income from nonoperating property					
27	(512) Separately operated properties-profit					
28	(513) Dividend income (from investments under cost only)					
29	(514) Interest income			32,258	20,097	
30	(516) Income from sinking and other reserve funds			359,827	3,144	
31	(517) Release of premiums on funded debt					
32	(518) Contributions from other companies					
33	(519) Miscellaneous income		392	39,716	18,272	
34	Dividend income (from investments under equity only)					
35	Undistributed earnings (losses)					
36	Equity in earnings (losses) of affiliated companies (lines 34, 35)					
37	Total other income		22,505	431,801	82,745	
38	Total income (lines 22, 37)		22,505	431,801	82,745	
MISCELLANEOUS DEDUCTIONS FROM INCOME						
39	(534) Expenses of miscellaneous operations (p. 53)					
40	(535) Taxes on miscellaneous operating property (p. 53)					
41	(543) Miscellaneous rents					
42	(544) Miscellaneous tax accruals					
43	(545) Separately operated properties-loss					
44	(549) Maintenance of investment organization					
45	(550) Income transferred to other companies		229	33,725	3,469	
46	(551) Miscellaneous income charges		229	33,725	3,469	
47	Total miscellaneous deductions		22,276	398,076	79,276	
48	Income available for fixed charges (lines 38, 47)					

300. INCOME ACCOUNT FOR THE YEAR—Continued

4. Line 28 includes only dividends from investments accounted for under the cost method. Line 34 includes only dividends accounted for under the equity method. Line 35 includes the undistributed earnings from investments accounted for under the equity method. Line 36 represents the earnings (losses) of investee companies accounted for under the equity method. Lines 34 and 35 should be included only once in the total on line 37.

(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

300. INCOME ACCOUNT FOR THE YEAR—Continued

018501 018502 018503

Line No.	Item (a)	Sched ule No.	East Penna. R.R. Co. (b)	Pt. Reading R.R. Co. (c)	Wilm.& Nor. R.R. Co. (d)	
	FIXED CHARGES		\$	\$	\$	\$
49	(542) Rent for leased roads and equipment (pp. 58 and 59)	383				
50	(546) Interest on funded debt: (a) Fixed interest not in default				41,232	
51	(b) Interest in default					
52	(547) Interest on unfunded debt					
53	(548) Amortization of discount on funded debt					
54	Total fixed charges				41,232	
55	Income after fixed charges (lines 48, 54)		22,276	398,066	38,044	
	OTHER DEDUCTIONS					
56	(546) Interest on funded debt: (c) Contingent interest					
57	Ordinary income (lines 55, 56)		22,276	398,076	38,044	
	EXTRAORDINARY AND PRIOR PERIOD ITEMS					
58	(570) Extraordinary items - Net Credit (Debit) (p. 58)	396				
59	(580) Prior period items - Net Credit (Debit) (p. 58)	396				
60	(590) Federal income taxes on extraordinary and prior period items - Debit (Credit) (p. 58)	396				
61	(591) Provision for deferred taxes: Extraordinary and prior period items					
62	Total extraordinary and prior period items Cr. (Dr.)					
63	Net Income transferred to Retained Income Unappropriated (lines 57, 52)	305	22,276	398,076	38,044	

INCOME ACCOUNT FOR THE YEAR - EXPLANATORY NOTES

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 \$ None.

(1) Indicate method elected by carrier, as provided in the Revenue Act of 1971, to account for the investment tax credit.

Flow-through _____ Deferral NOT APPLICABLE

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

(3) If deferral method was elected, indicate amount of investment tax credit utilized as a reduction of tax liability for current year _____ \$ _____.

Deduct amount of current year's investment tax credit applied to reduction of tax liability but deferred for accounting purposes, _____ \$ _____.

Balance of current year's investment tax credit used to reduce current year's tax accrual _____ \$ _____.

Add amount of prior years' deferred investment tax credits being amortized and used to reduce current year's tax accrual _____ \$ _____.

Total decrease in current year's tax accrual resulting from use of investment tax credits _____ \$ _____.

NOTES AND REMARKS

In accordance with Docket No. 34178 (Sub-No. 2), show below the effect of deferred taxes on prior years net income as reported in annual reports to the Commission. Debit amounts in columns (b) and (d), and credit amounts in column (c) should be indicated by parentheses.

Year (a)	E. Penna. R.R. Co. Net income as reported (b)	E. Penna. R.R. Co. Provision for deferred taxes (c)	E. Penna. R.R. Co. Adjusted net income (d)
1973	\$ 4,260	\$ None	\$ 4,260
1972	39,181	None	39,181
1971	21,921	None	21,921

	<u>Port Reading</u>	<u>Port Reading</u>	<u>Port Reading</u>
1973 ...	\$ 3,123,918	None	\$ 3,123,918
1972 ...	827,708	None	827,708
1971 ...	(5,972)	None	(5,972)
	<u>Wil. & Nor.</u>	<u>Wil. & Nor.</u>	<u>Wil. & Nor.</u>
1973 ...	\$ 190,862	None	\$ 190,862
1972 ...	11,499	None	11,499
1971 ...	8,349	None	8,349

300. INCOME ACCOUNT FOR THE YEAR—Concluded

(f)	\$	(g)	\$	(h)	\$	(i)	\$	(j)	\$	(k)	Line No.
											49
											50
											51
											52
											53
											54
											55
											56
											57
											58
											59
											60
											61
											62
											63

NOTES AND REMARKS - Concluded

305. RETAINED INCOME-UNAPPROPRIATED

1. Show hereunder the Retained Income 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 text pertaining to Retained Income Accounts in the Uniform System of Accounts

for Railroad Companies.

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

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

Line No.	Item (a)	East Pennsylvania R.R. (b)		Port Reading R.R. (c) Co.	
		(1)	(2)	(1)	(2)
1	Unappropriate retained income (1) and equity in undistributed earnings (losses) of affiliated companies (2) at beginning of year*	\$ 672,502		\$ 5,512,885	
CREDITS					
2	(602) Credit balance transferred from income (pp. 16 and 17)	300	22,276		398,076
3	(606) Other credits to retained income (p. 58)	396			
4	(622) Appropriations released				
5	Total		22,276		398,076
DEBITS					
6	(612) Debit balance transferred from income (pp. 16 and 17)	300			
7	(616) Other debits to retained income (p. 58)	396			
8	(620) Appropriation for sinking and other reserve funds				
9	(621) Appropriations for other purposes				
10	(623) Dividends (pp. 52 and 53)	308	22,113		
11	Total		22,113		
12	Net increase (decrease) during year*		163		398,076
13	Unappropriated retained income (1) and equity in undistributed earnings (losses) of affiliated companies (2) at end of year*		672,665		5,910,961
14	Balance from line 13(2)*		None	x x x x x	None
15	Total unappropriated retained income and equity in undistributed earnings (losses) of affiliated companies at end of year*		672,665	x x x x x	5,910,961
					x x x x x
Remarks					
16	Amount of assigned Federal income tax consequences:				
16	Account 606		None	x x x x x	None
17	Account 616		None	x x x x x	None

*Amount in parentheses indicates debit balance.

NOTES AND REMARKS

305. RETAINED INCOME—UNAPPROPRIATED—Concluded

4. Segregate in column (2) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 2 (line 6 if debit balance), column (2), should agree with line 36.

schedule 300. The total of columns (1) and (2), lines 2 and 6, should agree with line 63, schedule 300.

6. Include in column (1) only amounts applicable to Retained Income exclusive of any amounts included in column (2).

Wilmington & Northern R.R. (d) Co.		(e)		(f)		(g)		Line No.
(1)	(2)	(1)	(2)	(1)	(2)	(1)	(2)	
1,267,889								1
38,044								2
38,044								3
								4
								5
								6
								7
								8
								9
								10
								11
38,044								12
1,305,933								13
None	x x x x x		x x x x x		x x x x x		x x x x x	14
1,305,933	x x x x x		x x x x x		x x x x x		x x x x x	15
None	x x x x x		x x x x x		x x x x x		x x x x x	16
None	x x x x x		x x x x x		x x x x x		x x x x x	17

NOTES AND REMARKS

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 addition 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 account.

3. If during the year an individual charge of \$100.00 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.

018501

018502

018503

Line No.	Account (a)	East Penna.R.R.Co.		Pt.Reading R.R.Co.		Wilm.& Nor. R.R.Co.	
		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	\$ 197	197	\$ (93)	\$ (144)	\$ 597	\$ (1,363)
2	(2) Land for transportation purposes						(3,290)
3	(2 1/2) Other right-of-way expenditures			864	864		(8,494)
4	(3) Grading			3,044			
5	(5) Tunnels and subways						
6	(6) Bridges, trestles, and culverts				(899)	972	(7,841)
7	(7) Elevated structures						
8	(8) Ties	171			(510)	3,278	(1,092)
9	(9) Rails			18,699	17,720	3,498	(37)
10	(10) Other track material			6,285	5,316	10,958	3,404
11	(11) Ballast	4,102	4,102	(584)	(888)	26,845	26,010
12	(12) Track laying and surfacing			5,539	5,083	9,831	5,742
13	(13) Fences, snowsheds, and signs						(128)
14	(16) Station and office buildings	4,073	4,073				(10,868)
15	(17) Roadway buildings						
16	(18) Water stations						
17	(19) Fuel stations						
18	(20) Shops and enginehouses			93	491		
19	(21) Grain elevators						
20	(22) Storage warehouses						
21	(23) Wharves and docks						
22	(24) Coal and ore wharves				(1,119)		
23	(25) TOFC/COFC terminals	2,349	2,349	54	54		
24	(26) Communication systems						(32)
25	(27) Signals and interlockers	(6,720)	(6,720)			(16,369)	(16,378)
26	(29) Power plants						
27	(31) Power-transmission systems				(1,375)		
28	(35) Miscellaneous structures						
29	(37) Roadway machines						
30	(38) Roadway small tools						
31	(39) Public improvements--Construction						(115)
32	(43) Other expenditures - Road						
33	(44) Shop machinery			6,118	6,018	2,141	2,141
34	(45) Power-plant machinery	(186)	(186)	39	78		
35	Other (Specify & explain)						
36	Total expenditures for road	3,815	3,986	40,058	30,689	41,751	(12,341)
37	(52) Locomotives						
38	(53) Freight-train cars						
39	(54) Passenger-train cars						
40	(55) Highway revenue equipment						
41	(56) Floating equipment						
42	(57) Work equipment						
43	(58) Miscellaneous equipment						
44	Total expenditure for equipment						
45	(71) Organization expenses						
46	(76) Interest during construction				(101)		(1,927)
47	(77) Other expenditures--General				(19)		(350)
48	Total general expenditures				(120)		(2,277)
49	Total	3,815	3,986	40,058	30,569	41,751	(14,618)
50	(90) Construction work in progress					5,375	5,375
51	Grand total	3,815	3,986	40,058	30,569	47,126	(9,243)

¹Do not include in road and equipment accounts, including Account No. 80, "Other elements of investments," adjustments which were made pursuant to the Commission's order, dated April 17, 1961.

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 term or 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 22.

6. Report on line 35 amounts not includable in the primary road accounts. The items reported

should be briefly identified and explained in a footnote on page 22. 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 (b)	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
								51

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 in-

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

Line No.	Item (a)	(b)	(c)	(d)	(e)
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 _____	\$	\$ None	\$	\$
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."

CORRECTION

The preceding document has been re-photographed to assure legibility and its image appears immediately hereafter.



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 in-

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

Line No.	Item (a)	(b)	(c)	(d)	(e)
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 _____	\$	\$ None	\$	\$
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 Accounts Nos. 80, "Other elements of investment," and 90, "Construction work in progress."

212. PROPRIETARY COMPANIES--Concluded

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 "Equip-

ment." Enter brief designation 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 18 AND 19

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 11)

East Pennsylvania Railroad Company - Paragraph 9 of the Lease provides East Pennsylvania Railroad Company shall issue at the request of the Reading Company Capital Stock at par equal to the amount expended by the Lessee for Capital Improvements.

The Port Reading Railroad Company - Supplement Agreement dated November 7, 1947, authorized by the Interstate Commerce Commission, October 29, 1947, Finance Docket No. 7142 modifying Operating Agreement dated September 18, 1928, provides that all improvements, additions, betterments, renewals and extensions to property made subsequent to December 31, 1928, shall be paid for by the Port Reading Railroad Company and become part of that Company's property.

The Wilmington and Northern Railroad Company - Paragraph 5 of the Lease provides that the Wilmington and Northern Railroad Company at the request of the Reading Company, shall issue Capital Stock at par, for cost of additions, extensions and improvements, made by Reading Company with the approval of the Lessor and that thereafter the rental payable shall be increased by a sum equal to the amount which would then be payable as a dividend upon a like amount of Capital Stock Supplemental Lease dated November 7, 1947, authorized by the Interstate Commerce Commission, October 29, 1947, Finance Docket No. 15786 makes no modification of Paragraph 5.

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

3. 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:

	Symbol	Kind of Industry
I. Agriculture, forestry, and fisheries.		
II. Mining.		
III. Construction.		
IV. Manufacturing.		
V. Wholesale and retail trade.		
VI. Finance, insurance, and real estate.		
VIII. 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 23, 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 columns (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. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company and description of security held, also lien reference, if any (d)	Extent of control (e)	INVESTMENTS AT CLOSE OF YEAR	
						BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR	
						Pledged (f)	Unpledged (g)
1				<u>East Pennsylvania Railroad Co.</u>	*	%	\$
2	721	A 1	VII	Reading Company - 1st Preferred			2,000
3							
4							
5							
6				<u>Port Reading Railroad Co.</u>	*		
7	721	A 1	VII	Reading Company - Advances			
8							
9							
10							
11				<u>The Wilmington and Northern R.R. Co.</u>	*		
12	721	A-1	VII	Reading Company - Advances			
13							
14							
15							
16				* Companies listed in Schedule are controlled by Reading Company.			
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							

217. INVESTMENTS IN AFFILIATED COMPANIES—Continued

reported as "Series 19_a to 19_b." 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.

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

Particulars of investments made, disposed of, or written down during the year should be given

in columns (j), (k), and (l). 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 (k) 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		Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR			Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)	
In sinking, insurance, and other funds (h)	Total book value (i)	\$	\$	\$	%	\$	1
							2
	1,302						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

217. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Acct count No. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company and description of security held, also hen reference, if any (d)	Extent of control (e)	INVESTMENTS AT CLOSE OF YEAR		
						BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR		
						Pledged (f)	Unpledged (g)	\$
51					%			
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						Total		

217. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.	
BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR			Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)		
In sinking, insurance, and other funds (h)	Total book value (i)							
\$	\$	\$	\$	\$	%	\$	51	
							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	
					x x			

217A INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES

Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721. Investments in Affiliated Companies, which qualify for the equity method under instruction 6-2 in the Uniform System of Accounts for Railroad Companies.

2. Enter in column (c) the amount necessary to retroactively adjust those investments qualifying for the equity method of

accounting in accordance with instruction 6-2 (b) (11) of the Uniform System of Accounts for Railroad Companies.

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

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

of acquisition. See instructions 6-2 (b) (4).

5. The total of column (g) must agree with line 21, schedule 200.

6. For definitions of "carrier" and "noncarrier", see general instructions 6 and 7 on page 23.

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for invest- ments qualifying for equity method (c)	Equity in undistribut- ed earnings (losses) dur- ing year (d)	Amortization during year (e)	Adjustment for invest- ments disposed of or written down during year (f)	Balance at close of year (g)
	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							

None

217A INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES-Concluded

Undistributed Earnings From Certain Investments in Affiliated Companies

Line No.	Names of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments qualifying for earnings (losses) dur ing year (c)	Equity in undistributed earnings (losses) dur ing year (d)	Amortization year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)
14	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
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						
41	Noncarriers: (Show totals only for each column)						
42	Total (lines 40 and 41)						

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." Investments included in account Nos. 715, 716, and 717 held by trustees in lieu of cash deposits required under the governing instrument are to be excluded from this schedule.

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 23, 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.	Ac- count No. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company or government and description of security held, also lien reference, if any (d)	INVESTMENTS AT CLOSE OF YEAR	
					BOOK VALUE OF AMOUNT HELD AT CLOSE OF YEAR	
					Pledged (e)	Unpledged (f)
1					\$	\$
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15				NONE		
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					Total	

218. OTHER INVESTMENTS—Concluded

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

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

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (k), 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 (j) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
In sinking, insurance, and other funds (g)	Total book value (h)		Book value (i)	Selling price (k)	Rate (l)	Amount credited to income (m)	
\$	\$	\$	\$	\$	%	\$	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

**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 re-

port 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)
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16			None	
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				

**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.

Total book value of investments at close of the year (e)	Book value of investments made during the year (f)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Remarks (g)	Line No.
		Book value (h)	Selling price (h)		
\$	\$	\$	\$		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

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 lessor 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 cumula-

tive 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 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 approv-

WITH PAR VALUE

Line No.	Name of lessor company (a)	Class of stock (b)	Par value per share (c)	Date issue was author- ized (d)	Par value of amount authorized (e)	Total par value out- standing at close of year (f)	Total par value nominally issued and nominally outstanding at close of year		
							In treasury (g)	Pledged as collateral (h)	In sinking or other funds (i)
1	East Penna.		\$	\$	\$	\$	\$	\$	\$
2	R.R. Co.	Common	50	Various	2,140,150	2,126,900			
3									
4	Port Reading								
5	R.R. Co.	Common	100	Various	2,000,000	2,000,000			
6									
7	Wilmington								
8	& Northern								
9	R.R. Co.	Common	50	4/3/1887	1,500,000	1,500,000			
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									

251. CAPITAL STOCK—Concluded

at any ratification of the stockholders has been obtained, state, in a footnote, the particulars of stock 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 (m) 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*.

Total par value actually outstanding (g)	Without Par Value					Number of shares nominally issued and nominally outstanding at close of year			Cash value of consideration received for stocks actually outstanding (r)	Line No.
	Class of stock (k)	Date issue was authorized (l)	Number of shares authorized (m)	Number of shares outstanding at close of year (n)	In treasury (o)	Pledged as collateral (p)	In sinking or other funds (q)			
					\$					
\$ 2,126,901										1
2,000,000										2
1,500,000										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

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 date of the authorization by the public authority under whose control such issue

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

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 reacquisition of stock that was actually outstanding should be given in columns (a), (d), and (j).

Line No.	STOCKS ISSUED DURING YEAR—Continued			STOCKS REACQUIRED DURING YEAR		Remarks	
	(f)	(g)	(h)	AMOUNT REACQUIRED			
				(i)	(j)		
\$	\$	\$	\$	\$	\$		
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							

*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.

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 261 ON PAGES 38, 39, 40, AND 41

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 41, 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 reacquisition 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 (a)	Nominal date of issue (b)	Date of maturity (c)	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY REAL OR PERSONAL OR LEASEHOLD SUBJECT TO LIEN OF THE OBLIGATION? (ANSWER "YES or NO")	
				Rate per cent per annum (current year) (d)	Date due (e)	Conversion (f)	Call prior to maturity, other than for sinking fund (g)	Sinking fund (h)	First lien (i)	Junior to first lien (j)
1	1-A The Port Reading Railroad Co.									
2	First Mortgage Bonds	1-1-1891	1-1-1981 3 3/4	Jan. 1	No	Yes	No	Yes	No	
3										
4	1-A The Wilmington and Northern									
5	Railroad Company									
6	First Mortgage Bonds	12-1-1887	12-1-1987 4 1/2	June 1	No	Yes	No	Yes	No	
7	General Mortgage Bonds	8-1-1892	8-1-1982 5	Aug. 1	No	No	No	No	No	Yes
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										
Grand Total										

261. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		AMOUNT NOMINALLY ISSUED AND—		Canceled Total amount actually issued	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.			
		Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P", matured by symbol "M")	(n)		Canceled	Total amount actually issued	Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")	(q)	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P", matured by symbol "M")	(r)	Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	Matured and no provision made for payment (account 768)
First lien	Junior to first lien	(k)	(l)	(m)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	(v)	
		\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	1
		1,500,000			1,500,000	1,500,000							2
		516,000			516,000	162,500							3
		462,000	17,000(P)		445,000								4
		978,000	17,000		961,000	162,500							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

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 38)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
(a)		(v)	(w)	(x)	(y)
1	1-A. The Port Reading Railroad Co.	\$	\$	\$	\$
2	First Mortgage Bonds				
3					
4	1-A. The Wilmington and Northern				
5	Railroad Company				
6	First Mortgage Bonds	15,907		15,907	
7	General Mortgage Bonds	22,250		22,250	
8	Total	38,157		38,157	
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	Grand Total				

261. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

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 (d), 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 out-standing (from schedule 261) (b)	Nominal rate of interest (from schedule 261) (c)	AMOUNT OF INTEREST	
				Maximum amount payable, if earned (d)	Amount actually pay- able under contin- gent interest provi- sions, charged to income for the year (e)
1		\$		\$	\$
2					
3					
4					
5					
6					
7					
8					
9					
10	None				
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	<u>East Pennsylvania Railroad Company</u>	<u>Reading Company</u>
2	<u>Wilmington and Northern Railroad Company</u>	<u>Reading Company</u>
3		
4	<u># Interest on \$61,500 Debenture Bonds. 5% Issue of October 16, 1907 held by Reading Company.</u>	
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		

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 pay 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

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)	Line No.
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)		
\$	\$	\$	%	\$	\$	\$	1
	2,116,614	2,116,614					2
	135,299	135,299	5	3,075*		3,075	3
							4
							5
							6
							7
							8
							9
							10
							11
							12
							13
							14
							15
							16
							17
							18
							19
							20
							21
							22
							23
							24

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		(52) Locomotives	\$	\$	\$	\$	\$	\$	\$	\$
2		(53) Freight-train cars								
3		(54) Passenger-train cars								
4		(55) Highway revenue equipment								
5		(56) Floating equipment								
6		(57) Work equipment								
7		(58) Miscellaneous equipment								
8		Total								
9		(52) Locomotives								
10		(53) Freight-train cars								
11		(54) Passenger-train cars								
12		(55) Highway revenue equipment								
13		(56) Floating equipment								
14		(57) Work equipment								
15		(58) Miscellaneous equipment								
16		Total					None			
17		(52) Locomotives								
18		(53) Freight-train cars								
19		(54) Passenger-train cars								
20		(55) Highway revenue equipment								
21		(56) Floating equipment								
22		(57) Work equipment								
23		(58) Miscellaneous equipment								
24		Total								
25		(52) Locomotives								
26		(53) Freight-train cars								
27		(54) Passenger-train cars								
28		(55) Highway revenue equipment								
29		(56) Floating equipment								
30		(57) Work equipment								
31		(58) Miscellaneous equipment								
32		Total								
33		(52) Locomotives								
34		(53) Freight-train cars								
35		(54) Passenger-train cars								
36		(55) Highway revenue equipment								
37		(56) Floating equipment								
38		(57) Work equipment								
39		(58) Miscellaneous equipment								
40		Total								

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

285. ACCRUED DEPRECIATION—ROAD AND EQUIPMENT

equipment by each lessor company included in this report. A debit balance in column (c) and (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 Retirement (g)	Other debits (h)	Total debits (i)	
1		(52) Locomotives _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
2		(53) Freight-train cars _____								
3		(54) Passenger-train cars _____								
4		(55) Highway revenue equipment _____								
5		(56) Floating equipment _____								
6		(57) Work equipment _____								
7		(58) Miscellaneous equipment _____								
8		Total _____								
9		(52) Locomotives _____								
10		(53) Freight-train cars _____								
11		(54) Passenger-train cars _____								
12		(55) Highway revenue equipment _____								
13		(56) Floating equipment _____								
14		(57) Work equipment _____								
15		(58) Miscellaneous equipment _____								
16		Total _____					None			
17		(52) Locomotives _____								
18		(53) Freight-train cars _____								
19		(54) Passenger-train cars _____								
20		(55) Highway revenue equipment _____								
21		(56) Floating equipment _____								
22		(57) Work equipment _____								
23		(58) Miscellaneous equipment _____								
24		Total _____								
25		(52) Locomotives _____								
26		(53) Freight-train cars _____								
27		(54) Passenger-train cars _____								
28		(55) Highway revenue equipment _____								
29		(56) Floating equipment _____								
30		(57) Work equipment _____								
31		(58) Miscellaneous equipment _____								
32		Total _____								
33		(52) Locomotives _____								
34		(53) Freight-train cars _____								
35		(54) Passenger-train cars _____								
36		(55) Highway revenue equipment _____								
37		(56) Floating equipment _____								
38		(57) Work equipment _____								
39		(58) Miscellaneous equipment _____								
40		Total _____								

41	(52) Locomotives _____							
42	(53) Freight-train cars _____							
43	(54) Passenger-train cars _____							
44	(55) Highway revenue equipment _____							
45	(56) Floating equipment _____							
46	(57) Work equipment _____							
47	(58) Miscellaneous equipment _____							
48	Total _____							
49	(52) Locomotives _____							
50	(53) Freight-train cars _____							
51	(54) Passenger-train cars _____							
52	(55) Highway Revenue Equipment _____							
53	(56) Floating equipment _____							
54	(57) Work equipment _____							
55	(58) Miscellaneous equipment _____							
56	Total _____							
57	(52) Locomotives _____							
58	(53) Freight-train cars _____							
59	(54) Passenger-train cars _____							
60	(55) Highway revenue equipment _____							
61	(56) Floating equipment _____							
62	(57) Work equipment _____							
63	(58) Miscellaneous equipment _____							
64	Total _____							
65	(52) Locomotives _____							
66	(53) Freight-train cars _____							
67	(54) Passenger-train cars _____							
68	(55) Highway revenue equipment _____							
69	(56) Floating equipment _____							
70	(57) Work equipment _____							
71	(58) Miscellaneous equipment _____							
72	Total _____							
73	(52) Locomotives _____							
74	(53) Freight-train cars _____							
75	(54) Passenger-train cars _____							
76	(55) Highway revenue equipment _____							
77	(56) Floating equipment _____							
78	(57) Work equipment _____							
79	(58) Miscellaneous equipment _____							
80	Total _____							

None

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)	East Penna. R.R. (b) Co.	Port Reading R.R. (c) Co.	Wilm. & Nor. R.R. (d) Co.	(e)
	Credits	\$ None	\$ 226,355	\$ 767,883	\$
1	Balances at beginning of year	{ Accrued depreciation-Road Accrued depreciation-Miscellaneous physical property			
2	Road property (specify):				
3	Engineering		1,404	1,511	
4	Grading		212	971	
5	Bridges, Trestles & Culverts		10,359	14,051	
6	Fences, Snowsheds & Signs		92	393	
7	Station & Office Bldgs.		948	3,753	
8	Roadway Bldgs.		63	122	
9	Water Stations		77	-	
10	Fuel Stations		-	267	
11	Shops & Enginehouses		972	1,240	
12	Wharves & Docks		-	3,648	
13	Coal & Ore Wharves		2,865	-	
14	TOFC/COFC Terminals		328	-	
15	Communication Systems		870	1,162	
16	Signals & Interlockers		2,258	4,225	
17	Power Plants		110	-	
18	Power Transmission Systems		364	110	
19	Misc. Structures		328	8	
20	Public Lapr.-Construction		1,707	1,497	
	Miscellaneous physical property (specify):				
21	Shop Machinery		174	668	
22	Power Plant Machinery		425	-	
23					
24	TOTAL CREDITS	None	23,556	33,626	
25	Debits				
	Road property (specify):				
26	Engineering		30	1,399	
27	Grading		(12,516)	1,068	
28	Bridges, Trestles & Culverts		77,620	8,670	
29	Fences, Snowsheds & Signs		(2,398)	-	
30	Station & Office Bldgs.		-	10,867	
31	Water Stations		2,011	-	
32	Shops & Enginehouses		37,286	-	
33	Coal & Ore Wharves		(63,052)	-	
34	TOFC/COFC Terminals		(1,159)		
35	Communications Systems		-	32	
36	Signals & Interlockers		256	400	
37	Power Plants		2,947	-	
38	Power Transmission Systems		5,204	-	
39	Misc. Structures		(26,162)	-	
40	Shop Machinery		(1,865)		
41	Power Plant Machinery		(11,315)		
42					
43	Miscellaneous physical property (specify):				
44					
45					
46					
47					
48					
49	TOTAL DEBITS	None	6,887	22,436	
50	Balances at close of year	{ Accrued depreciation-Road Accrued depreciation-Miscellaneous physical property	243,024	779,073	
51					

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
						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

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								
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								

49	50	51	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
----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----	----

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) and (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	East Pennsylvania Railroad Company	Capital Stock	3		368,550	11,056	See	3rd Tues.	
2		Capital Stock	3		368,550	11,057	Note A	Jan.July	
3									
4									
5									
6	Note A: Dividends are payable by Reading Company as rent for the East Pennsylvania property and are being deferred during Reading Company's reorganization.								
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								
61								

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 operation," and 535, "Taxes on miscellaneous operating property," in respondent's Income Account for the Year. If not, differences should be explained in a footnote.

Line No.	Designation and location of property or plant, character of business, and title under which held (a)	Total revenue during the year (b)	Total expenses during the year (c)	Total taxes applicable to the year (d)
1		\$	\$	\$
2				
3				
4				
5				
6				
7				
8				
9				
10				
	Total			

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
	\$	\$	\$	\$	\$	\$
1	A. Other Than U. S. Government Taxes (Enter names of States)					
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	Total—Other than U. S. Government taxes					
	B. U. S. Government Taxes					
27	Income taxes _____					
28	Old-age retirement _____					
29	Unemployment insurance _____					
30	All other United States taxes _____					
31	Total—U. S. Government taxes _____					
32	GRAND TOTAL—Railway Tax Accruals (account 532)					

350. RAILWAY TAX ACCRUALS-Continued

C. Analysis of Federal Income Taxes

1. In column (a) are listed the particulars which most often cause a differential between taxable income and pretax accounting income. Other particulars which cause such a differential should be listed under the caption "Other", including State and other taxes deferred if computed separately. Minor items each less than \$100,000 may be combined in a single entry under "Other".
2. Indicate in column (b) the beginning of the year total of accounts 714, 744, 762 and 786 applicable to each particular item in column (a).
3. Indicate in column (c) the net change in accounts 714, 744, 762 and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.
4. Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or a loss carry-back.
5. The total of line 10 in columns (c) and (d) should agree with the total of the contra charges (credits) to account 533, Provision for deferred taxes, and account 591, Provision for deferred taxes - extraordinary and prior period items, for the current year.
6. Indicate in column (e) the cumulative total of columns (b), (c), and (d). The total of column (e) must agree with the total of accounts 714, 744, 762 and 786.

Name of Lessor

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year Bal- ance
		(b)	(c)		
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc 62-21 _____				
2	Accelerated amortization of facilities Sec. 168 I.R.C. _____				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C. _____				
4	Amortization of rights of way, Sec. 185 I.R.C. _____				
5	Other (Specify) _____		None		
6	_____				
7	_____				
8	_____				
9	Investment tax credit _____				
10	TOTALS				

Name of Lessor

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year- Balance
		(b)	(c)		
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21 _____				
2	Accelerated amortization of facilities Sec. 168 I.R.C. _____				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C. _____				
4	Amortization of rights of way, Sec. 185 I.R.C. _____				
5	Other (Specify) _____		None		
6	_____				
7	_____				
8	_____				
9	Investment tax credit _____				
10	TOTALS				

350. RAILWAY TAX ACCRUALS-Continued

Name of Lessor

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year Bal- ance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stocks, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9	Investment tax credit				
10	TOTALS		None		

Name of Lessor

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year Bal- ance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9	Investment tax credit				
10	TOTALS		None		

Name of Lessor

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Cur- rent Year	Adjustments	End of Year Bal- ance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9	Investment tax credit				
10	TOTALS		None		

NOTES AND REMARKS

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 includable 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 (d)	RENT ACCRUED DURING YEAR		
	Name of lessor company (a)	Termini (b)	Length (c)		Total (e)	Depreciation (f)	All other (Account 509) (g)
1	East Pennsylvania Railroad Company	Reading to Allentown, Pennsylvania	35.81	Reading Company	\$ 22,113		
2	Port Reading Railroad Company	Manville to Port Reading, New Jersey	20.31	Reading Company	None*		
3							
4							
5							
6							
7	Wilmington & Northern Railroad Company	Wilmington, Delaware to Highs Farm, Pennsylvania	82.96	Reading Company	41,232		
8							
9							
10							
11							
12							
13	* On January 2, 1974, the remaining \$500,000 par value of outstanding 3 3/4% First Mortgage Bonds were retired.						
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							
31							
32							
33							
34							
35							
36							
37							

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.

1. Give particulars called for with respect to roads and equipment leased from others during the year, the rent for which is includable 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 cov-

Line No.	Name of leaseholder (a)	Name of lessor company (b)	Total rent accrued during year (c)
1			\$
2			
3			
4			
5			
6		None	
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 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 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 Com-

NOTE.—Only changes during the year are required.

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				\$	\$
2					
3					
4					
5					
6					
7			None		
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					



383. RENTS FOR LEASED ROADS AND EQUIPMENT—Concluded

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

383A. ABSTRACT OF LEASEHOLD CONTRACTS—Concluded

mission'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 \$10,000 or more should be stated; items less than \$10,000 may be combined in a single entry, designated "Minor items, each less than \$10,000."

Line No.	Name of lessor company (a)	Account No. (b)	Item (c)	Debit (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					

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	East Pennsylvania Railroad Company	Reading, Pennsylvania to Allentown, Penn.	35.81	27.60	8	6.28	3.08	13.04	85.81
2	Port Reading Railroad Company	Manville, New Jersey, to Port Reading, New Jersey	20.31	0	0	12.71	1.29	9.67	43.98
3									
4									
5									
6									
7	Wilmington & Northern Railroad Company	Wilmington, Delaware to Highs Farm, Pennsylvania	82.96	0	0	16.79	2.42	18.45	120.62
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)

Line No.	Name of road	(Enter names of States or Territories in the column headings)				Total
		Penna.	N.Jersey	Delaware		
25	East Penna. R.R.Co.	35.81				35.81
26						
27	Port Reading RR Co.		20.31			20.31
28						
29	Wilm.& Nor. R.R.Co.	62.09		20.87		82.96
30						
31						

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 col-

own 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

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

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.

counts.

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

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

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 em- ployees (c)	Total em- ployees (d)	Executives, general officers, and staff assistants (e)	Other employees (f)	Total compensation (g)
1					\$	\$	\$
2							
3	The respondents are leased lines of Reading Company and their officers are also officers of Reading Company and their time on duty and compensation are included in the report of that Company. It is impractical to assign a portion of their time on duty and compensation to the respondents for the reason that their duties in relation to organization matters are negligible.						
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 \$40,000 or more during the year as compensation for current or past services over and above necessary expenses incurred in discharge of their duties.

em 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.

If more convenient, this schedule may be filled out for a group of roads considered as one sys-

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)
1				\$	\$	
2						
3						
4						
5	See Schedule 561.					
6						
7						
8						
9						
10						

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 \$10,000 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.

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.

Payments for services which both as to their nature and amount may reasonably be regarded as

Line No.	Name of lessor company (a)	Name of recipient (b)	Nature of service (c)	Amount of payment (d)	Remarks (e)
1				\$	
2					
3					
4					
5					
6					
7					
8					
9					
10					

None

S81. 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 \$10,000 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."

None

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.

591. CHANGES DURING THE YEAR

2. For changes in miles of road, give dates of beginning or abandonment of operation. 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 (b)	Main (M) or branch (B) line (c)	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks (h)	Miles of yard switching tracks (i)	Total (j)
				Miles of road (d)	Miles of second main track (e)	Miles of all other main tracks (f)	Miles of passing tracks, cross- overs, and turn- outs (g)			
1										
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13										
14										
Total Increase										

DECREASES IN MILEAGE

15	1	Port Reading Railroad Company						.03		.22	.25
16											
17	1	Wilmington and Northern Railroad Company						.11	.03	.53	.67
18											
19											
20											
21											
22											
23											
24											
25											
26											
27											
28											
29											
Total Decrease											

Lessor Initials

EP-P RDG-W&N Year 19 74

If returns under Inquiry No. 1 on page 64 include any first main track owned by respondent or its proprietary companies representing new construction or permanent abandonment give the following particulars:

Line No.	Name of lessor company (a)	OWNED BY RESPONDENT		OWNED BY PROPRIETARY COMPANIES	
		MILES OF ROAD		MILES OF ROAD	
		Constructed (b)	Abandoned (c)	Name of proprietary company (d)	Constructed (e)
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					

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.

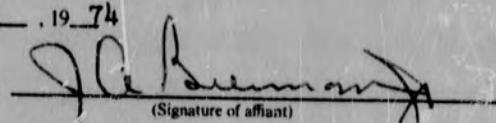
OATH

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

State of Pennsylvania County of Philadelphia } ss:
J. A. Brennan, Jr. makes oath and says that he is Vice President-Finance
and Comptroller.
 (Insert here the name of the affiant) (Insert here the official title of the affiant)
 of The East Pennsylvania Railroad Company
 (Insert here the exact legal titles or names of the respondents)
The Port Reading Railroad Company
The Wilmington and Northern Railroad Company

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, 1974, to and including December 31, 1974

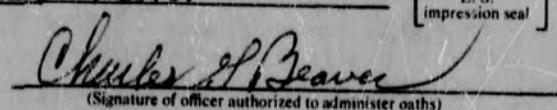


(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 27th day of March, 19 75.

My commission expires January 4, 1978.

[Use an
L. S.
impression seal]



(Signature of officer authorized to administer oaths)

VERIFICATION—Concluded

SUPPLEMENTAL OATH

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

State of PENNSYLVANIACounty of PHILADELPHIA } ss:

C. E. Bertrand Makes oath and says that he is President
 (Insert here the name of the affiant) (Insert here the official title of the affiant)
 of The East Pennsylvania Railroad Company
 (Insert here the exact legal titles or names of the respondents)
The Port Reading Railroad Company
The Wilmington and Northern Railroad Company

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 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, 1974, to and including December 31, 1974

cessation
 (Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and

county above named, this 27th day of March, 19 75

My commission expires January 4, 1978.

Use an
L. S.
impression seal

Charles S. Beaver Notary Public
 (Signature of officer authorized to administer oaths)

CORRESPONDENCE

CORRECTIONS

INDEX

	Page No.		Page No.
Abstract of terms and conditions of leases	57	Disposed of during year	24-29
Abstracts of leasehold contracts	58, 59	Made during year	24-29
Additions and betterments, etc.—Investment in, made during year	18, 19	Of affiliated companies	24-27
Advances to other companies—Investment	24, 25, 29	Other	28, 29
Affiliated companies, Investments in	24-27	 	
Amounts payable to	42, 43	Leasehold contracts—Abstracts of	58, 59
Agreements, contracts, etc.	63	Leases—Abstract of terms and conditions of	57
Amounts payable to affiliated companies	42, 43	Long-term debt due within one year	38-40
Balance sheet	8-13	In default	38-40
Capital stock outstanding	32, 33	 	
Changes during year	34, 35	Mileage at close of year	60, 61
Consideration received for issues during year	34, 35	By States and Territories	60, 61
Issued during year	34, 35	Changes during year	64, 65
Liability for conversion	34, 35	Of road constructed and abandoned	64, 65
Names of security holders	3	Miscellaneous, Physical property—Depreciation rates	50, 51
Number of security holders	2	Reserve	48, 49
Retired or canceled during year	34, 35	Physical properties operated during the year	53
Value per share	32, 33	 	
Voting power of five security holders	3	Oaths	66, 67
Total	2	Officers, compensation of	62
Compensation and service, employees	62	Principal	6, 7
Consideration for funded debt issued or assumed	41	 	
For stocks actually issued	34, 35	Payments for services rendered by other than employees	62
Contracts—Abstracts of leasehold	57	Physical property—Miscellaneous, depreciation rates	50, 51
Contracts, agreements, etc.	63	Reserve	48, 49
Control over respondent	2	Proprietary companies	20, 21
Conversion of securities of other companies—Stock liability for	34, 35	Purposes for which funded debt was issued or assumed during year	41
 		Of stocks actually issued	34, 35
Debt, funded, unmatured	38-40	 	
Changes during year	41	Receivers' and trustees' securities	38-40
Consideration received for issues during year	41	Rent for leased road and equipment	58, 59
Issued during year	41	Retained income	17A, 17B
Retired or canceled during year	41	Miscellaneous items for the year in	58, 59
In default	38-40	Road and equipment—Investment in	18-21
Other due within one year	38-40	Depreciation base equipment owned	44, 45
Depreciation base—Equipment owned	44, 45	Rates (road)	50, 51
Rates—Road and miscellaneous physical property	50, 51	Reserve	46-49
Reserve—Equipment owned	46, 47	 	
Reserve—Road and miscellaneous physical property	48, 49	Road at close of year	60, 61
Directors	4, 5	By States and Territories	60, 61
Compensation of	62	Changes during year	64, 65
Dividend appropriations	52, 53	Constructed and abandoned	64, 65
Employees, service, and compensation	62	Securities, advances, and other intangibles owned or controlled through nonoperating	30, 31
Equipment owned—Depreciation base	44, 45	subsidiaries	30, 31
Reserve	46, 47	Investments in, disposed of during the year	24-29
 		Made during the year	24-29
Funded debt outstanding, matured and unmatured	38-40	Of affiliated companies—Investment in	24-27
Changes during year	41	Other—Investment in	28-29
Consideration received for issues during year	41	Stock liability for conversion of	34, 35
Issued during year	41	Selected items in income and retained income	58, 59
Other due within one year	38-40	Service and compensation, employees	62
Retired or canceled during year	41	Services rendered by other than employees—Payments for	62
 		Stock outstanding	32, 33
Identity of respondent	2	Changes during year	34, 35
Income account for the year	14-17	Consideration received for issues during year	34, 35
Miscellaneous items in	58, 59	Issued during year	34, 35
From investments in affiliated companies	24, 25	Liability for conversion	34, 35
Other	28, 29	Names of security holders	3
Lease of road and equipment	56, 57	Number of security holders	2
Instructions regarding the use of this report form	1	Retired or canceled during year	34, 35
Intangibles owned or controlled through nonoperating subsidiaries	30, 31	Value per share	32, 33
Interest accrued on unmatured funded debt	40	Voting power of five security holders	3
Amounts payable to affiliated companies	42, 43	Total	2
Receivers' and trustees' securities	40	 	
In default	10, 11	Taxes on miscellaneous operating property	14, 15
Investment in road and equipment	18, 19	Railroad property	54
Of proprietary companies	20, 21	Miscellaneous accruals	14, 15
Gross charges during year	18, 19	Tracks owned or controlled at close of year	60, 61
Net charges during year	18, 19	 	
Investments in Common Stocks of Affiliated Companies	27A, 27B	Unmatured funded debt	38-40
Investments in securities, adjustment of book values	64, 65	 	
Controlled through nonreporting subsidiaries	30, 31	Verification	66, 67
		Voting powers	2, 3