

513270 RICHMOND & POTOMAC 1978

513270
Ø

R - 2
CLASS II RAILROADS

annual report

APPROVED BY GAO
B-180230 (H0471)
Expired 12-31-81

INTERSTATE
COMMERCE COMMISSION
RECEIVED

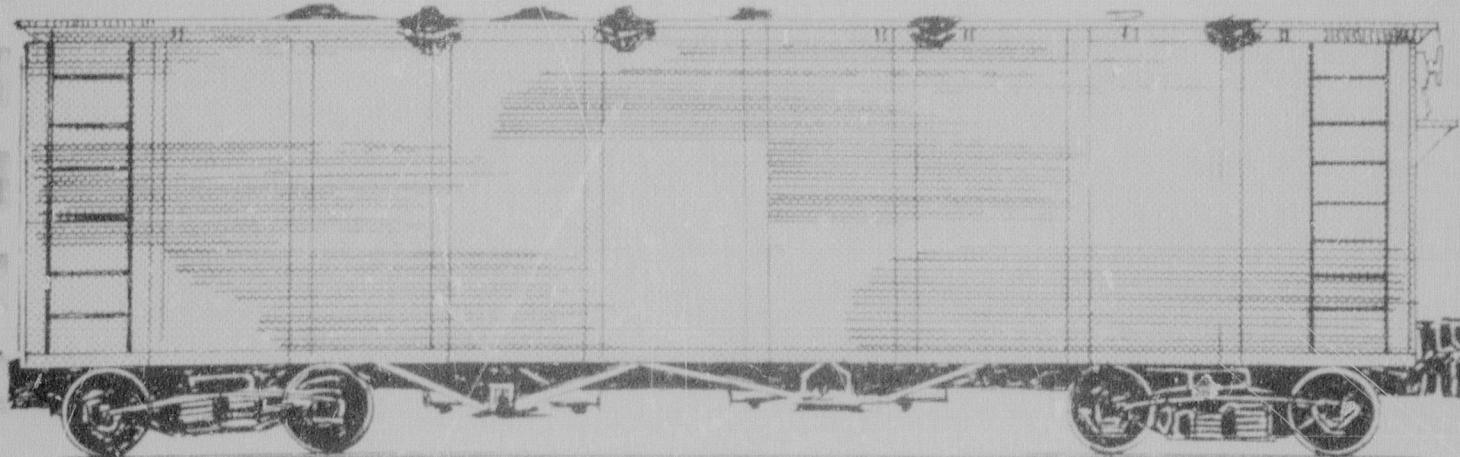
APR 1 1982

ADMINISTRATIVE SERVICES
MAIL UNIT

RCDU0182 RICHMOND 2 0 2 513270
RFP RICHMOND FREDERICKSBURG & POTOMAC
P. O. BOX 11281
RICHMOND VA 23230

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, 1978

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 V of the Interstate Commerce Act:

See, 50. (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 the 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 questions within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

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

The respondent is further required to send to the Bureau of Accounts, immediately upon preparation, two copies of its latest annual report to stockholders. See schedule D, page 7.

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

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

4. If it is necessary or desirable to insert additional statements, typewriter 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 parentheses. 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 thousands of dollars adjusted to accord with footings. Totals for amounts reported in subsidiary accounts included in supporting schedules must be in agreement with related primary accounts. For purposes of rounding, amounts of \$500 but less than \$1,000 should be raised to the nearest thousand dollars, and amounts of less than \$500 should be lowered.

7. 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 sent to each corporation concerned.

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 \$50,000,000, or more. For this class, Annual Report Form R-1 is provided.

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

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

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.

Switching and terminal companies are further classified as:

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

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

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

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

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

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

10. Railroads and all companies considered to be carriers under Section 5(3) of the Interstate Commerce Act having gross carrier operating revenues of \$20 million or more shall file the Annual Report Supplement Corporate Disclosure. This supplement is an integral part of the annual report and shall be submitted concurrently. Subject railroads are not required to file Schedules 380, 381, and 390.

Railroads with carrier operating revenues less than \$20 million shall complete all applicable schedules in this report.

Road initials: RF&P

Year 19 78

ANNUAL REPORT

OF

RICHMOND, FREDERICKSBURG AND POTOMAC RAILROAD COMPANY

(Full name of the respondent)

FOR THE

YEAR ENDED DECEMBER 31, 1978

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

(Name) <u>F. A. Crovo, Jr.</u>	(Title) <u>Comptroller</u>
(Telephone number) <u>804</u>	<u>257-3260</u>
(Area code)	(Telephone number)
(Office address) <u>2134 West Laburnum Avenue, Richmond, Virginia 23227</u>	(Street and number, City, State, and ZIP code)
(Mailing Address) <u>P. O. Box 11281, Richmond, Virginia 23230</u>	

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 substitution of dates, or in general, such other things as simple modifications intended to make requirements clearer, other minor adjustments, and typographical corrections.

This form is revised to (1) improve the disclosure of information for both ratemaking and financial reporting purposes, (2) eliminate unnecessary reporting, and (3) conform with the new Uniform System of Accounts for Railroads, effective January 1, 1978. Other significant modifications include revisions to conform with reporting under generally accepted accounting principles and the rearrangement of schedules in a more orderly fashion to make them easier to complete and use.

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

<u>Docket</u>	<u>Title</u>	<u>Decision Date</u>
36141	Corporate Disclosure Regulations	5/13/77
		1/19/78
		3/23/78
36367	Revision to the Uniform System of Accounts for Railroads	6/13/77
36604	Accounting for leases	10/12/77
36725	Revision to the Annual Report Forms for Class I and Class II Railroads	7/18/78

ESTIMATE OF REPORTING BURDEN

In order to monitor carrier reporting burden and to satisfy GAO requirements pursuant to Section 409 of Public Law 93-153, it is requested that you voluntarily furnish your best estimate of the number of hours required to complete this report.

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

Total hours (Estimated) 195

TABLE OF CONTENTS

	Schedule No.	Page
Schedules Omitted by Respondent	A	3
Identity of Respondent	B	4
Voting Powers and Elections	C	6
Stockholders	D	7
Comparative General Balance Sheet	200	8
Results of Operations	210	12
Retained Earnings-Unappropriated	220	14
Retained Earnings-Appropriated	221	15
Capital Stock	230	16
Statement of Changes in Financial Position	240	17
Changes in Working Capital	241	20
Items in Selected Current Asset Accounts	300	21
Compensating Balances and Short-Term Borrowing Arrangements	301	22
General Instructions Concerning Returns in Schedules 310, 310A and 315	...	23
Investments and Advances Affiliated Companies	310	24
Investments in Common Stocks of Affiliated Companies	310A	28
Special Funds and Other Investments	315	30
Securities, Advances, and Other Intangibles Owned or Controlled Through Nonreporting Subsidiaries	319	32
Property Used in Other Than Carrier Operations	325	34
Other Assets and Other Deferred Debits	329	36
Road and Equipment Property	330	38
Improvements on Leased Property	330A	40
Accumulated Depreciation-Road and Equipment-Owned and Used	332	42
Investment in Railroad Property Used in Transportation Service (By Company)	335A	43
Investment in Railway Property Used in Transportation Service (By Property Accounts)	335B	44
Other Elements of Investment	339	45
Depreciation Base and Rates-Road and Equipment Leased To Others	340	46
Accumulated Depreciation-Road and Equipment Leased to Others	342	47
Depreciation Base and Rates-Road and Equipment Owned and Used and Leased From Others	350	48
Depreciation Base and Rates-Improvements to Road and Equipment Leased From Others	351	49
Accumulated Depreciation-Improvements to Road and Equipment Leased From Others	352	50
Accrued Liability-Leased Property	355	51
Capitalized Capital Leases	361	54
Noncapitalized Capital Leases	362	55
Operating Leases	363	56
Lessee Disclosures	364	57
Items in Selected Current Liability Accounts	370	58
Other Long-Term Liabilities and Other Deferred Credits	379	59
Fund Debt Unmatured	380	60
Receivers and Trustees' Securities	381	60
Amounts Payable to Affiliated Companies	390	61
Railway Operating Expenses	410	62
Analysis of Federal Income Taxes	450	64
Railway Tax Accruals	451	65
Mileage Operated (all tracks)	700	66
Mileage Operated-by States	702	66
Statistics of Rail-Line Operations	704	67
Changes During the Year	705	68
Inventory of Equipment	710	70
Unit Cost of Equipment Installed During the Year	710S	76
Revenue Freight Carried During the Year	730	77
Switching and Terminal Traffic and Car Statistics	745	78
Consumption of Fuel by Motive-Power Units	750	79
Competitive Bidding-Clayton Antitrust Act	850	80
Compensation of Officers, Directors, Etc.	900	81
Payments for Services Rendered by Other than Employees	905	82
Employees, Service, and Compensation	910	83
Verification	...	84
Memoranda	...	85

A. SCHEDULES OMITTED BY RESPONDENT

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

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

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

Page	Schedule No.	Title
		NONE

B. IDENTITY OF RESPONDENT

1. Give the exact name* by which the respondent was known in law at the close of the year
Richmond, Fredericksburg and Potomac Railroad Company
2. State whether or not the respondent made an annual report to the Interstate Commerce Commission for the preceding year, or for any part thereof. If so, in what name was such report made? Yes, Richmond, Fredericksburg & Potomac Railroad Co.
3. If any change was made in the name of the respondent during the year, state all such changes and the dates on which they were made
None
4. Give the location (including street and number) of the main business office of the respondent at the close of the year
2134 West Laburnum Avenue, Richmond, Virginia 23227
5. Give the titles, names, and office addresses of all general officers of the respondent at the close of the year. If there are receivers 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.	Title of General Officer (a)	Name and office address of person holding office at close of year (b)
1	President	<u>Stuart Shumate</u>
2	Vice President - Admin.	<u>J. J. Newbauer, Jr.</u>
3	Secretary	<u>E. A. Wallace</u>
4	Treasurer	<u>E. A. Byrd</u>
5	Controller Controller	<u>F. A. Grayo, Jr.</u>
6	Attorney or general counsel	<u>U. B. Ellis</u>
7	Asst. Secretary	<u>C. K. Fleming</u>
8	General superintendent	
9	General freight agent	
10	General passenger agent	
11	General land agent	
12	Chief engineer	
13		

6. Give the names and office addresses of the several directors of the respondent at the close of the year, and the dates of expiration of their respective terms.

Line No.	Name of director (a)	Office address (b)	Term expires (c)
14	<u>Stuart Shumate</u>	<u>Richmond, Virginia</u>	<u>April 16, 1979</u>
15	<u>L. S. Crane</u>	<u>Washington, D. C.</u>	<u>April 16, 1979</u>
16	<u>J. T. Ford</u>	<u>Cleveland, Ohio</u>	<u>April 16, 1979</u>
17	<u>E. E. Lane</u>	<u>Richmond, Virginia</u>	<u>April 16, 1973</u>
18	<u>J. Langdon, Jr.</u>	<u>Philadelphia, Pa.</u>	<u>April 16, 1979</u>
19	<u>R. T. Marsh, Jr.</u>	<u>Richmond, Virginia</u>	<u>April 16, 1979</u>
20	<u>P. F. Osborn</u>	<u>Louisville, Kentucky</u>	<u>April 16, 1979</u>
21	<u>W. T. Rice</u>	<u>Richmond, Virginia</u>	<u>April 16, 1979</u>
22	<u>H. T. Watkins</u>	<u>Cleveland, Ohio</u>	<u>April 16, 1979</u>
23	<u>E. H. Will, Jr.</u>	<u>Richmond, Virginia</u>	<u>April 16, 1979</u>

7. Give the date of incorporation of the respondent Feb. 25, 1834 8. State the character of motive power used Diesel-Elec.

9. Class of switching and terminal company None

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

See Page 5

11. State whether or not any corporation or association or group of corporations had, at the close of the year, the right to name the major part of the board of directors, managers, or trustees of the respondent, and if so, give the names of all such corporations and state whether such right was derived through (a) title to capital stock or other securities issued or assumed by the respondent, (b) claims for advances of funds made for the construction of the road and equipment of the respondent, or (c) express agreement or some other source Yes,

Richmond - Washington Company through Title to Capital Stock.

12. Give hereunder a history of the respondent from its inception to date, showing all consolidations, mergers, reorganizations, etc., and if a consolidated or merging corporation give like particulars for all constituent and subconstituent corporations. Describe also the course of construction of the road of the respondent, and its financing

Response same as Item 10 above.

* Use the initial word when (and only when) it is a part of the name, and distinguish between the words railroad and railway and between company and corporation.

NOTES AND REMARKS

In Response to:

Page 4, Item 10

Original charter was granted by the General Assembly of Virginia, February 25, 1834, with the following amendments: - March 13, 1834; Jan. 23, 1835; March 23, 1836; Feb. 15, 1838; March 17, 1843; Feb. 1, 1845; Feb. 19, 1845; Feb. 13, 1856; Feb. 14, 1861; Dec. 13, 1865; March 19, 1873; Dec. 19, 1879; Feb. 24, 1920; Feb. 5, 1923; June 6, 1949. Authorized by the State Corporation Commission of Virginia.

This Company availed itself of the terms and provisions of an Act of the legislature approved March 9, 1912, (Act 1912, Page 180) and holds its charter and franchise subject to the present Constitution of Virginia and of any laws passed in pursuance thereof.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock. Common \$ 25 per share; first preferred, \$ ___ per share; second preferred, \$ ___ per share; debenture stock, \$ ___ per share. Guaranteed Stock \$25. per share. Div. Obl. \$25. per share.
2. State whether or not each share of stock has the right to one vote. If not, give full particulars in a footnote
Yes, except Dividend Obligation Stock - Non Voting
3. Are voting rights proportional to holdings? Yes. If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No. If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? NO. If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing
By-Laws do not require that stock book be closed.
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 63,850 votes, as of December 31, 1978 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. 1,177 stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. *If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.*

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED			
				Stocks			
				Common (d)	PREFERRED (e)	Second (e)	First (f)
1							
2							
3							
4							
5							
6							
7							
8							
9	SEE SCHEDULE ATTACHED.						
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							

THIRTY LARGEST VOTING STOCKHOLDERS

Schedule 109
December 31, 1978

	No. Votes c	Common d	Guar. e
1. Richmond-Washington Company, Richmond, Va.	42,084	39,863	2,221
2. Virginia Supplemental Retirement System, Richmond, Va.	11,008	11,008	
3. Safex and Company, Norfolk, Va. Voting Rights - Virginia National Bank 34 shares Common Virginia National Bank and Elizabeth Atkinson McIntosh 52 shares Common Virginia National Bank 804 shares Guar. Virginia National Bank and Antoinette C. Lyons 104 shares Guar. Virginia National Bank and Frederick B. Sitterding, III and Michael J. Maiorano 100 shares Guar.	1,094	86	1,008
4. Licova & Co., Richmond, Va. Voting Rights - The Life of Virginia	1,030		1,030
5. Map & Company, Richmond, Va. Voting Rights - First & Merchants National Bank 152 shares Common First & Merchants National Bank, David C. Hastings and Edgar M. Hastings, Jr., Trustees 32 shares Common First & Merchants National Bank and Zerline B. Carrick, Trustees 5 shares Common First Baptist Church Endowment Fund 12 shares Common First & Merchants National Bank 369 shares Guar. First & Merchants National Bank and Zerline B. Carrick, Trustees 26 shares Guar. First & Merchants National Bank and John Moyler, Jr. 88 shares Guar. First & Merchants National Bank and RF&P Employees 296 shares Guar.	980	201	779

		No. Votes C	Common d	Guar. e
6.	Sigler & Co., New York, N. Y.	912	4	908
	Voting Rights - Mrs. Susan R. Jones 4 shares Common			
	Mrs. Anna Glen Britler Vietor 227 shares Guar.			
	Mr. & Mrs. Alexander Orr Vietor Trustees u/w for Anna G. B. Vietor 681 shares Guar.			
7.	Mutual Assurance Society of Virginia, Richmond, Va.	808		808
8.	Safe & Co., Baltimore, Md.	436	16	420
	Voting Rights - Thomas Atkinson, Jr. 16 shares Common			
	Mercantile-Safe Deposit Trust Co. 420 shares Guar.			
9.	Davenport & Co. of Virginia, Inc., Richmond, Va.	323	1	322
	Voting Rights - J. Read Branch, Jr. 1 share Common			
	J. Read Branch, E. A. Reynolds, Jr. 200 shares Guar.			
	John K. B. Reynolds 31 shares Guar.			
	Mrs. Beulah R. Burke 12 shares Guar.			
	Robert G. Cabell, III & Maude Morgan Cabell Foundation 79 shares Guar.			
10.	Douglas H. Gordon, Baltimore, Md.	260		260
11.	Scott & Stringfellow, Inc., Richmond, Va.	250		250
	Voting Rights - John J. Muldowney, Trustee 200 shares Guar.			
	Joseph Muldowney, Trustee 50 shares Guar.			
12.	Rolfe E. Glover, Jr., Wilmington, Del.	248	44	204
13.	Mrs. Sarah Stanley Edwards, Oklahoma City, Ok.	240		240
*14.	Salkeld & Co., New York, N. Y.	232		232
15.	Baw & Company, Norfolk, Va.	158	48	110
	Voting Rights - Virginia National Bank			
*16.	C. A. Seidensticker & Co., Princeton, N. J.	124		124
17.	Everett M. Owen, Richmond, Va.	118	103	15
18.	Stuart Shumate, Richmond, Va.	117	18	99
19.	Mrs. Pauline Savage Furness, Walingford, Pa.	104		104
20.	Margaret B. Boze, Richmond, Va.	100		100
*21.	Eddy & Co., New York, N. Y.	100		100
22.	Mrs. Renee Lower Ewing, Richmond, Va.	100	100	100
23.	William L. Savage, Hightstown, N. J.	100		100
24.	Sun Coast Broadcasting Corporation, Miami, Fla.	100		100
25.	Richmond, Fredericksburg and Potomac Railroad Co. In Trust for the Relief Fund, Richmond, Va.	82		82

	No. c	Votes d	Common d	Guar. e
26. Socn, Atlanta, Ga.		82		82
Voting Rights - General Assembly Mission Board of the Presbyterian Church in the U. S.				
27. Miss Nelle A. Miller, Rutherfordton, N. C.		80	55	25
28. William M. Lee, Richmond, Va.		68		68
29. Mrs. Florence M. Jinkins, Richmond, Va.		65	26	39
*30. Caba & Co., Palm Beach, Fla.		60		60

(*) No response or will not divulge as to identities of shareholders with voting rights.

C. VOTING POWERS AND ELECTIONS—Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 61,259
votes cast.

11. Give the date of such meeting. APRIL 17, 1978

12. Give the place of such meeting. RICHMOND, VIRGINIA

NOTES AND REMARKS

D. STOCKHOLDERS REPORTS

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

Check appropriate box:

[] Two copies are attached to this report.

[] Two copies will be submitted _____ (date)

[] No annual report to stockholders is prepared.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Begin- ning of Year (c)
		<u>Current Assets</u>	\$	\$
1	701	Cash	1 183	941
2	702	Temporary Cash Investments (Sch. 300)	13 844	13 935
3	703	Special Deposits (Sch. 300)	-	-
		Accounts Receivable		
4	705	- Interline and Other Balances	228	-
5	706	- Customers	1 522	1 095
6	707, 704	- Other	5 039	3 125
7	709, 708	- Accrued Accounts Receivables	4 114	3 864
8	708.5	- Receivables from Affiliated Companies	-	-
9	709.5	- Less: Allowance for Uncollectible Accounts	-	-
10	711, 714, 710	Prepayments (and working funds) (Sch. 300)	410	296
11	712	Materials and Supplies	4 413	3 968
12	713	Other Current Assets (Sch. 300)	906	856
13		Total Current Assets	31 659	28 080
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	516	515
15	721, 721.5	Investments and Advances: Affiliated Companies (Sch. 310)	9 060	8 255
16	737, 738	Property used in other than Carrier Operations (less depreciation \$ 3 652). (Sch. 325)	16 759	6 153
17	739, 741	Other Assets (Sch. 329)	8 694	68
18	743, 744	Other Deferred Debits (Sch. 329)	1 127	1 397
19		Total Other Assets	36 156	16 388
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)	50 239	49 125
21		Equipment	32 656	45 585
22		Unallocated Items	1 494	1 031
23	733, 734, 735, 736	Accumulated Depreciations and amortization (Schs. 332, 342, 352, 355)	21 384	22 864
24		Net road and Equipment	52 605	72 887
25		Total Assets	130 420	117 355

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Begin- ning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)	-	-
27	752	Accounts Payable, Interline and Other Balances	406	(100)
28	753, 754	Other Accounts Payable	1 912	1 345
29	755, 756	Interest and Dividends Payable	1 698	-
30	757, 758	Payables to Affiliated Companies	-	1 390
31	759	Accrued accounts Payable (Sch. 370)	4 220	3 372
32	760, 761, 761 5, 762	Taxes Accrued (Sch. 379)	3 535	3 914
33	763	Other Current Liabilities (Sch. 370)	2 255	1 908
34	764	Equipment obligations and other long-term debt due within one year	798	505
35		Total Current Liabilities	14 824	12 334
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	-	-
37	766	Equipment obligations	12 460	6 777
38	766.5	Capitalized Lease Obligations	-	-
39	768	Debt in default	-	-
40	769	Accounts payable; Affiliated Companies	-	-
41	770.1, 770.2	Unamortized debt premium	-	-
42	781	Interest in default	-	-
43	783	Deferred revenues-Transfers from Government Authorities	-	-
44	786	Accumulated deferred income tax credits	15 092	13 711
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	1 216	1 350
46		Total Noncurrent Liabilities	28 768	21 838
		<u>Stockholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230) (ALL CLASSES)	10 835	10 835
48		Common Stock	10 334	-
49		Preferred Stock	2501	-
50	793	Discount on Capital Stock	-	-
51	794, 795	Additional Capital (230)	-	-
		Retained Earnings		
52	797	Appropriated (221)	-	-
53	798	Unappropriated (220)	82 177	78 473
54	798.1	Net Unrealized loss on noncurrent marketable equity securities	-	-
55	798.5	Less Treasury Stock	6 184	6 125
56		Net Stockholders Equity	86 828	83 183
57		Total Liabilities and Shareholders Equity	130 420	117 385

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none", and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes explanatory statements explaining (1) service in-

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

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

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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: Expenses accrued monthly adjusted annually based on actuarial valuation each July 1. Contributions based on range provided by actuary. Practice consistent with prior year.

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. As of July 1, 1978 \$ 157,700

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

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

(ii) If funding is by trust agreement, list trustee(s) First and Merchants National Bank

Date of trust agreement or latest amendment June 24, 1977

If respondent is affiliated in any way with the trustee(s), explain affiliation: Not Applicable

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement NONE

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

Yes No X

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

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

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

J. Notes to Consolidated Financial Statements contained in the Annual Report 1978 to Stockholders is attached and all notes are incorporated by reference thereto.

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

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

(a) Changes in Valuation Accounts

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

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

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

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

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

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

NOTES AND REMARKS

210. RESULTS OF OPERATIONS

1. Disclose the requested information for the respondent pertaining to the results of operations for the year.
2. Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained.
3. List dividends from investments accounted for under the cost method on the appropriate line for Account No. 513, "Divi-

dend income." List dividends accounted for by the equity method on the appropriate dividend line under the "Income from Affiliated Companies" subsection of this schedule.

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

5. Report dollars in thousands.

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenues & Expenses (d)	Passenger-Related Revenues & Expenses (e)
ORDINARY ITEMS					
OPERATING INCOME					
Railway Operating Income					
1	(101) Freight **	\$ 35 466	\$	\$	\$
2	(102) Passenger **	-			
3	(103) Passenger-Related	-			
4	(104) Switching	911			
5	(105) Water Transfers	-			
6	(106) Demurrage	308			
7	(110) Incidental	1 035			
8	(121) Joint Facility-Credit	-			
9	(122) Joint Facility-Debit	13			
10	(501) Railway operating revenues	37 707			
11	(531) Railway operating expenses	25 421			
12	*Net revenue from railway operations	12 286			
OTHER INCOME					
13	(506) Revenue from property used in other than carrier operations	2 568			
14	(510) Miscellaneous rent income	250			
15	(512) Separately operated properties-Profit	-			
16	(513) Divided income	282			
17	(514) Interest income	1 259			
18	(516) Income from sinking and other funds	3			
19	(517) Release of premiums of funded debt	-			
20	(518) Contributions from other companies	-			
21	(519) Miscellaneous income	619			
Income from Affiliated companies:					
22	Dividends	-			
23	Equity in undistributed earnings (losses)	806			
24	Total other income (lines 13-23)	5 887			
25	Total income (lines 12, 24)	18 173			
MISCELLANEOUS DEDUCTIONS FROM INCOME					
26	(534) Expenses of property used in other than carrier operations	789			
27	(535) Taxes on property used in other than carrier operations	140			
28	(543) Miscellaneous rent expense	-			
29	(544) Miscellaneous taxes	-			
30	(545) Separately operated properties-Loss	-			
31	(549) Maintenance of investment organization	-			
32	(550) Income transferred to other companies	-			
33	(551) Miscellaneous income charges	21			
34	(553) Uncollectible accounts	3			
35	Total miscellaneous deductions (lines 26-34)	953			
36	Income available for fixed charges (lines 25,35)	17 220			
FIXED CHARGES					
37	(546) Interest on funded debt:				
38	(a) Fixed interest not in default	706			
39	(b) Interest in default	-			
40	(547) Interest on unfunded debt	-			
41	(548) Amortization of discount on funded debt	-			
42	Total fixed charges (lines 37-40)	706			
43	Income after fixed charges (lines 36, 41)	16 514			

110. RESULTS OF OPERATIONS—Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	OTHER DEDUCTIONS	\$	\$
43	(546) Interest on funded debt: (c) Contingent interest	-	
	UNUSUAL OR INFREQUENT ITEMS		
44	(555) Unusual or infrequent items (debit) credit	16 514	
45	Income (loss) for continuing operations (before income taxes)		
	PROVISIONS FOR INCOME TAXES		
46	(556) Income taxes on ordinary income: Federal income taxes	5 022	
47	State income taxes	-	
48	Other income taxes	-	
49	(557) Provision for deferred income taxes	907	
50	Income from continuing operations	10 585	
	DISCONTINUED OPERATIONS		
51	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$ _____)	-	
52	(561) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$ _____)	-	
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
53	(570) Extraordinary items (Net)	-	
54	(590) Income taxes on extraordinary items	-	
55	(591) Provision for deferred taxes - Extraordinary items	-	
56	Total extraordinary items (lines 53-55)	-	
57	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$ _____)	-	
58	Net income	10 585	
	*Reconciliation of net railway operating income (NROI)		
59	Net revenues from railway operations	12 286	
60	(556) Income taxes on ordinary income	5022.4 555	
61	(557) Provision for deferred income taxes	907.1 374	
62	Income from lease of road and equipment	(4)	
63	Rent for leased roads and equipment	(1)	
64	Net railway operating income	6 360	
	**Report hereunder the charges to the revenue accounts representing payments made to other for—		
65	Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates	\$ 120,828.00	
	(a) Of the amount reported for "Net revenue from railway operations", 0 % (to nearest whole number) represents payments for collection and delivery of LCL freight either in TOFC trailers or otherwise. The percentage reported is (Check one): Actual (), Estimated ().		
66	Switching services when performed in connection with line-haul transportation of freight on the basis of switching tariffs and allowances out of freight rates, including the switching of empty cars in connection with a revenue movement	\$ 224,501.00	
	Substitute highway motor service in lieu of line-haul rail service performed under tariffs published by rail carriers (does not include traffic moved on joint rail-motor rates):		
67	(a) Payments for transportation of persons	\$ NONE	
68	(b) Payments for transportation of freight shipments	\$ NONE	
	NOTE.—Gross charges for protective services to perishable freight, without deduction for any proportion thereof credited to Account No. 101, "Freight" (not required from switching and terminal companies):		
69	Charges for service for the protection against heat	\$ 3,440.00	
70	Charges for service for the protection against cold	\$ NONE	

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

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

5. Line 3 (line 7 if debit balance), column (c), should agree with line 23, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 58, column (b), Schedule 210.

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

Line No.	Item (a)	Retained earnings—Unappropriated (b)	Equity in undistributed earnings (losses) of affiliated companies (c)
1	Balances at beginning of year	\$ 72,395	\$ 6,078
2	(601.5) Prior period adjustments to beginning retained earnings		
CREDITS			
3	(602) Credit balance transferred from earnings	9,779	806
4	(603) Appropriations released		
5	(606) Other credits to retained earnings		
6		Total 9,779	806
DEBITS			
7	(612) Debit balance transferred from income		
8	(616) Other debits to retained income		
9	(620) Appropriations for sinking and other reserve funds		
10	(621) Appropriations for other purposes		
11	(623) Dividends: Common stock	1,005	
12	Preferred stock ¹ (Guaranteed and dividend obligations)	5,876	
13		Total 6,881	
14	Net increase (decrease) during year (Line 6 minus Line 13)	2,398	806
15	Balances at close of year (Lines 1, 2 and 14)	75,293	6,884
16	Balance from line 15(c)	6,884	XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	82,177	XXXXX
Remarks			
18	Amount of assigned Federal income tax consequences:		
18	Account 606	NONE	XXXXX
19	Account 616	NONE	XXXXX

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

221. RETAINED EARNINGS—APPROPRIATED

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

Line No.	Class of appropriation (a)	Credits during year (b)	Debits during year (c)	Balance at close of year (d)
1	Additions to property through retained income	\$	\$	\$
2	Funded debt retired through retained income			
3	Sinking fund reserves			
4	Incentive per diem funds			
5	Miscellaneous fund reserves			
6	Other appropriations (specify):			
7				
8				
9				
10				
11				
12				
13				
14				
15		TOTAL		
16				

NONE

230. CAPITAL STOCK

PART I. CAPITAL STOCK

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

are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent under such circumstances as required them to be considered as held alive, and not canceled or retired, they are considered to be nominally outstanding.

5. If stock is being held subject to an exchange for the outstanding securities of constituent companies, then include such stock as outstanding stock, and disclose the details in footnotes.

6. Report dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Authorized (c)	Number of Shares			Book Value at End of Year	
				Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	\$25.	52 676	52 676	461	52 215	1 305	11
2	Dividend Obligations	25.	360 700	360 700	66 158	294 542	7 364	1 654
3								
4	Preferred							
5								
6								
7								
8								
9	Guaranteed Stock	25.	20 016	20 016	8 381	11 635	291	210
10	TOTAL	XXXXX	433 392	433 392	75 000	358 392	8 960	1 875

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

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

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.

6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.

7. Report dollars in thousands.

Line No.	Items (a)	Guaranteed Stock		Dividend Obligations		Common Stock		Treasury Stock		Additional Capital (h)
		No. of Shares (b)	Amt. (c)	Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year	11 635	291	294 872	\$ 7 372	52 215	\$ 1 305	74 670	\$ 1 867	\$
12	Capital Stock Sold ¹									
13	Capital Stock Reacquired			(330)	(8)			330	8	
14	Capital Stock Canceled									
15	Stock Dividends									
16	Balance at Close of Year	11 635	291	294 542	7 364	52 215	1 305	75 000	1 875	

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

240. STATEMENT OF CHANGES IN FINANCIAL POSITION

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

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

Report dollars in thousands.

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL			
1	Working capital provided by operations:		
1	Net income (loss) before extraordinary items	10 585	10 582
2	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital	-	(7)
2	Retirement of nondepreciable property	(48)	111
3	Loss (gain) on sale or disposal of tangible property	2 372	2 238
4	Depreciation and amortization expenses	1 504	911
5	Net increase (decrease) in deferred income taxes	(806)	(403)
6	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	(86)	(610)
7	Net increase (decrease) in noncurrent portion of estimated liabilities	-	
8	Other (specify): Gain from sale under threat of condemnation - WMATA	-	(1 966)
9			
10			
11			
12			
13	Total working capital from operations before extraordinary items	13 521	10 856

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL—Continued			
14	Add funds generated by reason of discontinued operations, extraordinary items, prior period adjustments, and changes in accounting principles	\$	\$
15	Total working capital from operations	13 521	10 856
Working capital from sources other than operating			
16	Proceeds from issuance of long-term liabilities	6 495	-
17	Proceeds from sale/disposition of carrier operating property	201	359
18	Proceeds from sale/disposition of other tangible property	107	2 625
19	Proceeds from sale/repayment of investments advances	-	-
20	Net decrease in sinking and other special funds	-	-
21	Proceeds from issue of capital stock	-	-
Other (specify)			
22	Decrease (Increase) in other assets and deferred charges	(86)	131
23			
24			
25			
26			
27	Total working capital from sources other than operating	6 717	3 115
28	Total sources of working capital	20 238	13 971

Road Initials: R.F&P

Year 1978

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No.	Description (a)	Current year (b)	Prior year (c)
APPLICATION OF WORKING CAPITAL			
29	Amount paid to acquire/retire long-term liabilities	\$ 812	-
30	Cash dividends declared	6 880	5 906
31	Purchase price of carrier operating property	2 519	4 655
32	Purchase price of other tangible property	437	68
33	Purchase price of long-term investments and advances	-	-
34	Net increase in sinking or other special funds	1	159
35	Purchase price of acquiring treasury stock	58	352
36	Decrease in Other Liabilities and Other Deferred Credits	48	112
37	Net investment in direct financing lease	8 394	-
38			
39			
40			
41			
42			
43			
44			
45	Total application of working capital	19 149	11 252
46	Net increase (decrease) in working capital	1 089	2 719

241. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital.
(*Thousand dollar Reporting Rule*)

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments	\$ 15 027	\$ 14 876	\$ 151
2	Net receivables	10 903	8 084	2 819
3	Prepayments	410	296	114
4	Materials and supplies	4 413	3 968	445
5	Other current assets not included above	906	856	50
6	Notes payable and matured obligations	-	-	-
7	Accounts payable	6 538	4 617	1 921
8	Current equipment obligations and other debt	798	505	293
9	Other current liabilities not included above	7 488	7 212	276
10	Net increase (decrease) in working capital	16 835	15 746	1 089

300. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

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

5% of current assets. Give a brief description of each item listed. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.
(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1	702	Commercial Paper	\$ 9 362
2	702	Municipal Bonds	4 482
3			
4			
5	709	Estimated Revenue - Freight	3 339
6	709	Hire of Equipment	354
7	709	Auto Train	120
8			
9			
10	712	Roadway Supply	1 674
11	712	Potomac Yard Supply	1 193
12	712	Equipment Supply	1 160
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			

301. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

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

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

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

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

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

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

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

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

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

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

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

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

- 8. Combine, in one amount, investments in which the original cost or present equity in total assets is less than \$10,000.
- 9. Include investments in unincorporated entities such as lessee organizations. Exclude amounts normally settled on a current basis.
- 10. Do not include the value of securities issued or assumed by respondent.
- 11. For affiliates which do not report to the Interstate Commerce Commission and are jointly owned, disclose in footnotes the name and extent of control of the other controlling entities.
- 12. Report dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

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

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

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

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

5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially 19__ to 19__." Abbreviations in common use in standard financial publications may be used to conserve space.

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

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	A-1	VII	Pullman Company	
2					
3	721	A-1	VII	Fruit Growers Express Company	
4					
5	721	A-1	VII	Trailer Train	
6					
7					
8				Total Class A-1	
9					
10					
11	721	A-3	VI	Richmond Land Corporation	100.00%
12					
13					
14				Total Class A-3	
15					
16				Total Class A	
17					
18					
19	721	C-1	VII	Trailer Train Co. 6 $\frac{1}{2}$ % Secured Note Due April 17, 1997	
20					
21					
22	721	C-1	VII	Trailer Train Co. 7 $\frac{1}{2}$ % Secured Note Due January 9, 1999	
23					
24					
25					
26				Total Class C-1	
27					
28					
29				Total Account 721	
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES--Continued

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

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

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

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

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

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

12. Report dollars in thousands.

Investments and advances							Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance	Disposed of; Profit (loss)	Adjustments Account 721-5	(k)		
(f)	(g)	(h)	(i)	(j)				
\$ 55	\$	\$	\$ 55	\$	\$		\$	1
152			152					2
115			115					3
322			322					4
1 796			1 796					5
1 796			1 796					6
2 118			2 118					7
29			29					8
29			29					9
58			58					10
2 176			2 176					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

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
(a)	(b)	(c)		(d)	(e)
1					
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					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of: Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	
							1
							2
							3
							4
							5
							6
							7
							8
							9
							10
							11
							12
							13
							14
							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

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

1. Report below the details of all investments in common stocks included in Account 721, Investments in Affiliated Companies.

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

of Accounts.)

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

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

of acquisition.

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

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held. (a)	Balance at beginning of year (b)	Adjustment for investments equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)
1	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
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	Total (Non-Carrier)	6 078		806			6 884

NOTES AND REMARKS

315. SPECIAL FUNDS AND OTHER INVESTMENTS

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

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

accounts Nos. 715, 716, and 717 held by trustees in lieu of cash deposits required under the governing instrument are not to be reported.

3. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 23, classifying the investments by means of letters, figures, and symbols in columns

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	Balance at close of year	Book value of investment made during the year
	(a)	(b)	(c)	(d)	(e)	(f)
1					\$	\$
2						
3						
4				Account 722 is not greater than 1% of		
5				Total Assets.		
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						

315. SPECIAL FUNDS AND OTHER INVESTMENTS—Continued

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

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

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

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

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

8. Report dollars in thousands.

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Adjustment at end of year (Account 723)	Allowance for unrealized loss on noncurrent marketable equity securities (Account 724)		Dividends or interest during year credited to income	Line No.
Book value (g)	Profit or (Loss) (h)		(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
						40
						41
						42
						43
						44
						45
						46

319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING SUBSIDIARIES

1. Give particulars of investments represented by securities and advances (including securities issued or assumed by respondent), and of other intangible property, indirectly owned or controlled by respondent through any subsidiary which does not report to the

Commission under the provisions of the Interstate Commerce Act, without regard to any question of whether the company issuing the securities, or the obligor, is controlled by the subsidiary.

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	Total book value of investments at close of year	Book value of investments made during year
(a)	(b)		(c)	(d)
1	D-3	Westinghouse Credit Corporation	\$ -	\$ 6 502
2	D-3	Commercial Credit Corporation	838	9 661
3	D-3	Sears, Roebuck and Company	585	3 660
4	D-3	AVCO Financial Services	1 552	5 574
5	D-3	Virginia Electric and Power Company	-	944
6	D-3	Ford Motor Credit Corporation	-	3 538
7	D-3	CIT Financial Services	-	813
8	D-3	J. C. Penney Financial Services	-	536
9	D-3	Consolidated Bank and Trust	40	-
10	D-3	Women's Bank	40	-
11	D-3	U. S. Treasury Bills	746	746
12	C-3	Canner's Warehouse Corporation	5	-
13			3 806	31 974
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				

319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING SUBSIDIARIES—Continued

2. This schedule should include all securities, open account advances, and other intangible property owned or controlled by non-reporting companies as well as those owned or controlled by any other organization or individual whose action respondent is able to determine.

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

4. Column (a), Class No., should show classifications as provided in General Instructions, Schedules 310 & 315.
(Dollars in thousands)

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR			Extent of control	Names of subsidiaries in connection with things owned or controlled through them	Line No.
Book Value (e)	Selling price (f)	(g)		(h)	
\$ 6 502	\$ 6 545	100 %		Richmond Land Corporation	1
9 447	9 515	100		Richmond Land Corporation	2
3 075	3 095	100		Richmond Land Corporation	3
5 414	5 450	100		Richmond Land Corporation	4
1 739	1 750	100		Richmond Land Corporation	5
3 538	3 565	100		Richmond Land Corporation	6
813	820	100		Richmond Land Corporation	7
536	540	100		Richmond Land Corporation	8
-	-	100		Richmond Land Corporation	9
-	-	100		Richmond Land Corporation	10
-	-	100		Richmond Land Corporation	11
16	16	100		Richmond Land Corporation	12
31 080	31 296				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

325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS

1. This schedule may be omitted unless (a) gross property used in other than carrier operations is more than 5% of total assets, or (b) net profit from noncarrier operations for the year amounts to 10% or more of income before extraordinary items.

2. Show separately (a) the three properties with the greatest asset value, and (b) the three properties with greatest revenues. Show also each property whose gross value exceeds 5% of total assets or whose net profit from noncarrier operations exceed 10% of income before extraordinary items. Other items may be combined on one line.

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

4. In section B include in column (f) the gross amount of revenue or income included in account 506; in column (g), the gross amount of expenses (including depreciation) charged to accounts

Line No.	Item (Kind and location of property, and nature of business, if any) (a)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)	Balance of close of year (See ins. 3) (e)
1	494 Gondolas		\$ 6 521	\$	\$ 6 521
2					
3	250 Box Cars		6 439	26	6 413
4					
5	All Other Items		437	36	7 477
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22	Total	XXXX	13 397	62	20 411

NOTES AND REMARKS

325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS—Continued

\$06 and 534; in column (h), the amount of taxes charged to accounts 535 and 544 for the year; and in column (i), the net profit or loss of columns (f) minus (g) and (h).

5. Any differences between the total of column (h) and the totals of accounts 535 and 544, and differences between the total of column (i) and the net total of accounts 506, 534, 535, and 544, of such accounts in Schedule 210, "Results of Operations", should be explained in a footnote.

6. In section C give an analysis of accumulated depreciation in account 738 for each item shown in column (a). Show in column

(n) the percentage or composite rate used by the respondent for computing the amount of depreciation credited to the account during the year. Any adjustments of importance included in columns (j) and (k) should be fully explained in a footnote.

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

8. Report dollars in thousands.

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 506, 534, 535 AND 544 DURING THE YEAR				C. ACCUMULATED DEPRECIATION (ACCOUNT 738)					
Revenues or income (f)	Expenses (g)	Taxes (h)	Net profit for year (L loss) (i)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)	Line No.
\$ 744	\$ 239	\$	\$ 505	\$ 1 760	\$	\$ 1 760	\$ 6 521	3.67%	1
655	236		419	908	3	905	6 413		2
1 178	323	140	715	64		987	1 759		3
									4
									5
									6
									7
									8
									9
									10
									11
									12
									13
									14
									15
									16
									17
									18
									19
									20
									21
2 577	798	140	1 639	2 732	3	3 652	14 693	XXXXX	22

NOTES AND REMARKS

Column (j)

Lines 1 and 2 - Depreciation transferred from Account 735.

329. OTHER ASSETS AND OTHER DEFERRED DEBITS

If the amount in either the captioned Accounts 739, 741, 743, 744 "Other assets" account or the "Other deferred debit" account exceeds 5% of total assets, then report the three largest items in those respective amounts. Also report any single item exceeding 5%

of total assets. Give a brief description of each item; in case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote. (Dollars or thousands.)

Line No.	Account No. (a)	Item (b)	Amount (c)
1			\$
2	741	REX Railway Lease	3 068
3	741	Intermodal Lease	5 326
4	741	Virginia Central Railway	76
5			
6	743	R & E Suspense	660
7	743	Shop Orders	126
8	743	Potomac Yard Clearance	98
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			

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

1. Give particulars of balances at the beginning and close of the year and of all changes during the year in account No. 731, "Road and Equipment Property," and account No. 732, "Improvements on Leased Property," classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. If account No. 732 for road or for equipment is less than 5% of account No. 731 at the beginning and end of year, the corresponding portion of Schedule 330A may be omitted. The balances, by primary accounts, should, insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (h) is the aggregate of columns (b) to (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.

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

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

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

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

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

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

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

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

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

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

11. Show dollars in thousands.

NOTES AND REMARKS

See page 38

Account	Ending Balance 12/31/77	Beginning Balance 1/1/78	Difference
	Per R-1	Per R-2	
1	899	898	(1)
2	1 731	1 727	(4)
3	7 104	7 106	2
6	5 773	5 774	1
9	4 716	4 715	(1)
11	1 407	1 410	3
12	2 711	2 712	1
17	100	102	2
26	849	847	(2)
35	143	141	(2)
39	892	891	(1)
44	1 500	1 501	1
45	135	136	1
52	8 311	8 310	(1)
53	36 258	36 259	1
	<u>72 529</u>	<u>72 529</u>	<u>--</u>

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Line No.	Account	(Dollars in thousands)	Balance at begin- ning of year	Expenditures	Expenditures
				during the year for original road and equipment, and road extensions	during the year for purchase of existing lines, reor- ganizations, etc.
(a)	(b)	(c)	(d)		
1	(1) Engineering	*	\$ 898	\$	\$
2	(2) Land for transportation purposes	**	1 727		
3	(3) Grading	*	7 106		
4	(4) Other right-of-way expenditures		36		
5	(5) Tunnels and subways		-		
6	(6) Bridges, trestles, and culverts	*	5 774		
7	(7) Elevated structures		-		
8	(8) Ties		1 606		
9	(9) Rails	*	4 715		
10	(10) Other track material		3 583		
11	(11) Ballast	**	1 410		
12	(12) Track laying and surfacing	*	2 712		
13	(13) Fences, snowsheds, and signs		130		
14	(16) Station and office buildings		4 410		
15	(17) Roadway buildings	*	102		
16	(18) Water stations		45		
17	(19) Fuel stations		110		
18	(20) Shops and enginehouses		3 191		
19	(22) Storage warehouses		-		
20	(23) Wharves and docks		-		
21	(24) Coal and ore wharves		-		
22	(25) TOFC/COFC terminals		389		
23	(26) Communication systems	*	847		
24	(27) Signals and interlockers		5 515		
25	(29) Power plants		110		
26	(31) Power-transmission systems		405		
27	(35) Miscellaneous structures	*	141		
28	(37) Roadway machines		1 634		
29	(39) Public improvements—Construction	*	891		
30	(44) Shop machinery	*	1 501		
31	(45) Power-plant machinery	*	136		
32	Other (specify and explain)				
33	Total expenditures for road		49 124		
34	(52) Locomotives	*	8 310		
35	(53) Freight-train cars	*	36 259		
36	(54) Passenger-train cars				
37	(55) Highway revenue equipment				
38	(56) Floating equipment				
39	(57) Work equipment		650		
40	(58) Miscellaneous equipment		366		
41	Total expenditures for equipment		45 585		
42	(76) Interest during construction		586		
43	(77) Other expenditures—General				
44	Total general expenditures		586		
45	Total		95 295		
46	(80) Other elements of investment				
47	(90) Construction work in progress		445		
48	Grand Total	***	95 740		

* Adjusts differences due to rounding - See page 37

** Correct 1974 accounting - See page 37

*** Excludes Account 38 - Roadway Small Tools - \$11.

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Expenditures for additions and betterments during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
\$	\$	\$	\$	
			890	1
			1 727	2
102		102	7 208	3
			36	4
			5 774	5
1		1	1 607	6
358		358	5 073	7
76	9	67	3 650	8
			1 410	9
41	1	40	2 752	10
2		2	132	11
144	6	80	4 490	12
6	2	4	106	13
			45	14
			110	15
26	43	(17)	3 174	16
				17
				18
				19
				20
				21
331		331	720	22
86	26	60	907	23
103	23	80	5 595	24
	76	(76)	34	25
3		3	408	26
3	31	(28)	113	27
256	160	95	1 730	28
			891	29
217	8	229	1 710	30
5	94	(83)	47	31
				32
1 760	545	1 215	50 339	33
59	10	49	8 359	34
* (12 856)	145	(13 001)	23 258	35
				36
				37
				38
				39
122	21	(21)	629	40
(12 675)	78	44	410	41
	254	(12 929)	32 656	42
			586	43
			586	44
(10 915)	799	(11 714)	83 581	45
				46
463		463	908	47
(10 452)	799	(11 251)	84 489	48

* 250 Box Cars and 494 Gondolas leased to others were transferred to Property Used In Other Than Carrier Operations - \$12,960.

330A. IMPROVEMENTS ON LEASED PROPERTY (See Instruction)

Line No.	Account	<i>Dollars in thousands</i>	Balance at begin-ning of year	Expenditures	Expenditures		
				(b)	(c)	during the year for original road and equipment, and road extensions	during the year for purchase of existing lines, re-organizations, etc.
1	(1) Engineering		\$	\$	\$		
2	(2) Land for transportation purposes						
3	(3) Grading						
4	(4) Other right-of-way expenditures						
5	(5) Tunnels and subways						
6	(6) Bridges, trestles, and culverts						
7	(7) Elevated structures						
8	(8) Ties						
9	(9) Rails						
10	(10) Other track material						
11	(11) Ballast						
12	(12) Track laying and surfacing						
13	(13) Fences, snowsheds, and signs						
14	(16) Station and office buildings						
15	(17) Roadway buildings						
16	(18) Water stations						
17	(19) Fuel stations						
18	(20) Shops and enginehouses						
19	(22) Storage warehouses						
20	(23) Wharves and docks						
21	(24) Coal and ore wharves						
22	(25) TOFC/COFC terminals						
23	(26) Communication systems						
24	(27) Signals and interlockers						
25	(29) Power plants						
26	(31) Power-transmission systems						
27	(35) Miscellaneous structures						
28	(37) Roadway machines						
29	(39) Public improvements—Construction						
30	(44) Shop machinery						
31	(45) Power-plant machinery						
32	Other (specify and explain)						
33	Total expenditures for road						
34	(52) Locomotives						
35	(53) Freight-train cars						
36	(54) Passenger-train cars						
37	(55) Highway revenue equipment						
38	(56) Floating equipment						
39	(57) Work equipment						
40	(58) Miscellaneous equipment						
41	Total expenditures for equipment						
42	(76) Interest during construction						
43	(77) Other expenditures—General						
44	Total general expenditures						
45	Total						
46	(80) Other elements of investment						
47	(90) Construction work in progress						
48	Grand Total						

NONE

330A. IMPROVEMENTS ON LEASED PROPERTY—Continued

Expenditures for additions and betterments during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
\$	\$	\$	\$	
				1
				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

NONE

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

1. Disclose the required information in regard to credits and debits to Account No. 735, "Accumulated depreciation: road and equipment property," during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" account and "Other Rents - Debit - Equipment" accounts (See Schedule 342 for the accumulated depreciation relating to road and equipment owned but not used by respondent).
2. If any data are included in columns (d) or (f), explain the entries in detail.
3. A debit balance in columns (b) or (g) for any primary account should be designated "Dr."
4. If there is any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses, a full explanation should be given.
5. Enter amounts representing amortization under an authorized amortization program other than for defense projects on line 27.
6. Thousand dollar Reporting Rule.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
ROAD							
1	(1) Engineering	200	12		8		204
2	(3) Grading	40	6				46
3	(4) Other, right-of-way *	16	1				17
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	1 373	63				1 936
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	130			1		129
8	(16) Station and office buildings *	547	115		62		600
9	(17) Roadway buildings	16	3		1		18
10	(18) Water stations *	Dr. 15	2				Dr. 13
11	(19) Fuel stations	10	3				13
12	(20) Shops and enginehouses	1 084	90		43		1 131
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	135	29		1		163
17	(26) Communication systems	404	25		25		402
18	(27) Signals and interlockers *	3 381	134		19		3 496
19	(29) Power plants	15	2		76		Dr. 59
20	(31) Power-transmission systems	298	8				306
21	(35) Miscellaneous structures	53	4		32		25
22	(37) Roadway machines *	362	98		143		317
23	(39) Public improvements-Construction *	64	13				77
24	(44) Shop machinery	568	49		1		616
25	(45) Power-plant machinery *	Dr. 7	3		94		Dr. 98
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road	9 174	660		507		9 327
EQUIPMENT							
29	(52) Locomotives	5 151	414		10		5 555
30	(53) Freight-train cars	7 296	724		43	2 192	5 785
31	(54) Passenger-train cars						
32	(55) Highway revenue equipment						
33	(56) Floating equipment						
34	(57) Work equipment	311			6		305
35	(58) Miscellaneous equipment	79	35		55		59
36	Total equipment	12 837	1 173		114	2 192	11 704
37	GRAND TOTAL	22 011	1 833		621	2 192	21 031

* Figures adjusted as of 1/1/78 due to rounding in previous years.

Chargeable to account 305.

Railroad Annual Report R-2

335A. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Company)

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

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

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

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

5. In column (d), show the amount applicable in accounts 731 and 732 on the books of the companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to the deductions made by the owners in their reports. If separate value is not available, explanations should be given. Differences between the amounts in column (d) of this schedule and the amounts shown in column (c), line 33, on the asset side of the comparative general balance sheet of each individual railway should be explained in a footnote. Book value included in accounts 731 and 732 of the owner should be reported in column (d) in reference to the investment of the respondent in the securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6 percent or otherwise) value of property of private owners, or portions of property of other carriers, should be explained.

6. In column (e), show the amount of depreciation and amortization accrued as of the close of the year in accounts 735, 736, and 785, that is applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded.

7. Report dollars in thousands.

Line No.	Class (See Ins. 2)	Name of company (a) (b)	Miles of road owned (See Ins. 4) (c)	Investments in property (See Ins. 5) (d)	Depreciation and amortization of defense projects (See Ins. 6) (e)
1	R	RICHMOND, FREDERICKSBURG and POCOTOMAC RAILROAD COMPANY		\$ 114	\$ 84 489 21 884
2					
3					
4					
5					
6					
7		DEDUCTIONS: SOUTHERN RAILWAY		1 31 2	
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					
		TOTAL	113	84 458	21 882

335B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE
(By Property Accounts)

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

2. The amounts for respondent and for each group or class of companies and properties on line 50 herein, should correspond with the amounts for each class of company and properties shown in schedule 335. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in the schedule.

3. Report on line 32 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where

cost of property leased from other carriers is not ascertainable. Identify non-carrier owners, and briefly explain methods of estimating value of property of non-carriers or property of other carriers.

4. Report on line 33 amounts not includable in the accounts shown, or in line 32. The items reported should be briefly identified and explained. Also include here those items after permission is obtained from the Commission for exceptions to prescribe accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

5. Report dollars in thousands.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)
1	(1) Engineering	\$ 890	\$	\$	\$
2	(2) Land for transportation purposes	1 727			2
3	(3) Grading	7 208			5
4	(4) Other right-of-way expenditures	36			
5	(5) Tunnels and subways				
6	(6) Bridges, trestles, and culverts	5 774			3
7	(7) Elevated structures				
8	(8) Ties	1 607			2
9	(9) Rails	5 072			7
10	(10) Other track material	3 550			6
11	(11) Ballast	1 410			4
12	(12) Track laying and surfacing	2 752			
13	(13) Fences, snowsheds, and signs	132			
14	(16) Station and office buildings	4 490			
15	(17) Roadway buildings	106			
16	(18) Water stations	45			
17	(19) Fuel stations	110			
18	(20) Shops and enginehouses	3 174			
19	(22) Storage warehouses				
20	(23) Wharves and docks				
21	(24) Coal and ore wharves				
22	(25) TOFC/COFC terminals	720			
23	(26) Communication systems	907			
24	(27) Signals and interlockers	5 595			1
25	(29) Power plants	34			
26	(31) Power-transmission systems	408			
27	(35) Miscellaneous structures	113			
28	(37) Roadway machines	1 730			
29	(39) Public improvements—Construction	891			
30	(44) Shop machinery	1 710			
31	(45) Power-plant machinery	47			
32	Leased property capitalized rentals (explain)				
33	Other (specify & explain)				
34	Total expenditures for road	50 339			31
35	(52) Locomotives	8 259			
36	(53) Freight-train cars	23 258			
37	(54) Passenger-train cars				
38	(55) Highway revenue equipment				
39	(56) Floating equipment				
40	(57) Work equipment	629			
41	(58) Miscellaneous equipment	410			
42	Total expenditures for equipment	32 656			
43	(76) Interest during construction	586			
44	(77) Other expenditures—General				
45	Total general expenditures	586			
46	Total	83 581			
47	(80) Other elements of investment				
48	(90) Construction work in progress	908			
49	Grand Total	84 489			31

339. OTHER ELEMENTS OF INVESTMENT

1. Give particulars and explanation of all entries in account No. 80, "Other elements of investment," during the year.
2. In column (b) show the account number to which the entries in column (c) were credited and the account number to which the

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

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)	Credits during the year (d)
1			\$	\$
2				
3				
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				
40				
41				
42				
43				
44				
45				
46				
47				
48				
49				
50		TOTALS _____	XXX	
51		NET CHANGES _____	XXX	

340. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in accounts 207 and 221.

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

3. In column (d) show the composite rates used in computing the depreciation for the month of December and on lines 28 and 36 of

this column show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary accounts composite rates to the depreciation base used in computing the depreciation for December and dividing that total so computed by the depreciation base.

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

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

6. If total road leased to others is less than 5% of total road owned; omit. If total equipment leased to others is less than 5% of total equipment owned; omit.

Line No.	(Dollars in thousands)	Account (a)	DEPRECIATION BASE		Annual com- posite rate (percent) (d)
			Beginning of year (b)	Close of year (c)	
ROAD					
1	(1) Engineering		\$	\$	\$
2	(3) Grading				
3	(4) Other right-of-way expenditures				
4	(5) Tunnels and subways				
5	(6) Bridges, trestles, and culverts				
6	(7) Elevated structures				
7	(13) Fences, snowsheds, and signs				
8	(16) Station and office buildings				
9	(17) Roadway buildings				
10	(18) Water stations				
11	(19) Fuel stations				
12	(20) Shops and enginehouses				
13	(22) Storage warehouses				
14	(23) Wharves and docks				
15	(24) Coal and ore wharves				
16	(25) TOFC/COFC terminals				
17	(26) Communication systems				
18	(27) Signals and interlockers				
19	(29) Power plants				
20	(31) Power transmission systems				
21	(35) Miscellaneous structures				
22	(37) Roadway machines				
23	(39) Public improvements—Construction				
24	(44) Shop machinery				
25	(45) Power-plant machinery				
26	All other road accounts				
27	Total road				
EQUIPMENT					
28	(52) Locomotives				
29	(53) Freight-train cars				
30	(54) Passenger-train cars				
31	(55) Highway revenue equipment				
32	(56) Float equipment				
33	(57) Work equipment				
34	(58) Miscellaneous equipment				
35	Total equipment				
36	GRAND TOTAL				XXX

NONE

342. ACCUMULATED DEPRECIATION-ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in accounts 207 and 221.
2. Disclose credits and debits to Account 735, "Accumulated depreciation-road and equipment property," during the year relating to road and equipment leased to others, the depreciation charges for which are not includable in operating expenses of the respondent. (See Schedule 350 for the reserve relating to road and equipment owned and used by the respondent.)
3. If any entries are made for "Other credits" and "Other debits," state the facts occasioning such entries. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."
4. Disclosures in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased to others represents less than 5% of total road owned or total equipment owned, respectively.
5. Thousand dollar Reporting Rule.

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

NONE

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

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of December, and in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 28 and 38 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and account Nos. 218 and 221. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 219 and 221. The composite rates used should be those to be shown for the respective primary accounts, except that where the use of component rates has been authorized, the composite rates if any changes in rates were effective during the year, give full particulars in a footnote.

2. All leased properties may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.

3. Show in columns (e), (f), and (g), data applicable to property used but not owned, when the rent therefor is included in account Nos. 207 and 221.

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

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

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

Line No.	Account	OWNED AND USED			LEASED FROM OTHERS			Annual com- posite rate (percent)	
		Depreciation Base		Annual com- posite rate (percent)	Depreciation base				
		At beginning of year	At close of year		At beginning of year	At close of year			
(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)		
		\$	\$	%	\$	\$	\$	%	
ROAD									
1	(1) Engineering	897	896	1.32					
2	(3) Grading	6 302	6 905	0.08					
3	(4) Other right-of-way expenditures	36	36	2.00					
4	(5) Tunnels and subways								
5	(6) Bridges, trestles, and culverts	5 678	5 678	1.11					
6	(7) Elevated structures								
7	(13) Fences, snowsheds, and signs	129	131	2.00					
8	(16) Station and office buildings	4 344	4 419	2.63					
9	(17) Roadway buildings	104	108	2.50					
10	(18) Water stations	45	45	3.13					
11	(19) Fuel stations	110	110	3.33					
12	(20) Shops and enginehouses	3 109	3 224	2.86					
13	(22) Storage warehouses								
14	(23) Wharves and docks								
15	(24) Coal and ore wharves								
16	(25) TOFC/COFC terminals	389	718	5.71					
17	(26) Communications systems	838	910	2.88					
18	(27) Signals and interlockers	5 433	5 470	2.49					
19	(29) Power plants	110	110	1.79					
20	(31) Power transmission systems	402	402	2.00					
21	(35) Miscellaneous structures	136	113	3.03					
22	(37) Roadway machines	1 507	1 743	1.00					
23	(39) Public improvements—								
	Construction	891	891	1.45					
24	(44) Shop machinery	1 548	1 635	3.17					
25	(45) Power plant machinery	126	139	2.50					
26	All other road accounts								
27	Amortization (other than defense projects)								
28	Total road	32 644	33 683	2.05					
EQUIPMENT									
29	(52) Locomotives	8 314	8 358	4.97					
30	(53) Freight-train cars	36 255	23 300	3.13					
31	(54) Passenger-train cars								
32	(55) Highway revenue equipment								
33	(56) Floating equipment								
34	(57) Work equipment	648	633	-					
35	(58) Miscellaneous equipment	351	429	8.60					
36	Total equipment	45 568	32 720	3.61					
37	GRAND TOTAL	78 212	66 403	x xx					

351. DEPRECIATION BASE AND RATES—IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Show in column (b) for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in column (c) show the depreciation base used in computing the depreciation charges for the month of December; in column (d) show the composite rates used in computing the depreciation charges for the month of December; and on lines 29 and 37 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. This schedule should include only improvements to leased property charged to account 732, "Improvements on leased property." The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized

rates. If any changes in rates were effective during the year, give full particulars in a footnote.

2. All improvements to leased properties may be combined and one composite rate computed for each primary account or a separate schedule may be included for each such property.

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

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

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

Line No.	(Dollars in thousands) Account (a)	Depreciation Base		Annual composite rate (percent) (d)
		At beginning of year (b)	At close of year (c)	
	ROAD	\$	\$	
1	(1) Engineering _____			
2	(3) Grading _____			
3	(4) Other right-of-way expenditures _____			
4	(5) Tunnels and subways _____			
5	(6) Bridges, trestles and culverts _____			
6	(7) Elevated structures _____			
7	(13) Fences, snowsheds, and signs _____			
8	(16) Station and office buildings _____			
9	(17) Roadway buildings _____			
10	(18) Water stations _____			
11	(19) Fuel stations _____			
12	(20) Shops and enginehouses _____			
13	(22) Storage warehouses _____			
14	(23) Wharves and docks _____			
15	(24) Coal and ore wharves _____			
16	(25) TOFC/COFC terminals _____			
17	(26) Communications systems _____			
18	(27) Signals and interlockers _____			
19	(29) Power plants _____			
20	(31) Power transmission systems _____			
21	(35) Miscellaneous structures _____			
22	(37) Roadway machines _____			
23	(39) Public improvements-Construction _____			
24	(44) Shop machinery _____			
25	(45) Power plant machinery _____			
26	All other road accounts _____			
27	Amortization (other than defense projects) _____			
28	Total road _____			
	EQUIPMENT			
29	(52) Locomotives _____			
30	(53) Freight-train cars _____			
31	(54) Passenger-train cars _____			
32	(55) Highway revenue equipment _____			
33	(56) Floating equipment _____			
34	(57) Work equipment _____			
35	(58) Miscellaneous equipment _____			
36	Total equipment _____			
37	GRAND TOTAL			

NONE

352. ACCUMULATED DEPRECIATION-IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Enter the required information concerning debits and credits to Account 733, "Accumulated depreciation-improvements on leased property," during the year relating to improvements made to road and equipment property leased from others, the depreciation charges for which are included in operating expense of the respondent.
2. If any entries are made for column (d) "Other credits" or column (f) "Other debits," state the facts occasioning such entries. A debit balance in column (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."
3. Any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses should be fully explained.
4. Show in column (e) the debits to the reserve arising from retirements.
5. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.
6. Thousand dollar Reporting Rule.

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

NONE

355. ACCRUED LIABILITY - LEASED PROPERTY

1. Disclose the required information relating to credits and debits of Account 772, "Accrued liability-leased property," during the year concerning road and equipment leased from others.
2. In column (c), enter amounts charged to operating expenses; in column (e), enter debits to account arising from retirements; in column (f), enter amounts paid to lessor.
3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.
4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.
5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses and in column (f) show payments made to the lessor in settlement thereof.
6. Dollars in thousands.

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

NONE

360. LEASES—GENERAL INSTRUCTIONS AND DEFINITIONS

A. General Instructions

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

- Schedule 361 – Capitalized Capital Leases
- 362 – Noncapitalized Capital Leases
- 363 – Operating Leases
- 364 – Lessee Disclosures

Under Docket No. 36604, "Accounting for Leases," the Commission established guidelines for capitalizing all leases entered into after 1/1/77, which meet the criteria of a capital lease. (See 49 CFR 1201, Instruction 2-26). These leases shall be properly disclosed in Schedule 361, "Capitalized Capital Leases." However, for all leases in effect on 12/31/76, respondents may either capitalize these leases immediately or phase in the capitalization requirements through 12/31/80. Thereafter, all capital leases must be capitalized. Noncapitalized capital leases, if any, for this reporting year shall properly be disclosed in Schedule 362, "Noncapitalized Capital Leases."

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

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

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

B. Definitions

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

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

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

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

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

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

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

Road Initials:

Year /9

53

NOTES AND REMARKS

513270 RICHMOND & POTOMAC 1978 2

361. CAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

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

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

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later Years (g)	Total (h)
1	Lease payments	\$	\$	\$	\$	\$	\$	\$
2	Less: Executory costs:							
3	Taxes							
4	Maintenance							
5	Insurance							
6	Other							
7	Total executory costs (2-5)							
8	Minimum lease payments (1, 6)							
9	Less: Amount representing interest							
	Present value of minimum lease payment. (line 7, 8)							

PART II. TOTAL RENTAL EXPENSES

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

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

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

PART III. CLASSES OF CAPITAL LEASES

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

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

Line No.	Classes of leased property (a)	Present value	
		Current year (b)	Prior year (c)
14	Structures	\$	\$
15	Revenue equipment		
16	Shop and garage equipment		
17	Service cars and equipment		
18	Noncarrier operating property		
19	Other. (Specify)		
20	Gross capitalized assets		
21	Less: Accumulated amortization		
22	Net capitalized lease assets		

362. NONCAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

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

planation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. Report dollars in thousands.

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
1	Lease payments	\$	\$	\$	\$	\$	\$	\$
2	Less: Executory costs							
3	- Taxes							
4	- Maintenance							
5	- Insurance							
6	- Other							
7	Total executory costs (2-5)							
8	Minimum lease payments (1-6)							
9	Less: Amount representing interest							
	Present value of minimum lease payments (line 7, 8)							

NONE

PART II. TOTAL RENTAL EXPENSES

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

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

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

362. NONCAPITALIZED CAPITAL LEASES - Continued

5

PART III. INCOME IMPACT

1. If the impact on net income is less than three percent of the average net income for the most recent three years, a statement to this effect will suffice to complete this schedule. Otherwise, show the impact on net income for each period for which an income statement is presented if all noncapitalized financing leases were capitalized, related assets were amortized on a straight-line

basis and interest cost was accrued on the basis of the outstanding lease liability. The amounts of amortization and interest cost shall be separately identified.

2. In calculating average net income, loss years should be excluded. If losses were incurred in each of the most recent three years, the average loss shall be used for purposes of this test.

Line No.	Item (a)	Current year (b)	Prior year (c)
14 Amortization of lease rights		\$	\$
15 Interest			
16 Rent expense			
17 Income tax expense			
18 Impact (reduction) on net income			

NONE

PART IV. CLASSES OF CAPITAL LEASES

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

value of minimum lease commitments in the aggregate for the major classes of properties presented.

Line No.	Classes of leased property (a)	Present value	
		Current year (b)	Prior year (c)
19 Structures		\$	\$
20 Revenue equipment			
21 Shop and garage equipment			
22 Service cars and equipment			
23 Noncarrier operating property			
24 Other. (Specify)			
25			
26			

363. OPERATING LEASES

PART I. FUTURE MINIMUM RENTAL PAYMENTS

1. Disclose the total minimum lease payments required, reduced by sublease rentals, for the years shown relating to operating leases.

Line No.	Items (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
1 Minimum lease payments required	\$	\$	\$	\$	\$	\$	\$	\$
2 Minimum noncancelable sublease rentals								
3 Net minimum lease payments								

NONE

PART II. TOTAL RENTAL

1. Show the composition of total rental expense for all operating leases for the current and preceding years. See Schedule 360 for definitions of the terms.

Line No.	Expenses (a)	Current year (b)	Prior year (c)
4 Minimum lease payments required	\$	\$	\$
5 Contingent rentals			
6 Less Sublease rentals			
7 Total rental expense			

NONE

364. LESSEE DISCLOSURE

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

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

Line No.	
(a)	
1	
2	
3	
4	
5	
6	
7	
8	
(b)	
9	
10	
11	
12	
13	NONE
14	
15	
16	
(c)	
17	
18	
19	
20	
21	
22	
23	
24	
(d)	
25	
26	
27	
28	
29	
30	
31	
32	
(e)	
33	
34	
35	
36	
37	
38	
39	
40	

370. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

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

2. Show character of loans and notes, with name of creditor

(or class of creditors), dates of issue and maturity, and appropriate description for each class of accrued accounts payable and for the other current liabilities.

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	759 Vacation Pay		\$ 921
2			
3	759 Contingency - NRPC		522
4			
5	759 Hire of Equipment - Estimate		493
6			
7			
8			
9			
10	763 Prepaid in Transit		1 776
11			
12	763 NRPC Advance		479
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			

379. OTHER LONG-TERM LIABILITIES AND OTHER DEFERRED CREDITS

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1			\$
2			
3			
4			
5	Amounts do not exceed 5% of Total Liabilities		
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			

Give particulars of the various issues of securities in accounts Nos. 764, "Equipment obligations and other debt due within one year" (excluding equipment obligations), and 765, "Funded debt unmatured," at close of the year. Funded debt, as here used, comprises all obligations maturing later than one year after date of issue in accordance with the instructions in the Uniform System of Accounts for Railroad Companies. Show each issue separately, and

380. FUNDED DEBT UNMATURED

make all necessary explanations in footnotes. For the purposes of this report, securities are considered to be *actually issued* when sold to a bona fide purchaser for a valuable consideration, and such purchaser holds free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be *actually outstanding*. It should be noted that section 2(b) 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 (k) and (l) 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.

Line No.	Name and character of obligation (a)	Nominal date of issue (b)	Interest provisions		Dates due (e)	Total amount nominally and actually issued (f)	Nominally issued and held by for respondent (Identify pledged securities by symbol "P") (g)	Total amount actually issued (h)	Reacquired and held by or for respondent (Identify pledged secu- rities by symbol "P") (i)	Actually out- standing at close of year (j)	Interest during year	
			Date of maturity (c)	Rate percent per annum (d)							Accrued (k)	Actually paid (l)
1												
2												
3												
4												
5	Funded debt canceled. Nominally issued, \$											
6	Purpose for which issue was authorized†											
					Total							
								Actually issued, \$				

381. RECEIVERS' AND TRUSTEES' SECURITIES

Give particulars of evidences of indebtedness issued and payment of equipment obligations assumed by receivers and trustees under orders of a court as provided for in account No. 767, "Receivers' and trustees' securities." For definition of securities actually issued and actually outstanding, see instructions for schedule.

390. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

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

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

Line No.	Name of creditor company (a)	Rate of interest (b)	Balance at beginning of year (c)	Balance at close of year (d)	Interest accrued during year (e)	Interest paid during year (f)
1		\$	\$	\$	\$	\$
2						
3						
4						
5						
6						
7						
8						
9						
10	TOTAL					

NOTES AND REMARKS

* Respondents required to file Annual Report Supplement Corporate Disclosure are not subject to the reporting requirements of this schedule. See "Instructions for Preparing this Report", Note E.

410. RAILWAY OPERATING EXPENSES

State the railway operating expenses on respondent's road for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies, and allocate the common operating expenses in accordance with the Commission's rules governing the separation of such expenses between freight and passenger services.

Line No.	Items (a)	Labor (b)	Material (c)	Other (d)
1	201 Administration	\$ 325	\$ 7	\$ 24
2	202 Repair and Maintenance, Roadway	1 690	1 560	168
3	203 Repair and Maintenance, Structure	388	342	88
4	204 Joint Facilities - Dr.	N/A	N/A	1
5	205 Joint Facilities - Cr.	N/A	N/A	(\$ 015)
6	206 Casualties and Insurance	N/A	N/A	201
7	207 Other Expenses	20	3	616
8	208 Depreciation	N/A	N/A	613
9	Total way and structures	2 423	1 912	(1 304)
	Equipment:			
10	211 Administration	298	4	27
11	212 Repair and Maintenance, Machinery	85	65	6
12	213 Repair and Maintenance, Locomotives	742	732	56
13	214 Repair and Maintenance, Cars	386	386	647
14	215 Repair and Maintenance, Other Equipment	32	38	100
15	216 Joint Facilities - Dr.	N/A	N/A	
16	217 Joint Facilities - Cr.	N/A	N/A	(\$ 353)
17	218 Equipment Rents - Dr.	N/A	N/A	4 798
18	219 Equipment Rents - Cr.	N/A	N/A	(\$ 737)
19	220 Casualties and Insurance	N/A	N/A	517
20	221 Other Expenses	77		300
21	222 Depreciation	N/A	N/A	1 223
22	Total equipment	1 621	1 225	3 084
	Transportation:			
23	231 Administration	1 004	13	197
24	232 Road Crews	1 861	23	160
25	233 Road Fuel and Power	18	1 586	85
26	234 Other Road Expenses	831	25	27
27	235 Joint Facilities - Road - Dr.	N/A	N/A	
28	236 Joint Facilities - Road - Cr.	N/A	N/A	(\$ 37)

410. RAILWAY OPERATING EXPENSES—Continued

Line No.		Items (a)	Labor (b)	Material (c)	Other (d)
29	242	Yard Crews	\$ 3 119	\$ 20	\$ 48
30	243	Yard Fuel and Power	4	243	
31	244	Other Yard Expenses	925	50	23
32	245	Joint Facilities - Yard - Dr.	N/A	N/A	
33	246	Joint Facilities - Yard - Cr.	N/A	N/A	€ 4 424
34	252	Specialized Services Operations	273	20	261
35	253	Administrative Support Operations	456	8	26
36	255	Joint Facilities - Other Transportation - Dr.	N/A	N/A	
37	256	Joint Facilities - Other Transportation - Cr.	N/A	N/A	€ 281
38	257	Loss and Damage Claims	N/A	N/A	609
39	258	Casualties and Insurance	N/A	N/A	345
40	259	Other Expenses	759	29	2 231
41		Total transportation	9 250	2 017	(730)
		General and Administrative:			
42	271	Administration	282	5	99
43	272	Administrative Operations	2 240	55	456
44	273	Joint Facilities - Dr.	N/A	N/A	
45	274	Joint Facilities - Cr.	N/A	N/A	€ 520
46	275	Casualties and Insurance	N/A	N/A	159
47	276	Other Expenses	57	9	1 048
48	277	Uncollectible Accounts	N/A	N/A	19
49	278	Property and Other Taxes	N/A	N/A	2 014
50		Total general and administrative	2 579	69	3 275
51		Grand total	15 873	5 223	4 325

450. ANALYSIS OF FEDERAL INCOME TAXES

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

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

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

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

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

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

Report dollars in thousands.

Line No.	Particulars (a)	Beginning of Year Balance (b)	Net Credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.	\$ 9,871	\$ 1,194		\$ 11,065
2	Accelerated amortization of facilities Sec. 168, I.R.C.				
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	3,395	(136)		3,259
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify) Back Pay & Sick Pay		(31)		(31)
6	Reserve for Protective Payments	(123)	7		(116)
7	Reinvestment of Condemnation Proceeds	445	340		785
8	Fairchilde Condemnation	130			130
9	Investment tax credit*				
10	(See Note Below)	TOTALS : 13,718	1,374		15,092

*Footnotes:

11. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit _____ \$ 1,107
12. If deferral method for investment tax credit was elected: Not Applicable
- (1) Indicate amount of credit utilized as a reduction of tax liability for current year _____ \$ _____
- (2) Deduct amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes _____ \$ _____
- (3) Balance of current year's credit used to reduce current year's tax accrual _____ \$ _____
- (4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual _____ \$ _____
- (5) Total decrease in current year's tax accrual resulting from use of investment tax credits _____ \$ _____

Note:

Beginning balances were adjusted as follows:

	Balance End of Year 1977	
	Liability	Expense
As previously reported	13,588	911
Fairchilde Condemnation	130	130
As adjusted	13,718	1,041

451. RAILWAY TAX ACCRUALS

1. In Sections A and B show the particulars called for with respect to net accruals of taxes on railroad property, and U.S. Government taxes.

2. Report dollars in thousands.

A. Other than U.S. Government Taxes

Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
1	Alabama	\$	South Dakota	\$	41
2	Alaska		Tennessee		42
3	Arizona		Texas		43
4	Arkansas		Utah		44
5	California		Vermont		45
6	Colorado		Virginia	2 147	46
7	Connecticut		Washington		47
8	Delaware		West Virginia		48
9	Florida		Wisconsin		49
10	Georgia		Wyoming		50
11	Hawaii		District of Columbia		51
12	Idaho		Other		
13	Illinois		Canada		52
14	Indiana		Mexico		53
15	Iowa		Puerto Rico		54
16	Kansas		Total—Other than U.S. Government Taxes	2 147	55
17	Kentucky				
18	Louisiana		B. U.S. Government Taxes		
19	Maine				
20	Maryland		Kind of tax (a)	Amount (b)	
21	Massachusetts			\$	
22	Michigan		Income taxes:		
23	Minnesota		Normal-tax end-section	Current	57
24	Mississippi		Expense profile	Deferred	58
25	Missouri		Total—Income taxes	5 929	59
26	Montana		Old-age retirement*	2 199	60
27	Nebaska		Unemployment insurance	307	61
28	Nevada		All other United States Taxes	5	62
29	New Hampshire		Total—U.S. Government Taxes	8 441	63
30	New Jersey		Grand Total—Railway Tax Accruals	10 588	64
31	New Mexico				
32	New York				
33	North Carolina				
34	North Dakota				
35	Ohio				
36	Oklahoma		*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon		Hospital insurance	\$ 129	65
38	Pennsylvania		Supplemental annuities	191	66
39	Rhode Island				
40	South Carolina				

700. MILEAGE OPERATED (ALL TRACKS)

Give particulars called for concerning all tracks operated by respondent at the close of the year. Way switching tracks include station, team, industry, and other switching tracks for which no separate switching service is maintained. Yard switching tracks include classification, hose, team, industry, and other tracks switched by yard locomotives in yards where separate switching services are maintained. Tracks belonging to an industry for which no rent is payable should not be reported. Switching and Terminal Companies report on line 6 only.

Line No.	Line in use (a)	Owned (b)	Proprietary companies (c)	Leased (d)	Operated under contract (e)	Operated under trackage rights (f)	Total operated (g)
1	Single or first main track	113				3	116
2	Second and additional main tracks	123				3	126
3	Passing tracks, cross-overs, and turn-outs	15				15	3
4	Way switching tracks	56				56	4
5	Yard switching tracks	182				182	5
6	Total	489				6	495

2215. Show, by States, mileage of tracks owned but not operated by respondent. First main track, VA, 1, second and additional main tracks, industrial tracks, ; yard track and sidings, ; total, all tracks, 1 †
2216. Road is completed from (Line Haut Railways only)* Rich. (JRB) to Long Br. Total distance, 113 miles.
2217. Road located at (Switching and Terminal Companies only)*
2218. Gauge of track 4 ft. 8½ in.
2219. Weight of rail 140 lb. per yard.
2220. Kind and number per mile of crossties Creosoted Oak, 3240
2221. State number of miles electrified. First main track, 1.2, second and additional main tracks, 0.3, passing tracks, cross-overs, and turn-outs, 0.2, way switching tracks, 20, yard switching tracks,
2222. Ties applied in replacement during year. Number of crossties, 33,330, average cost per tie, \$ 11.944, number of feet (B.M.) of switch and bridge ties, 196,705, average cost per M feet (B.M.), \$ 381.25
2223. Rail applied in replacement during year. Tons (2,000 pounds), 5,250, weight per yard, 138#, average cost per ton, \$ 237.869

* Insert names of places.

† Mileage should be stated to the nearest whole mile.

of shoulder 1 mile owned and not operated

704. STATISTICS OF RAIL-LINE OPERATIONS. [For Road Haul Traffic Only]

Give the various statistical items called for concerning the rail-line operations of respondent's road during the year. Motor car and trailer miles, if any, should be included. Highway traffic to be excluded. Locomotive unit-miles should include all miles made by each locomotive unit. Use 150 pounds as the average weight per passenger and four tons as the average weight of contents of each head-end car.

Line No.	Item (a)	Freight trains (b)	Passenger trains (c)	Total transportation service (d)	Work trains (e)
1	Average mileage of road operated (whole number required)	112		112	XXXXXX
2	Total (with locomotives) Train-miles	530 644		530 644	2 915
3	Total (with motorcars)				
4	Total train-miles	530 644		530 644	2 915
5	Road service	1 414 400		1 414 400	XXXXXX
6	Train switching	32 715		32 715	XXXXXX
7	Yard switching	579 482		579 482	XXXXXX
8	Total locomotive unit-miles	2 026 597		2 026 597	XXXXXX
9	Loaded freight cars	24 925 829		24 925 829	XXXXXX
10	Empty freight cars	14 301 743		14 301 743	XXXXXX
11	Caboose	531 302		531 302	XXXXXX
12	Total freight car-miles	39 758 874		39 758 874	XXXXXX
13	Passenger coaches				XXXXXX
14	Combination passenger cars (mail, express, or baggage, etc., with passenger)				XXXXXX
15	Sleeping and parlor cars				XXXXXX
16	Dining, grill and tavern cars				XXXXXX
17	Head-end cars				XXXXXX
18	Total (lines 13, 14, 15, 16 and 17)				XXXXXX
19	Business cars				XXXXXX
20	Crew cars (other than cabooses)				XXXXXX
21	Grand total car-miles (lines 12, 18, 19 and 20)	39 758 874		39 758 874	XXXXXX
22	Revenue and nonrevenue freight traffic				
23	Tons—revenue freight	XXXXXX	XXXXXX	29 262 114	XXXXXX
24	Tons—nonrevenue freight	XXXXXX	XXXXXX	46 000	XXXXXX
25	Total tons—revenue and nonrevenue freight	XXXXXX	XXXXXX	29 308 114	XXXXXX
26	Ton-miles—revenue freight	XXXXXX	XXXXXX	1 113 174	XXXXXX
27	Ton-miles—nonrevenue freight	XXXXXX	XXXXXX	3 342	XXXXXX
	Total ton-miles—revenue and nonrevenue freight	XXXXXX	XXXXXX	1 116 521	XXXXXX
28	Revenue passenger traffic				
29	Passengers carried—revenue	XXXXXX	XXXXXX	-	XXXXXX
	Passenger-miles—revenue	XXXXXX	XXXXXX	-	XXXXXX

NOTES AND REMARKS

705. CHANGES DURING THE YEAR

Hereunder state the matters called for. Make the statements explicit and precise, and number them in accordance with the inquiries; each inquiry should be fully answered, and if the word "none" truly states the fact it may be used in answering any particular inquiry. Changes in mileage should be reported by classes and stated to the nearest whole mile adjusted to accord with footings, i.e., counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

1. For each railroad property used in respondent's transportation service, show all increases and decreases in mileage, classifying the changes in the tables below as follows:

- (Class 1) Line owned by respondent.
- (Class 2) Line owned by proprietary companies.
- (Class 3) Line operated under lease for a specified sum.
- (Class 4) Line operated under contract or agreement for contingent rent.
- (Class 5) Line operated under trackage rights.

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

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

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

4. Other important changes not elsewhere provided for involving more than \$50,000, giving full particulars.

INCREASES IN MILEAGE

Line No.	Class	Running Tracks, Passing Tracks, Cross-Overs, Etc.					Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
		Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks cross-overs and turn-outs					
(a)	(b)	(c)	(d)	(e)	(f)		(g)	(h)	(i)	(j)
1										
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13	Total Increase									

NONE

DECREASES IN MILEAGE

14										
15										
16										
17										
18										
19										
20										
21										
22										
23										
24										
25	Total Decrease									

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

Owned by respondent:

Miles of road constructed _____ Miles of road abandoned _____

Owned by proprietary companies:

Miles of road constructed _____ Miles of road abandoned _____

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 abandonment is meant "permanently abandoned," the cost of which has been or is to be written out of the investment accounts.

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data

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

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

3. Units leased to others for a period of one year or more are reportable in column (1); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (h); units rented from others for a period less than one year should not be included in column (i).

4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit, but not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operating at terminals.

5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.

6. A "Diesel" unit includes all units propelled by diesel internal combustion engines irrespective of final drive, and whether power may at times be supplied from external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote giving the number and a brief description. An "Electric" unit includes all units which receive electric power from an overhead contact wire or third rail, and use the power to drive one or more electric motors that propel the vehicle. An "Other self-powered unit" includes all units other than diesel or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "Auxiliary unit" includes all units used in conjunction with locomotives but which draw their power from the "mother" unit, e.g., boosters,

slugs, etc. For reporting purposes indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate. Radio-controlled units that are not self-powered, i.e., those without a diesel, should be reported on line 13 under "Auxiliary units".

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

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

710. INVENTORY OF EQUIPMENT

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

Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year					Units at Close of Year				
			Units installed			Units retired from service of respondent whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others	
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts							
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	
	Locomotive Units											
1	Diesel Freight A units	22					22		22	62 000		
2	Diesel Freight B units											
3	Diesel Passenger A units											
4	Diesel Passenger B units											
5	Diesel Multiple purpose A units	4					4		4	6 000		
6	Diesel-Multiple purpose B units											
7	Diesel Switching A units	14					14		14	19 500		
8	Diesel Switching B units											
9	Total (lines 1 to 8)	40					40		40	87 500		
10	Electric Locomotives											
11	Other self-powered units											
12	Total (lines 9, 10 and 11)	40					40		40	87 500		
13	Auxiliary units	3					3		3	XXXX		
14	Total Locomotive Units (lines 12 and 13)	43					43		43	XXXX		

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

Line No.	Type or design of units	Before Jan. 1, 1955	Between Jan. 1, 1955, and Dec. 31, 1959	Between Jan. 1, 1960, and Dec. 31, 1964	Between Jan. 1, 1965, and Dec. 31, 1969	Between Jan. 1, 1970, and Dec. 31, 1974	During Calendar Year					
							1975	1976	1977	1978	1979	TOTAL
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	
15	Diesel	4			29	7						40
16	Electric											
17	Other self-powered units											
18	Total (lines 15 to 17)	4			29	7						40
19	Auxiliary units	3										3
20	Total Locomotive Units (lines 18 and 19)	7			29	7						43

Line No.	Class of equipment and car designations (a)	Units in service of respondent at beginning of year (b)	Changes During the Year						Units at Close of Year				Road Initials RG&P						
			Units Installed			All other units, including reclassification and second hand units purchased or leased from others (f)	Units retired from service of respondent whether owned or leased, including reclassification (g)	Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (h) & (i)) (j)	Aggregate capacity of units reported in col. (j) (see ins. 7) (k)								
			New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units re-written into property accounts (e)														
PASSENGER-TRAIN CARS																			
	<i>Non-Self-Propelled</i>																		
21	Coaches [PA, PB, PBO]																		
22	Combined cars [All class C, except CSB]																		
23	Parlor cars [PBC, PC, PL, PO]																		
24	Sleeping cars [PS, PT, PAS, PDS]																		
25	Dining, grill and tavern cars																		
26	[All class D, PD]												XXXX						
27	Non-passenger carrying cars [All class B, CSB, M, PSA, IA]												XXXX						
28	Total (lines 21 to 27)																		
	<i>Self-Propelled Rail Motorcars</i>																		
29	Electric passenger cars [EP, ET]																		
30	Electric combined cars [EC]																		
31	Internal combustion rail motorcars [ED, EG]																		
32	Other self-propelled cars Specify types																		
33	Total (lines 29 to 32)																		
34	Total (lines 28 and 33)																		
COMPANY SERVICE CARS																			
35	Business cars [PV]	1						1		1		XXXX							
36	Boarding outfit cars [MWX]	4						4		4		XXXX							
37	Derrick and snow removal cars [MWU, MWV, MWW, MWK]	3						3		3		XXXX							
38	Dump and ballast cars [MWB, MWD]	21						21		21		XXXX							
39	Other maintenance and service equipment cars	63					11	52		52		XXXX							
40	Total (lines 35 to 39)	92					11	81		81		XXXX							

T10. INVENTORY OF EQUIPMENT—Continued

Instructions for reporting freight-train car data:

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (d) give the number of units purchased or built in company shops. In column (e) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.

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

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars	All others			Units installed	
				New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹	All other units, including reclassification and second hand units purchased or leased from others
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
FREIGHT TRAIN CARS							
41	Plain Box Cars - 40' (B100-129)		99				
42	Plain Box Cars - 50' (B200-229; B300-329)		-				
43	Equipped Box Cars (All Code A)		879				
44	Plain Gondola Cars (G092-392; G401-492)		100				
45	Equipped Gondola Cars (All Codes C and E)		-				
46	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)		3				
47	Open Top Hopper Cars- General Service (All Code H)		267				
48	Open Top Hopper Cars- Special Service (All Codes J and K)		-				
49	Refrigerator Cars - Non-mechanical (R100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)		34				
50	Refrigerator Cars - Mechanical (R104, 110, 111, 112, 117, 118, R204, 210, 211, 212, 217, 218)		-				
51	Flat Cars - TOFC/COFC (F071-078; F871-978)		-				
52	Flat Cars - Multi-level (All Code V)		89				
53	Flat Cars - General Service (F101-109; F201-209)		-				
54	Flat Cars - Other (F111-189; 211-289; 301-389; 401-540)		30				
55	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)		-				
56	Tank Cars - 22,000 Gallons & Over (T-6, T-7, T-8, T-9)		-				
57	All Other Freight Cars (F191-199; 291; 391; L006-048; L070, L080, L090 - All "L" with second numeric 6; L61-L764; T-770; All Class S1)		38				
58	Total (lines 41 to 57)	1 539					
59	Caboose (All N)	XXXXX	12				
60	Total (lines 58, 59)	1 539	12				

¹ Box, unequipped (which relates to incentive per diem order)

New units purchased or built

Units rebuilt or acquired

General funds

Incentive funds

General funds

Incentive funds

710. INVENTORY OF EQUIPMENT—Continued

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

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

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

Changes during year (Concluded)	Units At Close of Year						Line No.
			Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others (n)	
Owned and used (h)	Leased from others (j)	Time-mileage cars (k)	All other (l)				
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
1	98		98		5 390		41
							42
7	872		872		62 066		43
	100		100		8 850		44
							45
		3	3		210		46
27	240		240		18 041		47
							48
							49
		34	34		2 380		50
							51
2		87	87		6 090		52
							53
		30	30		2 310		54
							55
							56
							57
	38		38		2 926		
37	1 381	121	1 502		108 263		58
	15		xxxxxx	15	xxxxxxxxxxxx		59
37	1 396	121	1 502	15	108 263		60

710. INVENTORY OF EQUIPMENT—Concluded

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

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

NOTES AND REMARKS

710. INVENTORY OF EQUIPMENT—Concluded

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

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
Units retired from service of respondent whether owned or leased, including reclassification			Pier diem	All other			
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
			X X X X				61
		NONE	X X X X				62
			X X X X				63
							64
							65
							66
							67
							68
							69
							70
							71
							72
							73
							74
							75

NOTES AND REMARKS

710-3. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

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

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

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

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

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

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

7. Report dollars in thousands.

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	TOTAL		XXXX	XXXX	

REBUILT UNITS

26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38	TOTAL GRAND TOTAL		XXXX XXXX	XXXX XXXX
39				

730. REVENUE FREIGHT CARRIED DURING THE YEAR (For Road Haul Traffic Only)

1. Give the particulars called for concerning the commodities carried by the respondent during the year, the revenue from which is includable in account No. 101, *Freight*, on the basis of the 2-digit codes named in 49 C.F.R. 123.52, by Order of September 13, 1963. In stating the number of tons received from connecting carriers (c), include all commencing carriers, whether rail or water and whether the freight is received directly or indirectly (as through elevators).

2. Under Order of December 16, 1964, traffic involving less than three shippers reportable in any one commodity class may be excluded from this schedule, but must be submitted unbound in a separate schedule supplemental to this one and marked *Supplemental*. Extra copies of Schedule 1602 may be obtained upon request to the Interstate Commerce Commission, Bureau of Accounts, Washington, D.C. 20423. If a supplemental schedule is filed, check the space provided at the bottom of this schedule. Supplemental reports will be withheld from public inspection.

3. Particulars for Codes 01 to 46 inclusive, should include all traffic moved in lots of 10,000 pounds or more. Forwarder traffic includes freight traffic shipped by or consigned to any forwarder holding a permit under part IV of the Interstate Commerce Act. Code 47 should include all traffic moved in lots of less than 10,000 pounds.

4. *Gross freight revenue* means respondent's gross freight revenue without adjustment for absorption or corrections.

Line No.	Commodity (a) Description	Code No. (b)	Revenue freight in tons (2,000 pounds)			Gross freight revenue (dollars) (e)
			Originating on respondent's road	Received from connecting carriers	Total carried	
			(c)	(d)	(e)	
1	Farm products	01	280	51 189	51 469	207 274
2	Forest products	08		10 390	10 390	56 960
3	Fresh fish and other marine products	09				
4	Metallic ores	10		67 569	67 569	134 512
5	Coal	11		25 204	25 204	54 145
6	Crude petro, nat gas, & nat gsin	13		413	413	3 039
7	Nonmetallic minerals, except fuels	14	1 162 074	514 053	1 676 127	2 296 928
8	Ordnance and accessories	19	300	4 477	4 777	41 253
9	Food and kindred products	20	1 256	1 058 712	1 059 968	3 250 083
10	Tobacco products	21	21 717	23 268	45 005	248 281
11	Textile mill products	22	15	38 458	38 473	207 800
12	Apparel & other finished tex prd inc knit	23	276	2 231	2 507	16 827
13	Lumber & wood products, except furniture	24	85 778	510 571	596 349	1 923 406
14	Furniture and fixtures	25	906	36 487	37 393	378 242
15	Pulp, paper and allied products	26	44 655	2 865 544	2 910 199	8 134 304
16	Printed matter	27		1 232	1 232	4 991
17	Chemicals and allied products	28	2 526	1 040 208	1 042 734	3 604 712
18	Petroleum and coal products	29	952	81 400	82 352	269 157
19	Rubber & miscellaneous plastic products	30	440	83 314	83 754	462 330
20	Leather and leather products	31	40	1 365	1 405	10 713
21	Stone, clay, glass & concrete prd	32	500	793 659	794 159	2 209 651
22	Primary metal products	33	955	604 517	605 472	2 189 956
23	Fabr metal prd, exc ordn, machy & transp	34	562	18 192	18 754	108 274
24	Machinery, except electrical	35	209	11 461	11 670	101 846
25	Electrical machy, equipment & supplies	36	54	17 675	17 729	154 795
26	Transportation equipment	37	5 291	68 456	73 747	609 446
27	Instrv, phot & opt gd, watches & clocks	38	9	2 640	2 649	19 910
28	Miscellaneous products of manufacturing	39		8 182	8 182	87 149
29	Waste and scrap materials	40	54 631	270 828	325 459	1 066 669
30	Miscellaneous freight shipments	41	434	5 476	5 910	48 657
31	Containers, shipping, returned empty	42	1 459	53 431	54 890	377 929
32	Freight forwarded traffic	44	57 630	17 341	74 971	470 346
33	Shipper Assn or similar traffic	45	1 690	46 426	48 036	225 795
34	Misc mixed shipment exc fwdr & shpr assn	46	571 105	498 776	1 069 881	6 404 508
35	Total, carload traffic	47	2 015 744	8 833 145	10 848 889	35 379 894
36	Small packaged freight shipments		6	135	141	1 402
37	Total, carload & LCL traffic		2 015 750	8 833 280	10 849 030	35 381 296

[] This report includes all commodity statistics for the period covered.

[] A supplemental report has been filed covering traffic involving less than three shippers reportable in any one commodity code.

[] Supplemental Report
NOT OPEN TO PUBLIC INSPECTION

ABBREVIATIONS USED IN COMMODITY DESCRIPTIONS

Assn	Association	Gsin	Gasoline	Misc	Miscellaneous	Phot	Photographic
Exc	Except	Inc	Including	Nat	Natural	Prd	Products
Fabr	Fabricated	Instr	Instruments	Opt	Optical	Shpr	Shipper
Fwdr	Forwarder	LCL	Less than carload	Ordn	Ordnance	Tex	Textile
Gd	Goods	Machy	Machinery	Petro	Petroleum	Transp	Transportation

745. SWITCHING AND TERMINAL TRAFFIC AND CAR STATISTICS

(For switching and terminal companies only)

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

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

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

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

NOTES AND REMARKS

750. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

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

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

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight	5 253 881	874 728		
2	Passenger				
3	Yard switching	590 333			
4	Total	5 844 214	874 728		
5	Cost of Fuel*	\$ 2 047	\$ 18	\$	\$
6	Work Train	7 851			

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
7	Freight			
8	Passenger			
9	Yard switching			
10	Total			
11	Cost of Fuel*	\$	\$	\$
12	Work Train			

NONE

*Show cost of fuel charged to train and yard service (Functions 67-Loco. Fuels and 68-Electric Power Purchased/Produced for Motive Power). The cost stated for the various kinds of fuel should be the total charges in the accounts specified, including freight charges and handling expenses. The cost stated for electric current should be the total charges in the accounts enumerated. Fuel and power consumed by mixed and special trains that are predominantly freight should be included in freight service, but where the service of mixed or special trains is predominantly passenger, the fuel and power used should be included in passenger service. (Dollars in thousands)

850. COMPETITIVE BIDDING-CLAYTON ANTITRUST ACT

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

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

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

	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1	Welded Rail	Oct. 2, 3, '78	C144	1	Lowest Cost	12/26/78	Chesapeake & Ohio Ry. Cleveland, Ohio
2		Oct. 9, 10, '78					
3							
4							Hays T. Watkins Chairman of the Board and President
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							

900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

1. In columns (a) and (b) enter the name and position of each of the persons named in Schedule B of this report to whom the respondent paid the largest amount during the year as compensation for current or past service over and above necessary expenses incurred in discharge of duties. In addition, list all other officers, directors, pensioners or employees, if any, to whom the respondent paid \$50,000 or more in total compensation during the year.

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

3. If an officer, director, etc., receives compensation from one or more affiliated companies, reference to this fact should be made if the aggregate compensation from all companies amounts to \$50,000 or more.

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

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

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

Commissions, bonuses, shares in profits;

Contingent compensation plans;

Mones paid or accrued for any pension, retirement, savings, retirement annuities, deferred compensation, or similar plan;

Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums or group life insurance for benefits less than \$50,000.

Give the details of any plan not previously reported, the basis of determining the ultimate benefits payable, and the payments or provisions made during the year.

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

6. Report dollars in thousands

Line No.	Name of person (a)	Position or Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
1	S. Shumate	President	\$ 70	\$ 34
2				
3	J. J. Newbauer, Jr.	Vice President - Administration	50	16
4				
5				
6	U. B. Ellis	General Counsel	40	12
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				

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

1. In the form below give information concerning payments, fees, retainers, commissions, gifts, contributions, assessments, bonuses, pensions, subscription, allowance for expenses, or any form of payments amounting in the aggregate to \$20,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person, except:

- (a) Payments to employees of the respondent.
- (b) Payments for services rendered by affiliates.
- (c) Payments for accounting and audit fees must be reported in full regardless of the \$20,000 limitation. These fees must not be included with management fees paid to parent companies.

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

3. When contributions under \$20,000 are made in common with other carriers under a joint arrangement in payment for the performance of services or as a donation, each such contribution shall be reported, irrespective of the amount thereof, if the total amount paid by all contributors for the performance of the particular service is equal to the sum of \$20,000 or more.

4. Payments to the independent public accountant reporting on the respondent's annual report shall be subdivided to show separately the amount paid for auditing and the total amount paid for other types of management services such as, but not limited to, compensation plans, pension plans, forecasts and budgets, and tax-advice. All carriers, whether payments aggregate more or less than \$20,000, shall answer the following question.

Did the independent accountant reporting on the respondent's annual report provide any management services other than auditing? Specify Yes x No Tax Advice

5. To be included are, among others, payments, directly or indirectly, for legal, medical, engineering, advertising, valuation, accounting, statistical, financial, educational, entertainment, charita-

ble, advisory, defensive, detective, developmental, research, appraisal, registration, purchasing, architectural, and hospital services, payments for expert testimony and for handling wage disputes; and payments for services of banks, bankers, trust companies, insurance companies, brokers, trustees, promoters, solicitors, consultants, actuaries, investigators, inspectors, and efficiency engineers. Payments to the various railroad associations, commissions, committees, bureaus, boards, and other organizations maintained jointly by railroads shall also be included. The enumeration of these kinds of payments should not be understood as excluding other payments for services not excluded below.

6. To be excluded are: Rent of buildings or other property, taxes payable to the Federal, State, or local Governments, payments for heat, light, power, telegraph, and telephone services, and payments to other carriers on the basis of lawful tariff charges or for the interchange of equipment between carriers, as well as other payments for services which both as to their nature and amount may reasonably be regarded as ordinarily connected with the routine operation, maintenance, or construction of a railroad, but any special and unusual payments for services should be reported. Payments of \$20,000 or more to organizations maintained jointly by railroads with other railroads are not to be excluded even if their services are regarded as routine.

7. If more convenient, this schedule may be filled out for a group of roads considered as one system and shown only in the report of the principal road in the system, with references thereto in the reports of the other roads. When the respondent is reporting on a system basis, audit fees must be reported separately for each individual railroad included in the system.

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

9. Report dollars in thousands

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)
1	Assoc. of Amer. Railroads	General	5 46
2			
3	Assoc. of S.E. Railroads	General	30
4			
5	Traffic Exec. Assoc. - ERA	Expenses	50
6			
7	R. R. Perishable Insp. Agcy.	Expenses	9
8			
9	Natl. Railroad Labor Conf.	JT. Negotiation Labor Organ.	7
10			
11	Deleuw Cather Associates	Engineering and Design Work	619
12			
13	Peat, Marwick, Mitchell	Auditing	32
14	Peat, Marwick, Mitchell	Management Services	5
15	Babcock & Brown, Inc.	Fee for handling Rex Rwy. Lease	219
16	NCR Corporation	Rentals	192
17	IBM Corporation	Rentals	106
18	MTS Associates	Hearing Program	23
19	United Givers Fund	Contribution	22
20	Wyatt & Company	Actuarial Services	23
21	Ohio Valley Const. Co.	Four Mile Run Project	7 165
22	Woodlawn Const. Co.	Microwave Project	76
23	Itej Corporation	Fee for handling Intermodal Lease	204
24	R. S. Ruscitti	Opns. of bunkhouse - PY	58
25	Herrell, Campbell & Lawson	Legal Fees for Rezoning	25
26	Bass Construction Co.	Repairs General Office Building	24
27			
28	Boothe, Pritchard & Dudley	Legal Services	29

910. EMPLOYEES, SERVICE, AND COMPENSATION

1. Give particulars of the average number of employees of various classes in the service of the respondent, of service rendered by such employees, and of compensation paid therefor during the year. Employees are to be counted and classified and their service and compensation reported in accordance with the Commission's Rules Governing the Classification of Railroad Employees and Reports of their Service and Compensation, effective January 1, 1951.

2. Averages called for in column (b) should be the average of twelve middle-of-month counts.

3. Pensioners rendering no service are not to be included in the count, nor is any compensation paid them to be included hereunder.

4. If any of the general officers served without compensation or were carried on the payrolls of another company, those facts should be stated in a footnote.

5. If any compensation was paid or is payable under labor awards of the current year, include the amount applicable to the current year in column (d) and show the portion applicable to prior years (back pay) in a footnote, by groups of employees. For purposes of this report, labor awards are intended to cover adjustments resulting from the decisions of Wage Boards and voluntary awards by the respondent incident thereto.

6. This schedule does not include old-age retirements, and unemployment insurance taxes.

Line No.	Classes of employees (a)	Average number of employees (b)	Total service hours (c)	Total compensation (d)	Remarks (e)
1	Total (executives, officials, and staff assistants)	53	110 830	\$ 1 482 476	
2	Total (professional, clerical, and general)	232	497 322	4 061 204	
3	Total (maintenance of way and structures)	125	276 537	2 231 533	
4	Total (maintenance of equipment and stores)	324	680 420	5 412 037	
5	Total (transportation—other than train, engine, and yard)	29	72 702	638 506	
6	Total (transportation—yardmasters, switch tenders, and hostlers)	11	27 030	267 890	4 470
7	Total, all groups (except train and engine)	774	1 664 841	14 093 646	4 470
8	Total (transportation—train and engine)	269	775 213	6 663 190	2 019
9	Grand Total	1 043	2 440 054	20 756 836	6 489

Amount of foregoing compensation (excluding back pay for prior years) that is chargeable to account No. 531, "Railway operating expenses":

\$ 20,756,836

(e) Prior Years

Transportation - Yardmasters, Switch Tenders, and Hostlers	4 470
Transportation - Train and Engine Service	2 019
	6 489

VERIFICATION

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

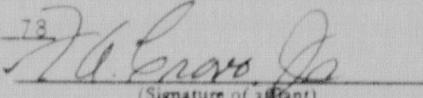
OATH

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

State of Virginia
City of Richmond

F. A. Crovo, Jr., makes oath and says that he is Comptroller
(Insert here name of the affiant) (Insert here the official title of the affiant)
Of Richmond, Fredericksburg and Potomac Railroad Company
(Insert here the exact legal title or name of the respondent)

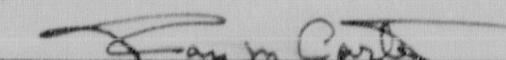
that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating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

Jan. 1, 1978, to and including Dec. 31, 1978 
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and
county above named, this 30th day of MARCH, 1979

My commission expires June 17, 1980

Use an
L.S.
impression seal


(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of _____

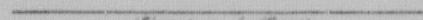
County of _____

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

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

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

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


(Signature of affiant)

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

My commission expires _____

Use an
L.S.
impression seal


(Signature of officer authorized to administer oaths)

The President is Chief Executive of the respondent company and as such does not exercise any detail supervision of the accounting.

MEMORANDA
(FOR USE OF COMMISSION ONLY)

CORRESPONDENCE

CORRECTIONS

EXPLANATORY REMARKS

FILL IN THIS PAGE ONLY IF YOU ARE FILING THIS REPORT WITH A STATE COMMISSION

701. ROAD AND EQUIPMENT PROPERTY

1. Give particulars of changes in accounts Nos. 731, "Road and equipment property" and 732, "Improvements on leased property," classified in accordance with the Uniform System of Accounts for Railroad Companies.
2. Credit items in the entries should be fully explained.
3. Report on line 15 amounts not includable in the primary road accounts. The items re-

ported should be briefly identified and explained in a footnote. 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 in the printed stub or column headings without specific authority from the Commission.

Line No.	Account	Balance at beginning of year		Total expenditures during the year		Balance at close of year	
		Entire line (a)	State (b)	Entire line (d)	State (e)	Entire line (f)	State (g)
1	(1) Engineering						
2	(2) Land for transportation purposes						
3	(2 1/2) Other right-of-way expenditures						
4	(3) Grading						
5	(5) Tunnels and subways						
6	(6) Bridges, trestles, and culverts						
7	(7) Elevated structures						
8	(8) Ties						
9	(9) Rails						
10	(10) Other track material						
11	(11) Ballast						
12	(12) Track laying and surfacing						
13	(13) Fences, snowsheds, and signs						
14	(16) Station and office buildings						
15	(17) Roadway buildings						
16	(18) Water stations						
17	(19) Fuel stations						
18	(20) Shop and engine houses						
19	(21) Grain elevators						
20	(22) Storage warehouses						
21	(23) Wharves and docks						
22	(24) Coal and ore wharves						
23	(25) TOPO/COPC terminals						
24	(26) Communication systems						
25	(27) Signals and interlockers						
26	(29) Powerplants						
27	(31) Power-transmission systems						
28	(35) Miscellaneous structures						
29	(37) Roadway machines						
30	(38) Roadway small tools						
31	(39) Public improvements—Construction						
32	(43) Other expenditures—Road						
33	(44) Shop machinery						
34	(45) Powerplant machinery						
35	Other (specify & explain)						
36	Total expenditures for road						
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 expenditures for equipment						
45	(71) Organization expenses						
46	(76) Interest during construction						
47	(77) Other expenditures—General						
48	Total general expenditures						
49	Total						
50	(80) Other elements of investment						
51	(90) Construction work in progress						
52	Grand total						

FILL IN THIS PAGE ONLY IF YOU ARE FILING THIS REPORT WITH A STATE COMMISSION

2002 RAILWAY OPERATING EXPENSES

1. State the railway operating expenses of the respondent for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies.
 2. Any unusual methods involving unusual accounts (as listed in columns 1B, 1C, 1D, and 1E) should be fully explained in a letter.

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year		Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year	
		Expt. line (B)	State (C)			Expt. line (B)	State (C)
	Maintenance of Way and Structures	\$	\$			\$	\$
1	(2201) Superintendence	356	245	32	(2247) Operating joint yards and terminals—Or	(4,424)	(4,291)
2	(2202) Roadbed maintenance	3,418	3,315	33	(2248) Train expenses	2,044	1,983
3	(2203) Maintaining structures	818	793	34	(2249) Train fuel	1,629	1,638
4	(2204) (2) Retirement—Road			35	(2251) Other train expenses	883	856
5	(2204) Disserting retired road property			36	(2252) Expenses to persons	177	172
6	(2205) Road Property—Depreciation	612	595	37	(2253) Loss and damage	509	591
7	(2209) Other maintenance of way expenses	840	815	38	(2254) Other casualty expenses	168	163
8	(2210) Maintaining joint tracks, yards, and other facilities—Or	1	1	39	(2255) Other rail and highway transportation expenses	4,063	3,941
9	(2211) Maintaining joint tracks, yards, and other facilities—Or	(3,015)	(2,924)	40	(2256) Operating joint tracks and facilities—Or		
10	Total maintenance of way and roads	3,031	2,940	41	(2257) Operating joint tracks and facilities—CR	(318)	(308)
				42	Total transportation—Rail	10,537	10,221
	Maintenance of Equipment						
11	(2221) Superintendence	329	319				
12	(2222) Repairs to shop and power plant machinery	156	151				
13	(2223) Shop and power-plant machinery—Depreciation	53	51				
14	(2224) Disserting retired shop and power-plant machinery						
15	(2225) Locomotive repairs	1,530	1,484				
16	(2226) Car and highway revenue equipment repairs	1,419	1,377				
17	(2227) Other equipment repairs	171	165				
18	(2228) Disserting retired equipment						
19	(2229) Retirement—Equipment						
20	(2234) Equipment—Depreciation	1,170	1,135				
21	(2235) Other equipment expenses	2,455	2,381				
22	(2236) Joint maintenance of equipment expenses—Or						
23	(2237) Joint maintenance of equipment expenses—Or	(1,353)	(1,312)				
24	Total maintenance of equipment	5,930	5,752				
	TRAFFIC						
25	(2240) Traffic expenses						
	TRANSPORTATION—RAIL LINE						
26	(2241) Superintendence and dispatching	1,214	1,177				
27	(2242) Station service						
28	(2243) Yard employees	3,187	3,091				
29	(2244) Yard switching fuel	247	240				
30	(2245) Miscellaneous yard expenses	998	968				
31	(2246) Operating joint yard and terminals—Or						
10	Operating ratio (ratio of operating expenses to operating revenues) _____	67.42	percent				
	(Two decimal places required.)						

FILL IN THIS PAGE ONLY IF YOU ARE FILING THIS REPORT WITH A STATE COMMISSION

2003. MISCELLANEOUS PHYSICAL PROPERTIES OPERATED DURING THE YEAR

Give particulars of each class of miscellaneous physical property or plant operated during the year. Group the properties under the heads of the classes of operations to which they are devoted.

In column (a) give the designation used in the respondent's records and the name of the town or city and State in which the property or plant is located, stating whether the respondent's

title is that of ownership or whether the property is held under lease or other incomplete title. All peculiarities of title should be explained in a footnote.

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

Line No.	Designation and location of property or plant, character of business, and title under which held (a)	Total revenue during the year (Accts. 502) (b)	Total expenses during the year (Accts. 534) (c)	Total taxes applicable to the year (Accts. 535) (d)
1		\$	\$	\$
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12	Total:			

NONE

2301. SUMMARY STATEMENT OF TRACK MILEAGE WITHIN THE STATE AND OF TITLES THERETO AT CLOSE OF YEAR*

Line No.	Item (a)	Line operated by respondent							
		Class 1: Line owned		Class 2: Line of proprietary companies		Class 3: Line operated under lease		Class 4: Line operated under contract	
		Added during year (b)	Total at end of year (c)	Added during year (d)	Total at end of year (e)	Added during year (f)	Total at end of year (g)	Added during year (h)	Total at end of year (i)
1	Miles of road								
2	Miles of second main track								
3	Miles of all other main tracks								
4	Miles of passing tracks, crossovers, and turnouts								
5	Miles of wye switching tracks								
6	Miles of yard switching tracks								
7	All tracks								
Line No.	Item (j)	Line operated by respondent					Line owned but not operated by respondent		
		Class 5: Line operated under trackage rights		Total line operated					
		Added during year (k)	Total at end of year (l)	At beginning of year (m)	At close of year (n)	Added during year (o)	Total at end of year (p)		
1	Miles of road								
2	Miles of second main track								
3	Miles of all other main tracks								
4	Miles of passing tracks, crossovers, and turnouts								
5	Miles of wye switching tracks—Industrial								
6	Miles of wye switching tracks—Other								
7	Miles of yard switching tracks—Industrial								
8	Miles of yard switching tracks—Other								
9	All tracks								

NONE

*Entries in columns headed "Added during the year" should show net increases.

FILL IN THIS PAGE ONLY IF YOU ARE FILING THIS REPORT WITH A STATE COMMISSION

2302. RENTS RECEIVABLE

Income from lease of road and equipment

Line No.	Road leased (a)	Location (b)	Name of lessor (c)	Amount of rent during year (d)
1				\$
2				
3				
4				
5				Total _____

2303. RENTS PAYABLE

Rent for leased roads and equipment

Line No.	Road leased (a)	Location (b)	Name of lessor (c)	Amount of rent during year (d)
1				\$
2				
3				
4				
5				Total _____

2304. CONTRIBUTIONS FROM OTHER COMPANIES

2305. INCOME TRANSFERRED TO OTHER COMPANIES

Line No.	Name of contributor (a)	Amount during year (b)	Name of transferee (c)	Amount during year (d)
1		\$		
2				
3				
4				
5				
6	Total _____		Total _____	