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ANNUAL REPORT 1976 CLASS 1 R.R. 1 of 3
SOUTHERN PACIFIC TRANSPORTATION CO

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R-1
CLASS I RAILROADS

annual report

INTERSTATE
COMMERCE COMMISSION
RECEIVED

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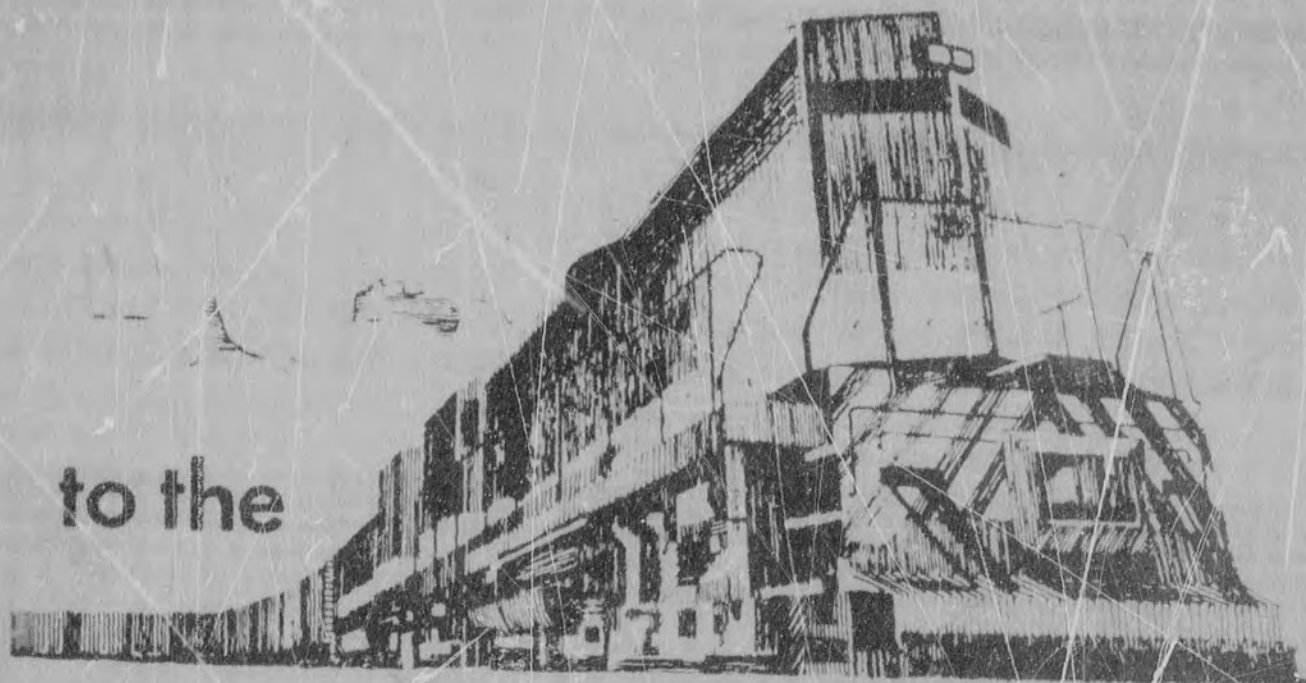
ADMINISTRATIVE SERVICES
MAIL UNIT

RC000389 SOUTHERPACI 1 0 1 138100
SOUTHERN PACIFIC TRANSPORTATION CO.
ONE MARKET ST
SAN FRANCISCO CA 94105

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, 1976

NOTICE

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

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

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

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

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

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

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

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

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

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

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

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

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

and, a lessor company, the property of which being leased to and operated by another company, is one that maintains a separate legal existence and keeps financial but not operating accounts. In making reports, lessor companies use Annual Report Form R-4.

Operating companies (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 \$10,000,000, or more. For this class, Annual Report Form R-1 is provided.

Class II companies are those having annual operating revenues below \$10,000,000. For this class, Annual Report Form R-2 is provided.

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

Switching and terminal companies are further classified as:

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

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

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

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

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

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

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

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

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

ANNUAL REPORT

OF

SOUTHERN PACIFIC TRANSPORTATION COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1976

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

(Name) D. L. PRAEGER

(Title) Vice President and Controller

(Telephone number) 415

(Area code)

362-1212 Extension 21878

(Telephone number)

(Office address) Southern Pacific Building, One Market Plaza, San Francisco, CA 94105

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

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CORRECTION

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



SPECIAL NOTICE

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

Page 11: Schedule 200. Comparative General Balance Sheet - Explanatory Notes

Provision has been made for reporting investment tax credit carryover at year end.

Page 12: Schedule 200. Comparative General Balance Sheet - Liabilities and Shareholders' Equity

Reference to account 772, Insurance reserves, has been deleted.

Page 13: Schedule 200. Comparative General Balance Sheet - Explanatory Notes

Provision has been made for (1) reporting certain pension costs; (2) amounts of deferred maintenance and delayed capital improvements reported to the Commission in Ex Parte No. 305 as of December 31, 1976; and, (3) a statement as to whether a segregated political fund has been established.

Page 18: Schedule 300. Income Account For the Year

Reporting of prior period items has been transferred to Schedule 305, Retained Income - Unappropriated.

Provision has been made for reporting net effect of unusual or infrequent items, gains or losses from disposal of a segment of business and operating results of a discontinued business segment, and the cumulative effect of changes in accounting principles.

Page 20: Schedule 305. Retained Income - Unappropriated

Provision has been made for reporting prior period adjustments to beginning retained income.

Page 21: Schedule 309. Statement of Changes in Financial Position

Schedule was revised to present a more comprehensive statement and incorporate requirements of Accounting Principles Board Opinions Nos. 3 and 19.

Page 21C: Schedule 309S. Changes in Working Capital

This is a new schedule to provide an analysis of working capital.

Page 23A: Schedule 202. Compensating Balances and Short-Term Borrowing Arrangements

Instructions revised to provide reporting of compensating balances constituting support for long-term borrowing arrangements reported in account 717, Insurance and Other Funds.

Page 23B: Schedule 203. Special Deposits

Provision has been made for reporting compensating balances legally restricted on behalf of respondent and on behalf of others.

Page 42: Schedule 211B. Depreciation Base and Rates-Road and Equipment Owned and Used and Leased From Others

Data related to improvements on road and equipment owned and used and leased from others is transferred to Schedule 211B-1.

Page 42A: Schedule 211B-1. Depreciation Base and Rates - Improvements to Road and Equipment Leased From Others

This is a new schedule provided for reporting depreciation base and rates on improvements to road and equipment leased from others.

SPECIAL NOTICE - CONTINUED

Page 45: Schedule 211E. Accrued Liability - Leased Property

Schedule has been retitled to reflect nature of reported data. Account 733, Accrued Depreciation; Improvements on Leased Property, has been transferred to new Schedule 211E-1.

Page 45A: Schedule 211E-1. Depreciation Reserve - Improvements To Road and Equipment Leased From Others

This is a new schedule provided for reporting accrued depreciation on improvements to road and equipment leased from others.

Page 51A: Schedule 212A. Rental Expense of Lessee

51B: Schedule 212B. Minimum Rental Commitments

51C: Schedule 212C. Lessee Disclosure

51D: Schedule 212D. Lease Commitments - Present Value

51E: Schedule 212E. Income Impact - Lessee

These are new schedules providing for reporting of noncapitalized lease commitments by lessees, to be reported only by carriers with operating revenues of \$10 million or more.

Page 63: Schedule 223. Items in Selected Current Liability Accounts

Instructions are revised to provide for reporting all items of \$250,000; or, if the carrier has no items of \$250,000 or more, show the three largest individual items of \$100,000.

Page 65: Schedule 225. Items in Selected Reserve and Other Liability Accounts

Instructions are revised to delete reference to account 772.

Page 71: Schedule 234. Guaranties and Suretyships

Instructions requiring details of contracts of guaranty or suretyship have been modified to a "description" of the contracts.

Page 87: Schedule 350C. Railway Tax Accruals - Analysis of Federal Income Taxes

Instructions are revised to delete reference to prior period items.

Footnote reporting has been provided to show distribution of tax expense and investment tax credit data.

Page 94: Schedule 396. Items in Selected Income and Retained Income Accounts For the Year

Instructions revised to delete reference to prior period items.

Page 99: Schedule 412. Miles of Road at Close of Year - By States and Territories (Single Track)

Page 100: Schedule 413. Tracks Operated at Close of Year (For S&T Companies Only)

Page 101: Schedule 414. Changes During the Year

Instructions revised to require reporting of whole miles of track rather than fractional miles.

Page 106: Schedule 417. Inventory of Equipment

"Grand total, all classes of cars" has been deleted.

Page 119: Schedule 516. Rails Laid in Additional Tracks and in New Lines and Extensions

Provision has been made for reporting track-miles of welded rail installed.

Page 122: Schedule 562. Compensation of Officers, Directors, Etc.

Instructions for reporting "other compensation" have been revised to more clearly define the nature of data required in column (d).

Page 128: Schedule 561C. Compensation Applicable to Prior Years

Schedule transferred from Annual Report Form R-1 to Monthly Report of Employees, Service and Compensation Forms A and B.

Page 130: Schedule 585. Competitive Bidding - Clayton Antitrust Act

This is former Schedule 10000 furnished to carriers separately from the Form R-1 in 1975 with advice that it would become an integral part of Form R-1 in 1976.

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Road Initials: SPTCo

Year: 1976

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100. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at it's 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

101. IDENTITY OF RESPONDENT

Answers to the questions asked should be made in full, without reference to data returned on the corresponding page of previous reports. In case any changes of the nature referred to under inquiry 4 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 101.

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between railroad and railway. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification" (p. 134). If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

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

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

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

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

5. State the occasion for the reorganization, whether by reason of foreclosure of mortgage or otherwise, according to the fact. Give date of organization of original corporation and refer to laws under which organized.

1. Exact name of common carrier making this report Southern Pacific Transportation Company

2. Date of incorporation February 20, 1969

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

State of Delaware - General Corporation Law. Certificate of Incorporation amended February 24, 1969, to eliminate provisions in the certificate covering pre-emptive rights and cumulative voting. (See report for year ended December 31, 1969)

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

No consolidation or merger during the year.

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

The respondent was not reorganized during the year.

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

The respondent did not.

7. Class of switching and terminal company

(See section No. 7 on inside of front cover)

Not a switching or terminal company.

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102. DIRECTORS

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

2. State in column (e) of schedule No. 102 and column (4) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

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

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

Line No.	Name of Director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	Stephen D. Bechtel, Jr.	Southern Pacific Building, One Market Plaza, San Francisco, California 94105	May 19, 1976	*May 19, 1977		* Or when his successor is duly chosen and has qualified.
2	B. F. Biaggini	do	do	do		
3	Thomas M. Evans	do	do	do		
4	Alan C. Furth	do	do	do		
5	John W. Henley	do	Nov. 18, 1976	do		
6	Elison L. Hazard	do	May 19, 1976	do		
7	Kenneth L. Isaacs	do	do	do	NONE	
8	Edmund W. Littlefield	do	do	do		
9	Richard K. Miller	do	do	do		
10	Michael A. Murphy	do	do	do		
11	Henry T. Mudd	do	do	do		
12	George B. Munroe	do	do	do		
13	Richard E. Perkins	do	do	do		
14	William Swindells	do	do	do		

21. Give the names and titles of all officers of the Board of Directors in control of the respondent as the close of the year:
Chairman of board - None NOTE (1)
Secretary (or clerk) of board - None NOTE (1)

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

Executive Committee

B. F. Biaggini, ex-officio as Chief Executive Officer
Stephen D. Bechtel, Jr.
Alan C. Furth

Elison L. Hazard
Edmund W. Littlefield
Richard K. Miller

The By-laws provide that the Executive Committee, between meetings of the Board of Directors and subject to any limitations prescribed by the Board, shall have and may exercise the powers of the Board in the management of the property, business, affairs and policies of the Company; provided, however, that the Executive Committee shall not have the power or authority to approve amendments to the Certificate of Incorporation of the Company, adopt agreements of merger or consolidation, recommend to the stockholders the sale, lease, or exchange of all or substantially all the property and assets of the Company, recommend to the stockholders the dissolution of the Company or the revocation of a dissolution or amend the By-Laws.

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

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
1	Chairman and Chief Executive Officer	All	B. F. Biaggini		San Francisco (see address below)
2	President	All	D. K. McNeal		do
3	Executive Vice President-Law	Legal	Alan C. Furth		do
4	Executive Vice President-Traffic	Traffic	F. E. Kriebel		do
5	Executive Vice President-Finance	Financial and Treasury	Robert J. McLean		do
6	Vice President	Executive	L. E. Hoyt		do
7	Vice President	Executive	A. D. DeMass		do
8	Vice President	Legal	W. R. Denton		1620 Eye Street, Washington, D.C. 20006
9	Vice President-Management Services	Management Services	J. W. Germany	NONE	San Francisco (see address below)
10	Vice President-Sales	Traffic	R. C. Hudson		do
11	Vice President-Engineering and Research	Engineering and Research	W. M. Jaekle		do
12	Vice President and General Manager	Operating	R. D. King		do
13	Vice President and Controller	Accounting	D. L. Praeger		do
14	Vice President-Public Relations	Public Relations	J. G. Shea		do
15	General Counsel	Legal	H. A. Watorman		do
16	Assistant Vice President and Treasurer	Financial and Treasury	B. G. McPhee		do
17	Secretary	Secretarial-Corporate	A. E. Hill		do

COMPANY OFFICES

San Francisco General Offices Southern Pacific Building, One Market Plaza, San Francisco, California 94105
New York Office 99 Church Street, New York, New York 10007
Chicago Office 150 South Wacker Drive, Chicago, Illinois 60606
Houston Office 313 Franklin Avenue, Houston, Texas 77002
Wilmington Office 100 West Tenth Street, Wilmington, Delaware 19899

The annual meeting of stockholders is held on such date as designated by the Board of Directors or the Executive Committee (the Board has designated May 19, 1977 for the next annual meeting).

NOTE (1): The By-laws provide that the Chief Executive Officer shall act as chairman at meetings of the Board of Directors. The By-laws further provide that the Secretary shall attend all meetings of the stockholders, the Board of Directors, and the Executive Committee, and shall keep records of their proceedings.

104. RELATIONSHIP OF RESPONDENT WITH AFFILIATED COMPANIES

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

1. Right, through ownership of securities, an agreement of some character or through some other source to name the majority of the Board of directors, managers, or trustees of the controlled company.

2. Right to foreclose a first lien upon all or a major part in

value of the tangible property of the controlled company.

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

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

104A. COMPANIES CONTROLLED BY RESPONDENT

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

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

3. In column (c) indicate the form of control exercised over companies listed in column (a).

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

5. In column (e) enter names of other companies, if any, that jointly control the companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
1	El Paso Union Passenger Depot	Passenger Depot Operations	Stock Ownership	50%	AT&SF, Int. Ry. of Mex., T&P Ry.
2	Evergreen Freight Car Corp.	Equipment Leasing	do	100%	
3	Evergreen Leasing Corp.	do	do	do	
4	Holton Inter-Urban Ry.	Transportation	do	do	
5	Los Angeles Union Terminal Inc.	do	do	do	
6	Northwestern Pacific R.R.	do	do	do	Union Pacific
7	Pacific Fruit Express	do	do	50%	
8	Pacific Motor Transport Co.	do	do	100%	
9	Pacific Motor Trucking Co.	do	do	do	
10	Portland Traction Co.	do	do	do	Union Pacific
11	San Diego & Arizona Eastern Ry.	do	do	50%	
12	Southern Pacific Air Freight	Air Freight Forwarding	do	100%	
13	Southern Pacific Equipment Co.	Equipment Leasing	do	do	
14	Southern Pacific Marine Transport, Inc.	Transportation	do	do	
15	Sou. Pac. Transport Co. of T&L	do	do	do	
16	St. Louis Southeastern Ry.	do	do	99.8%	
17	Southern Pacific Warehouse Co.	Inactive	do	100%	
18	Sunset Ry. Co.	Transportation	do	50%	AT&SF
19	The Ogden Union Ry. & Depot Co.	do	do	50%	Union Pacific

Road Initials: SPTC Year: 1976

104A. COMPANIES CONTROLLED BY RESPONDENT—Continued

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
20	Visalia Electric Rr	Transportation	Stock Ownership	100%	
21					
22					
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104B. COMPANIES INDIRECTLY CONTROLLED BY RESPONDENT

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

Line No.	Name of company controlled (a)	Principal business activity (b)	Form of control (c)	Extent of control (d)	Name of intermediary through which control exists (e)
1	Alton & Southern Ry. Co.	Transportation	Stock Ownership	50%	St. Louis S.W. Ry. Co.
2	Dallas Terminal Ry. & Union Depot Co.	do	do	100%	St. Louis S.W. Ry. Co.
3	Louis Heller Inc.	do	do	do	Pacific Motor Trucking Co.
4	Main Street Warehouse Co.	Inactive	do	do	St. Louis S.W. Ry. Co.
5	Petaluma & Santa Rosa RR	Transportation	do	do	Northwestern Pacific RR
6	Southwestern Transportation Co.	do	do	do	St. Louis S.W. Ry. Co.
7	St. Louis S.W. Ry. Co. of Texas	do	do	do	St. Louis S.W. Ry. Co.
8	The Southwestern Town Ld. Corp.	Real Estate	do	do	St. Louis S.W. Ry. Co.
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104C. COMPANIES UNDER COMMON CONTROL WITH RESPONDENT

Line No.	Name of company controlled (a)	Principal business activity (b)	Forms of Control (c)	Extent of control (d)	Name of controlling company or individual (e)
1	Bankers Leasing Corp.	Leasing Services	Stock Ownership	100%	Southern Pacific Co.
2	Bravo Oil Co.	Oil & Natural Resources	do	do	do
3	Pacific Petroleum Pipe Line	Transporting Petroleum Prod.	do	do	do
4	Southern Pacific Communications	Communications	do	do	do
5	Southern Pacific Development Co.	Real Estate	do	do	do
6	Southern Pacific Land Co.	Industrial Development	do	do	do
7	Southern Pacific Pipe Lines, Inc.	Transportation Petro. Prod.	do	do	do
8	So. Pac. Industrial Development Co.	Real Estate	do	do	do
9	Sunset Communications Co.	Communications	do	do	do
10	Tops On-Line Service, Inc.	Data Processing Services	do	80%	do
11	One Market Street Properties	Real Estate	do	100%	do
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104 D. COMPANIES CONTROLLING RESPONDENT

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

and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
 2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.

3. In column (c) indicate the form of control exercised by the company immediately controlled by it.
 4. In column (d) indicate the extent of control. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.

Line No.	Name of Controlling Company or Individual (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)
1	Southern Pacific Company	All types of business	Stock Ownership	100%
2				
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108 STOCKHOLDERS REPORTS

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

Check appropriate box:

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____ (date)

☒ No annual report to stockholders is prepared.

Road Initials:

year:

7

NOTES AND REMARKS

109. VOTING POWERS AND ELECTIONS

- State the par value of each share of stock: Common, \$ No Par per share; first preferred, None per share; second preferred, None per share; debenture stock, None per share.
- State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Each Share One Vote
- Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
- 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.
- 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.
- Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing March 1, 1977, record date for the dividend payable March 21, 1977
- 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. 27,141,366 votes, as of March 1, 1977 (Date)
- State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7, One stockholders.
- Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information on page 13, the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.
List under Footnotes, page 9, Other Securities with Voting Power.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	Southern Pacific Co.	S.P. Building	27 141 366	27 141 366		
2		One Market Plaza				
3		San Francisco,				
4		Calif. 94105				
5						
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109. VOTING POWERS AND ELECTIONS—(Continued From Page 8)

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 27,141,366
votes cast.

11. Give the date of such meeting. May 19, 1976

12. Give the place of such meeting. New York, New York

NOTES AND REMARKS

200. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

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

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

Line No.	Account or item (a)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
			\$	\$
	CURRENT ASSETS			
1	(701) Cash		10,299	524
2	(702) Temporary cash investments (p. 23)		219,660	90,892
3	(703) Special deposits (p. 23)		694	357
4	(704) Loans and notes receivable (p. 23)		102	9
5	(705) Traffic, car service and other balances—Dr.		12,023	17,638
6	(706) Net balance receivable from agents and conductors		60,322	53,805
7	(707) Miscellaneous accounts receivable		23,983	26,620
8	(708) Interest and dividends receivable		13,590	6,600
9	(709) Accrued accounts receivable (p. 23)		46,383	47,185
10	(710) Working fund advances		268	210
11	(711) Prepayments (p. 23)		3,599	3,713
12	(712) Material and supplies		37,748	46,188
13	(713) Other current assets (p. 23)		6,058	5,409
14	(714) Deferred income tax charges (p. 87)			
15	Total current assets		434,729	299,150
	SPECIAL FUNDS			
		(a1) Total book assets at close of year	(a2) Respondent's own issues included in (a1)	
16	(715) Sinking funds (pp. 24 and 25)	2	2	2
17	(716) Capital and other reserve funds (pp. 24 and 25)	29,274	29,274	4,157
18	(717) Insurance and other funds (pp. 24 and 25)	3,106	3,106	2,867
19	Total special funds		32,382	7,026
	INVESTMENTS			
20	(721) Investments in affiliated companies (pp. 28-31)		232,337	228,528
21	Undistributed earnings from certain investments in account 721 (pp. 35A and 35B)		308,969	268,413
22	(722) Other investments (pp. 32-35)		2,680	2,487
23	(723) Reserve for adjustment of investment in securities—Credit (p. 27, Instruction 9)		0	(52,717)
24	Total investments (accounts 721, 722 and 723)		543,986	446,711
	PROPERTIES			
25	(731) Road and equipment property: Road		1,256,476	1,245,647
26	Equipment		1,331,921	1,326,429
27	General expenditures		34,104	34,199
28	Other elements of investment		175,043	175,208
29	Construction work in progress		51	63
30	Total (pp. 38-41)		2,797,595	2,781,546
31	(732) Improvements on leased property: Road		1,394	1,353
32	Equipment		147	51
33	General expenditures		50	50
34	Total (pp. 38-41)		1,591	1,454
35	Total transportation property (accounts 731 and 732)		2,799,186	2,783,000
36	(733) Accrued depreciation—Improvements on leased property (p. 45)		(223)	
37	(735) Accrued depreciation—Road and equipment (pp. 44 and 46)		(717,931)	(661,562)
38	(736) Amortization of defense projects—Road and Equipment (p. 47)		(12,192)	(13,006)
39	Recorded depreciation and amortization (accounts 733, 735 and 736)		(730,346)	(674,568)
40	Total transportation property less recorded depreciation and amortization (line 35 less line 39)		2,068,840	2,108,432
41	(737) Miscellaneous physical property (pp. 52 and 53)		85,442	85,555
42	(738) Accrued depreciation—Miscellaneous physical property (pp. 52 and 53)		(13,538)	(13,611)
43	Miscellaneous physical property less recorded depreciation (account 737 less 738)		71,904	71,944
44	Total properties less recorded depreciation and amortization (line 40 plus line 43)		2,140,744	2,180,376

COMPARATIVE GENERAL BALANCE SHEET—ASSETS—Continued on page 11

NOTE.—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet. For compensating balances not legally restricted, see Schedule 202.

200.—COMPARATIVE GENERAL BALANCE SHEET—ASSETS—Continued

Line No.	Account or item (a)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
			\$	\$
	OTHER ASSETS AND DEFERRED CHARGES			
45	(741) Other assets (p. 54)		15,736	14,146
46	(742) Unamortized discount on long-term debt		2,190	2,449
47	(743) Other deferred charges (p. 54)		16,693	21,077
48	(744) Accumulated deferred income tax charges (p. 87)			
49	Total other assets and deferred charges		34,619	37,672
50	TOTAL ASSETS		3,186,460	2,970,935

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES

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

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

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

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under Section 168 (formerly Section 124-A) of the Internal Revenue Code — \$ **77,440**

(b) Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below — \$ **248,251**

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

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

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

(c)(i) Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended — \$ **81,070**

(ii) If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit in account 786. Accumulated deferred income tax credits, at beginning of year — \$ **NONE**

Add investment tax credits applied to reduction of current year's tax liability but deferred for accounting purposes — \$ **NONE**

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual — \$ **NONE**

Other adjustments (indicate nature such as recapture on early disposition) — \$ **NONE**

(iii) Show the amount of investment tax credit carryover at year end — \$ **NONE**

(d) Estimated accumulated net reduction in Federal income taxes because of accelerated amortization of certain rolling stock since December 31, 1969, under provisions of Section 184 of the Internal Revenue Code — \$ **63,064**

(e) Estimated accumulated net reduction in Federal income taxes because of amortization of certain rights-of-way investments since December 31, 1969, under the provisions of Section 185 of the Internal Revenue Code — \$ **NONE**

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

Description of obligation	Year accrued	Account No.	Amount

Continued on following page

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

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

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

Line No.	Account or item (a)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES				
51	(751) Loans and notes payable (p. 63)			
52	(752) Traffic, car service and other balances—Cr.			
53	(753) Audited accounts and wages payable		61,816	43,329
54	(754) Miscellaneous accounts payable		14,282	12,808
55	(755) Interest matured unpaid		2,606	1,935
56	(756) Dividends matured unpaid		—	2
57	(757) Unmatured interest accrued		12,146	11,211
58	(758) Unmatured dividends declared			
59	(759) Accrued accounts payable (p. 63)		179,444	174,648
60	(760) Federal income taxes accrued (p. 64)		1,878	933
61	(761) Other taxes accrued (p. 64)		19,483	18,061
62	(762) Deferred income tax credits (p. 87)			
63	(763) Other current liabilities (p. 63)		12,651	8,721
64	Total current liabilities (exclusive of long-term debt due within one year)		304,306	271,663
LONG-TERM DEBT DUE WITHIN ONE YEAR				
65	(764) Equipment obligations and other debt (pp. 56-59)	(a1) Total issued 91,940	(a2) Held by or for respondent 91,940	61,483
LONG-TERM DEBT DUE AFTER ONE YEAR				
66	(765) Funded debt unmatured	(a1) Total issued 293,581	(a2) Held by or for respondent 293,581	240,610
67	(766) Equipment obligations	465,444	465,444	481,046
68	(767) Receivers' and Trustees' securities (pp. 56-59)			
69	(768) Debt in default			
70	(769) Amounts payable to affiliated companies (p. 62)		36,192	35,702
71	Total long-term debt due after one year		795,217	757,358
RESERVES				
72	(771) Pension and welfare reserves (p. 65)			
73	(774) Casualty and other reserves (p. 65)		59,989	45,689
74	Total reserves		59,989	45,689
OTHER LIABILITIES AND DEFERRED CREDITS				
75	(781) Interest in default (p. 58)		8,368	7,730
76	(782) Other liabilities (p. 65)		460	392
77	(783) Unamortized premium on long-term debt		7,135	9,667
78	(784) Other deferred credits (p. 65)		56	266
79	(785) Accrued liability—Leased property (p. 45)		376,138	378,717
80	(786) Accumulated deferred income tax credits (p. 87)		392,157	396,772
81	Total other liabilities and deferred credits			
SHAREHOLDERS' EQUITY				
Capital stock (Par or stated value)				
82	(791) Capital stock issued: Common stock (p. 61)	(a1) Total issued 424,875	(a2) Nominally issued securities 424,875	424,875
83	Preferred stock (p. 67)			
84	Total	424,875	424,875	424,875
85	(792) Stock liability for conversion (p. 68)			
86	(793) Discount on capital stock			
87	Total capital stock		424,875	424,875
Capital surplus				
88	(794) Premiums and assessments on capital stock (p. 69)			
89	(795) Paid-in surplus (p. 69)			
90	(796) Other capital surplus (p. 69)			
91	Total capital surplus			

**COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY—
CONTINUED ON PAGE 13.**

Note.—See page 11 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY—Continued

Line No.	Account or item (a)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
	Retained income		\$	\$
92	(797) Retained income—Appropriated (p. 69)			
93	(798) Retained income—Unappropriated (p. 20)		1,117,976	1,013,090
94	Total retained income		1,117,976	1,013,090
	Treasury Stock			
95	(798.5) Less: Treasury stock			
96	Total shareholders' equity		1,542,851	1,437,965
97	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		3,186,460	2,970,935

200. COMPARATIVE GENERAL BALANCE SHEET—EXPLANATORY NOTES—Continued

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

Item	Amount in dispute	As recorded on books		Amount not recorded
		Account Nos.		
Per diem receivable	\$	Debit	Credit	
		RL 215		\$ 282
Per diem payable		RL 214		
Net amount	\$	X X X X X X X X	X X X X X X X X	\$ 282

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

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

6. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year. Normal pension costs, interest and amortization on unfunded past service (beginning Jan. 1, 1976) are included in operating expense 26,340

(b) Show amount of past service pension costs determined by actuaries at year end June 30, 1976

(c) Total pension costs for year: Normal costs \$ 7,640
Amortization of past service costs plus interest on unfunded liability \$ 2,045

(d) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. \$ None

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

(i) If funding is by insurance, give name of insuring company. No

(ii) If funding is by trust agreement, list trustee(s). Crocker Bank, S.F. Man. Han. Trust Co., N.Y.

Date of trust agreement or latest amendment June 6, 1974

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

(f) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement. companies listed on page 14, charges are allocated on basis of actuarial valuation for each co.

(g) (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 X No No

If yes, give number of the shares for each class of stock or other security: Listed on page 14

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

EXPLANATORY NOTES ARE CONTINUED ON PAGE 14

290. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY—Concluded

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES—Concluded

7. 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 X NO _____

8. State separately amounts of deferred maintenance and delayed capital improvements as reported to the Commission in Ex Parte No. 305 as of December 31, 1976:

Deferred maintenance	\$	27,794
Delayed capital improvements	\$	73,387

NOTES AND REMARKS

(1) During 1976 respondent carried basic and supplemental policies with the Imperial Insurance Company Limited, under terms of which it was entitled to a maximum indemnity of \$1,845,889 per day up to 365 days for any single work stoppage. The maximum amount of additional premium respondent would have been obligated to pay in event losses were sustained by other railroads was \$36,917,780

(2) Under a qualified stock option plan, options may be granted until 1980 to key employees of Southern Pacific Transportation Company to purchase shares of Southern Pacific Company common stock at a price not less than fair market value at the date of grant. Options are exercisable on a cumulative basis over a five year period from the date of grant, but not later than May 21, 1981.

Options for 44,080 shares at \$38.00 per share were granted in 1974 and in 1975 options for 86,720 shares at \$28.0625 per share were granted. No options were granted in 1976 and options for 1,180 shares were exercised. At December 31, 1976, options to purchase 120,275 shares were outstanding.

Charges are allocated on basis of actuarial valuation for each company participated in the Plan. Affiliated companies participating in the Plan.

6(f) Southern Pacific Transportation Company
 Northwestern Pacific Railroad Company
 San Diego & Arizona Eastern Railroad Company
 Holton Inter-Urban Railway Company
 Pacific Motor Trucking Company
 Southern Pacific Pipe Lines, Inc.
 Los Angeles Union Terminal, Inc.
 Black Mesa Pipeline, Inc.
 Evergreen Freight Car Corporation
 Southern Pacific Land Company
 Southern Pacific Transport Company of Texas and Louisiana
 Bravo Oil Company
 Southern Pacific Communications Company
 Southern Pacific Air Freight, Inc.
 Southern Pacific Industrial Development Company
 Commonwealth Plan, Inc.
 Bankers Leasing Corporation

6(g)(i) Evergreen Leasing Conditional Sale Certificates	\$490,000
Southern Pacific Equipment Trust	483,000

NOTES REGARDING ACCOUNT 723 PAGE 10 SCHEDULE 200

The balance in Account 723 was eliminated on authority of Interstate Commerce Commission Accounting Board, as covered in Mr. Bryan Brown's letter of January 26, 1977 file ACA/BRL, authorizing transfer of the balance to Account 606 "Other credits to retained income."

NOTES AND REMARKS

NOTES REGARDING SCHEDULE 205, PAGES 28 AND 31

- Note A: Controlled jointly with The Atchison, Topeka & Santa Fe Ry. Co. and The Western Pacific Ry. Co.
- Note B: Controlled jointly with The Atchison, Topeka & Santa Fe Ry. Co., National Rys. of Mexico and The Texas and Pacific Ry. Co.
- Note C: Controlled jointly with Union Pacific R. R. Co.
- Note D: Controlled jointly with Burlington Northern Inc. and Oregon-Washington R.R. & Navigation Co.
- Note E: Controlled jointly with The Atchison, Topeka & Santa Fe Ry. Co. Operated by each company alternately for five-year period.

NOTES REGARDING SCHEDULE 206, PAGES 32, 34, 35, 35-1 and 35-2

- (1) Note or agreement covering sales of land or real estate.
- (2) Agreement covering sale of spur track.
- (3) Delinquent rental or crop share payments.
- (4) Notes covering advances pending sale of homes owned by transferred employees.
- (5) Note without interest for educational purposes.
- (6) Educational note of former employee, now bearing interest.
- (7) Not used.
- (8) Amount credited or debited to account 722-1d in error. Clears in 1976 accounts.
- (9) Being refunded to Treasury through payroll deduction.
- (10) Note without interest covering interest on note dated May 1, 1968.
- (11) Not used.
- (12) Delinquent note.

NOTES REGARDING Ex Parte No. 305, SCHEDULE 200 PAGE 14 ITEM 8

Amount of Deferred Maintenance was determined by a study as of June 30, 1974, and has been reduced since then by amounts expended on qualifying projects. No adjustments have been made since the initial study to reflect price level changes, nor has there been, for this purpose, any study to determine additional deferred maintenance.

Amount of Delayed Capital Improvements was determined by a study as of June 30, 1974, and has been reduced since then by amounts expended on qualifying projects. No adjustments have been made since the initial study to reflect price level changes, nor has there been, for this purpose, any study to determine additional delayed capital improvements.

300. INCOME ACCOUNT FOR THE YEAR

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

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

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

Line No.	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Offsetting debits and credits for current year (d)
	ORDINARY ITEMS			
	OPERATING INCOME			
	Railway Operating Income			
1	(501) Railway operating revenues (p. 73)	1,417,555	1,257,308	
2	(531) Railway operating expenses (p. 74)	1,114,848	988,927	
3	Net revenue from railway operations	302,707	268,371	
4	(532) Railway tax accruals (p. 86)	141,961	131,828	
5	(533) Provision for deferred taxes (p. 87)	(2,579)	9,535	
6	Railway operating income	163,325	127,008	
	Rent Income			
7	(503) Hire of freight cars and highway revenue equipment—			
	Credit balance (p. 90)			
8	(504) Rent from locomotives (p. 91)	2,882	3,602	
9	(505) Rent from passenger-train cars (p. 91)			
10	(506) Rent from floating equipment			
11	(507) Rent from work equipment	349	273	
12	(508) Joint facility rent income	2,360	2,722	
13	Total rent income	5,591	6,597	
	Rents Payable			
14	(536) Hire of freight cars and highway revenue equipment—			
	Debit balance (p. 90)	104,036	94,140	
15	(537) Rent for locomotives (p. 91)	11,218	9,197	
16	(538) Rent for passenger-train cars (p. 91)			
17	(539) Rent for floating equipment			
18	(540) Rent for work equipment	18	2	
19	(541) Joint facility rents	3,697	4,114	
20	Total rents payable	118,969	107,453	
21	Net rents (lines 13, 20)	(113,378)	(100,856)	
22	Net railway operating income (lines 6, 21)	49,947	26,152	
	Other Income			
23	(502) Revenues from miscellaneous operations (p. 53)	2,844	2,798	
24	(509) Income from lease of road and equipment (p. 88)	59	68	
25	(510) Miscellaneous rent income (p. 88)	13,594	13,220	
26	(511) Income from nonoperating property (p. 53)	1,860	2,164	
27	(512) Separately operated properties—Profit (p. 89)			
28	(513) Dividend income (from investments under cost only)	507	671	
29	(514) Interest income	12,734	9,357	
30	(516) Income from sinking and other reserve funds	528	436	
31	(517) Release of premiums on funded debt	72	72	
32	(518) Contributions from other companies			
33	(519) Miscellaneous income (p. 94)	10,970	23,644	
34	Dividend income (from investments under equity only)	19,194		
35	Undistributed earnings (losses)	24,053		
36	Equity in earnings (losses) of affiliated companies (lines 34, 35)			
37	Total other income	43,247	30,648	
38	Total income (lines 22, 37)	86,415	83,078	
	Miscellaneous Deductions From Income			
39	(534) Expenses of miscellaneous operations (p. 53)	1,014	941	
40	(535) Taxes on miscellaneous operating property (p. 53)	454	417	
41	(543) Miscellaneous rents (p. 93)	42	39	
42	(544) Miscellaneous tax accruals (p. 53)	1,494	3,293	
43	(545) Separately operated properties—Loss (p. 89)			

300. INCOME ACCOUNT FOR THE YEAR—Continued

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

3. Returns for the year reported on lines 1 to 22, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's rules governing the separation of operating expenses between freight and passenger service; railroads.

4. Any unusual accruals involving substantial amounts included in column (b) on lines 7 to 54,

inclusive, should be fully explained in a footnote.

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

6. Line 28 includes only dividends from investments accounted for under the cost method. Line 34 includes only dividends accounted for under the equity method. Line 35 includes the undistributed earnings from investments accounted for under the equity method. Line 36 represents the earnings (losses) of investee companies accounted for under the equity method.

RAIL-LINE, INCLUDING WATER TRANSFERS

Related solely to freight service (e)	Apportioned to freight service (f)	Total freight service (g)	Related solely to passenger and allied services (h)	Apportioned to passenger and allied services (i)	Total passenger service (j)	Other items not related to either freight or to passenger and allied services (k)	Line No.
\$	\$	\$	\$	\$	\$	\$	
1,413,127		1,413,127	4,428		4,428		1
765,383	337,968	1,103,351	8,849	2,648	11,497		2
x x x x x	x x x x x	309,776	x x x x x	x x x x x	(7,069)		3
110,472	29,720	140,192	1,226	543	1,769		4
(2,579)		(2,579)					5
x x x x x	x x x x x	172,163	x x x x x	x x x x x	(8,838)		6
							7
2,882		2,882					8
							9
	348	348		1	1		10
2,360		2,360					11
x x x x x	x x x x x	5,590	x x x x x	x x x x x	1		12
							13
104,036		104,036					14
11,167		11,167	51		51		15
							16
18		18					17
3,697		3,697					18
x x x x x	x x x x x	118,918	x x x x x	x x x x x	51		19
x x x x x	x x x x x	(113,328)	x x x x x	x x x x x	(50)		20
x x x x x	x x x x x	58,835	x x x x x	x x x x x	(8,888)		21
							22

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

300. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Offsetting debits and credits for current year (d)
44	(549) Maintenance of investment organization	\$	\$	\$
45	(550) Income transferred to other companies			
46	(551) Miscellaneous income charges (p. 94)	2,984	4,662	
47	Total miscellaneous deductions	5,988	9,352	
48	Income available for fixed charges (lines 38, 47)	130,374	99,878	
	Fixed Charges			
49	(542) Rent for leased roads and equipment (p. 92)	114	121	
	(546) Interest on funded debt:			
50	(a) Fixed interest not in default	48,566	46,702	
51	(b) Interest in default			
52	(547) Interest on unfunded debt	17	11	
53	(548) Amortization of discount on funded debt	414	417	
54	Total fixed charges	49,111	47,251	
55	Income after fixed charges (lines 48, 54)	81,263	52,627	
	Other Deductions			
	(546) Interest on funded debt:			
56	(c) Contingent interest			
57	(555) Unusual or infrequent items-Net-(Debit) credit*			
58	Income (loss) from continuing operations (lines 55-57)	81,263	52,627	
	DISCONTINUED OPERATIONS			
59	(560) Income (loss) from operations of discontinued segments*			
60	(562) Gain (loss) on disposal of discontinued segments*			
61	Total income (loss) from discontinued operations (lines 59, 60)			
62	Income (loss) before extraordinary items (lines 58, 61)	81,263	52,627	
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES			
63	(570) Extraordinary items-Net-(Debit) credit (p. 94)			
64	(590) Income taxes on extraordinary items-Debit (credit) (p. 94)			
65	(591) Provision for deferred taxes-Extraordinary items (p. 87)			
66	Total extraordinary items (lines 63-65)			
67	(592) Cumulative effect of changes in accounting principles*			
68	Total extraordinary items and accounting changes-(Debit) credit-(lines 66, 67)			
69	Net income (loss) transferred to Retained Income-Unappropriated (lines 62, 68)	81,263	52,627	

* Less applicable income taxes of:

\$

555 Unusual or infrequent items-Net-(Debit) credit ()
 560 Income (loss) from operations of discontinued segments (NONE)
 565 Gain (loss) on disposal of discontinued segments ()
 592 Cumulative effect of changes in accounting principles ()

NOTE-See page 19 for explanatory notes which are an integral part of the Income Account for the Year.

INCOME ACCOUNT FOR THE YEAR—EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential effect on net income for the

year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; and 590, "Income taxes on extraordinary items" are to be disclosed in Schedule 396, page 94.

305. RETAINED INCOME - UNAPPROPRIATED

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

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

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

4. Segregate in column (c) all amounts applicable to the equity in un-

distributed 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 35, column (b), schedule 300. The total of columns (b) and (c), lines 3 and 7, should agree with line 63, column (b), schedule 300.

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

Line No.	Item (a)	Retained income - Unappropriated (b)	Equity in undistributed earnings (losses) of affiliated companies (c)
1	Balances at beginning of year	\$ 744,677	\$ 268,413
2	(601.5) Prior period adjustments to beginning retained income		
CREDITS			
3	(602) Credit balance transferred from income	57,210	24,053
4	(606) Other credits to retained income (See note on page 14)	52,717	16,503
5	(622) Appropriations released	1,752	
6	Total	111,679	40,556
DEBITS			
7	(612) Debit balance transferred from income		
8	(616) Other debits to retained income		
9	(620) Appropriations for sinking and other reserve funds	1,752	
10	(621) Appropriations for other purposes		
11	(623) Dividends (p. 20)	45,597	
12	Total	47,349	
13	Net increase (decrease) during year (Line 5 minus line 11)	64,330	40,556
14	Balances at close of year (Lines 1 and 13)	809,007	308,969
15	Balance from line 14 (c)	308,969	x x x x x
16	Total unappropriated retained income and equity in undistributed earnings (losses) of affiliated companies at end of year	1,117,976	x x x x x
Remarks			
Amount of assigned Federal income tax consequences:			
17	Account 606	NONE	x x x x x
18	Account 616	NONE	x x x x x

Note: See p. 94, schedule 396, for analysis for Retained Income Accounts.

308. DIVIDEND APPROPRIATIONS

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

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

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

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

4. Report dollars in thousands.

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
1	Southern Pacific	.56		\$ 27,141,366	\$ 15,199	2-20-76	3-22-76
2	Transportation	.56		27,141,366	15,199	5-19-76	6-21-76
3	Co. Common Stock	.56		27,141,366	15,199	7-15-76	9-20-76
4							
5							
6							
7							
8							
9							
10							
11							
12							
13				Total	45,597		

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

Use reference columns (a), (b) and (c) as a guide in presenting and computing the requested information as follows:

Column Reference

- (a) Schedules in this report where disclosure may be found.
 (b) Applicable line number in reference schedule.
 (c) Applicable column(s) in reference schedule.

When two or more line numbers of columns appear in reference column (c) means to subtract the amounts indicated. For example, the notation "(a)" - "(b)" in reference column (c) means to subtract the amount in column (b) from the amount in column (a).

Line No.	Reference			Description (d)	Amount (e)
	Schedule (a)	Line (b)	Column (c)		
				SOURCES OF WORKING CAPITAL	\$
1	300	62	(b)	Working capital provided by operations: Net income (loss) before extraordinary items	81,263
2	324	17	(b)	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:	1,096
3	396	-	-	Retirement of nondepreciable property	(6,767)
4	NOTE A	-	-	Loss (gain) on sale or disposal of tangible property	77,052
5	300	5	(b)	Add depreciation and amortization expenses	(2,579)
6	300	35	(a)	Net increase (decrease) in deferred income taxes	(24,053)
7	200	71.74	(b) - (c)	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	14,300
8				Net increase (decrease) in noncurrent portion of estimated liabilities	
9				Other (specify):	
10					
11					
12					
13					
14					
15					
16					
17					
18				Total working capital from operations before extraordinary items	140,312

309-STATEMENT OF CHANGES IN FINANCIAL POSITION-Continued

Line No.	Reference			Description (d)	Amount (e)
	Schedule (a)	Line (b)	Column (c)		
19	300	68	(b)	Working capital provided by operations (Continued):	\$
20				Extraordinary items and accounting changes	
21	300	63	(b)	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:	
22	300	65	(b)	Loss (gain) on extraordinary items	
23	300	67	(b)	Net increase (decrease) in deferred income taxes	
24				Cumulative effect of changes in accounting principles	
25				Other (specify):	
26					
27					
28				Total working capital from extraordinary items and accounting changes:	140,312
29				Total working capital from operations (lines 18 and 28)	
30				Working capital from sources other than operating:	138,334
31				Proceeds from issuance of long-term liabilities	23,705
32				Proceeds from sale/disposition of carrier operating property	
33				Proceeds from sale/disposition of other tangible property	37,205
34	205	99	(l)	Proceeds from sale/repayment of investments advances	49,675
35	206	99	(k)	Net decrease in sinking and other special funds	
36	204	41	(f)	Proceeds from issue of capital stock	
37	229	15	(e) + (f)	Other (specify):	
38			(-)(i)	Net decrease in other assets and deferred charges	2,794
39				Adjustment to accrued depreciation	13,646
40					
41					
42				Total working capital from sources other than operating	265,359
				Total sources of working capital (lines 29 and 41)	405,671

See APPLICATION OF WORKING CAPITAL on following page

3095. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital.

Line No.	References			Description (d)	Balance, close of year (e)	Balance, beginning of year (f)	Net increase (decrease) (g)
	Schedule (a)	Line (b)	Column (c)				
1	200	1,2	(b)	Cash and temporary investments	\$ 229,959	\$ 91,416	\$ 138,543
2	200	4	(b)	Net receivables	102	9	93
3	200	11	(b)	Prepayments	3,599	3,713	(114)
4	200	12	(b)	Materials and supplies	37,748	46,188	(8,440)
5	-	-	-	Other current assets not included above	163,321	157,824	5,497
6	200	51	(b)	Notes payable and matured obligations	(179,444)	(174,648)	(4,796)
7	200	59	(b)	Accounts payable	(91,940)	(61,483)	(30,457)
8	200	65	(b)	Current equipment obligations and other debt	(124,862)	(97,020)	(27,842)
9	-	-	-	Other current liabilities not included above	38,483	(34,001)	72,484
10	-	-	-	Net increase (decrease) in working capital (= line 56, Schedule 309)			

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NOTES AND REMARKS

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

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

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

Line No.	Account No. (a)	Item (b)	(Dollars in Thousands)	Amount (c)
1	702	U. S. Treasury obligations		\$ 39 568
2		U. S. Government Agencies Securities		60 147
3		U. S. Government Securities - Other than U.S. Treasury Bills		90 919
4		Time Deposits		37 019
5		Bankers Acceptances		3 388
6		Seg. Funds-I.C.C. Orders Ex Parte 252 and 305-Gen.		(11 381)
7		Total Account 702		219 660
8				
9	704	Loans and notes receivable - Current		102
10		Total Account 704		102
11				
12	709	Estimated revenues on interline forwarded and intermediate freight traffic		28 783
13		Unaudited accounts receivable - Estimated		2 108
14		Estimated protective service revenue		2 277
15		Unaudited rent from equipment - Receivable - Estimated		2 671
16		Disbursements recollectible		3 494
17				
18				
19		Estimated per diem receivable - System freight cars		5 812
20		Disbursements recollectible - Southern Pacific Equipment Co.		1 102
21		Other items, each less than \$250,000		136
22		Total Account 709		46 383
23				
24	711	Expenses paid in advance		851
25		Insurance premiums paid in advance		2 748
26		Total Account 711		3 599
27				
28	713	Advanced charges on freight forwarded - Unadjusted		448
29		Advances for U.S. Savings Bonds for issue to employees		333
30		N.R.P.C. Advances and settlements		2 921
31		Advances for purchase through draft settlement		2 356
32		Total Account 713		6 058
33				
34				
35				
36				
37				

Schedule 202.-COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

Using the following notes as a guideline, show the requirements of compensating balances and short-term borrowing arrangements if operating revenues are \$10 million or more. 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 under an agreement which legally restricts the use of such funds, and which constitute support for short-term borrowing arrangements, should be included in Schedule 203, account 703, Special deposits.
5. Compensating balances under an agreement which legally restricts the use of such funds and which constitute support for long-term borrowing arrangements and are reported in account 717, Insurance and other funds, should also be separately disclosed below.
6. 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).
7. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed along with stated and possible sanctions whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

NONE

Schedule 203.—SPECIAL DEPOSITS

For other than compensating balances, state separately each item of \$250,000 or more reflected in account 703, Special deposits, at the close of the year. Items of less than \$250,000 may be combined in a single entry and described as "Minor items less than \$250,000". For compensating balances, state separately the total amounts held on behalf of respondent and held on behalf of others.

Line No.	Purpose of deposit (a)	Balance at close of year (b)
		\$
	Interest special deposits:	
1		
2		
3		
4		
5		
6	Total	
	Dividend special deposits:	
7		
8		
9		
10		
11		
12	Total	
	Miscellaneous special deposits:	
13	Southern Pacific Transportation Co. -- Agent	688
14	Minor Items Less Than \$10,000	6
15		
16		
17		
18	Total	694
	Compensating balances legally restricted:	
19	Held on behalf of respondent	
20	Held on behalf of others	
21	Total	

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

Give the particulars called for with respect to reserve funds included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

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

entry should indicate the kind of fund, such as sinking, capital property insurance, pension or relief; the rate of interest, if any; and the date of maturity.

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

Line No.	Account No. (a)	Name, kind, and purpose of fund (b)	Name of trustee or depository (c)
1	715	Sinking funds:	
2		(a) Cash	
3		First National City Bank of N.Y. - C.P. Ry. Co., First and	First National City Bank, New York, N.Y.
4		Refunding Mtge. - Sinking Fund	
5		The Chase Manhattan Bank, Trustee, S.P. R.R. Co. First Mtge.	The Chase Manhattan Bank, New York, N.Y.
6		Bonds, Sinking Fund - Cash	
7		Chemical Bank N.Y. Trust Co., Trustee, T&NO RR Co. First	Chemical Bank New York Trust Co., New York, N.Y.
8		and Refunding Mtge. Bonds, Sinking Fund - Cash	
9			Total account 715
10	716	Capital and other reserve funds:	
11		(a) Proceeds from sale of long-term obligations-Not applied:	
12		The First Pennsylvania Bank -	
13		Series No. 66	The First Pennsylvania Bank
14		Series No. 67	do
15		Series No. 68	do
16		The First Pennsylvania Banking and Trust Co., Agent,	
17		Conditional Sales Contract dated April 1, 1976 - U. S.	
18		Treasury Securities	do
19		Other items, each less than \$250,000	
20		(b) Funds held by Trustees in lieu of mortgaged property sold	
21		or destroyed:	
22		Morgan Guaranty Trust Co. of N. Y., E. P. Terminal 1st Mtge.,	Morgan Guaranty Trust Co. of New York, New York, N.Y.
23		Sec. 9, Art. 9	
24		Chemical Bank N.Y. Trust Co.-T&NO RR Co., 1st & Ref. Mtge.,	Chemical Bank New York Trust Co., New York, N.Y.
25		Sec. 12, Art. 11	
26		The First Pennsylvania Bank - Deposits in lieu of	
27		destroyed equipment-Various trusts	The First Pennsylvania Bank, Philadelphia, Penn.
28		National Commercial Bank & Trust Co. of Albany-Conditional	
29		Sales Contract dated September 1, 1964-Sec. 9	National Commercial Bank and Trust Co. of Albany, Albany, N.Y.
30		U. S. Trust Company of New York, Agent	
31		Conditional Sales Contract dated December 1, 1965-Sec. 9, (1) (2)	United States Trust Company of New York, New York, N.Y.
32		U. S. Trust Company of New York, Agent	
33		Conditional Sales Contract dated January 1, 1964-Sec. 9, (1) (2)	do
34		The Chase Manhattan Bank, S.P. RR Co. 1st Mtge., Sec. 10, Art. 10, (1) (2)	The Chase Manhattan Bank, New York, N.Y.
35		National Commercial Bank & Trust Co. of Albany-Conditional	
36		Sales Contract dated February 1, 1963-Sec. 9	National Commercial Bank and Trust Co. of Albany, Albany, N.Y.
37		Ex Parte 315 Funds - General (4)	
38		Other items, each less than \$250,000	
39			Total account 716
40	717	Insurance and other funds:	
41			
42			
43		Cash deposit with Barclays Bank for service interruption	
44		insurance, interest rate 3 1/8% to 8-25-61, 3-3/8% to 8-31-62,	
45		3-9/16% to 8-31-63, 3-3/4% to 8-31-64, 5-1/4% to 8-31-65,	
46		4 1/8% to 8-31-66, 5-3/4% to 8-31-68 and 6-7/8% to 12-31-69 and	
47		9-67% to 9-1-70 and 9-5/8% to 8-31-71 and 7 1/8% to 12-31-72 and	
48		7 1/8% to 5-1-73 and 6-11/16% to 9-1-73 and 10-1/16% to 8-30-74	
49		and 11-3/8% to 8-29-75 and 7 1/4% to 12-31-75	Barclays Bank DCO, Nassau, Bahamas Islands
50		Deposit with Metropolitan Life Insurance Co. for special	
51		contingency - Group policy 2000-9	Metropolitan Life Insurance Co.
52		Other items, each less than \$250,000	
53			Total account 717
54			Total

1 Includes income of \$ None earned on earmarked incentive per diem funds.

Note 1: Purchase on discount basis and book value shown includes increase in the redemption value between date of purchase and December 31, 1976.

Note 2: Pepr funds deposited with Trustee to cover the depreciated value of equipment worn out, lost or destroyed.

Note 3: Securities deposited to secure respondent's risk under New York State Workmen's Compensation Act covering self-insurance.

Note 4: Funds for deferred maintenance and delayed capital improvements unexpended as of 12-31-76.

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

Insert totals separately for each account. Such totals of columns (g) and (i) should be the same as those stated in short columns (a 1) and (a 2), respectively, in the comparative general balance sheet statement. Entries in column (g) should be the sums of corresponding entries in columns (d) and (e) less those shown in column (f), and the sum of entries in columns (h), (i) and (j) should equal those in column (g).

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

column (e).

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

Balance at Beginning of year - Book value (d)	Additions during the year - Book value (e)	Withdrawals during the year - Book value (f)	Balance at close of year - Book value (g)	Cash (h)	Assets in Funds at Close of Year		Line No.
					Securities Issued or Assumed by Respondent (i)	Other Securities and Invested Assets (j)	
\$							1
							2
							3
							4
1	1,350	1,350	1	1			5
							6
							7
							8
1	1,350	1,350	2	2			9
							10
							11
96	17	113					12
1,072	212	1,284					13
	31,350	22,067	9,283	82		9,201	14
							15
							16
2	17,400	15,751	1,649	40		1,609	17
			2			2	18
							19
							20
							21
3	1,320	1,323					22
							23
5	7,304	6,964	345			345	24
							25
2,377	3,224	125	5,496	20		5,476	26
							27
21	131	1	151	2		149	28
							29
131	258	21	368	1		367	30
							31
246	15		261	1		260	32
22	601	623					33
							34
138	107	8	237	1		236	35
	11,381		11,381			11,381	36
							37
24	77		101			101	38
4,157	73,397	48,280	29,274	747		29,127	39
							40
							41
							42
							43
							44
							45
							46
							47
							48
							49
7,731	160	45	1,846	1,846			50
							51
1,136	124		1,260	1,260			52
							53
2,867	284	45	2,116	2,106			54
7,026	75,031	49,675	32,352	3,255		9,127	55
							56

NOTES AND REMARKS

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 205 AND 206

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

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

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

(A) Stocks:

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

(B) Bonds (including U. S. Government Bonds):

(C) Other secured obligations:

(D) Unsecured notes:

(E) Investment advances:

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

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

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

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

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

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

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

10. Show dollars in thousands.

NOTES AND REMARKS

205. INVESTMENTS IN AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 27, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

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

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

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

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

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR	
						Book Value of Amount Held at Close of Year	
						Pledged	Unpledged
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
					% \$	\$	
1	721	A-1	VII	Central California Traction Co.-Common			
2				Note A	33.33		399
3			"	Central California Traction-Preferred.			265
4			"	El Paso Union Passenger Depot Co.-			
5				Common, Note B	50		44
6			"	Holton Inter-Urban Ry. Co.-Common	100		269
7			"	Northwestern Pacific R.R. Co.-Common.	100		7 012
8			"	Pacific Fruit Express Co.-Common			
9				Note C	50		12 000
10			"	Pacific Motor Transport Co.-Common ..	100		1
11			"	Pacific Motor Trucking Co. -Common ..	100		11 375
12			"	Portland Terminal R.R. Co.-Common			
13				Note D	20		940
14			"	Portland Traction Co.-Common .. Note C	50		1 950
15			"	Pullman Co., The - Common			812
16			"	St. Louis Southwestern Ry. Co.-Common...	99.8%		29 685
17				do -Preferred			18 514
18			"	San Diego & Arizona Eastern Ry. Co.-			
19				Common...	100		2 795
20			"	Southern Pacific Transp. Co. of Texas &			
21				La.-Common...	100		2 050
22			"	Sunset Ry. Co.-Common..... Note E	50		82
23			"	The Ogden Union Ry. and Depot Co.-			
24				Common... Note C	50		150
25			"	Visalia Electric R.R. Co.-Common	100		70
26				Total A-1			88 413
27	A-3	X	Evergreen Freight Car Corp.-Common ...		100		100
28		"	Evergreen Leasing Corp.-Common		100		1
29		"	Los Angeles Union Terminal, Inc.-Common		100		
30			VII Southern Pacific Air Freight, Inc.-				
31				Common	100		65
32		"	Southern Pacific Co.-Common.....		100		5 636
33		"	Southern Pacific Equipment Co.-Common		100		11 722
34		"	Southern Pacific Marine Transport, Inc.				
35				-Common	100		1
36		"	Trailer Train Co.-Common.....	2-90/205			133
37			VII Southern Pacific Warehouse Co.-Common		100		19
38							
39				Total A-3			17 677
40				Total A			106 090
41							
42							
43							
44							
45							
46							

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

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

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

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (l) inclusive. If the cost of any investment made during the year differs from the book value report-

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

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

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
In sinking, insurance, and other funds (h)	Book Value of Amount Held at Close of Year Total book value (i)		Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)	
\$	\$	\$	\$	\$	Per % \$		
	399				Share		1
	265						2
							3
	44						4
	269						5
	7 012						6
							7
	12 000						8
	1						9
	11 375					364	10
						200	11
	940						12
	1 950						13
	812						14
	29 685	9 478			100.00	16 902	15
	18 514				5.00	990	16
							17
	2 795						18
							19
	2 050						20
	32					738	21
							22
	150						23
	70						24
	88 413	9 478				19 194	25
	100						26
	1						27
							28
							29
	65						30
	5 636		4 225	4 225		503	31
	11 722		32 026	32 026			32
							33
	1						34
	133						35
	19						36
							37
	17 677		36 251	36 251		503	38
	106 090	9 478	36 251	36 251		19 697	39
							40
							41
							42
							43
							44
							45
							46

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR	
						Book Value of Amount Held at Close of Year	
						Pledged	Unpledged
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
		D-3	X	Trailer Train Co.—Unsec. 30-Yr. 6½%—7½%	% \$	\$	
47				Sub. Notes			656
48			"	S.P. Development Co.—Unsec. 10-Yr. 7½%			
49				Notes			1 825
50			"	S.P. Development Co.—Unsec. 10-Yr. 7½%			
51				Notes			2 859
52			"	S.P. Development Co.—Unsec. 10-Yr. 7½%			
53				Notes			419
54			"	S.P. Development Co.—Unsec. 10-Yr. 10%			
55				Notes			451
56				Total D-3			6 210
57				Total D			6 210
58		E-1	VII	El Paso Union Passenger Depot Co.			103
59			"	Harbor Belt Line R.R.			30
60							
61			"	Northwestern Pacific R.R. Co.			41 601
62			"	The Ogden Union Ry. and Depot Co.			1 405
63			"	Petaluma and Santa Rosa R.R. Co.			154
64			"	Port Terminal Railroad Association ...			184
65			"	San Diego & Arizona Eastern Ry. Co. ...			1 867
66			"	Sunset Railway Co.			
67			"	Visalia Electric			68
68				Total E-1			45 412
69		E-3	VII	Southern Pacific Air Freight, Inc. ...			532
70			III	Southern Pacific Equipment Co.			73 881
71			VII	Southern Pacific Marine Transport, Inc.			195
72			X	Seal Pacific			17
73				Total E-3			74 625
74				Total E			120 037
75				Total account 721			232 337
76	715			715. Sinking funds)			
77	716			716. Capital and other reserve) None			
78				funds			
79	717			717. Insurance and other funds)			
80				GRAND TOTAL			232 337
81							
82				See notes on page 15			
83							
84							
85							
86							
87							
88							
89							
90							
91							
92							
93							
94							
95							
96							
97							
98							
99							

205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year			Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)	
In sinking, insurance, and other funds (h)	Total book value (i)						
\$	\$	\$	\$	\$	%	\$	
	656				6½-7½	46	47
							48
	1 825				7½	137	49
							50
	2 859				7½	215	51
							52
	419				7½	31	53
							54
	451				10	45	55
	6 210					474	56
	6 210					474	57
	103						58
	30				5	2	59
							60
	41 601	1 367					61
	1 405		12	12	5 & 6	72	62
	154						63
	184	61					64
	1 867						65
							66
	68	68					67
	45 412	1 496	12	12		74	68
	532	25					69
	73 881	29 089				3 034	70
	195						71
	17		16	16			72
	74 625	29 114	16	16		3 034	73
	120 037	30 610	28	28		3 108	74
	232 337	40 088	36 279	28		23 279	75
							76
							77
							78
							79
	232 337	40 088	36 279	28		23 279	80
							81
							82
							83
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206. OTHER INVESTMENTS

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 27, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and

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

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

4. Give total 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

Line No.	Account No. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company or government and description of security held; also lieu reference; if any (d)	INVESTMENTS AT CLOSE OF YEAR	
					Book Value of Amount Held at Close of Year	
					Pledged (e)	Unpledged (f)
1	712	A-3	X	722. Other investments		
2			"	Arizona Club - Membership Certificate		1
3			"	Arizona Country Club - Membership Certificate		1
4			"	Atascadero Mutual Water Co. - Common		
5			"	Athenian Mile Club - Membership Certificate		
6			"	Augusta National Golf Club - Debentures		36
7			"	Bakersfield Country Club - Membership Certificates		1
8			"	Beaumont Club - Membership Certificate		
9			"	Bellflower Water Company - Capital stock		
10			"	California Golf and Country Club - Membership Certificate		10
11			"	Castlewood Country Club - Membership Certificate		2
12			"	Champion Golf Club, Inc. - Capital stock		1
13			"	Chartiers Country Club - Membership Certificate		
14			"	Cleveland Athletic Club - Common		
15			"	Commercial Exchange Club - Membership Certificate		
16			"	Del Paso Country Club - Membership Certificates		1
17			"	Detroit Golf Club - Membership Certificates		4
18			"	Ducor Water Co. - Common		
19			"	Edison Mutual Water Co. - Common		
20			"	El Macero Golf and Country Club - Membership Certificate		1
21			"	El Paso Country Club - Membership Certificate		
22			"	Essex Country Club - Membership		1
23			"	Equitable Water Company - Capital stock		
24			"	Galveston Cotton Exchange - Common		2
25			"	Glen Echo Country Club - Membership Certificate		
26			"	Green Hills Golf and Country Club - Membership Certificates		3
27			"	Hartigan Country Club - Common		
28			"	Houston Club - Common		
29			"	Houston Country Club - Common		
30			"	Illashe Hills Country Club - Membership Certificate		1
31			"	Industry Club - Membership Certificate		
32			"	International Club - Membership Certificate		
33			"	Jonathan Club - Membership Certificates		4
34			"	Kansas City Club - Membership Certificate		1
35			"	Lakeside Country Club - Membership Certificate		
36			"	Lakewood Country Club - Membership Certificate		1
37			"	Lanrad Communication, Inc. - Common		3
38			"	La Rinconada Country Club - Membership Certificate		
39			"	Los Altos Golf and Country Club - Membership Certificates		5
40			"	Los Angeles Athletic Club - Membership Certificate		
41			"	Marygold Mutual Water Co. - Common		
42			"	McFarland Mutual Water Co. - Common		
43			"	Meadow Hills Country Club - Membership Certificate		
44			"	New Orleans Board of Trade, Ltd. - Common		
45			"	North Hills Country Club - Membership Certificate		1
46			"	Oakmont Country Club - Membership Certificates		2
47			"	Ogden Golf and Country - Membership Certificates		2
48			"	Oildale Mutual Water Club - Common		
49			"	Old Pueblo Club of Tucson - Membership Certificate		
50			"	Orinda Country Club - Membership Certificates		2
51			"	Orland Unit Water Users' Association - Common		
52			"	Palo Alto Hills Golf and Country Club - Capital stock		2
53			"	Petroleum Club of Houston - Common		
54			"	Pine Forest Country Club - Common		1
55			"	Pinnacle Club - Membership Certificate		1
56			"	Pioneer Club - Common		1
57			"	Pixley Mutual Water Co. - Common		
58			"	Plumcote Club (New Orleans) - Membership Certificate		1
59			"	Rainier Golf and Country Club - Membership Certificate		1
60			"	Reames Golf and Country Club - Membership Certificate		
61			"	Richgrove Mutual Water Co. - Common		
62			"	Riverside Highland Water Co. - Capital stock		2
63			"	Roberts Ditch Irrigation Co. - Common		
64			"	Roseburg Country Club - Common		
65			"	Salt River Valley Water Users' Association - Common		
66			"	Santa Ana Valley Irrigation Co. - Common		
67			"	Sierra View Country Club - Membership Certificate		1
68			"	Somerset Mutual Water Company - Capital stock		
69			"	South Hills Country Club - Membership Certificate		1
70			"	Southwest Water Company - Preferred stock		
71			VII	Stayton Cooperative Telephone Co. - Membership Certificate		
72			X	Stockton Golf and Country Club - Membership Certificate		1
73			"	Terrace Water Company - Common		
74			"	The Austin Club of Austin, Texas, - Capital stock		
75			"	The Corral de Tierra Country Club - Membership Certificate		1
76			"	The Hidden Valley Country Club - Membership Certificate		
77				A-3 Carried forward		101
78				Carried forward		101

206. OTHER INVESTMENTS - Continued

19____ to 19____." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

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

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

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

(Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR			Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year				Book value (j)	Selling price (k)	Rate (l)	Amount credited to income (m)	
In sinking, insurance, and other funds (g)	total book value (h)							
\$	\$	1	\$	\$	\$		\$	1
		1						2
		36						3
		1						4
		10						5
		2						6
		1						7
		1						8
		4						9
		1						10
		1						11
		2						12
		3						13
		1						14
		6						15
		1						16
		1						17
		2						18
		3						19
		1						20
		6						21
		1						22
		1						23
		2						24
		3						25
		1						26
		6						27
		1						28
		1						29
		3						30
		5						31
		1						32
		2						33
		2						34
		2						35
		1						36
		1						37
		1						38
		1						39
		2						40
		1						41
		1						42
		1						43
		2						44
		1						45
		1						46
		1						47
		2						48
		1						49
		1						50
		1						51
		1						52
		2						53
		1						54
		1						55
		1						56
		1						57
		1						58
		1						59
		2						60
		1						61
		1						62
		1						63
		1						64
		1						65
		1						66
		1						67
		1						68
		1						69
		1						70
		1						71
		1						72
		1						73
		1						74
		101					4	75
		101					4	76
								77
								78

206. OTHER INVESTMENTS - Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company or government and description of security held; also line reference; if any (d)	INVESTMENTS AT CLOSE OF YEAR	
					Book Value of Amount Held at Close of Year	
					Pledged (e)	Unpledged (f)
79	722	A-3	X	Brought forward		101
80				A-3 Brought forward		101
81				The Olympic Club - Membership Certificate		2
82				The Petroleum Club of Tulsa - Membership		1
83				The Villa Park Mutual Water Co., Inc. - Common		
84				The Weber Club - Membership Certificate		1
85				Timberline Country Club		
86				Tipton Mutual Water Co. - Common		
87				Tucson Country Club - Membership Certificate		2
88				Tucson National Golf Club - Membership Certificate		2
89				University Club		
90				Virginia Country Club of Long Beach, Calif. - Mem. Certificate		
91				Warren Irrigation Company - Capital stock		
92				Westchester Country Club, Inc. - Membership Certificate		1
93				West Oregon Electric Cooperative, Inc. - Membership Certificate		
94				Wilshire Country Club - Membership Certificate		5
95				Yosemite Club - Membership Certificate		
96				Yuma Golf and Country Club - Membership Certificate		
97				Total A-3		115
98						115
99		B-3	"	Mexican National Savings Bonds due October 29, 1973		
100				See Note (8)		15
101		C-3	VI	Total B		15
102				Comsite Northeast (1)		256
103				Holands Equipment (1)		22
104				Fred Myer, Inc.		628
105		D-3	X	Inversiones Metropolitanas (1)		49
106				Total C		985
107				Thbrecht, R. W. (4)		
108				Anderson, D. L. (4)		5
109				Amgenor, L. J. (4)		
110				Bakers, C. T. (4)		30
111				Baker, E. H. (4)		
112				Baker, R. S. (4)		
113				Basin, J. N. (3)		13
114				Bates, E. L. (4)		
115				Betz, J. L. (4)		30
116				Betz, J. L. (4)		30
117				Brookfield, R. W. (6)		1
118				Buck, B. (3)		8
119				Burdette, O. E. (4)		21
120				Butler, R. R. (4)		5
121				Butler, W. B.		
122				Below, L. E. (4)		
123				Below, L. E. (4)		
124				Campbell, M. (3)		2
125				Carte, R. E. (4)		22
126				Cassidy, G. F. (4)		15
127				Central Ca. Traction (2)		37
128				Chandler, C. K. (4)		6
129				Childress, L. L. (4)		7
130				Cobe, P. S. (6)		4
131				Connolly, F. E. (4)		8
132				Corrieles (4)		10
133				Coulter, A. W. (4)		
134				Cowan, M. L. (4)		
135				Daniels, W. A. (3)		
136				Doyle, D. J. (4)		
137				Englebert, R. A. (4)		15
138				Esqueda, C. D. (4)		8
139				Fields, C. (4)		
140				Foley, R. A. (4)		56
141				Fox, M. K. (4)		
142				Franks, W. E. (4)		
143				Fredek, R. M. (4)		5
144				Fullerton, D. R. (4)		13
145				Galyan, L. A. (4)		43
146				Grable, P. B. (4)		
147				Greene, D. E. (4)		
148				Haley, A. A. (4)		
149				Harville, Blaine (4)		37
150				Harville, W. C., Jr. (4)		26
151				Hearin Forest Products (1)		6
152				Hernandez, R. V. (4)		
153				Holland, L. F. (4)		
154				Hughes, D. J. (6)		17
155				Hartington, C. P. (4)		8
156				Jamasik, J. L. (4)		
157				Jasper, N. W. (6)		3
158				Johnson, T. L. (4)		3
159				Jess, A. E. (4)		
160				Kolodziej, M. D. (4)		
161				Kraus, G. (4)		4
162				LaFourrette, H. B. (4)		30
163				Lemmons, G. E. (1)		1
164				Lewis, L. L. (4)		
165				I-3 Carried forward		519
166				Carried forward		1 624

206. OTHER INVESTMENTS - Continued

INVESTMENTS AT CLOSE OF YEAR			Book value of investments made during year (i)	INVESTMENTS DISPOSED OR OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year				Book value (j)	Selling price (k)	Date (l)	Amount credited to income (m)	
In sinking, insurance, and other funds (g)	Total book value (h)							
		101						4
		101						4
		2						
		1						
		1						
		2						
		2						
		1						
		5						
		115						4
		115						4
		15	15					100
		15	15					101
		286	300	14	14	9	27	102
		22	22					103
		628		126	126	9	68	104
		49	49					105
		985	371	140	140		95	106
				8	8			107
		5	5					108
			3	3	3			109
		30	30					110
			24	24	24			111
			11	11	11			112
		13				5	1	113
				8	8			114
		30						115
		20	20					116
		1		3	3			117
		8	8					118
		21	21					119
		5						120
			2	2	2			121
			30	30	30			122
			3	3	3			123
		2						124
		22	22					125
		15						126
		37	49	12	12	10	4	127
		6						128
		7						129
		4			6	9	1	130
		8	8					131
		10	10					132
			30	30	30			133
				60	60			134
				4	4			135
		15	15					136
		8						137
		56		2	2			138
				7	7			139
			9	9	9			140
		5	5					141
		13						142
		43	43					143
			1	1	1			144
			4	4	4			145
			6	6	6			146
		37	37					147
		26	26					148
		6	7					149
			15	15	15			150
		17				9	2	151
		8	8					152
				4	4			153
		3						154
		3	3					155
								156
								157
		4						158
		30						159
		1	1					160
				15	15			161
		519	461	283	283		8	162
		1 634	647	423	423		107	163

206. OTHER INVESTMENTS - Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company or government and description of security held; also line reference; if any (d)	INVESTMENTS AT CLOSE OF YEAR			
					Book Value of Amount Held at Close of Year			
					Pledged (e)		Unpledged (f)	
167				Brought forward	\$		\$	1 634
168				D-3 Brought forward				519
169	722	D-3	X	Lind, E. P. (4)				9
170			"	Livley, R. W. (6)				1
171			"	Lucke, G. F. (5)				8
172			"	Lutz, P. V. (4)				7
173			"	Mahen, C. J. (4)				3
174			"	Mahoney, W. F. (4)				1
175			"	Mathews, A. L. (4)				
176			"	Mauldin, C. F. (1)				
177			"	Mirabal, E. J. (4)				
178			"	Mohan, D. M. (4)				
179			"	Montez, L. M. (4)				
180			"	Moore, J. B. (3)				3
181			"	Morris, E. M. (4)				30
182			"	Nelson, J. E. (4)				8
183			"	Moore, N. (4)				16
184			"	O'Gay, B. N. (4)				
185			"	O'Callaghan, D. J. (4)				
186			"	Olsen, K. A. (6)				
187			"	Ongerth, M. D. (4)				
188			"	Owens, E. C. (4)				
189			"	Park, R. R. (4)				
190			"	Peels, E. B. (4)				
191			"	Peels, E. B. (4)				
192			"	Pearson, L. A. (3)				2
193			"	Quantum Systems (3)				3
194			"	Ramsey, J. D. (4)				
195			"	Ramsey, G. W. (4)				9
196			"	Reilly, D. B. (4)				3
197			"	Ryno, L. D. (4)				6
198			"	Samuelson, D. (3)				1
199			"	Sanders, C. E. (4)				22
200			"	Simpson, A. E. (4)				64
201			"	Simpson, A. E. (4)				
202			"	Simpson, A. E. (4)				
203			"	Skjvorth, M. D. (9)				
204			"	Smith, B. W. (3)				1
205			"	Smith, W. (4)				
206			"	Southern Calif. Chemical Co. (2)				
207			"	Spiker, D. W. (4)				15
208			"	Stanley, B. (4)				51
209			"	Stutes, S. A. (4)				
210			"	Sutton, L. E. (4)				
211			"	Torrey, D. E. (4)				3
212			"	Waller, A. (3)				
213			"	Wegner, J. (8)				
214			"	Weyerhaeuser Co. (1)				690
215			"	White, T. L., Jr. (4)				
216			"	Willoner, J. A. (4)				
217			"	Wyatt, F. E. (4)				3
218			"	Arce, A. (4)				
219				Total D-3				1 431
220				Total D				1 431
221		E-3	VIII	Association of Western Railways				94
222			"	Louisiana Railroad Association				1
223			"	Pacific Car Demurrage Bureau				14
224			"	Pacific Southcoast Freight Bureau				23
225			"	Southwestern Freight Bureau				28
226			"	Texas-Louisiana Freight Bureau				4
227			"	Western Weighing and Inspection Bureau				10
228				Total E				124
229				Total Account 722				2 680
230				715. Sinking Funds - None				
231				GRAND TOTAL				2 680

206. OTHER INVESTMENTS - Continued

INVESTMENTS AT CLOSE OF YEAR				INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year								
In sinking, insurance, and other funds (g)	Total book value (h)	Book value of investments made during year (i)	Book value (j)	Selling price (k)	Rate (l)	Amount credited to income (m)		
\$	\$	\$	\$	\$	\$	\$		
	1 674	847	423	423		107	167	
	519	461	283	283		8	168	
			8	8			169	
	9	9			9½	1	170	
	1						171	
	8	8	25	25			172	
	7						173	
	3	8	5	5			174	
	1						175	
			11	11			176	
			5	5			177	
		4	4	4			178	
	5						179	
	30						180	
	8	8					181	
	16						182	
			12	12			183	
			9	9			184	
			1	1			185	
			15	15			186	
		8	12	12			187	
			8	8			188	
			2	2			189	
			3	3			190	
	2	2					191	
	3						192	
		40	40	40			193	
	9	9					194	
	3						195	
	6	6					196	
	1	1					197	
	22	22					198	
	64	64					199	
			52	52			200	
			15	15			201	
			1	1			202	
	1	1					203	
		4	4	4			204	
		12	12	12			205	
	15						206	
	31	31					207	
			14	14			208	
	3	3		1			209	
							210	
			1	1			211	
			4	4			212	
	658		188	188	8	68	213	
		14	14	14			214	
			20	20			215	
	3	3					216	
			17	17			217	
	1 431	733	786	786			218	
	1 431	733	786	786			219	
							220	
							221	
							222	
							223	
							224	
							225	
							226	
							227	
	2 680	1 119	926	926			228	
							229	
	2 680	1 119	926	926			230	
							231	

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

1. Report below the details of all investments in common stocks included in Account 721, investments in affiliated companies, which qualify for the equity method under instruction 6-2 in the Uniform System of Accounts for Railroad Companies.
2. Enter in column (c) the amount necessary to retroactively adjust those investments qualifying for the equity method of accounting in accordance with instruction 6-2 (b)(1) of the Uniform System of Accounts for Railroad Companies.
3. Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.
4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition. See instruction 6-2 (b)(4).
5. The total of column (g) must agree with column (b), line 21, schedule 200.
6. For definitions of "carrier" and "noncarrier," see general instructions 6 and 7 on page 27.
(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments qualifying for 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)
	Carriers: (List specifics for each company)						
1	Central California Traction Co.	\$ 480	\$	\$ 39	\$	\$	\$ 519
2	El Paso Union Passenger Depot Co.	163					163
3	Holton Inter-Urban Ry. Co.	949	101	119			1,169
4							
5	Northwestern Pacific Railroad Co. & Subsidiary	(36,511)	16,348	(2,742)			(22,905)
6	Pacific Fruit Express	4,956		(1,505)			3,451
7	Pacific Motor Transport Co.	3,569		19			3,588
8	Pacific Motor Trucking Co. & Subsidiary	13,669		289			13,958
9	Portland Terminal Railroad Co.	24		15			39
10	Portland Traction Company	(1,050)		105			(945)
11	St. Louis Southwestern Railway Co. & Subsidiaries	225,443		20,522	(32)		245,933
12	San Diego & Arizona Eastern Railway Co.	15,449		(1,452)			13,997
13	Southern Pacific Transport Co. of Texas & Ia.	5,613		260			5,873
14	Sunset Railway Co.	661		32			693
15	The Ogden Union Railway & Depot Co.	(20)		1			(19)
16	Visalia Electric Railroad Co.	750		62			812
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							

207. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES (Continued)
Undistributed Earnings From Certain Investments in Affiliated Companies

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments qualifying for 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)
	Carriers: (List specifics for each company):	\$	\$	\$	\$	\$	\$
29							
30							
31							
32							
33							
34							
35							
36							
37							
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56							
57							
58							
59	Total	234,145	16,449	15,764	(32)	-	266,326
60	Noncarriers: (Show totals only for each column)	31,268	54	8,321	-	-	42,643
61	Total (lines 59 and 60)	268,413	16,503	24,085	(32)	-	308,969

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

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

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

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	Total book value of investments at close of year	Book value of investments made during year
	(a)	(b)	(c)	(d)
1			\$	\$
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12		NONE		
13				
14				
15				
16				
17				
18				
19				
20				
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209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES--Continued

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

3. Investments in U.S. Treasury obligations may be combined in a single item.
4. Column (a), Class No., should show classifications as provided in instructions 3 and 4, page 87.

(Dollars in thousands)

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Names of subsidiaries in connection with things owned or controlled through them (g)	Line No.
Book value (e)	Selling price (f)		
\$	\$		1
			2
			3
			4
			5
			6
			7
			8
			9
			10
			11
		NONE	12
			13
			14
			15
			16
			17
			18
			19
			20
			21
			22
			23
			24
			25
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211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 40)

Line No.	Account (a)	(Dollars in thousands)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering		\$ 25 513		
2	(2) Land for transportation purposes		72 945		
3	(2+) Other right-of-way expenditures		1 199		
4	(3) Grading		210 152		
5	(5) Tunnels and subways		33 138		
6	(6) Bridges, trestles, and culverts		130 781		
7	(7) Elevated structures				
8	(8) Ties		57 356		
9	(9) Rails		131 971		
10	(10) Other track material		97 820		
11	(11) Ballast		57 372		
12	(12) Track laying and surfacing		69 717		
13	(13) Fences, snowsheds, and signs		9 559		
14	(16) Station and office buildings		50 695		
15	(17) Roadway buildings		6 317		
16	(18) Water stations		1 441		
17	(19) Fuel stations		2 958		
18	(20) Shops and enginehouses		32 112		
19	(21) Grain elevators				
20	(22) Storage warehouses		3		
21	(23) Wharves and docks		209		
22	(24) Coal and ore wharves				
23	(25) TOFC/COFC terminals		7 137		
24	(26) Communication systems		38 843		
25	(27) Signals and interlockers		112 208		
26	(29) Power plants		293		
27	(31) Power-transmission systems		3 237		
28	(35) Miscellaneous structures		1 216		
29	(37) Roadway machines		25 649		
30	(38) Roadway small tools		514		
31	(39) Public Improvements-Construction		36 187		
32	(43) Other expenditures-Road		47		
33	(44) Shop machinery		20 075		
34	(45) Power-plant machinery		1 341		
35	Other (specify and explain)				
36	Total expenditures for road		1 247 005		
37	(52) Locomotives		472 197		
38	(53) Freight-train cars		815 523		
39	(54) Passenger-train cars		9 614		
40	(55) Highway revenue equipment				
41	(56) Floating equipment				
42	(57) Work equipment		13 165		
43	(58) Miscellaneous equipment		15 979		
44	Total expenditures for equipment		1 326 478		
45	(71) Organization expenses		20		
46	(76) Interest during construction		27 876		
47	(77) Other expenditures - General		6 350		
48	Total general expenditures		34 246		
49	Total		2 607 729		
50	(80) Other elements of investment (p.33)		175 208		
51	(90) Construction work in progress		63		
52	Grand Total		2 783 000		

Retirements reported in column (g) include the ledger value of lines abandoned during the year under authority of the following ICC Finance Dockets:

No. AB-12 (Sub No. 14)	0.149 miles of track of the Inglewood Branch line in Los Angeles County, California, abandoned March 1975	\$ 9
No. AB-12 (Sub No. 18)	9.02 miles of track of the Helms Lead, Branch line in Colorado County, Texas, abandoned March 1976	\$366
No. AB-12 (Sub No. 21)	8.568 miles of track of the Yuba City Branch line in Sutter County, California, abandoned October 1976	\$229

211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 40)

EXPENDITURES FOR ADDITIONS AND REPLACEMENTS DURING THE YEAR		CREDITS FOR PROPERTY RETIRED DURING THE YEAR		Net changes during the year	Balance at close of year	Additional property costs	Property cost record balance at close of year	Line No.
Made on owned property (e)	Made on Leased property (f)	Owned property (g)	Leased property (h)	(i)	(j)	(k)	(l)	
\$ 516	\$	\$ 60	\$	\$ 456	\$ 25 969	\$	\$ 25 969	1
207		1 064		(857)	72 088		72 088	2
94				94	1 293		1 293	3
851		114		737	210 889	82 230	293 119	4
555		49		506	33 644	5 329	38 973	5
3 668		210		3 458	134 239		134 239	6
								7
624		151		473	57 829	21 112	78 941	8
2 351		212		2 139	134 110	32 540	166 650	9
1 723		305		1 418	99 238	11 302	110 540	10
196		116		80	57 452	7 227	64 679	11
1 136		264		872	70 589	15 303	85 892	12
910		16		894	10 453		10 453	13
510	70	1 195	30	(645)	59 050		59 050	14
(16)		50		(66)	6 251		6 251	15
(19)		(128)		109	1 550		1 550	16
116		1		115	3 073		3 073	17
378		180		198	32 310		32 310	18
								19
6				6	3		3	20
					215		215	21
(71)		38		(409)	7 028		7 028	22
1 137		1 026		111	38 954		38 954	23
1 378		1 104		274	112 482		112 482	24
1				1	294		294	25
41		11		30	3 267		3 267	26
39		267		(228)	988		988	27
1 630		2 181		(551)	25 098		25 098	28
(14)		2		(16)	498		498	29
1 834		217		1 617	37 804		37 804	30
16				16	63		63	31
396		643		(249)	19 826		19 826	32
(4)		14		(18)	1 323		1 323	33
								34
20 189	70	9 364	30	10 865	1,257 870	175 043	1,432 913	35
208		14 542		(14 334)	457 863		457 863	36
45 209	37	25 152	1	20 153	835 676		835 676	37
		267		(267)	9 347		9 347	38
								39
								40
536		417		119	13 284		13 284	41
1 177		1 258		(81)	15 898		15 898	42
47 130	97	41 636	1	5 590	1,332 068		1,332 068	43
					20		20	44
		75		(75)	27 801		27 801	45
		17		(17)	6 333		6 333	46
		92		(92)	24 154		24 154	47
67 319	167	51 092	31	16 363	2,624 092	175 043	2,799 135	48
		165		(165)	175 043	(175 043)		49
(12)				(12)	51		51	50
67 307	167	51 257	31	16 186	2,799 136		2,799 136	51

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 211 ON PAGES 38 and 39

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

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

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

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

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

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

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

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

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

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

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

11. If an amount of less than \$1,500 is used as the minimum debit or credit for additions and betterments to property investment accounts as provided for in Instruction 2-2, of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

12. Show dollars in thousands.

NOTES AND REMARKS

211A. OTHER ELEMENTS OF INVESTMENT

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

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

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

(Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)	Credits during the year (d)
1	The amounts shown in column (k) on page 31		\$	\$
2	opposite accounts 3, 8, 9, 10, 11 and 12 are the			
3	allocated portion of account 80 less retirements (as			
4	shown below) in 1976 reported in column (g). Result-			
5	ing balances in column (1) are the appropriate bal-			
6	ances in the involved accounts on a property cost			
7	basis at December 31, 1976.			
8	Clear from the allocated portion of account 80			
9	property costs applicable to retirement of properties			
10	included in the basic inventory including abandon-			
11	ment of various lines of railroad authorized in			
12	I.C.C. Finance Docket.			
13				
14	Account Number	Net Changes During the Year		
15	3	\$23		
16	8	1		
17	9	38		
18	10	59		
19	11	12		
20	12	32		
21			267	165
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	x x x		165
51	NET CHANGES	x x x		165

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

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 29 and 37 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to

be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote.

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

3. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is included in account 542.

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

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

Line No.	Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		Depreciation base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
		\$	\$	%	\$	\$	%
	ROAD						
1	(1) Engineering	25,447	25,869	0.94			
2	(2-1/2) Other right-of-way expenditures	1,192	1,285	2.00			
3	(3) Grading	209,118	209,669	0.09			
4	(5) Tunnels and subways	33,138	33,596	0.77			
5	(6) Bridges, trestles, and culverts	130,096	133,470	1.65			
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	9,548	10,404	2.00			
8	(16) Station and office buildings	58,818	58,071	2.22			
9	(17) Roadway buildings	6,303	6,234	2.86			
10	(18) Water stations	1,354	1,493	3.33			
11	(19) Fuel stations	2,953	3,068	3.33			
12	(20) Shops and enginehouses	31,990	32,098	1.96			
13	(21) Grain elevators						
14	(22) Storage warehouses	2	2	2.12			
15	(23) Wharves and docks	209	215	2.48			
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals	7,137	7,119	4.47			
18	(26) Communications systems	38,568	38,504	3.54			
19	(27) Signals and interlockers	108,198	108,459	3.27			
20	(29) Power plants	293	293	2.50			
21	(31) Power transmission systems	3,201	3,224	3.03			
22	(35) Miscellaneous structures	1,217	1,253	2.22			
23	(37) Roadway machines	26,030	24,809	6.00			
24	(39) Public improvements—Construction	36,179	37,413	2.23			
25	(44) Shop machinery	20,184	20,032	2.80			
26	(45) Power plant machinery	1,339	1,328	2.86			
27	All other road accounts						
28	Amortization (other than defense projects)						
29	Total road	752,514	758,038	1.80			
	EQUIPMENT						
30	(52) Locomotives	472,202	458,825	#			
31	(53) Freight-train cars	813,022	833,273	##			
32	(54) Passenger-train cars	9,206	9,206	3.00			
33	(55) Highway revenue equipment						
34	(56) Floating equipment						
35	(57) Work equipment	13,057	13,136	4.24			
36	(58) Miscellaneous equipment	15,855	15,795	9.10			
37	Total equipment	1,323,342	1,320,235	4.62			
38	GRAND TOTAL	2,075,856	2,088,273	XX XX			XX XX

#, ##, See notes under "Notes & Remarks" Page 48

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211B-1 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 28 and 36 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. This schedule should include only improvements to leased property charged to account 732, Improvements to 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, 2-1/2, 3, 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.

Line No.	Account (a)	Depreciation base		Annual composite rate (percent) d)
		At beginning of year (b)	At close of year (c)	
		\$	\$	%
	ROAD			
1	(1) Engineering	28	28	1.76
2	(2-1/2) Other right-of-way expenditures			
3	(3) Grading	19	19	0.07
4	(5) Tunnels and subways			
5	(6) Bridges, trestles, and culverts	7	7	2.95
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs	1	1	2.09
8	(16) Station and office buildings	196	237	2.75
9	(17) Roadway buildings	2	2	2.67
10	(18) Water stations			
11	(19) Fuel stations	13	13	3.10
12	(20) Shops and enginehouses	14	14	2.37
13	(21) Grain elevators			
14	(22) Storage warehouses			
15	(23) Wharves and docks	2	2	4.00
16	(24) Coal and ore wharves			
17	(25) TOFC/COFC terminals			
18	(26) Communications systems	37	7	3.96
19	(27) Signals and interlockers	36	44	3.40
20	(29) Power plants			
21	(31) Power transmission systems			
22	(35) Miscellaneous structures			
23	(37) Roadway machines			
24	(39) Public improvements—Construction	1	1	3.25
25	(44) Shop machinery			
26	(45) Power plant machinery			
27	All other road accounts			
28	Amortization (other than defense projects)			
29	Total road	356	375	
	EQUIPMENT			
30	(52) Locomotives			
31	(53) Freight-train cars	53	161	4.06
32	(54) Passenger-train cars			
33	(55) Highway revenue equipment			
34	(56) Floating equipment			
35	(57) Work equipment			
36	(58) Miscellaneous equipment			
37	Total equipment	53	161	
38	GRAND TOTAL	409	536	XXXX

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SOUTHERN PACIFIC TRANSPORTATION CO.

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

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 549, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211F for the reserve relating to road and equipment owned but not used by the respondent.) If any entries are

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

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

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

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
		\$	\$	\$	\$	\$	\$
	ROAD						
1	(1) Engineering	5,768	241		25		5,984
2	(2-1/2) Other right-of-way expenditures	183	25				208
3	(3) Grading	4,539	188		2		4,725
4	(5) Tunnels and subways	6,755	257		55		6,957
5	(6) Bridges, trestles, and culverts	57,775	2,178		267		59,636
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	8,819	196		16		8,999
8	(16) Station and office buildings	20,795	1,549		1,197		21,177
9	(17) Roadway buildings	2,982	180		1		3,151
10	(18) Water stations	541	49	Ø 144	12		722
11	(19) Fuel stations	798	99				897
12	(20) Shops and enginehouses	9,814	622		155		10,288
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks	175	5				180
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals	1,457	318		38		1,737
18	(26) Communication systems	6,242	1,358		890		6,710
19	(27) Signals and interlockers	25,592	3,539		947		31,184
20	(29) Power plants	136	7				143
21	(31) Power-transmission systems	1,854	98		19		1,933
22	(35) Miscellaneous structures	534	28				562
23	(37) Roadway machines	7,493	1,501		2,280		6,714
24	(39) Public improvements—Construction	11,262	823		112		11,973
25	(44) Shop machinery*	1,996	560		588		1,968
26	(45) Power-plant machinery*	494	38		14		518
27	All other road accounts			N 2			2
28	Amortization (other than defense projects)						
29	Total road	179,004	13,866	146	6,618		186,398
	EQUIPMENT						
30	(2) Locomotives	194,854	26,299		11,248		209,905
31	(53) Freight-train cars	264,561	33,703		734		297,530
32	(54) Passenger-train cars	5,263	245		257		5,251
33	(55) Highway revenue equipment			N 54			54
34	(56) Floating equipment						
35	(57) Work equipment	7,888	550		160		8,278
36	(58) Miscellaneous equipment	9,943	1,447		324		10,466
37	Total equipment	482,509	62,244	54	13,323		531,484
38	GRAND TOTAL	661,513	76,110	200	19,941		747,882

*Chargeable to account 305.

N To be adjusted 1977 accounts

Ø Adjustment of Prior year

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

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in account No. 509.

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

3. In column (d) show the composite rates used in computing the depreciation for the month of December and on lines 28 and 36 of this column show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary accounts composite rates to the depreciation base used in computing the depreciation for December and dividing the total so computed by the depreciation base.

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

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

Line No.	Account (a)	DEPRECIATION BASE		Annual composite rate (percent) (d)
		Beginning of year (b)	Close of year (c)	
	(Dollars in thousands)			
	ROAD	\$	\$	
1	(1) Engineering	8	8	
2	(2-1/2) Other right-of-way expenditures			
3	(3) Grading	31	31	
4	(5) Tunnels and subways			
5	(6) Bridges, trestles, and culverts	15	15	
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs	7	7	
8	(16) Station and office buildings	7	7	
9	(17) Roadway buildings	6	6	
10	(18) Water stations			
11	(19) Fuel stations			
12	(20) Shops and enginehouses			
13	(21) Grain elevators			
14	(22) Storage warehouses			
15	(23) Wharves and docks			
16	(24) Coal and ore wharves			
17	(25) TOFC/COFC terminals			
18	(26) Communication systems	4	4	
19	(27) Signals and interlockers	3	3	
20	(29) Power plants			
21	(31) Power transmission systems			
22	(35) Miscellaneous structures			
23	(37) Roadway machines			
24	(39) Public improvements—Construction	1	1	
25	(44) Shop machinery			
26	(45) Power-plant machinery			
27	All other road accounts			
28	Total road	82	82	
	EQUIPMENT			
29	(52) Locomotives			
30	(53) Freight-train cars			
31	(54) Passenger-train cars			
32	(55) Highway revenue equipment		NONE	
33	(56) Floating equipment			
34	(57) Work equipment			
35	(58) Miscellaneous equipment			
36	Total equipment			
37	GRAND TOTAL	82	82	x x x x

III. ACCRUED LIABILITY—LEASED PROPERTY

1. Give full particulars called for hereunder with respect to credits and debits to account No. 785, "Accrued liability—Leased property," during the year relating to road and equipment leased from others.

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

3. Any inconsistency between the credits to the account as shown in column (c) and the charges to operating expenses should be fully explained.

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

5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 785 are made by the accounting company, show in column (c) the charges to operating expenses and in column (f) show payments made to the lessor in settlement thereof.

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNT During the Year		DEBITS TO ACCOUNT During the year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering						
2	(2-1/2) Other right-of-way expenditures						
3	(3) Grading						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	12					12
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs						
8	(16) Station and office buildings	40					40
9	(17) Roadway buildings						
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks						
16	(24) Coal and ore wharves						
17	(25) TOFC/KOFC terminals						
18	(26) Communication systems						
19	(27) Signals and interlockers	4					4
20	(29) Power plants						
21	(31) Power-transmission systems						
22	(35) Miscellaneous structures						
23	(37) Roadway machines						
24	(39) Public improvements—Construction						
25	(44) Shop Machinery*						
26	(45) Power-plant machinery*						
27	All other road accounts						
28	Total road	56					56
	EQUIPMENT						
29	(52) Locomotives						
30	(53) Freight-train cars						
31	(54) Passenger-train cars						
32	(55) Highway revenue equipment			NONE			
33	(56) Floating equipment						
34	(57) Work equipment						
35	(58) Miscellaneous equipment						
36	Total equipment						
37	GRAND TOTAL	56					* 56

*Chargeable to account 305.

* To be adjusted 1977 accounts

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211E-1 ACCRUED DEPRECIATION RESERVE—IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Give full particulars called for hereunder with respect to credits. 2. If any entries are made for column (d) "Other credits or column (f) and debits to account 733, "Accrued Depreciation; Improvements on "Other debits" state the facts occasioning such entries. A debit balance Leased Property" during the year relating to improvements made to in column (b) or (g) for any primary account should be shown in road and equipment property leased from others, the depreciation parenthesis or designated "Dr." charges for which are includible in operating expenses of the 3. Any inconsistency between the credits to the reserve as shown in respondent. This schedule should only include entries for depreciation column (c) and the charges to operating expenses should be fully of road and equipment property includible in account 732, explained.

Improvements on Leased Property.

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

(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	9	1				10
2	(2-1/2) Other right-of-way expenditures						
3	(3) Grading						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	36					36
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	3					3
8	(16) Station and office buildings	118					118
9	(17) Roadway buildings	(4)					(4)
10	(18) Water stations	(7)					(7)
11	(19) Fuel stations	(2)	1				(1)
12	(20) Shops and enginehouses	5					5
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks	2					2
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals						
18	(26) Communication systems	41					41
19	(27) Signals and interlockers	12	1				13
20	(29) Power plants						
21	(31) Power-transmission systems	(7)					(7)
22	(35) Miscellaneous structures						
23	(37) Roadway machines	1					1
24	(39) Public improvements—Construction	2					2
25	(44) Shop Machinery*						
26	(45) Power-plant machinery*						
27	All other road accounts						
28	Total road	209	3				212
	EQUIPMENT						
29	(52) Locomotives						
30	(53) Freight-train cars	7	4				11
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	7	4				11
37	GRAND TOTAL	216	7				223

*Chargeable to account 305.

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

1. This schedule is to be used in cases where the depreciation reserve is carried in the accounts of the respondent, and the rent therefrom is included in account No. 509.

2. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment leased to others, the depreciation charges for which are not includible in operating expenses of the respondent. (See schedule 211D for the reserve relating to road and equipment owned and used by the respondent.)

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

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to others (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering	2					2
2	(2-1/2) Other right-of-way expenditures						
3	(3) Grading						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	28					28
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	10					10
8	(16) Station and office buildings						
9	(17) Roadway buildings	3					3
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks						
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals						
18	(26) Communication systems	4					4
19	(27) Signals and interlockers	2					2
20	(29) Power plants						
21	(31) Power transmission systems						
22	(35) Miscellaneous structures						
23	(37) Roadway machines						
24	(39) Public improvements—Construction						
25	(44) Shop machinery						
26	(45) Power-plant machinery						
27	All other road accounts						
28	Total road	49					49
	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	49					49

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

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

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

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

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

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

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

Line No.	Description of property or account (a)	BASE				RESERVE			
		Debits during year (b)	Credits during year (c)	Adjustments (d)	Balance at close of year (e)	Credits during year (f)	Debits during year (g)	Adjustments (h)	Balance at close of year (i)
	ROAD:	\$	\$	\$	\$	\$	\$	\$	\$
1									
2									
3									
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21	TOTAL ROAD		39		10 347		39		10 347
EQUIPMENT:									
22	(52) Locomotives								
23	(53) Freight-train cars								
24	(54) Passenger-train cars								
25	(55) Highway revenue equipment								
26	(56) Floating equipment								
27	(57) Work equipment								
28	(58) Miscellaneous equipment								
29	TOTAL EQUIPMENT		775		1 762		775		1 762
30	GRAND TOTAL		814		12 192		814		12 192

NOTES AND REMARKS

NOTES REGARDING RETURNS ON PAGE 42 - SCHEDULE 211B

Depreciation base for accounts 1, 2 $\frac{1}{2}$, 3, 5 and 39 includes nondepreciable property

In accruing depreciation on other locomotives the following rates were used:

Diesel - Switching	4.70%
Diesel - Road	5.81%

In accruing depreciation on Freight-Train cars the following rates were used:

Freight-Train Cars	4.06%
Auto Racks	9.00%

Base excludes \$136 thousand representing ledger value of 1 remaining passenger-train car released by The National Railroad Passenger Corporation, but awaiting final disposition. ICC letter of August 8, 1972, file ACV-CAW.

RECONCILIATION OF SCHEDULE 211B (PAGE 42) AND 211G (PAGE 47) WITH SCHEDULE 200A (PAGE 10)

Schedule 211B, Column (c), investment as of Nov. 30, 1976 (Line 37)	\$1,330,235
Net change in depreciation base for month of December 1976	(406)
Schedule 211G, Column (e) "owned" investment (amortized) as of December 31, 1976	1,845
Amount excluded from 211B, AMTRAK Cars awaiting disposition	136
Schedule 200A, Page 10, Lines 26 and 32	1,331,810

Equipment owned by respondent but leased to others included in operating expenses of the respondent and included in Schedule 211B, Columns (b) and (c).

NOTES AND REMARKS REGARDING RETURNS ON PAGES 50, 51, SCHEDULES 211N-1 AND 211N-2

- (a) Estimated figure, actual figures not available. No rental paid. Estimate based on historical cost. All nondepreciable property.
- (b) Represents 1.60 miles of yard switching tracks, 5 miles west of Ogden, Utah for which owner advises actual value not known and amount reported in lieu thereof represents results of capitalizing annual rental at 6%. Distribution by primary account not available. Amounts of depreciation and amortization not known by owner.
- (c) All nondepreciable property. Distribution by primary accounts not available.
- (d) Amount calculated on basis of rental being 6% of investment. Actual value not available.
- (e) No depreciation applicable.

2111. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

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

2. In column (a) list each class or type of locomotive unit, car, or TOFC/COFC equipment on a separate line. By class is meant the standard classification used to distinguish types of locomotive units, freight cars or other equipment, adopted by the Association of American Railroads; and should include physical characteristics requested by Schedule 417; locomotive units should be identified as to power source, wheel arrangement, and horsepower per unit; such as Multiple purpose diesel locomotive A units (B-B), 2500 HP; and cars should be identified as to

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

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

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

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

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

(Dollars in thousands)

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
1					
2					
3					
4					
5	Locomotives	NONE			
6					
7					
8					
9					
10					
11	Freight Train Cars:				
12	Box Equipped (XL, RBL)	310	11 763	10 968	P
13	Gondola Unequipped (GB)	36	1 194	1 079	P
14	Hopper General Service (HM)	350	10 305	9 257	P
15	Flat Special Service (FA, FW)	302	16 614	17 244	P
16					
17					
18	Flat Special Service	2	110	57	P
19	Flat multi lever	310	16 504	17 187	P
20					
21					
22					
23					
24					
25	TOTAL	998	X X X X	38 548	X X X X

REBUILT UNITS

1					
2					
3					
4					
5	NONE				
6					
7					
8					
9					
10					
11					
12					
13	TOTAL		X X X X		X X X X
14	GRAND TOTAL	998	X X X X	38 548	X X X X

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

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

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

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

the respondent. Show a total for each class of company. Then show, as deductions, data for transportation property leased to carriers and others, rentals from which are included in account 509.

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

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

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

(Dollars in thousands)

Line No.	Class (See Ins. 2) (a)	Name of company (b)	Miles of road owned (See Ins. 4) (c)	Investment in property (See Ins. 5) (d)	Depreciation and amortization of defense projects (See Ins. 6) (e)
1	R	Southern Pacific Transportation Company	10 949.46	\$ 2 799 186	\$ (659 667)
2		Plus: Road property leased from others:			
3	O	City and County of San Francisco			
4		(Formerly Ocean Shore Railway) - Yard			
5		switching tracks		34(a)	
6	O	Union Pacific Railroad Company - Tracks			
7		and facilities		333(b)	
8	O	The Ogden Union Railway and Depot Company-			
9		Yard switching tracks		14(c)	
10	O	Medford Corp. Medford, Oregon - Way			
11		switching tracks		40(d)	
12	O	Mueces County Navigation District No. 1			
13		Terminal properties-Corpus Christi, Texas		1 490(e)	
14		Sub-Total	10 949.46	2 801 097	(659 667)
15		Less: Facilities not in service of			
16		respondent:			
17	R	El Centro-Seeley, California-First main and			
18		way switching tracks leased to SD&AE Ry.Co.		182	(47)
19	R	Tracks leased to O.U.R.&D. Co. (See line 6)		333(b)	
20	R	Gila, Arizona-Way switching tracks leased			
21		to Tucson, Cornelia and Gila Bend R.R. Co.		11(e)	
22	R	Guadalupe-Betteravia, California - First			
23		Main and way switching tracks leased to			
24		Santa Maria Valley R.R. Co.		100	(5)
25	R	Winehaven, California-Yard switching tracks			
26		leased to U.S. Government (Navy Dept.)		5	
27	R	Searles, California - Way switching tracks			
28		leased to Trona Ry. Co.		5(e)	
29	R	South Klamath Falls, Oregon-Yard switching			
30		tracks leased to Burlington Northern, Inc.		3(a)	
31	R	Chemult, Oregon - Way switching tracks			
32		leased to Burlington Northern, Inc.		3(c)	
33	R	Ogden, Utah-First and second main and yard			
34		switching tracks leased to O.U.R.&D. Co.		193(e)	
35	R	Dallas, Texas-Facilities leased to Union			
36		Terminal Company		5(e)	
37					
38		Sub-Total		840	(52)
39		TOTAL	10 949.46	2 800 257	(659 615)

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

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

2. The amounts for respondent and for each group or class of companies and properties on line 53 herein, should correspond with the amount for respondent and with the aggregate amounts for each class of company and properties shown in schedule 211N-1 on page 50. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in this schedule.

3. Report on line 35 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where cost of property leased from other carriers is not ascertainable. Identify non-carrier owners, and briefly explain methods of estimating value of property of non-carriers or property of other carriers under "Notes and Remarks," page 48.

4. Report on line 36 amounts not includable in the accounts shown, or in line 35. The items reported should be briefly identified and explained under "Notes and Remarks," page 48. 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 may 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	\$ 25 956	\$	\$	\$ 14
2	(2) Land for transportation purposes	72 030			16
3	(2 1/2) Other right-of-way expenditures	1 293			
4	(3) Grading	210 829			364
5	(5) Tunnels and subways	33 644			
6	(6) Bridges, trestles, and culverts	134 211			80
7	(7) Elevated structures				
8	(8) Ties	57 769			155
9	(9) Rails	134 022			273
10	(10) Other track material	99 196			250
11	(11) Ballast	57 414			103
12	(12) Track laying and surfacing	70 542			180
13	(13) Fences, snowsheds, and signs	10 450			1
14	(16) Station and office buildings	59 037			49
15	(17) Roadway buildings	6 251			
16	(18) Water stations	1 550			
17	(19) Fuel stations	3 073			
18	(20) Shops and enginehouses	32 305			
19	(21) Grain elevators				
20	(22) Storage warehouses	3			
21	(23) Wharves and docks	215			1
22	(24) Coal and ore wharves				
23	(25) TOFC/COFC terminals	7 028			
24	(26) Communication systems	38 954			40
25	(27) Signals and interlockers	112 482			
26	(29) Power plants	294			
27	(31) Power-transmission systems	3 263			
28	(35) Miscellaneous structures	988			
29	(37) Roadway machines	25 098			
30	(38) Roadway small tools	498			
31	(39) Public improvements—Construction	37 778			21
32	(43) Other expenditures—Road	63			
33	(44) Shop machinery	19 826			
34	(45) Power-plant machinery	1 323			
35	Leased property capitalized rentals (explain) (b)	(333)			(b) (c) 347
36	Other (specify & explain)				
37	Total expenditures for road	1 257 052			1 894
38	(52) Locomotives	457 863			
39	(53) Freight-train cars	835 676			
40	(54) Passenger-train cars	9 347			
41	(55) Highway revenue equipment				
42	(56) Floating equipment				
43	(57) Work equipment	13 284			
44	(58) Miscellaneous equipment	15 898			
45	Total expenditures for equipment	1 332 068			
46	(71) Organization expenses	20			
47	(76) Interest during construction	27 784			11
48	(77) Other expenditures—General	6 328			6
49	Total general expenditures	34 132			17
50	Total	2 623 252			1 911
51	(80) Other elements of investment	175 043			
52	(90) Construction work in progress	51			
53	Grand Total	2 798 346			1 911

Changes Approved by GAO
B-180230 (R0415)

Schedule 212A.—RENTAL EXPENSE OF LESSEE

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and (b) if gross rental expense in the most recent fiscal year exceeds one percent of operating revenue.

Otherwise, show total rental expense (reduced by rentals from subleases) entering into the determination of results of operations for each period for which an income statement is presented. Rental payments under short-term leases for a month or less which are expected to be renewed need not be included. Contingent rentals, such as those based on usage or sales, shall be reported separately from the basic or minimum rentals.

Line No.	Type of lease (a)	1976 (b)	1975 (c)
	Financing leases	\$	\$
1	Minimum rentals	8,951	8,368
2	Contingent rentals	—	—
3	Sublease rentals	—	—
4	Total financing leases	8,951	8,368
	Other leases		
5	Minimum rentals	11,500	13,915
6	Contingent rentals	—	—
7	Sublease rentals	—	—
8	Total other leases	11,500	13,915
9	Total rental expense of lessee	20,451	22,283

NOTE: As used in schedules 212A through 212E, a "financing lease" is defined as a lease which, during the noncancellable lease period, either (a) covers 75% or more of the economic life of the property or (b) has terms which assure the lessor a full recovery of the fair market value (which would normally be represented by his investment) of the property at the inception of the lease plus a reasonable return on the use of the assets invested subject only to limited risk in the realization of the residual interest in the property and the credit risks generally associated with secured loans.

Schedule 212B.—MINIMUM RENTAL COMMITMENTS

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and (b) gross rental expense in the most recent fiscal year exceeds one percent of operating revenue.

Show the minimum rental commitments under all noncancellable leases, as of the date of the latest balance sheet presented, in the aggregate (with disclosure of the amounts applicable to noncapitalized financing leases) for (a) each of the five succeeding fiscal years; (b) each of the next three five-year periods; and, (c) the remainder as a single amount. The amounts so determined should be reduced by rentals to be received from existing noncancellable subleases (with disclosure of the amounts of such rentals). For purposes of this rule, a noncancellable lease is defined as one that has an initial or remaining term of more than one year and is noncancellable, or is cancellable only upon the occurrence of some remote contingency or upon the payment of a substantial penalty.

Line No.	Year ended (a)	A			B	
		Financing leases (b)	Other Leases (c)	Total (d)	Sublease rentals*	
					Financing leases (e)	Other leases (f)
1	1977	8,495	8,770	17,265	NONE	NONE
2	1978	8,406	7,174	15,580		
3	1979	9,538	5,215	14,753		
4	1980	9,017	3,071	12,088		
5	1981	7,457	2,387	9,844		
6	1982-1986	31,278	1,026	32,904		
7	1987-1991	13,407	-	13,407		
8	1992-1996	2,275	-	2,275		
9	1997 +	-	-	-		
	TOTAL	89,873	28,243	118,116	-	-

* The rental commitments reported in Part A of this schedule have been reduced by these amounts.

Schedule 212C.—LESSEE DISCLOSURE

Complete this schedule only if carrier operating revenues are \$10 million or more.

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.	
1	(a) Not Applicable
2	
3	
4	
5	
6	
7	
8	
9	(b) Not Applicable
10	
11	
12	
13	
14	
15	
16	
17	(c) None
18	
19	
20	
21	
22	
23	
24	
25	(d) Not Applicable
26	
27	
28	
29	
30	
31	
32	
33	(e) Not Applicable
34	
35	
36	
37	
38	
39	
40	

Schedule 212D.—LEASE COMMITMENTS—PRESENT VALUE

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and (b) if the present value of the minimum lease commitments are more than five percent of the sum of the long-term debt, stockholders' equity and the present value of the minimum lease commitments, or if the impact on net income (as computed in schedule 212E, income impact—Lessee) is three percent or more of the average net income for the most recent three years.

Show all noncapitalized financing leases, the present value of the minimum lease commitments in the aggregate and by major categories of properties. Present values shall be computed by discounting net lease payments (after subtracting, if practicable, estimated, or actual amounts, if any, applicable to taxes, insurance, maintenance and other operating expenses) at the interest rate implicit in the terms of each lease at the time of entering into the lease.

Show either the weighted average interest rate (based on present value) and range of rates or specific interest rates for all lease commitments.

Line No.	Asset category (a)	Present value		Range		Weighted average	
		1976 (b)	1975 (c)	1976 (d)	1975 (e)	1976 (f)	1975 (g)
		\$	\$	%	%	%	%
1	Structures	Not Applicable to Respondent					
2	Revenue equipment						
3	Shop and garage equipment						
4	Service cars and equipment						
5	Noncarrier operating property						
	Other (Specify)						
6							
7							
8							
9							
10	Total						

Schedule 212E--INCOME IMPACT--LESSEE

Complete this schedule only if carrier operating revenues are \$10 million or more.

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.

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)	1976 (b)	1975 (c)
	Impact on Net Income less than 3 per cent.	\$	\$
1	Amortization of lease rights		
2	Interest		
3	Rent expense		
4	Income tax expense		
5	Impact (reduction) on net income		

Road Initials

SPT Co

Year

1976

51F

NOTES AND REMARKS

214. MISCELLANEOUS PHYSICAL PROPERTY

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

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

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

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

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

Line No.	Item (Kind and location of property, and nature of business, if any) (a)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)	Balance at close of year (See ins. 3) (e)
1	Los Angeles Union Terminal, Los Angeles, California	1937	\$ 38	\$	\$ 9,447
3	Land in Fresno County, Calif. leased to Griffin, Inc. 2,525.95 acres	Various			40
5	Land in Jefferson Parish, Louisiana leased to Humble Oil & Refining Co. 300.00 acres	Various			3
8	Mineral Rights retained (land sold) in Orange County, Calif. leased to Signal Oil Co. 873.14 acres				25
11	Alvarado, Calif. - Filling, grading gross acre at Industrial Park				1,186
13	Clinton Docks, - Houston, Texas			955	
14	All other items		1,261	456	74,742
15					
16					
17					
18					
19					
20					
21					
22	Total	x x x x	1,299	1,411	85,443

NOTES AND REMARKS

214. MISCELLANEOUS PHYSICAL PROPERTY—Continued

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

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

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

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

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 502, 511, 534, 535 AND 544 DURING THE YEAR				C. DEPRECIATION RESERVE (ACCOUNT 738)					
Revenues or income (f)	Expenses (g)	Taxes (h)	Net profit for year after taxes (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.
\$	\$	\$	\$	\$	\$	\$	\$	%	1
2,847	1,013	454	1,380	86		6,718	9,447	2.27	2
									3
									4
									5
									6
									7
									8
									9
									10
									11
1,285			1,285						12
									13
									14
									15
									16
					650			2.00	17
									18
									19
1,403	832	1,494	(923)	522	31	6,820	27,086		20
5,535	1,845	1,948	1,742	608	681	13,538	36,533	XXXXX	21
									22

NOTES AND REMARKS

216. OTHER ASSETS AND DEFERRED CHARGES

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

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

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1	741	Doubtful accounts	\$ 420
2		Bills Collectible-Not assured of Collection within one year	1 416
3		Interline Receivables-Not assured of Collection within one year	1 773
4		Retired equipment held for sale - In suspense	1 628
5		Deposits with municipalities, public utilities, and others-Deferred	548
6		Advance charges on freight forwarded - In suspense	493
7		Prepaid charges on freight forwarded - In suspense	3 234
8		Freight and Passenger agents - In suspense	5 629
9		Salvable material from property other than equip. not yet recovered	447
10		Other items each less than \$250,000	148
11		Total account 741	15 736
12			
13	743	Unadjusted charges interline freight received - Commercial	3 507
14		Other unadjusted freight accounts - Debit	734
15		Other real estate purchases	11 710
16			
17		Freight claim payments - A.A.R. claim review office - Unadjusted	784
18		Loss and damage freight claims paid to claimants - Unadjusted	1 899
19		Overcharge freight claims payments - Unadjusted	2 692
20		Overcharge freight claims paid to foreign lines - Unadjusted	1 798
21		Proceeds from involuntary conversions to be reinvested in similar property	11 930
22		Property investments - Suspense	(11 712)
23		Uncompleted replacement of properties in involuntary conversions	(11 930)
24		Auditors Clearing Account - Miscellaneous	552
25		Paid loss and damage claims for interline distribution	858
26		Damage to company property by outsiders	1 556
27		New Orleans Union Passenger Terminal - Prepaid additional rental	418
28		Loss and damage freight claims paid to Foreign Lines - Unadjusted	797
29		Other items, each less than \$250,000	1 100
30		Total account 743	16 693
31			
32			
33			
34			
35			
36			
37			
38			
39			
40			
41			
42			
43			
44			
45			

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 56, 57, 58 AND 59

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

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

(1) MORTGAGE BONDS:

- (a) With fixed interest.
- (b) With contingent interest.

(2) COLLATERAL TRUST BONDS:

- (a) With fixed interest.
- (b) With contingent interest.

(3) UNSECURED BONDS (Debentures):

- (a) With fixed interest.
- (b) With contingent interest.

(4) EQUIPMENT OBLIGATIONS:

- (a) Equipment securities (Corporation).
- (b) Equipment securities (Receivers' and Trustees').
- (c) Conditional or deferred payment contracts.

(5) MISCELLANEOUS OBLIGATIONS.

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

(7) SHORT-TERM NOTES IN DEFAULT.

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

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

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

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

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

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

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

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

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

On page 59 give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

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

Particulars concerning the reacquirement of securities that were actually outstanding should be reported on pages 58 and 59 columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

Show dollars in thousands.

NOTES AND REMARKS

218. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name of character of obligation (a)	Nominal date of issue (b)	Date of maturity (c)	Interest Provisions		Does obligation provide for - (Answer "yes" or "No")	Call Prior to maturity, other than for sinking fund	Sinking fund	Is Other Property (Real or Personal or Leasehold) Subject to Lien of the Obligation? (Answer "Yes" or "No")	
				Rate percent per annum (current year) (d)	Dates due (e)				First lien (1)	Junior to first lien (j)
1	765. Funded Debt Unmatured									
2	(1) Mortgage Bonds:									
3	(a) With fixed interest:									
4	Central Pacific Railway First Mortgage, Series C.....	8- 1-55	8- 1-84	3-1/2	2- 1, 8-1	No	Yes	No	Yes	No
5	Central Pacific General Mortgage, Series A	8- 1-58	8- 1-84	4-1/2	2- 1, 8-1	No	Yes	No	No	Yes
6	Southern Pacific Company Oregon Lines First Mtge., Series A	3- 1-27	3- 1-77	4-1/2	3- 1, 9-1	No	Yes	No	Yes	No
7	Southern Pacific Transportation Company First and Refund-									
8	ing Mortgage, Series B	12- 1-76	12- 1-01	8.20		No	Yes	Yes	Yes	No
9	Southern Pacific Railroad First Mortgage, Series D	7- 1-45	1- 1-96	2-3/4	1- 1, 7-1	No	Yes	No	Yes	No
10	Southern Pacific Railroad First Mortgage, Series E	1- 1-46	1- 1-86	2-7/8	1- 1, 7-1	No	Yes	Yes	Yes	No
11	Southern Pacific Railroad First Mortgage, Series F	1- 1-46	1- 1-96	2-3/4	1- 1, 7-1	No	Yes	Yes	Yes	No
12	Southern Pacific Railroad First Mortgage, Series H	10- 1-56	10- 1-83	5-1/4	4- 1, 10-1	No	Yes	Yes	Yes	No
13	Texas & New Orleans R.R. First & Refunding Mtge., Series C.	4- 1-46	4- 1-90	3-3/8	4- 1, 10-1	No	Yes	Yes	Yes	No
14	Texas & New Orleans R.R. First & Refunding Mtge., Series D.	4- 1-46	4- 1-90	3-3/8	4- 1, 10-1	No	Yes	Yes	Yes	No
15										
16	(3) Unsecured Bonds (Debentures):									
17	(a) With fixed interest:									
18	Fifty-Year Gold	5- 1-31	5- 1-81	4-1/2	5- 1, 11-1	No	Yes	No	No	XXX
19										
20	(5) Miscellaneous Obligations:									
21	Loans and Notes Payable:									
22	U. S. Small Business Administration	7- 7-75	7- 7-77	5	NOTE E	No	No	No	No	XXX
23										
24	Total Accounts 764--Funded Debt Due Within One Year and 765--Funded Debt Unmatured								XXX	XXX
25	766. Equipment Obligations									
26	(4) Equipment Obligations:									
27	(a) Equipment securities (Corporation):									
28	Series No. 11	2- 1-61	3 2- 1-76	4-1/4	2- 1, 8-1	No	No	No		
29	Series No. 12	3- 1-61	3 3- 1-76	4	3- 1, 9-1					
30	Series No. 13	6- 1-61	3 6- 1-76	4-1/4	6- 1, 12-1					
31	Series No. 14	12- 1-61	3 12- 1-76	4-1/4	6- 1, 12-1					
32	Series No. 15	2- 1-62	3 2- 1-77	4-3/8	2- 1, 8-1					
33	Series No. 16	3- 1-62	3 3- 1-77	4	3- 1, 9-1					
34	Series No. 17	6- 1-62	3 6- 1-77	4	6- 1, 12-1					
35	Series No. 18	9- 1-62	3 9- 1-77	3-7/8	3- 1, 9-1					
36	Series No. 19	1- 1-63	3 1- 1-78	3-7/8	1- 1, 7-1					
37	Series No. 20	3- 1-63	3 3- 1-78	4	3- 1, 9-1					
38	Series No. 21	5- 1-63	3 5- 1-78	4	5- 1, 11-1					
39	Series No. 22	9- 1-63	3 9- 1-78	4-1/8	9- 1, 3-1					
40	Series No. 23	11- 1-63	3 11- 1-78	4	11- 1, 5-1					
41	Series No. 24	2- 1-64	3 2- 1-79	4-1/8	2- 1, 8-1					
42	Series No. 25	4- 1-64	3 4- 1-79	4-1/4	4- 1, 10-1					
43	Series No. 26	7- 1-64	3 7- 1-79	4-1/8	1- 1, 7-1					
44	Series No. 27	4- 1-65	3 4- 1-80	4-1/4	4- 1, 10-1					
45	Series No. 28	7- 1-65	3 7- 1-80	4-1/4	1- 1, 7-1					
46	Series No. 29	9- 1-65	3 9- 1-80	4-3/8	3- 1, 9-1					
47	Series No. 30	12- 1-65	3 12- 1-80	4-1/2	6- 1, 12-1					
48	Series No. 31	2- 1-66	3 2- 1-80	4-3/4	2- 1, 8-1					
49	Series No. 32	9- 1-66	3 9- 1-81	5-5/8	3- 2, 9-1					
50	Series No. 33	12- 1-66	3 12- 1-81	5-5/8	6- 1, 12-1					
51	Series No. 34	1- 1-67	3 1- 1-82	5	1- 1, 7-1					
52	Series No. 35	4- 1-67	3 4- 1-82	5-1/8	4- 1, 10-1					
53	Series No. 36	6- 1-67	3 6- 1-82	5-3/4	6- 1, 12-1					
54	Series No. 37	10- 1-67	3 10- 1-82	6	4- 1, 10-1					
55	Series No. 38	12- 1-67	3 12- 1-82	6-1/2	6- 1, 12-1					
56	Series No. 39	3- 1-68	3 3- 1-83	6-1/2	3- 1, 9-1					
57	Series No. 40	6- 1-68	3 6- 1-83	6-3/8	6- 1, 12-1					
58	Series No. 41	9- 1-68	3 9- 1-83	5-7/8	9- 1, 3-1					
59	Series No. 42	11- 1-68	3 11- 1-83	6-1/4	5- 1, 11-1					
60	Series No. 43	11- 1-69	3 11- 1-84	8	5- 1, 11-1					
61	Series No. 44	12- 1-69	3 12- 1-84	8-1/2	6- 1, 12-1					
62	Series No. 45	2- 1-70	3 2- 1-85	8-1/8	2- 1, 8-1					
63	Series No. 46	4- 1-70	3 4- 1-85	8-3/4	4- 1, 10-1					
64	Series No. 47	7- 1-70	3 7- 1-85	9	7- 1, 1-1					
65	Series No. 48	10- 1-70	3 10- 1-85	8-1/2	4- 1, 10-1					
66	Series No. 49	12-15-70	3 12-15-85	7-3/4	6-15, 12-15					
67	Series No. 50	1-15-71	3 1-15-86	6-3/4	1-15, 7-15					
68	Series No. 51	3-15-71	3 3-15-86	7-1/4	3-15, 9-15					
69	Series No. 52	4- 1-71	3 4- 1-86	7-3/4	4- 1, 10-1					
70	Series No. 53	9-15-71	3 9-15-86	7-3/4	3-15, 9-15					
71	766 Carried forward									
72	Carried forward									

218. FUNDED DEBT AND OTHER OBLIGATIONS - Continued

Approximate Number of Miles of Line Directly Subject to-		Total amount nominally actually issued (m)	Amount Nominally Issued and -		Total amount actually issued (p)	Amount Recquired and -		Total Amount Actually Outstanding			Line No.
First lien (k)	Junior to first lien (l)		Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (a)	Canceled (c)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
		\$	\$	\$	\$	\$	\$	\$	\$	\$	
2 167 13	None	37 403	37 403								1
None	1 129 81	88 213	88 213								2
1 020 02	None	63 851	2 557		61 294		31 042		30 252		3
Note B	None	100 000	7 250		92 750			92 750			4
Note A 2 899 38	None	57 016	57 016								5
Note A 2 899 38	None	50 000			50 000	(s) 17 498	1 501	31 001			6
Note A 2 899 38	None	50 000			50 000			50 000			7
Note A 2 899 38	None	35 000			35 000	(s) 3,802	1 791	29 407			8
3 773 26	None	45 000			45 000	(s) 4 010	567	40 423			9
3 773 26	None	56 223	56 223								10
XXXX	XXXX	582 706	248 662		334 044	25 310	34 901	243 581	30 252	(1)	11
None	None	50 000			50 000			50 000			12
XXXX	XXXX	50 000			50 000			50 000			13
None	None	5 000			5 000	240	2 962		1 798		14
XXXX	XXXX	5 000			5 000	240	2 962		1 798	(1)	15
XXXX	XXXX	637 706	248 662		389 044	25 550	37 863	293 581	32 050		16
		8 400			8 400	8 400					17
		4 245			4 245	4 245					18
		4 845			4 845	4 845					19
		7 905			7 905	7 905					20
		6 840			6 840	6 384			456		21
		7 995			7 995	7 462			533		22
		8 100			8 100	7 560			540		23
		6 000			6 000	5 600			400		24
		8 400			8 400	7 280		560	560		25
		8 100			8 100	7 023		540	537		26
		8 100			8 100	7 020		540	540		27
		7 200			7 200	6 240		480	480		28
		8 970			8 970	7 774		598	598		29
		8 190			8 190	6 552		1 052	546		30
		8 925			8 925	7 140		1 190	595		31
		8 490			8 490	6 792		1 132	566		32
		8 100			8 100	5 940		1 620	540		33
		8 100			8 100	5 940		1 620	540		34
		8 190			8 190	6 006		1 638	546		35
		9 840			9 840	7 216		1 968	656		36
		9 840			9 840	6 560		2 624	656		37
		9 990			9 990	6 660		2 664	666		38
		9 990			9 990	6 660		2 664	666		39
		9 990			9 990	5 994		3 330	666		40
		9 900			9 900	5 940		3 300	660		41
		9 600			9 600	5 760		3 200	640		42
		9 000			9 000	5 400		3 000	600		43
		9 120			9 120	5 472		3 040	608		44
		9 990			9 990	5 328		3 996	666		45
		9 900			9 900	5 280		3 960	660		46
		9 900			9 900	5 280		3 960	660		47
		9 900			9 900	5 280		3 960	660		48
		9 900			9 900	5 280		3 960	660		49
		9 900			9 900	4 620		4 620	660		50
		9 900			9 900	4 620		4 620	660		51
		9 900			9 900	3 960		5 280	660		52
		9 900			9 900	3 960		5 280	660		53
		9 900			9 900	3 960		5 280	660		54
		9 900			9 900	3 960		5 280	660		55
		9 990			9 990	3 996		5 328	666		56
		9 990			9 990	3 330		5 994	666		57
		9 990			9 990	3 330		5 994	666		58
		9 990			9 990	3 330		5 994	666		59
		10 250			10 250	3 650		6 570	730		60
		382 365			382 365	245 654		112 916	23 795		61
		1 020 071	248 662		771 409	271 204	37 863	406 497	55 845		62

218. FUNDED DEBT AND OTHER OBLIGATIONS - Continued

Line No.	Name and character of obligation (List on same lines and in same order as page 48) (a)	Amount of Interest Accrued During Year		Amount of interest paid during year (x)	Total amount of interest in default (y)
		Charges to income (v)	Charges to investment accounts (w)		
1	765. Funded Debt Unmatured	\$	\$	\$	\$
2	(1) Mortgage Bonds:				
3	(a) With fixed interest:				
4	Central Pacific Railway First Mortgage, Series C				
5	Central Pacific Railway General Mortgage, Series A				
6	Southern Pacific Company Oregon Lines First Mtge., Series A.	1 536		1 397	
7	Southern Pacific Transportation Company First and Refund-				
8	ing Mortgage, Series B	338		296	
9	Southern Pacific Railroad First Mortgage, Series D				
10	Southern Pacific Railroad First Mortgage, Series E	892		893	
11	Southern Pacific Railroad First Mortgage, Series F	1 375		1 376	
12	Southern Pacific Railroad First Mortgage, Series H	1 577		1 570	
13	Texas & New Orleans R.R. First and Refunding Mtge., Series C.	1 364		1 364	
14	Texas & New Orleans R.R. First and Refunding Mtge., Series D.				
15	Total for mortgage bonds	7 082		6 896	
16	(3) Unsecured Bonds (Debentures):				
17	(a) With fixed interest:				
18	Fifty-Year Gold	2 250		2 250	
19	Total unsecured bonds (Debentures)	2 250		2 250	
20	(5) Miscellaneous Obligations:				
21	Loans and Notes Payable				
22	U. S. Small Business Administration	180		171	
23	Total miscellaneous obligations	180		171	
24	Total Accounts 764-Funded Debt Due Within One Year Acct. 765 ...	9 512		9 317	
25	766. Equipment Obligations				
26	(5) Equipment Obligations:				
27	(a) Equipment securities (Corporation):				
28	Series No. 11	2		12	
29	Series No. 12	2		6	
30	Series No. 13	6		7	
31	Series No. 14	21		22	
32	Series No. 15	22		30	
33	Series No. 16	25		32	
34	Series No. 17	31		32	
35	Series No. 18	25		31	
36	Series No. 19	43		54	
37	Series No. 20	47		54	
38	Series No. 21	50		54	
39	Series No. 22	53		59	
40	Series No. 23	68		72	
41	Series No. 24	70		79	
42	Series No. 25	82		88	
43	Series No. 26	82		93	
44	Series No. 27	98		103	
45	Series No. 28	103		115	
46	Series No. 29	111		118	
47	Series No. 30	145		148	
48	Series No. 31	158		171	
49	Series No. 32	212		225	
50	Series No. 33	222		225	
51	Series No. 34	200		216	
52	Series No. 35	203		220	
53	Series No. 36	236		239	
54	Series No. 37	243		252	
55	Series No. 38	273		277	
56	Series No. 39	310		328	
57	Series No. 40	313		314	
58	Series No. 41	297		310	
59	Series No. 42	323		330	
60	Series No. 43	466		475	
61	Series No. 44	500		509	
62	Series No. 45	487		510	
63	Series No. 46	534		549	
64	Series No. 47	564		594	
65	Series No. 48	547		561	
66	Series No. 49	514		511	
67	Series No. 50	451		476	
68	Series No. 51	493		507	
69	Series No. 52	529		543	
70	Series No. 53	591		623	
71	766 Carried forward	9 752		10 174	
72	Carried forward	19 284		19 491	

218. FUNDED DEBT AND OTHER OBLIGATIONS - Continued

Securities Issued During Year				Securities Reacquired During Year		Line No.
Purpose of the issue and authority (z)	Par value (aa)	Net proceeds received for issue (cash or its equivalent) (bb)	Expense of issuing securities (cc)	Amount Required		
				Par value (dd)	Purchase price (ee)	
	\$	\$	\$	\$	\$	1
						2
						3
						4
				5 989	5 834	5
						6
						7
						8
						9
						10
				16	45	11
				1 664	1 382	12
						13
				(1) 7 729	(2) 7 254	14
						15
						16
						17
						18
						19
						20
						21
				(5) 2 962	2 962	22
				(3) 2 962	(4) 2 962	23
				(5) 10 691	(6) 10 226	24
						25
						26
						27
				560	560	28
				283	283	29
				323	323	30
				527	527	31
				456	456	32
				533	533	33
				540	540	34
				400	400	35
				560	560	36
				543	543	37
				540	540	38
				480	480	39
				598	598	40
				546	546	41
				580	580	42
				571	571	43
				540	540	44
				540	540	45
				521	521	46
				655	655	47
				656	656	48
				666	666	49
				644	664	50
				646	646	51
				659	659	52
				640	640	53
				600	600	54
				597	597	55
				666	666	56
				650	660	57
				655	655	58
				645	645	59
				659	659	60
				607	607	61
				660	660	62
				660	660	63
				660	660	64
				650	650	65
				665	665	66
				666	666	67
				666	666	68
				666	666	69
				730	730	70
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218. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name and character of obligation (a)	Nominal date of issue (b)	Date of maturity (c)	Interest Provisions		Does Obligation Provide For - (Answer "Yes" or "No")			Is Other Property (Real or Personal or Leasehold) Subject to Lien of the Obligation? (Answer "Yes" or "No")	
				Rate per annum current year (d)	Dates due (e)	Conversion (f)	Call prior to maturity, other than sinking fund (g)	Sinking fund (h)	First lien (i)	Junior to first lien (j)
73	Brought forward									
74	766 Brought forward									
75	Series No. 54	11-15-71	11-15-86	7	11-15, 5-15					
76	Series No. 55	11-15-71	12-15-86	7	12-15, 6-15					
77	Series No. 56	2-1-72	2-1-87	7-3/8	2-1, 8-1					
78	Series No. 57	5-15-71	5-15-87	7-1/4	5-15, 11-15					
79	Series No. 58	7-15-72	7-15-87	7	7-15, 1-15					
80	Series No. 59	9-15-72	9-15-87	7-1/8	9-15, 3-15					
81	Series No. 60	12-15-72	12-15-87	7	12-15, 6-15					
82	Series No. 61	4-15-73	4-15-88	7-1/4	10-15, 4-15					
83	Series No. 62	10-15-73	10-15-88	7-3/4	4-15, 10-15					
84	Series No. 63	2-15-74	2-15-89	8	2-15, 8-15					
85	Series No. 64	6-15-74	6-15-89	9	6-15, 12-15					
86	Series No. 65	10-15-74	10-15-89	9	10-15, 4-15					
87	Series No. 66	12-15-74	12-15-89	8-3/4	12-15, 6-15					
88	Series No. 67	2-15-75	2-15-90	8	2-15, 8-15					
89	Series No. 68	10-15-76	10-15-91	8	4-15, 10-15					
90					Total equipment trust certificates	XXXX	XXXX			
91	(c) Conditional or deferred payment contracts:				No	Yes	No			
92	Metropolitan Life Insurance Co., assignee	9-1-73	12-15-88	7.875	6-15, 12-15					
93	National Commercial Bank and Trust Company, assignee	2-1-63	8-1-78	4.25	2-1, 8-1					
94	United States Trust Company of New York, assignee	1-1-64	2-1-79	Note D	2-1, 8-1					
95	National Commercial Bank and Trust Company, assignee	9-1-64	9-1-79	4.50	3-1, 9-1					
96	United States Trust Company of New York, assignee	12-1-65	12-15-80	4.80	6-15, 12-15					
97	The First Pennsylvania Banking and Trust Company, assignee	4-1-66	4-1-81	5.50	4-1, 10-1					
98	The First Pennsylvania Banking and Trust Company, assignee	1-1-69	1-1-84	6.90	1-1, 6-1					
99	The First Pennsylvania Banking and Trust Company, assignee	3-1-69	3-1-84	7.625	3-1, 9-1					
100	Metropolitan Life Insurance Co., assignee	3-1-75	3-1-90	9-7/8	3-1, 9-1					
101	The First Pennsylvania Banking and Trust Company, assignee	4-1-76	4-1-91	9	4-1, 10-1					
102										
103	Total Accounts 764-Equipment Obligations Due Within One Year and Account 765-Equipment Obligations								XXXX	XXXX
104	(2) Collateral Trust Bonds									
105	(3) Receivers' and Trustees' Securities (Other than equipment obligations)									
106	(7) Short Term Notes in Default									
107	765. Debt in Default									
108	767. Receivers' and Trustees' Securities									
109										
110										
	GRAND TOTAL								XXXX	XXXX

218. FUNDED DEBT AND OTHER OBLIGATIONS - Continued

Approximate Number of Miles of Line Directly Subject To -		Amount Nominally Issued and -		Amount Reacquired and -		Total Amount Actually Outstanding			Line No.		
First Lien (k)	Junior to first line (l)	Total amount actually issued (m)	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (n)	Canceled (o)	Total amount actually issued (p)	Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
		\$1 010 071	\$248 802	\$	\$ 771 409	\$ 271 264	\$ 37 863	\$ 425 497	\$ 55 645		73
		32 375			32 375	24 654		112 916	23 79		74
		10 950			10 950	3 650		6 570	730		75
		10 950			10 950	3 650		6 570	730		76
		50 000			50 000			50 000			77
		10 950			10 950	2 120		7 300	730		78
		10 150			10 150	3 240		6 100	810		79
		11 700			11 700	3 120		7 800	780		80
		13 200			13 200	3 520		8 800	880		81
		13 200			13 200	2 640		9 600	880		82
		15 000			15 000	3 000		11 000	1 000		83
		15 000			15 000	2 700		12 300	1 000		84
		15 000			15 000	2 700		12 300	1 000		85
		15 000			15 000	2 700		12 300	1 000		86
		15 000			15 000	2 700		12 300	1 000		87
		15 000			15 000	2 700		12 300	1 000		88
		15 000			15 000	2 700		12 300	1 000		89
		15 000			15 000	2 700		12 300	1 000		90
		15 000			15 000	2 700		12 300	1 000		91
		15 000			15 000	2 700		12 300	1 000		92
		15 000			15 000	2 700		12 300	1 000		93
		15 000			15 000	2 700		12 300	1 000		94
		15 000			15 000	2 700		12 300	1 000		95
		15 000			15 000	2 700		12 300	1 000		96
		15 000			15 000	2 700		12 300	1 000		97
		15 000			15 000	2 700		12 300	1 000		98
		15 000			15 000	2 700		12 300	1 000		99
		15 000			15 000	2 700		12 300	1 000		100
		15 000			15 000	2 700		12 300	1 000		101
		15 000			15 000	2 700		12 300	1 000		102
		15 000			15 000	2 700		12 300	1 000		103
		15 000			15 000	2 700		12 300	1 000		104
		15 000			15 000	2 700		12 300	1 000		105
		15 000			15 000	2 700		12 300	1 000		106
		15 000			15 000	2 700		12 300	1 000		107
		15 000			15 000	2 700		12 300	1 000		108
		15 000			15 000	2 700		12 300	1 000		109
		15 000			15 000	2 700		12 300	1 000		110
		15 000			15 000	2 700		12 300	1 000		111
		15 000			15 000	2 700		12 300	1 000		112
		15 000			15 000	2 700		12 300	1 000		113
		15 000			15 000	2 700		12 300	1 000		114
		15 000			15 000	2 700		12 300	1 000		115
		15 000			15 000	2 700		12 300	1 000		116
		15 000			15 000	2 700		12 300	1 000		117
		15 000			15 000	2 700		12 300	1 000		118
		15 000			15 000	2 700		12 300	1 000		119
		15 000			15 000	2 700		12 300	1 000		120
		15 000			15 000	2 700		12 300	1 000		121
		15 000			15 000	2 700		12 300	1 000		122
		15 000			15 000	2 700		12 300	1 000		123
		15 000			15 000	2 700		12 300	1 000		124
		15 000			15 000	2 700		12 300	1 000		125
		15 000			15 000	2 700		12 300	1 000		126
		15 000			15 000	2 700		12 300	1 000		127
		15 000			15 000	2 700		12 300	1 000		128
		15 000			15 000	2 700		12 300	1 000		129
		15 000			15 000	2 700		12 300	1 000		130
		15 000			15 000	2 700		12 300	1 000		131
		15 000			15 000	2 700		12 300	1 000		132
		15 000			15 000	2 700		12 300	1 000		133
		15 000			15 000	2 700		12 300	1 000		134
		15 000			15 000	2 700		12 300	1 000		135
		15 000			15 000	2 700		12 300	1 000		136
		15 000			15 000	2 700		12 300	1 000		137
		15 000			15 000	2 700		12 300	1 000		138
		15 000			15 000	2 700		12 300	1 000		139
		15 000			15 000	2 700		12 300	1 000		140
		15 000			15 000	2 700		12 300	1 000		141
		15 000			15 000	2 700		12 300	1 000		142
		15 000			15 000	2 700		12 300	1 000		143
		15 000			15 000	2 700		12 300	1 000		144
		15 000			15 000	2 700		12 300	1 000		145
		15 000			15 000	2 700		12 300	1 000		146
		15 000			15 000	2 700		12 300	1 000		147
		15 000			15 000	2 700		12 300	1 000		148
		15 000			15 000	2 700		12 300	1 000		149
		15 000			15 000	2 700		12 300	1 000		150
		15 000			15 000	2 700		12 300	1 000		151
		15 000			15 000	2 700		12 300	1 000		152
		15 000			15 000	2 700		12 300	1 000		153
		15 000			15 000	2 700		12 300	1 000		154
		15 000			15 000	2 700		12 300	1 000		155
		15 000			15 000	2 700		12 300	1 000		156
		15 000			15 000	2 700		12 300	1 000		157
		15 000			15 000	2 700		12 300	1 000		158
		15 000			15 000	2 700		12 300	1 000		159
		15 000			15 000	2 700		12 300	1 000		160
		15 000			15 000	2 700		12 300	1 000		161
		15 000			15 000	2 700		12 300	1 000		162
		15 000			15 000	2 700		12 300	1 000		163
		15 000			15 000	2 700		12 300	1 000		164
		15 000			15 000	2 700		12 300	1 000		165
		15 000			15 000	2 700		12 300	1 000		166
		15 000			15 000	2 700		12 300	1 000		167
		15 000			15 000	2 700		12 300	1 000		168
		15 000			15 000	2 700		12 300	1 000		169
		15 000			15 000	2 700		12 300	1 000		170
		15 000			15 000	2 700		12 300	1 000		171
		15 000			15 000	2 700		12 300	1 000		172
		15 000			15 000	2 700		12 300	1 000		173
		15 000			15 000	2 700		12 300	1 000		174
		15 000			15 000	2 700		12 300	1 000		175
		15 000			15 000	2 700		12 300	1 000		176
		15 000			15 000	2 700		12 300	1 000		177
		15 000			15 000	2 700		12 300	1 000		178
		15 000			15 000	2 700		12 300	1 000		179
		15 000			15 000	2 700		12 300	1 000		180
		15 000			15 000	2 700		12 300	1 000		181
		15 000			15 000	2 700		12 300	1 000		182
		15 000			15 000	2 700		12 300	1 000		183
		15 000			15 000	2 700		12 300	1 000		184
		15 000			15 000	2 700		12 300	1 000		185
		15 000			15 000	2 700		12 300	1 000		186
		15 000			15 000	2 700		12 300	1 000		187
		15 000			15 000	2 700		12 300	1 000		188
		15 000			15 000	2 700		12 300	1 000		189
		15 000			15 000	2 700		12 300	1 000		190
		15 000			15 000	2 700		12 300	1 000		191
		15 000			15 000	2 700		12 300	1 000		192
		15 000			15 000	2 700		12 300	1 000		193
		15 000			15 000	2 700		12 300	1 000		194
		15 000			15 000	2 700		12 300	1 000		195
		15 000			15 000	2 700		12 300	1 000		196
		15 000			15 000	2 700		12 300	1 000		197
		15 000			15 000	2 700		12 300	1 000		198
		15 000			15 000	2 700		12 300	1 000		199
		15 000			15 000	2 700		12 300	1 000		200
		15 000			15 000	2 700		12 300	1 000		201
		15 000			15 000	2 700		12 300	1 000		202
		15 000			15 00						

218. FUNDED DEBT AND OTHER OBLIGATIONS - Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 51A) (a)	Amount of Interest Accrued During Year		Amount of interest paid during year (x)	Total amount of interest in default (y)
		Charged to income (v)	Charged to investment accounts (w)		
73	Brought forward	\$ 19 264	\$	\$ 19 491	\$
74	766 Brought forward	9 752		10 174	
75	Equipment trust certificates - Series No. 54	581		559	
76	Series No. 55	560		566	
77	Series No. 56	3 687		3 688	
78	Series No. 57	604		609	
79	Series No. 58	653		680	
80	Series No. 59	634		668	
81	Series No. 60	724		733	
82	Series No. 61	724		814	
83	Series No. 62	988		1 006	
84	Series No. 63	1 050		1 080	
85	Series No. 64	1 215		1 217	
86	Series No. 65	1 241		1 261	
87	Series No. 66	1 220		1 222	
88	Series No. 67	# 1 122		1 160	
89	Series No. 68	# 137		15	
90	Total equipment trust certificates	24 982		25 484	
91	(c) Conditional or deferred payment contracts:				
92	Metropolitan Life Insurance Co.	3 380		3 413	
93	National Commercial Bank and Trust Company, assignee	106		111	
94	United States Trust Company of New York, assignee	229		259	
95	National Commercial Bank and Trust Company, assignee	550		600	
96	United States Trust Company of New York, assignee	391		396	
97	The First Pennsylvania Banking and Trust Company, assignee ..	730		765	
98	The First Pennsylvania Banking and Trust Company, assignee ..	1 098		1 166	
99	The First Pennsylvania Banking and Trust Company, assignee ..	2 212		2 302	
100	Metropolitan Life Insurance Co.	4 816		3 926	
101	The First Pennsylvania Banking and Trust Company, assignee ..	507		287	
102	Total conditional or deferred payment contracts	14 668		13 225	
103	Total Accts. 754-Equipment Obligations Due Within One Year and Accts. 766	39 050		38 709	
104	(2) Collateral Trust Bonds				
105	(6) Receivers' and Trustees' Securities (Other than equipment obligations)				
106	(7) Short Term Notes in Default				
108	768. Debt in Default				
109	767. Receivers' and Trustees' Securities				
110	GRAND TOTAL	48 562		48 026	

218. FUNDED DEBT AND OTHER OBLIGATIONS - Concluded

Securities Issued During Year				Securities Reacquired During Year		Line No.
				Amount Reacquired		
Purpose of the issue and authority (z)	Par value (aa)	Net proceeds received for issue (cash or its equity value) (bb)	Expense of issuing securities (cc)	Par value (dd)	Purchase price (ee)	
Brought forward	\$	\$	\$	\$ 36 030	\$ 35 565	73
766 Brought forward				25 339	25 339	74
				* 730	* 730	75
				* 730	* 730	76
				730	730	77
				810	810	78
				780	780	79
				880	880	80
				880	880	81
				1 000	1 000	82
				1 000	1 000	83
				1000 985	985	84
				1000 985	985	85
				1000 055	1 055	86
				1 000	1 000	87
Acquisition of freight-train cars; Auth: I.C.C. P.D. 28297 Oct. 15, 1976	25 675	15 675	19			88
	5 675	15 675	19	(7) * 36 904	(8) * 36 904	89
				3 334	3 334	90
				952	952	91
				1 667	1 667	92
				3 333	3 333	93
				1 665	1 665	94
				2 527	2 527	95
				1 989	1 989	96
				3 552	3 552	97
				3 333	3 333	98
* Balance of funds drawn down on Cond. Sale Contr. 3-1-75	* 12 019	* 12 019				99
Acquisition of freight-train cars	17 400	17 400	150			100
	* 45 094	* 45 094	169	(9) 22 352	(10) 22 352	101
	* 45 094	* 45 094	169	(11) * 52 256	(12) * 52 256	102
						103
						104
						105
						106
						107
						108
						109
	* 45 984	* 45 094	169	(13) * 69 947	(14) * 69 482	110

* REVISED

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

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

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

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218) (a)	Description of equipment covered (b)				Contract price of equipment acquired (c) \$	Cash paid on acceptance of equipment (d) \$
		Diesel Locomotive Units	Freight Train Cars	Passenger Train Cars	Miscellaneous		
1	Southern Pacific Transportation Company						
2	Series No. 10		747			9,377	1,877
3	Series No. 11	12	507			10,519	2,119
4	Series No. 12	9	300			5,312	1,067
5	Series No. 13		290			6,069	1,224
6	Series No. 14		664			9,913	2,008
7	Series No. 15	27	260			8,553	1,713
8	Series No. 16	23	295			10,014	2,019
9	Series No. 17		805			10,329	2,229
10	Series No. 18		515			7,510	1,510
11	Series No. 19	17	401			10,515	2,115
12	Series No. 20	13	450			10,129	2,029
13	Series No. 21		812			10,176	2,076
14	Series No. 22		729			9,002	1,802
15	Series No. 23	13	544			11,245	2,275
16	Series No. 24	18	146			10,242	2,052
17	Series No. 25	31	75			11,169	2,244
18	Series No. 26		596			10,639	2,149
19	Series No. 27	29	189			10,144	2,044
20	Series No. 28	20	336			10,143	2,043
21	Series No. 29	13	436			10,240	2,050
22	Series No. 30	29	278			12,325	2,485
23	Series No. 31	42	52			12,354	2,514
24	Series No. 32	25	408			12,510	2,520
25	Series No. 33	12	679			12,562	2,572
26	Series No. 34	33	200			12,548	2,558
27	Series No. 35	42	3			12,431	2,531
28	Series No. 36	44	110			12,057	2,457
29	Series No. 37		390			11,317	2,317
30	Series No. 38	25	325			11,452	2,332
31	Series No. 39	39	100			12,572	2,582
32	Series No. 40	32	205	8		12,426	2,526
33	Series No. 41	9	550	7		12,399	2,499
34	Series No. 42		711			12,433	2,533
35	Series No. 43	2	672			12,530	2,630
36	Series No. 44	30	290			12,544	2,644
37	Series No. 45	16	350			12,533	2,633
38	Series No. 46	32	187			12,475	2,575
39	Series No. 47		685			12,468	2,568
40	Series No. 48		555			12,474	2,574
41	Series No. 49		644			12,694	2,704
42	Series No. 50		597			12,639	2,649
43	Series No. 51		506			12,588	2,598
44	Series No. 52		523			12,592	2,602
45	Series No. 53	49	25			13,777	2,827
46	Series No. 54	13	552			13,803	2,853
47	Series No. 55	18	416			13,780	2,830
48	Series No. 56	124	1,280			62,803	12,803
49	Series No. 57	34	220			13,830	2,880
50	Series No. 58	10	684			13,303	3,153
51	Series No. 59		716			14,677	3,977
52	Series No. 60	16	501			16,648	3,448
53	Series No. 61	30	331			16,650	3,450
54	Series No. 62	12	636			18,845	3,845
55	Series No. 63	10	751			18,843	3,843
56	Series No. 64	4	884			18,851	3,851
57	Series No. 65	38	209			18,812	3,812
58	Series No. 66	14	522			18,799	3,799
59	Series No. 67	5	576			18,762	3,762
60	Series No. 68		550			19,594	3,874
61	Conditional or deferred payment contracts:						
62	National Commercial Bank & Trust Company, Albany,						
63	New York, assignee, dated February 1, 1963		500			14,292	
64	United States Trust Company of New York, assignee,						
65	dated January 1, 1964	76	523			31,275	6,275
66	National Commercial Bank & Trust Company, Albany,						
67	New York, assignee, dated September 1, 1964	92	2,752			63,337	13,337
68	United States Trust Company of New York, Agent,						
69	dated December 1, 1965		1,157			31,587	6,587
70	First Pennsylvania Bank, Agent and Owner, dated						
71	April 1, 1966	63	1,060			31,694	6,424
72	First Pennsylvania Bank, Agent and Owner, dated						
73	January 1, 1969	52	891			37,360	7,460
74	First Pennsylvania Bank, Agent and Owner, dated						
75	March 1, 1969	154	1,430			66,614	13,339
76	Metropolitan Life Insurance Company, New York						
77	assignee, dated September 1, 1973	28	2,030			50,300	
78	Metropolitan Life Insurance Company, New York						
79	assignee, dated March 1, 1975	58	836			50,000	
80	First Pennsylvania Bank, Agent and Owner, dated						
81	April 1, 1976		300			17,400	

* REVISED

220. INTEREST ON INCOME BONDS

1. Give particulars concerning interest payable, accrued, paid, and accumulated and unpaid on the securities having contingent interest provisions classified as (1) Mortgage Bonds, (2) Collateral Trust Bonds, and (3) Unsecured Bonds (Debentures), in schedule 218, "Funded Debt and Other Obligations."

2. In columns (a), (b), and (c) state the name, amount, and nominal rate of interest shown in columns (a), (v), and (d), respectively, in schedule 218, for each security of the kind indicated. List the names of such securities in the same order as in schedule 218.

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

4. In column (e) show the amount of interest charged to the income account for the year.

5. In column (f) show the difference between columns (d) and (e).

6. In columns (h), (i), and (j) show the amounts of interest actually paid during the year, segregated in columns (h) and (i) between payments applicable to the current year's accruals, and those applicable to past accruals.

7. In column (k) enter the maximum accumulation of unpaid interest as provided for in the bonds.

8. In column (l) show the sum of unearned interest accumulated under the provisions of the security plus the earned interest unpaid at the close of the year.

9. In the second section of this schedule show the particulars of the several items on the same line and in the same order as in the first section.

(Dollars in thousands)

Line No.	Name of issue (from schedule 218) (a)	Amount actually outstanding (from schedule 218) (b)	Nominal rate of interest (from schedule 218) (c)	AMOUNT OF INTEREST	
				Maximum amount payable, if earned (d)	Amount actually payable under contingent interest provisions, charged to income for the year (e)
1		\$		\$	\$
2					
3					
4					
5	NONE				
6					
7					
8					
9					
10					

AMOUNT OF INTEREST—Concluded

Line No.	DIFFERENCE BETWEEN MAXIMUM PAYABLE IF EARNED AND AMOUNT ACTUALLY PAYABLE		TOTAL PAID WITHIN YEAR			Maximum period or percentage, for which cumulative, if any (k)	Total accumulated unearned interest plus earned interest unpaid at the close of year (l)
	Current year (f)	All years to date (g)	On account of current year (h)	On account of prior years (i)	Total (j)		
1	\$	\$	\$	\$	\$		\$
2							
3							
4							
5				NONE			
6							
7							
8							
9							
10							

222. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

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

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

(Dollars in thousands)

Line No.	Name of creditor company (a)	Rate of interest (b)	Balance at beginning of year (c)	Balance at close of year (d)	Interest accrued during year (e)	Interest paid during year (f)
1	El Paso Union Passenger	%	\$	\$	\$	\$
2	Depot Company		264	276		
3	Evergreen Freight Car					
4	Corporation		1 500	600		
5	Holton Inter-Urban Rail-					
6	way Company		908	1 008		
7	Los Angeles Union Terminal					
8	Inc.		150	150		
9	Northwestern Pacific					
10	Railroad Company		1 682	-		
11	The Ogden Union Railway					
12	and Depot Company	5	50	72	2	2
13	Pacific Fruit Express					
14	Company		7 700	5 900		
15	Pacific Motor Transport					
16	Company		3 772	3 872		
17	Pacific Motor Trucking					
18	Company		5 630	9 230		
19	San Diego and Arizona					
20	Eastern Railway Company		11 196	10 746		
21						
22	Southern Pacific Trans-					
23	port Company of Texas					
24	and Louisiana		2 614	4 114		
25	Southern Pacific					
26	Warehouse Company		203	203		
27	Sunset Railway Company		21	21		
28	Visalia Electric					
29	Railroad Company		12	-		
30	TOTAL		35 702	36 192		

NOTES AND REMARKS

223. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 751, "Loans and notes payable"; 759, "Accrued accounts payable"; and 763, "Other current liabilities," at the close of the year. Show character of loans and notes, with name of creditor (or class of creditors), dates of issue and maturity, and appropriate description for each class of accrued accounts payable and for the other current liabilities. Show (1) all items (or the aggregate of a class of items of like description) amounting to \$250,000, or more; however, if the carrier has no items amounting to \$250,000, or more, show the three largest individual items of \$100,000, or more.

Show (2) each other item or class of items of like description amounting to less than \$250,000, or \$100,000, as applicable, combined into a single entry designated "other items, each less than \$250,000, or \$100,000, as applicable." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200. 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.

Report dollars in thousands.

Line No.	Account No. (a)	Item (b)	Amount (c)
1	751	N O N E	\$
2			
3	759	Unaudited accounts payable - Estimated	41 421
4		Unaudited protective service charges - Payable	750
5		Unaudited rent for equipment - Payable - Estimated	21 813
6		Receipts repayable	2 601
7		Estimated per diem payable - Foreign freight cars	9 937
8		Contributory Retirement Plan-Costs currently payable - Estimated	9 686
9		Estimated loss and damage freight claims-Payable within one year	10 239
10		Estimated claims for injuries to persons-Payable within one year	27 000
11		Estimated overcharge freight claims - Payable within one year	13 989
12		Estimated claims for damage to property of outsiders - Payable within one year	855
13		Unaudited liabilities - Vacation allowances	39 446
14		Unaudited liabilities - Sick leave	1 287
15		Other items, each less than \$250,000	420
16		Total account 759	179 444
17			
18	763	Payroll deductions for the purchase of U. S. Savings bonds	268
19		Prepaid charges on freight forwarded - Unadjusted	9 476
20		Deposits for tracks, culverts, crossings, materials and miscellaneous work - Unadjusted	328
21		Percentages retained on contracts	533
22		NRPC advance under amendment agreement dated 12-11-24	1 000
23		Bonds matured or called for redemption and premiums thereon	290
24		Other items, each less than \$250,000	256
25		Total account 763	12 651
26			
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224. FEDERAL INCOME AND OTHER TAXES ACCRUED

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

"Other taxes accrued."
(Dollars in thousands)

Line No.	Kind of tax (a)	Previous years (b)	Current year (c)	Balance at close of year (d)
1	Federal income taxes _____ Total (account 760)	\$	\$ 1,478	\$ 1,478
2	Railway property State and local taxes (532) _____		2,828	2,828
3	Old-age retirement (532) _____		7,500	7,500
4	Unemployment insurance (532) _____		2,257	2,257
5	Miscellaneous operating property (535) _____			
6	Miscellaneous tax accruals (544) _____		19	19
7	All other taxes _____		6,879	6,879
8	Total (account 761)		19,483	19,483

NOTES AND REMARKS

225. ITEMS IN SELECTED RESERVE AND OTHER LIABILITY ACCOUNTS

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

amounting to \$250,000 or more. Each item or class of items of like description amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote. (Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1	771	NONE	\$
2			
3			
4			
5	774	Unaudited liabilities-Loss and Damage-Freight	7 061
6		Unaudited liabilities-Injuries to persons	24 328
7		Unaudited liabilities-Overcharge freight claims	8 447
8		Unaudited liabilities-Damage to property of outsiders	613
9		Reserve for federal income taxes-Prior years	19 540
10		Total account 774	59 989
11			
12			
13	782	Deposits for tracks, culverts, crossings and misc. work	6 141
14		Assessments for public improvements-Deferred payments	1 791
15		Reserve for cost and losses due to N.R.P.C. Agreement	286
16		Other items, each less than \$250,000	150
17		Total account 782	8 368
18			
19	784	Unapplied collections	2 324
20		Agency accounts unadjusted-Credit	592
21		Equip. Delv.-Payable from Equipment Obligation Funds	826
22		Other unadjusted equipment service accounts-Credit	277
23		Other unadjusted freight accounts-Credit	926
24		Rentals received in advance	507
25		Other unadjusted disbursements accounts-Credit	342
26		Other unadjusted capital expenditures accounts-Credit	591
27		Other items, each less than \$250,000	750
28		Total account 784	7 135
29			
30			
31			
32			
33			
34			
35			
36			
37			
38			
39			
40			
41			
42			
43			
44			
45			

NOTES REGARDING RETURNS ON PAGES 56 AND 57D SCHEDULE 218.

NOTE A: In addition to the 2,899.38 miles of track formerly owned by Southern Pacific Railroad Company and now owned by the Southern Pacific Transportation Company and subject to the first lien of this mortgage, this mortgage is also a first lien on the properties (except rolling stock and equipment) formerly owned by Arizona Eastern Railroad Company and now owned by the Southern Pacific Transportation Company (428.75 miles). This mortgage is also now a second lien, subject to prior lien of El Paso & Southwestern Railroad Company mortgage on all lines and property formerly owned by El Paso and Rock Island Railway Company and now owned by Southern Pacific Transportation Company (127.51 miles), all lines and property (except rolling stock and equipment) formerly owned by El Paso & Southwestern Railroad Company and now owned by Southern Pacific Transportation Company (333.43 miles) and all the lines (22.80 miles) formerly owned by The El Paso & Southwestern Railroad Company of Texas.

NOTE B: Payment of 30.3 million principal amount of Southern Pacific Transportation Company Oregon Lines First Mortgage Bonds maturing March 1, 1977. The balance has been added to general funds of the Transportation Company, thereby increasing working capital available for financing railroad capital expenditures and for general corporate purposes of the railroad; authorized by ICC Finance Docket No. 28539, November 29, 1976.

NOTE C Premium on Equipment Trust Certificates issued during 1976:

Equipment Trust Series No. 68 \$139

In accordance with I.C.C. Bureau of Accounts and Cost Finding ruling of June 8, 1950, file D.C. 11686-R-50, earnings on funds derived from sale of equipment trust certificates and conditional sales contracts in advance of equipment deliveries are being applied as a reduction in interest charges on such certificates and contracts, 1976 earnings so applied are detailed below:

Series No. 67.....	\$ 8
Series No. 68	108
Conditional Sales Contract dated 4-1-76	98
	<u>\$214</u>

No property is specifically pledged, but the indenture restricts the creation of a prior lien on certain properties owned by this company as of date of the indenture, and on all properties owned by certain affiliated companies, specified in the indenture, if such property is later acquired by Southern Pacific Transportation Company.

No property is specifically pledged but Southern Pacific Railroad Co. First Mortgage, 2 3/4% Registered Bonds, No. RDL, Series D, due January 1996 in principal amount \$12,000,000 has been pledged with the Small Business Administration as collateral.

Ø The Company agrees to maintain its equity in Equipment Trust Equipment and Free Asset Equipment over \$50,000,000.

There has been no funded debt issued with contingent interest.

Detail of items (1) through (14)

(1) Account 765 - \$7,729	(6) Account 764 - \$2,962	(11) Account 764 - \$59,256 *
	765 - <u>7,264</u>	
(2) Account 765 - \$7,264	10,226	(12) Account 764 - \$59,256 *
(3) Account 764 - \$2,962	(7) Account 764 - \$36,904 *	(13) Account 764 - \$62,218 *
(4) Account 764 - \$2,962	(8) Account 764 - \$36,904 *	765 - <u>7,729</u>
		\$69,947 *
(5) Account 764 - \$2,962	(9) Account 764 - \$22,352	(14) Account 764 - \$62,218 *
765 - <u>7,729</u>		765 - <u>7,264</u>
\$10,691	(10) Account 764 - \$22,352	\$69,482 *

229. CAPITAL STOCK CHANGES DURING THE YEAR

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

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

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

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

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

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

STOCKS ISSUED DURING YEAR—Concluded				STOCKS REACQUIRED DURING YEAR		
Line No.	Cash value of other property acquired or services received as consideration for issue (f)	Net total discounts (in black) or premiums (in red). Excludes entries in column (h) (g)	Expense of issuing capital stock (h)	Par value (For nonpar stock show the number of shares) (i)	Purchase price (j)	Remarks (k)
1	\$	\$	\$	\$	\$	
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						

230. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES

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

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

NONE

231. CAPITAL SURPLUS

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

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

Line No.	Item (a)	Contra account number (b)	ACCOUNT NO.		
			794. Premiums and Assessments on Capital Stock (c)	795. Paid-In Surplus (d)	796. Other Capital Surplus (e)
1	Balance at beginning of year	X X X	\$	\$	\$
	Additions during the year (describe):				
2					
3					
4	NONE				
5					
6	Total additions during the year	X X X			
	Deductions during the year (describe):				
7					
8					
9					
10	Total deductions	X X X			
11	Balance at close of year	X X X			

232. RETAINED INCOME--APPROPRIATED

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

Line No.	Class of appropriation (a)	Credits during year (b)	Debits during year (c)	Balance at close of year (d)
		\$	\$	\$
1	Additions to property through retained income			
2	Funded debt retired through retained income			
3	Sinking fund reserves	1 961	1 961	
4	Incentive per diem funds			
5	Miscellaneous fund reserves			
6	Retained income--Appropriated not specifically invested			
	Other appropriations (specify):			
7				
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL	1 961	1 961	

233. CONTINGENT ASSETS AND LIABILITIES

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

Examples of contingent liabilities are items which may become

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

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

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

Line No.	Item (a)	Amount (b)
1	<u>Crystal Car Line Lease of Equipment with The Commonwealth Plan</u>	
2	By agreement dated March 15, 1965, as amended, with The First National Bank of Boston, Boston, Massachusetts, and Manufacturers Hanover Trust Company, New York, New York, and in consideration of said bank's and said trust company's entering into a Loan Agreement with The Commonwealth Plan, Inc., an indirectly owned and controlled subsidiary of Southern Pacific Company, Southern Pacific Transportation Company, agreed that in the event that The Crystal Car Line of Chicago, Illinois, lessee under Railroad Equipment Leasing Agreement, dated as of March 15, 1963, with The Commonwealth Plan, Inc., lessor, terminates said lease with respect to any railroad equipment leased thereunder at the end of the Basic Lease Term (as defined therein), Southern Pacific Transportation Company will, at its option, assume all obligations of said lessee with respect to such equipment for the full duration of the First Extended Term of the lease (as defined therein), or will purchase such equipment from The Commonwealth Plan, Inc. for its then "amortized value" (as defined in said Loan Agreement).	Not determined
13	<u>M-K-T Lease of Equipment with The Commonwealth Plan</u>	
14	By agreement dated July 16, 1965, with The First National Bank of Boston, Boston, Massachusetts, acting as agent for certain investors, and in consideration of said Bank's entering into certain loan agreements with The Commonwealth Plan, Inc., Southern Pacific Transportation Company assumed performance of all obligations of Missouri-Kansas-Texas Railroad Company, in the event of default by that company, under two Railroad Equipment Leasing Agreements, each dated July 16, 1965, as amended, with The Commonwealth Plan, Inc., as indirectly owned and controlled subsidiary of Southern Pacific Company. Pursuant to said Railroad Equipment Leasing Agreements, the Missouri-Kansas-Texas Railroad Company leased 1,000 railroad freight cars, more or less, from The Commonwealth Plan, Inc.	Not determined
22	<u>Roseville Explosion</u>	
23	On April 28, 1973 a major explosion occurred in Southern Pacific Transportation Company's freight yard at Roseville, California, in a group of government rail cars carrying munitions. This was followed by other explosions during the next 36 hours which eventually destroyed 18 of the original 21 cars in the ammunition shipment causing extensive property damage and some personal injuries. Fortunately, no fatalities resulted from the explosions, but they caused millions of dollars worth of damage to railroad and surrounding property. The explosions and fires damaged or destroyed 302 freight cars and 20 sets of tracks for a distance of about 500 feet.	
29	On January 25, 1974 Southern Pacific filed an action seeking reimbursement of \$99.6 million from the federal government and others for damages and expenses incurred as a result of the explosions. Southern Pacific had substantial insurance protection applicable to this loss, and the insurers are working with the Company in seeking recovery from the federal government and the other defendants. Counterclaim has been filed by the United States Government to recover \$1,500,000 for the destruction of 6,048 bombs and 18 railroad cars. A tentative trial date has been set in 1977.	Not determined
36	<u>Englewood Yard Explosion</u>	
37	As a result of collision of tank cars and detonation of escaping vapors at Englewood, Texas, September 21, 1974, there was substantial property damage to homes and buildings in the vicinity. Over 300 lawsuits have been filed seeking damages and Southern Pacific Transportation Company has filed suit against Shell Chemical Company for approximately \$10 million. Case is still in discovery stage but could reach trial during the summer of 1977.	Not determined
43	<u>REA Inc. Suits</u>	
44	In connection with three actions filed by REA Inc. in 1971, REA is claiming in excess of \$600 million from a number of railroads and others, including Southern Pacific Transportation Company and its rail subsidiary, St. Louis Southwestern Railway Company. A fourth action for \$600 million was filed by REA in 1972 against a number of motor carriers, including two of Southern Pacific Transportation Company's trucking subsidiaries. REA, among other things, claims violations of the antitrust laws, the Interstate Commerce Act and state corporation laws at various times during and after the period when REA was owned jointly by numerous railroads.	
49	On November 6, 1975, REA was adjudicated a bankrupt and a trustee has been appointed to conduct the liquidation of REA. Southern Pacific Transportation Company has filed claims in the bankruptcy proceeding for all amounts due from REA.	
52	In the principal antitrust action brought by REA, the U. S. District Court for the Eastern District of Pennsylvania on February 18, 1976, granted the railroads' motion for summary judgment, except as to certain conduct of the railroads which took place after the divestiture of REA by the railroads in 1969. The Court has reserved ruling on that conduct pending further proceedings. In another REA action which involves, among other things, the validity of certain promissory notes issued by REA in 1959, the Interstate Commerce Commission intervened and reopened its 1969 proceedings which authorized the notes. On July 28, 1975, the ICC issued its decision that the REA notes were properly authorized and valid, and the decision was upheld on judicial review. Southern Pacific Transportation Company owns \$1.3 million of REA notes due December 23, 1973, which are unpaid. In a third antitrust action involving challenged group health and life insurance transactions undertaken when REA was owned by the nation's railroads, the U. S. District Court for the District of Columbia granted the railroads' motion for summary judgment and dismissed REA's complaint on February 2, 1976.	
63	In a California action brought by Southern Pacific Transportation Company against REA for approximately \$500,000 of unpaid freight charges, REA has asserted as cross-claim several of its antitrust and other claims which are also at issue in some of its other lawsuits. On the basis of the facts which are presently known, it is believed that the Company has substantial defenses to the claims made by REA in its various actions.	Not determined
68	<u>Taxes</u>	
69	By petitions filed in the U. S. Tax Court the consolidated group of which Southern Pacific Transportation Company is a member, is contesting deficiencies aggregating approximately \$106,500,000 asserted by the Internal Revenue Service for the years 1959 through 1968. A number of issues have already been tried, but the final results of the litigation will not be known for some time. The Internal Revenue Service has recently asserted that approximately \$19,800,000 additional federal income tax is due for the years 1969 and 1970, and these further asserted deficiencies are being contested administratively. The consolidated group has filed claims for refund and has claimed overpayments in its Tax Court petitions, and expects to be making further claims for the years 1954 through 1970, which, if allowed, could reduce any deficiencies that may be owing. Since many of the asserted deficiencies involve the timing of income or deductions, any taxes which may become payable would result in lesser taxes in subsequent years and would be charged against deferred taxes. Accruals for federal income tax liability are considered adequate.	Not determined

233. CONTINGENT ASSETS AND LIABILITIES - Continued

Line No.	Item (a)	Amount (b)
79	<u>ACI Litigation</u>	
80	Computer Identics Corporation and ACI Systems Corporation have brought an antitrust action against Southern Pacific	
81	Company, Southern Pacific Transportation Company, and several other companies, on October 21, 1976. Plaintiffs allege anti-	
82	competitive practices in violation of the Sherman Act with respect to their business of manufacturing or selling a system for	
83	automatic identification of railroad equipment. Treble damages are sought in excess of \$150 million, as well as an injunction.	
84	Several of the defendants, including Southern Pacific Company, have filed motions to dismiss the claim for lack of jurisdiction.	
85	Southern Pacific Transportation Company has filed an answer denying the allegations.	Not determined
86		
87	<u>BBD Litigation</u>	
88	Southern Pacific Transportation Company and five other railroads were sued by BBD Transportation Company, Inc., California	
89	motor carrier, on December 3, 1976. Plaintiff alleges anti-competitive practices in violation of the Sherman Act and the	
90	California anti-trust laws concerning a rail rate adjustment made in 1972 by the railroads for iron and steel products in	
91	California. Treble damages are sought in excess of \$15 million, as well as injunctive relief. Southern Pacific Transportation	
92	Company will file an answer denying the allegations.	Not determined

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234. GUARANTIES AND SURETYSHIPS

1. If the respondent was under obligation as guarantor or surety for the performance by any other corporation or other association of any agreement or obligation, show the particulars of each contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year.

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

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	Trailer Train Company	Equipment purchase obligations	(Note 1)	Joint
2				(Note 1)
3				
4	Pacific Fruit Express	Equipment purchase obligation due		
5	Company	serially to May 1, 1985	1,866	Joint
6				
7	Note 1: Southern Pacific Transportation Company as one of the proprietary			
8	companies of Trailer Train Co. (its ownership being 2-90/205%),			
9	has entered into an agreement between Trailer Train Co., its			
10	proprietary companies and the Manufacturers Hanover Trust Company			
11	as agent, to make advances if needed, to Trailer Train Co. to			
12	enable that company to pay installments of principal and interest			
13	as they become due on various equipment purchase obligations.			
14	Southern Pacific Transportation Company's proportion is its stock			
15	ownership percentage of amounts required to be advanced.			
16	By Guaranty Agreement dated as of December 1, 1975, Southern Pacific			
17	Transportation Company unconditionally guaranteed payment of the			
18	rentals, in the estimated amount of \$38,000,000, and all other			
19	obligations of American Rail Box Car Company ("Railbox"), a wholly			
20	owned subsidiary of Trailer Train Company, under the Lease of			
21	Railroad Equipment dated as of December 1, 1975 ("Lease"), between			
22	Railbox, as lessee, and United States Trust Company of New York			
23	("Owner-Trustee"), acting as Trustee under a Trust Agreement of that			
24	date with General Electric Credit Corporation, as lessor, pursuant to			
25	which Railbox leased 1,000 general service box cars for a term of 15			
26	years. SP Transportation Co. has also guaranteed payment of approxi-			
27	mately 70% of the total purchase price (including interest) (the			
28	"Conditional Sale Indebtedness") of the 1,000 box cars, which has been			
29	incurred by Owner-Trustee, as purchaser of the cars, pursuant to			
30	separate Conditional Sale Agreements dated as of December 1, 1975, and			
31	entered into with ACF Industries, Incorporated, EMC Corporation and			
32	Whittaker Corporation (Berwick Forge and Fabricating Division), builders			
33	and vendors of the cars. A portion of the rentals to be paid by Railbox			
34	under the Lease will be applied toward payment of the Conditional Sale			
35	Indebtedness. Under the terms of the Lease, SP Transportation Co. may			
36	elect to acquire all of Railbox' right, title and interest in and to the			
37	Lease and the box cars leased thereunder in the event of Railbox'			
38	default under the Lease.			

2. If any corporation or other association was under obligation as guarantor or surety for the performance by the respondent of any agreement or obligation, show for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

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

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

235. PROPRIETARY COMPANIES

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

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

Line No.	Item				
	Mileage owned:				
1	Road, State of _____				
2	Road, State of _____				
3	Road, State of _____				
4	Second and additional main tracks _____				
5	Passing tracks, cross-overs, and turn-outs _____				
6	Way switching tracks _____				
7	Yard switching tracks _____				
	Road and equipment property:	\$	\$	\$	\$
8	Road _____				
9	Equipment _____				
10	General expenditures _____				
11	Other property accounts* _____				
12	Total (account 731) _____				
	Improvements on leased property:				
13	Road _____				
14	Equipment _____				
15	General expenditures _____				
16	Total (account 732) _____		NONE		
17	Depreciation and amortization (accounts 735, 736, and 785) _____				
18	Capital stock (account 791) _____				
19	Funded debt unmatured (account 765) _____				
20	Debt in default (account 768) _____				
21	Amounts payable to affiliated companies (account 769) _____				

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

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

310. RAILWAY OPERATING REVENUES

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

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

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

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

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

Line No.	Class of railway operating revenues (a)	Amount of revenue for the year (b)	RAIL-LINE REVENUES, INCLUDING WATER TRANSFERS		Other revenues not assignable to freight or to passenger and allied services (e)		Remarks (f)
			Assignable to freight service (c)	Assignable to passenger and allied services (d)			
	Transportation—Rail-Line						
1	(101) Freight*	1,390,726	1,390,726		XX	XX	
2	(102) Passenger*	4,313		4,313	XX	XX	
3	(103) Baggage				XX	XX	
4	(104) Sleeping car				XX	XX	
5	(105) Parlor and chair car				XX	XX	
6	(108) Other passenger-train†				XX	XX	
7	(109) Milk				XX	XX	
8	(110) Switching*	8,825	8,825		XX	XX	
9	(113) Water transfers						
10	Total rail-line transportation revenue	1,403,864	1,399,551	4,313			
	Incidental						
11	(131) Dining and buffet				XX	XX	
12	(132) Hotel and restaurant						
13	(133) Station, train, and boat privileges	113	78	35			
14	(135) Storage—Freight	209	209	XX XX	XX	XX	
15	(137) Demurrage	7,693	7,693	XX XX	XX	XX	
16	(138) Communication						
17	(139) Grain elevator			XX XX	XX	XX	
18	(141) Power	1	1				
19	(142) Rents of buildings and other property	1,168	1,088	80			
20	(143) Miscellaneous	3,956	3,956				
21	Total incidental operating revenue	13,140	13,025	115			
	Joint Facility						
22	(151) Joint facility—Cr	625	625				
23	(152) Joint facility—Dr	(74)	(74)				
24	Total joint facility operating revenue	551	551				
25	Total railway operating revenues	1,417,555	1,413,127	4,428			

*Report hereunder the charges to these accounts representing payments made to others for—

26	Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates: \$ 11,373
	(a) Of the amount reported for item A.1. 2 % (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 (X).
27	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. \$ 7,243
	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):
28	(a) Payments for transportation of persons \$ None
29	(b) Payments for transportation of freight shipments \$ 6,937
30	†Governmental aid for providing passenger commuter or other passenger-train service included in account 108, as provided in item (d) of that account \$ 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):

31	Charges for service for the protection against heat \$ 16,183
32	Charges for service for the protection against cold \$ 45

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320. RAILWAY OPERATING EXPENSES

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

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

Line No.	Name of railway operating expense account		Amount of operating expenses for the year
	(a)	(b)	
	Maintenance of Way and Structures		\$
1	(201) Superintendence		26,224
2	(202) Roadway maintenance--Yard switching tracks		306
3	Roadway maintenance--Way switching tracks		509
4	Roadway maintenance--Running tracks		6,066
5	(206) Tunnels and subways--Yard switching tracks		19
6	Tunnels and subways--Way switching tracks		34
7	Tunnels and subways--Running tracks		401
8	(208) Bridges, trestles, and culverts--Yard switching tracks		251
9	Bridges, trestles, and culverts--Way switching tracks		371
10	Bridges, trestles, and culverts--Running tracks		4,398
11	(210) Elevated structures--Yard switching tracks		
12	Elevated structures--Way switching tracks		
13	Elevated structures--Running tracks		
14	(212) Ties--Yard switching tracks		568
15	Ties--Way switching tracks		957
16	Ties--Running tracks		11,411
17	(214) Rails--Yard switching tracks		557
18	Rails--Way switching tracks		944
19	Rails--Running tracks		11,264
20	(216) Other track material--Yard switching tracks		461
21	Other track material--Way switching tracks		714
22	Other track material--Running tracks		8,494
23	(218) Ballast--Yard switching tracks		135
24	Ballast--Way switching tracks		226
25	Ballast--Running tracks		2,691
26	(220) Track laying and surfacing--Yard switching tracks		2,086
27	Track laying and surfacing--Way switching tracks		3,248
28	Track laying and surfacing--Running tracks		38,635
29	(221) Fences, snowsheds, and signs--Yard switching tracks		29
30	Fences, snowsheds, and signs--Way switching tracks		49
31	Fences, snowsheds, and signs--Running tracks		584
32	(227) Station and office buildings		3,345
33	(229) Roadway buildings		1,251
34	(231) Water stations		94
35	(233) Fuel stations		92
36	(235) Shops and engine houses		1,412
37	(237) Grain elevators		
38	(239) Storage warehouses		
39	(241) Wharves and docks		10
40	(243) Coal and ore wharves		
41	(244) TOFC/COFC terminals		483
42	(247) Communication systems		5,856
43	(249) Signals and interlockers		8,518
44	(253) Power plants		26
45	(257) Power-transmission systems		391
46	(265) Miscellaneous structures		69
47	(266) Road property--Depreciation (p. 82)		13,271
48	(267) Retirements--Road (p. 82)		1,096
49	(269) Roadway machines		9,604

320. RAILWAY OPERATING EXPENSES—Continued

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

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

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

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

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS						Other expenses not related to either freight or to passenger and allied services (i)	Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)		
\$	\$	\$	\$	\$	\$	\$	
	26,128	26,128		96	96		1
297	9	306					2
490	19	509					3
5,838	221	6,059		7	7		4
18	1	19					5
32	2	34					6
383	18	401					7
245	6	251					8
359	12	371					9
4,249	140	4,389		9	9		10
							11
							12
584	(16)	568					13
988	(31)	957					14
11,783	(372)	11,411					15
587	(30)	557					16
1,002	(58)	944					17
11,948	(697)	11,251		13	13		18
473	(13)	460	1		1		19
740	(26)	714					20
8,790	(319)	8,471		23	23		21
136	(1)	135					22
227	(1)	226					23
2,705	(19)	2,686		5	5		24
2,004	71	2,075	11		11		25
3,112	136	3,248					26
36,923	1,630	38,553		82	82		27
28	1	29					28
47	2	49					29
565	19	584					30
3,249		3,249	61	35	96		31
1,246		1,246		5	5		32
94		94					33
92		92					34
1,407		1,407	1	4	5		35
							36
							37
10		10					38
							39
483		483					40
	5,792	5,792		64	64		41
8,452		8,452	15	51	66		42
26		26					43
391		391					44
69		69					45
13,071	64	13,135	95	41	136		46
929		929	167		167		47
	9,589	9,589		15	15		48
							49

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320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)
Maintenance of Way and Structures—Continued		\$
50	(270) Dismantling retired road property	421
51	(271) Small tools and supplies	5,967
52	(272) Removing snow, ice, and sand	345
53	(273) Public improvements—Maintenance	2,167
54	(274) Injuries to persons	8,725
55	(275) Insurance	1,029
56	(276) Stationery and printing	494
57	(277) Employees' health and welfare benefits	6,814
58	(281) Right-of-way expenses	
59	(282) Other expenses	357
60	(278) Maintaining joint tracks, yards, and other facilities—Dr	3,797
61	(279) Maintaining joint tracks, yards, and other facilities—Cr	(2,989)
62	Total—All road property depreciation (account 266)	13,271
63	Total—All other maintenance of way and structures accounts	181,006
64	Total maintenance of way and structures	194,277
Maintenance of Equipment		
65	(301) Superintendence	15,134
66	(302) Shop machinery	2,226
67	(304) Power-plant machinery	61
68	(305) Shop and power-plant machinery—Depreciation (p. 84)	598
69	(306) Dismantling retired shop and power-plant machinery	
70	(311) Locomotives—Repairs, Diesel locomotives—Yard	4,782
71	Locomotives—Repairs, Diesel locomotives—Other	78,381
72	Locomotives—Repairs, Other than Diesel—Yard	
73	Locomotives—Repairs, Other than Diesel—Other	
74	(314) Freight-train cars—Repairs*	62,142
75	(317) Passenger-train cars—Repairs	1,041
76	(318) Highway revenue equipment—Repairs	1,565
77	(323) Floating equipment—Repairs	
78	(326) Work equipment—Repairs	1,848
79	(328) Miscellaneous equipment—Repairs	7,371
80	(329) Dismantling retired equipment	8
81	(330) Retirements—Equipment (p. 84)	(348)
82	(331) Equipment—Depreciation (p. 84)	62,248
83	(332) Injuries to persons	7,454
84	(333) Insurance	1,018
85	(334) Stationery and printing	464
86	(335) Employees' health and welfare benefits	6,344
87	(339) Other expenses	394
88	(336) Joint maintenance of equipment expenses—Dr	791
89	(337) Joint maintenance of equipment expenses—Cr	(137)
90	Total—All equipment depreciation (accounts 305 and 331)	62,846
91	Total—All other maintenance of equipment accounts	190,539
92	Total maintenance of equipment	253,385
93	*Includes charges for work done by others of	\$ 16,353
94	and credits for work charged to others in the amount of	\$ 19,290

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320. RAILWAY OPERATING EXPENSES—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)	Other expenses not related to either freight or to passenger and allied services (i)	
\$ 441	\$	\$ 441	\$ (21)	\$ 1	\$ (20)	\$	50
	5,958	5,958		9	9		51
345		345					52
2,161		2,161		6	6		53
8,418	304	8,722		3	3		54
	1,026	1,026		3	3		55
	492	492		2	2		56
	6,789	6,789	3	22	25		57
							58
	356	356		1	1		59
3,797		3,797					60
(2,989)		(2,989)					61
13,071	64	13,135	95	41	136		62
123,174	57,138	180,312	238	456	694		63
136,245	57,202	193,447	333	497	830		64
	14,911	14,911		223	223		65
	2,200	2,200		26	26		66
	60	60		1	1		67
	591	591		7	7		68
							69
	4,765	4,765		17	17		70
	77,752	77,752	629		629		71
							72
							73
62,142		62,142					74
			1,041		1,041		75
1,565		1,565					76
							77
	1,841	1,841		7	7		78
	7,286	7,286		85	85		79
	8	8					80
(348)		(348)					81
58,230	3,486	61,716	509	23	532		82
	7,365	7,365		89	89		83
	1,006	1,006		12	12		84
	459	459		5	5		85
	6,255	6,255	72	17	89		86
	389	389		5	5		87
791		791					88
(137)		(137)					89
58,230	4,077	62,307	509	30	539		90
64,013	124,297	188,310	1,742	487	2,229		91
122,243	128,374	250,617	2,251	517	2,768		92

320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account	Amount of operating expenses for the year
	(a)	(b)
	Traffic	\$
95	(351) Superintendence	6,608
96	(352) Outside agencies	11,032
97	(353) Advertising*	668
98	(354) Traffic associations	1,144
99	(355) Fast freight lines	
100	(356) Industrial and immigration bureaus	522
101	(357) Insurance	(3)
102	(358) Stationery and printing	402
103	(359) Employees' health and welfare benefits	1,084
104	(360) Other expenses	
105	Total traffic	21,457
	Transportation—Rail Line	
106	(371) Superintendence	21,579
107	(372) Dispatching trains	5,736
108	(373) Station employees	36,650
109	(374) Weighing, inspection, and demurrage bureaus	1,503
110	(375) Coal and ore wharves	
111	(376) Station supplies and expenses	3,456
112	(377) Yardmasters and yard clerks	27,281
113	(378) Yard conductors and brakemen	40,272
114	(379) Yard switch and signal tenders	6,851
115	(380) Yard enginemen	15,016
116	(382) Yard switching fuel	3,483
117	(383) Yard switching power produced	
118	(384) Yard switching power purchased	
119	(388) Servicing yard locomotives	2,858
120	(389) Yard supplies and expenses	4,728
121	(392) Train enginemen	51,187
122	(394) Train fuel	106,103
123	(395) Train power produced	
124	(396) Train power purchased	
125	(400) Servicing train locomotives	21,863
126	(401) Trainmen	88,054
127	(402) Train supplies and expenses**	18,693
128	(403) Operating sleeping cars	
129	(404) Signal and interlocker operation	10,684
130	(405) Crossing protection	197
131	(406) Drawbridge operation	916
132	(407) Communication system operation	4,737
133	(408) Operating floating equipment	
134	(409) Employees' health and welfare benefits	20,042
135	(410) Stationery and printing	2,017
136	*Value of transportation issued in exchange for advertising	None
	**Includes gross charges and credits for heater and refrigerator service as follows:	
137	Freight train cars: Refrigerator-Charges	19,066
138	-Credits	16,035
139	Heater-Charges	105
140	-Credits	45
141	TOFC trailers: Refrigerator-Charges	96
142	-Credits	40
143	Heater-Charges	
144	-Credits	

320. RAILWAY OPERATING EXPENSES—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS

Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)	Other expenses not related to either freight or to passenger and allied services (i)	Line No.
\$ 4,590	\$ 1,971	\$ 6,561	\$ 42	\$ 5	\$ 47	\$	95
11,032		11,032					96
665		665	3		3		97
1,144		1,144					98
522		522					99
	(3)	(3)					100
	400	400	2		2		101
	1,081	1,081	3		3		102
							103
17,953	3,449	21,402	50	5	55		104
							105
	21,202	21,202		377	377		106
	5,664	5,664		72	72		107
35,972		35,972	678		678		108
1,503		1,503					109
							110
	3,392	3,392		64	64		111
27,166		27,166	115		115		112
40,069		40,069	203		203		113
6,523		6,523	326	2	328		114
14,941		14,941	75		75		115
	3,470	3,470		13	13		116
							117
							118
	2,847	2,847		11	11		119
	4,714	4,714		14	14		120
50,192		50,192	995		995		121
105,493		105,493	610		610		122
							123
							124
21,373		21,373	490		490		125
86,589		86,589	1,465		1,465		126
17,952		17,952	741		741		127
							128
10,450		10,450	104	130	234		129
197		197					130
916		916					131
	4,685	4,685		52	52		132
							133
	19,644	19,644	368	30	398		134
	1,989	1,989		28	28		135

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320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)
	Transportation—Rail Line	\$
145	(411) Other expenses	1,094
146	(414) Insurance	1,067
147	(415) Clearing wrecks	5,438
148	(416) Damage to property	1,551
149	(417) Damage to livestock on right of way	189
150	(418) Loss and damage—Freight	15,786
151	(419) Loss and damage—Baggage	
152	(420) Injuries to persons	29,784
153	(421) TOFC/COFC terminals	9,402
154	(422) Other highway transportation expenses	2
155	(390) Operating joint yards and terminals—Dr	9,460
156	(391) Operating joint yards and terminals—Cr	(1,268)
157	(412) Operating joint tracks and facilities—Dr	550
158	(413) Operating joint tracks and facilities—Cr	(841)
159	Total transportation—Rail line	566,120
	Miscellaneous Operations	
160	(441) Dining and buffet service	
161	(442) Hotels and restaurants	
162	(443) Grain elevators	
163	(445) Producing power sold	
164	(446) Other miscellaneous operations	
165	(449) Employees' health and welfare benefits	
166	(447) Operating joint miscellaneous facilities—Dr	
167	(448) Operating joint miscellaneous facilities—Cr	
168	Total miscellaneous operations	
	General	
169	(451) Salaries and expenses of general officers	6,245
170	(452) Salaries and expenses of clerks and attendants	30,958
171	(453) General office supplies and expenses	10,836
172	(454) Law expenses	7,127
173	(455) Insurance	129
174	(456) Employees' health and welfare benefits	4,906
175	(457) Pensions	10,796
176	(458) Stationery and printing	1,450
177	(460) Other expenses*	7,030
178	(461) General joint facilities—Dr	170
179	(462) General joint facilities—Cr	(38)
180	Total general expenses	79,609
181	Grand total railway operating expenses	1,114,848
182	Operating ratio (ratio of operating expenses to operating revenues) percent. (Two decimal places required)	78.65 %
183	Amount of employee compensation † (applicable to the current year) chargeable to operating expenses	\$ 555,236

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

Description of payments

Amount

Severance payments to employees under various agreements

\$

520

\$

520

†Includes "straight time paid for" in train and engine service, and "time actually worked and paid for at straight time rates" in other services; all overtime in train and engine service and overtime paid for at punitive rates in other services; and "constructive allowances, including vacations and holidays" in train and engine service and "vacations, holidays, and other allowances" in other services. (Compensation chargeable to operating expenses applicable to prior years, which was paid or is payable under labor awards of the current year or for other reasons, should be reported under Instruction 6, ICC Wage Statistics Forms A and B, Monthly Report of Employees, Service and Compensation, and not included in Schedule 320.)

320. RAILWAY OPERATING EXPENSES—Concluded

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)	Other expenses not related to either freight or to passenger and allied services (i)	
\$	\$	\$	\$	\$	\$	\$	
	1,079	1,079		15	15		145
	1,052	1,052		15	15		146
5,438		5,438					147
1,551		1,551					148
189		189					149
15,786		15,786					150
							151
29,205	529	29,734	45	5	50		152
9,402		9,402					153
2		2					154
9,460		9,460					155
(1,268)		(1,268)					156
550		550					157
(841)		(841)					158
488,810	70,267	559,077	6,215	828	7,043		159
							160
							161
							162
							163
							164
							165
							166
							167
							168
	6,181	6,181		64	64		169
	30,638	30,638		320	320		170
	10,724	10,724		112	112		171
	7,053	7,053		74	74		172
	128	128		1	1		173
	4,876	4,876		30	30		174
	10,684	10,684		112	112		175
	1,435	1,435		15	15		176
	6,957	6,957		73	73		177
170		170					178
(23)		(38)					179
132	78,676	78,808		801	801		180
765,383	337,968	1,103,351	8,849	2,648	11,497		181

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322. ROAD PROPERTY—DEPRECIATION

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

Line No.	Subaccount (Dollars in thousands)		Amount of operating expenses for the year
	(a)	(b)	
1	(1) Engineering		\$ 242
2	(2 1/2) Other right-of-way expenditures		25
3	(3) Grading		188
4	(5) Tunnels and subways		257
5	(6) Bridges, trestles, and culverts		2,178
6	(7) Elevated structures		
7	(13) Fences, snowsheds, and signs		196
8	(16) Station and office buildings		1,549
9	(17) Roadway buildings		180
10	(18) Water stations		49
11	(19) Fuel stations		100
12	(20) Shops and enginehouses		629
13	(21) Grain elevators		
14	(22) Storage warehouses		
15	(23) Wharves and docks		5
16	(24) Coal and ore wharves		
17	(25) TOFC/COFC terminals		318
18	(26) Communication systems		1,358
19	(27) Signals and interlockers		3,540
20	(29) Power plants		7
21	(31) Power		98
22	(35) Miscellaneous structures		28
23	(37) Roadway machines		1,501
24	(39) Public improvements—Construction		823
25	All other road accounts		
26	Total (account 266)		13,271

324. RETIREMENTS—ROAD

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

Line No.	Subaccount (Dollars in thousands)		Amount of operating expenses for the year
	(a)	(b)	
1	(1) Engineering		\$ 50
2	(2 1/2) Other right-of-way expenditures		
3	(3) Grading		115
4	(5) Tunnels and subways		
5	(8) Ties		152
6	(9) Rails		20
7	(10) Other track material		14
8	(11) Ballast		128
9	(12) Track laying and surfacing		245
10	(38) Roadway small tools		3
11	(39) Public improvements—Construction		
12	(43) Other expenditures—Road		
13	(76) Interest during construction		75
14	(77) Other expenditures—General		20
15	(80) Other elements of investment		165
16	All other road accounts		109
17	Total (account 267)		1,096

322. ROAD PROPERTY—DEPRECIATION

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No.
Expenses related solely to freight service	Common expenses apportioned to freight service	Total freight expense	Related solely to passenger and allied services	Common expenses apportioned to passenger and allied services	Total passenger expense	Other expenses not related to either freight or to passenger and allied services	
(c)	(d)	(e)	(f)	(g)	(h)	(i)	
\$ 240	\$ 1	\$ 241	\$	\$ 1	\$ 1	\$	1
25		25					2
188		188					3
240	10	250		7	7		4
2,167	6	2,173		5	5		5
							6
196		196					7
1,484	4	1,488	55	6	61		8
180		180					9
47		47	2		2		10
99		99	1		1		11
604	19	623	1	5	6		12
							13
							14
5		5					15
							16
318		318					17
1,356	1	1,357	1		1		18
3,503	9	3,512	21	7	28		19
7		7					20
97		97	1		1		21
28		28					22
1,498		1,498	3		3		23
792	14	806	7	10	17		24
(3)		(3)	3		3		25
13,071	64	13,135	95	41	136		26

324. RETIREMENTS—ROAD

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No.
Expenses related solely to freight service	Common expenses apportioned to freight service	Total freight expense	Related solely to passenger and allied services	Common expenses apportioned to passenger and allied services	Total passenger expense	Other expenses not related to either freight or to passenger and allied services	
(c)	(d)	(e)	(f)	(g)	(h)	(i)	
\$ 50	\$	\$ 50	\$	\$	\$	\$	1
							2
115		115					3
							4
146		146	6		6		5
			20		20		6
(41)		(41)	55		55		7
118		118	10		10		8
235		235	10		10		9
3		3					10
							11
							12
55		55	20		20		13
15		15	4		5		14
124		124	41		41		15
109		109					16
929		929	167		167		17

Finance Dept

326. SHOP AND POWER-PLANT MACHINERY—DEPRECIATION

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

Line No.	Subaccount (a)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(44) Shop machinery		560
2	(45) Power-plant machinery		38
3	Total (account 305)		598

328. RETIREMENTS—EQUIPMENT

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

Line No.	Subaccount (a)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(52) Locomotives		
2	(53) Freight-train cars		(348)
3	(54) Passenger-train cars		
4	(55) Highway revenue equipment		
5	(56) Floating equipment		
6	(57) Work equipment		
7	(58) Miscellaneous equipment		
8	(76) Interest during construction		
9	(77) Other expenditures—General		
10	(80) Other elements of investment		
11	Total (account 330)		(348)

330. EQUIPMENT—DEPRECIATION

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

Line No.	Subaccount (a)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(52) Locomotives-Yard		1 512
2	(52) Locomotives-Other		24,787
3	(53) Freight-train cars		33,707
4	(54) Passenger-train cars		245
5	(55) Highway revenue equipment		
6	(56) Floating equipment		
7	(57) Work equipment		550
8	(58) Miscellaneous equipment		1,447
9	Total (account 331)		62,248

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

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS						Other expenses not related to either freight or to passenger and allied services (i)	Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)		
\$	\$ 553	\$ 553	\$	\$ 7	\$ 7	\$	1
	38	38					2
	591	591		7	7		3

328. RETIREMENTS-EQUIPMENT—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS						Other expenses not related to either freight or to passenger and allied services (i)	Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)		
\$	\$	\$	\$	\$	\$	\$	1
(348)		(348)					2
							3
							4
							5
							6
							7
							8
							9
(348)		(348)					10
							11

330. EQUIPMENT-DEPRECIATION—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS						Other expenses not related to either freight or to passenger and allied services (i)	Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)		
\$	\$ 1,507	\$ 1,507	\$	\$ 5	\$ 5	\$	1
24,523		24,523	264		264		2
33,707		33,707					3
			245		245		4
							5
	548	548		2	2		6
	1,431	1,431		16	16		7
58,230	3,486	61,716	509	23	532		9

350. RAILWAY TAX ACCRUALS

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

come account for the year.

2. In Section C show an analysis and distribution of Federal income taxes. (Dollars in thousands)

A. Other than U.S. Government Taxes					
Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
		\$		\$	
1	Alabama		South Dakota		41
2	Alaska		Tennessee		42
3	Arizona	5,826	Texas	4,838	43
4	Arkansas		Utah	1,208	44
5	California	30,349	Vermont		45
6	Colorado		Virginia		46
7	Connecticut		Washington		47
8	Delaware	82	West Virginia		48
9	Florida		Wisconsin		49
10	Georgia		Wyoming		50
11	Hawaii		District of Columbia		51
12	Idaho				
13	Illinois	1	Other		
14	Indiana		Canada		52
15	Iowa		Mexico		53
16	Kansas		Puerto Rico		54
17	Kentucky				55
18	Louisiana	1,301	Total—Other than U.S. Government Taxes	48,246	56
19	Maine				
20	Maryland		B. U.S. Government Taxes		
21	Massachusetts		Kind of tax (a)	Amount (b)	
22	Michigan			\$	
23	Minnesota				
24	Mississippi		Income taxes:		
25	Missouri		Normal tax and surtax	1,954	57
26	Montana		Excess profits		58
27	Nebraska		Total—Income taxes	1,954	59
28	Nevada	1,348	Old-age retirement*	83,029	60
29	New Hampshire		Unemployment insurance	8,671	61
30	New Jersey		All other United States Taxes	61	62
31	New Mexico	404	Total—U.S. Government taxes	93,715	63
32	New York		Grand Total—Railway Tax Accruals (account 532)	141,961	64
33	North Carolina				
34	North Dakota				
35	Ohio				
36	Oklahoma		*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon	2,889			
38	Pennsylvania		Hospital insurance	4,929	65
39	Rhode Island		Supplemental annuities	9,963	66
40	South Carolina				

350. RAILWAY TAX ACCRUALS—Continued

Changes Approved by GAO
0-180230 (R0399)

C. Analysis of Federal Income Taxes

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

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

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

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

5. The total of line 10 in columns (c) and (d) should agree with the total of the contra charges (credits) to account 533, provision for deferred taxes, and account 591, provision for deferred taxes - extraordinary 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	\$ 230,269	\$ 17,932	\$	\$ 248,251
2	Accelerated amortization of facilities Sec. 168 I.R.C.	80,723	(3,233)		77,440
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	67,725	(4,661)		63,064
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify) <u>Deferred State Tax</u>		2,000		2,000
6	<u>Fed. Tax Credit (On Deferred States)</u>		(960)		(960)
7	<u>Casualty Reserves</u>		(679)		(679)
8	<u>Line Abandonments</u>		(696)		(696)
9	Investment tax credit*		(12,282)		(12,282)
10	TOTALS	378,717	(2,579)		376,138

Distribution of tax expense:

11 (532) Railway tax accruals (Schedule 350(A), line 64) \$141,961

12 (544) Miscellaneous tax accruals 1,494

13 (590) Income taxes on extraordinary items

14 Other (specify):

15 533 Provision for Deferred Taxes (2,579)

16

17

18 Total tax expense for year 140,876

* Footnotes:

19 Indicate method elected by carrier, as provided in the Revenue Act of 1971, to account for the investment tax credit:

Flow-through X; Deferral

20 If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit \$14,414

21 If deferral method was elected, indicate amount of investment tax credit utilized as a reduction of tax liability for current year \$ None

22 Deduct amount of current year's investment tax credit applied to reduction of tax liability but deferred for accounting purposes \$ None

23 Balance of current year's investment tax credit used to reduce current year's tax accrual \$ None

24 Add amount of prior year's deferred investment tax credits being amortized and used to reduce current year's tax accrual \$ None

25 Total decrease in current year's tax accrual resulting from use of investment tax credits \$14,414

371. INCOME FROM LEASE OF ROAD AND EQUIPMENT

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

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

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

Line No.	Description of property (a)	Name of lessee (b)	Total rent accrued during year (account 509) (c)
1	Line Rental	San Diego & Arizona Eastern Ry. Co.	\$ 14
2	Land & Terminal Rental	Ogden Union Railway & Depot Co.	42
3	Tracks	Santa Maria Valley Railroad Co.	3
4			
5		Total	59

371A. ABSTRACT OF TERMS AND CONDITIONS OF LEASES

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

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

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

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

No changes

Respondent has no reversionary interest in railroad property from which it derives no rent.

372. MISCELLANEOUS RENT INCOME

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

stated.

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

Report dollars in thousands.

Line No.	Description of Property		Name of lessee (c)	Amount of rent (d)
	Name (a)	Location (b)		
1	General Whse	San Francisco	Merchants Shippers	\$ 64
2	Freight Fwdg Opera.	Los Angeles	Universal Carloading	80
3	Whse & Office Bldg	San Francisco	H. R. Basford	76
4	Other items each less			
5	than \$250,000 per annum			13 374
6				
7				
8				
9				
10				
11			Total	13 594

375. SEPARATELY OPERATED PROPERTIES - PROFIT OR LOSS

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

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

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

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 376. HIRE OF FREIGHT CARS, PAGE 90

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

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

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

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

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

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

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

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

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

Schedule 376.—HIRE OF FREIGHT CARS AND HIGHWAY REVENUE EQUIPMENT

(Dollars in thousands)

Line No.	Item (a)	Car-miles (loaded and empty) See instructions 2, 3, and 4 (b)	CARS OF RESPONDENT OR OTHER CARRIERS (Excluding cars of private car lines)		CARS OF INDIVIDUALS AND COMPANIES NOT CARRIERS (Including cars of private car lines)	
			Gross amount receivable (c)	Gross amount payable (d)	Gross amount receivable (e)	Gross amount payable (f)
	FREIGHT CARS		\$	\$	\$	\$
	Mileage Basis:					
1	Tank cars	178,018,960		5		15,357
2	Refrigerator cars	164,764,630		65		11,560
3	All other cars	123,804,348				6,387
4	Total (Lines 1-3)	466,587,938		70		33,304
5	TOFC and/or COFC Cars	187,158,554	1,319	365	675	10,832
	Combination Mileage and Per Diem Basis:					
	Mileage Portion:					
6	Unequipped box cars	256,509,205	8,436	8,203		
7	All other per diem cars	711,510,934	19,387	22,858		
8	Total (Lines 6 and 7)	968,020,139	27,823	31,061		
	Per Diem Portion:					
	Unequipped Box Cars:					
	U.S. Ownership:					
9	Basic		15,417	11,690		
10	Incentive		6,168	4,940		
	Canadian Ownership:					
11	Basic		XXXXXXXXXX	209		
12	Incentive		XXXXXXXXXX	65		
13	All Other Per Diem Cars		30,497	43,594		
14	Total Per Diem Portion (Lines 9-13)		52,082	59,898		
15	Leased Rental-Railroad, Insurance and Other Companies				12,826	33,649
16	Other Basis		262	141	2,307	20,763
	CAR-DAYS PAID FOR (Lines 6 through 14)					
17	Unequipped Box Cars		2,983,867	2,432,100		
18	All Other Per Diem Cars		4,301,428	6,772,030		
	OTHER FREIGHT CARRYING EQUIPMENT					
19	Refrigerated Highway Trailers		73	20		1,369
20	Other Highway Trailers		780	2,730	431	7,626
21	Auto Racks		3,488	4,227		47
22	GRAND TOTAL (Lines 4, 5, 8, 14-16 & 19-21)		85,827	98,512	16,239	107,590
23	NET BALANCE CARRIED TO INCOME ACCOUNT: CREDIT \$			or DEBIT \$	104,036	

377. LOCOMOTIVE RENTALS

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

Line No.	Item (a)	Amount receivable (b)	Amount payable (c)	Remarks (d)
	Locomotives of respondent or other carriers:	\$	\$	
1	Mileage basis _____			
2	Per diem basis _____	747	209	
3	Other basis _____	2 135	2 071	
	Locomotives of individuals and companies not carriers:			
4	Mileage basis _____			
5	Per diem basis _____			
6	Lease rental-insurance and other companies _____		8 938	
7	Other basis _____			
8	Total _____	2 882	11 218	

378. PASSENGER-TRAIN CAR RENTALS

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

Line No.	Item (a)	Amount receivable (b)	Amount payable (c)	Remarks (d)
	Cars of respondent or other carriers:	\$	\$	
1	Mileage basis _____			
2	Per diem basis _____			
3	Other basis _____			
	Cars of individuals and companies not carriers:			
4	Mileage basis _____			
5	Per diem basis _____			
6	Lease rental-insurance and other companies _____			
7	Other basis _____			
8	Total _____	NONE	NONE	

383. RENT FOR LEASED ROADS AND EQUIPMENT

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

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

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

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

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

Line No.	Name of lessor or reversioner and description of property (a)	Total rent accrued during year (Acct. 542) (b)	Classification of Amount: Column (b)		
			Interest on bonds (c)	Dividends on stocks (d)	Cash (e)
1	PFE repr. facility, City of Industry	\$ 94	\$	\$	\$ 94
2	UP RR Co. tracks 5 mi. west of				
3	Ogden, Utah	20			20
4					
5					
6					
7					
8					
9					
10	Total	114			114

383A. ABSTRACTS OF LEASEHOLD CONTRACTS

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

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

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

NCNE

384. MISCELLANEOUS RENTS

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

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

Line No.	Description of Property		Name of lessor (c)	Amount charged to Income (d)
	Name (a)	Location (b)		
1	Land or Seawall	Sacramento, Calif.	Port of Sacramento	\$ 20
2	Minor items, each less than \$250,000 per annum			3
3	General Office Bldg.		American Building	
4	6th floor	El Paso	Leasing Co., Inc.	14
5	Land or Seawall	San Francisco, Calif.	San Francisco Port	
6			Commission	5
7				
8				
9				
10			Total	42

138100

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SOUTHERN PACIFIC TRANSPORTATION CO.

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

Give a brief description for all items, regardless of amount, included during the year in accounts 519, "Extraordinary items"; 590, "Income taxes on extraordinary items"; 606, "Other credits to retained income"; 616, "Other debits to retained income"; 620, "Appropriations for sinking and other reserve funds"; 621, "Appropriations for other purposes"; and 622, "Appropriations released." Give a brief description of the three largest items regardless of the dollar amount and all other items amounting to

\$250,000 or more included during the year in accounts 519, "Miscellaneous income", and 551, "Miscellaneous income charges." Items less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the total of each account shall be shown corresponding to the amounts in Schedules 300 and 301, as appropriate. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote. (Dollars in thousands)

Line No.	Account No.	Item (b)	Debits (c)	Credits (d)
1	519	Earnings from oil leases - Rents and Royalties \$1,891	\$	\$
2		Less: Expenses applicable to oil earnings -		
3		Net		1,891
4		Profit on sales of land		7,746
5		Profit on securities required		465
6		Miscellaneous lease rentals		259
7		Amts. received previously written-off, Penn Central		611
8		Other items, each less than \$250,000		598
9		Total account 519		10,970
10				
11	551	Interest on Overcharge claims	305	
12		Loss on retirement of property	379	
13		Write-off uncollectible items	1,122	
14		Other items, each less than \$250,000	1,178	
15		Total account 551	2,984	
16				
17				
18	570	Extraordinary items (Net)	NONE	
19	590	Income taxes on extraordinary and prior period items	NONE	
20	606	Other credits to retained income		# 52,717
21	616	Other debits to retained income	NONE	
22	620	Appropriations for sinking and other reserve funds 0	1,752	
23	621	Appropriations for other purposes	NONE	
24	622	Appropriations released 0		1,752
25				
26				
27		0 Amount of Incentive per diem funds		
28		# See note on page 14		
29				
30				

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED INCOME ACCOUNTS

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE III

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

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

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

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

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

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

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

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

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

The returns in column (b) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc., not classifiable under "branch lines" as defined below. Tracks belonging to an industry for which no rent is payable should not be included.

Tracks leading to and in gravel and sand pits and quarries, the cost of which is chargeable to a clearing account and which are used in getting out material for the respondent's use, should not be included.

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

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

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

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

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

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

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

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

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

Line No.	Class (a)	Proportion owned or leased by respondent (b)	Main (M) or branch (B) line (c)	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks (h)	Miles of yard switching tracks (i)	Total (j)
				Miles of road (d)	Miles of second main track (e)	Miles of all other main tracks (f)	Miles of passing tracks, cross-overs, and turn-outs (g)			
1	L	100	M	5,910.84	733.22		1,102.18	868.69	1,956.36	10,571.29
2	LJ	44/100	M	.76	.76				10.86	12.38
3	LJ	1/3	M	2.18					1.19	3.37
4	LJ	1/2	M	.21	.30		.09	7.98	57.16	65.84
5	Total LJ			3.25	1.06		.09	7.98	69.21	81.59
6										
7	Total L									
8										
9	Total L and LJ			5,914.09	734.28		1,102.27	876.67	2,025.77	10,652.88
10										
11										
12										
13	I	100	B	5,025.80	7.57		231.80	822.23	452.91	6,540.31
14										
15	LJ	1/3	B							
16	LJ	1/2	B	23.18			1.97	40.98	26.06	92.19
17	Total LJ			23.18			1.97	40.98	26.06	92.19
18										
19	Total I and LJ			5,048.98	7.57		233.77	863.21	478.97	6,632.50
20										
21										
22	Total I and LJ Main and Branch			10,963.07	741.85		1,336.04	1,739.88	2,504.54	17,285.38
23				3	2		6	0	4	3
24										
25										
26	3A	100	M						.62	.62
27										
28	3B	100	M					1.43		1.43
29	3B	100	B	1.86				32.98		34.84
30	Total 3A, 3B Main and 3B Branch			1.86				34.41	.62	36.89
31				1				4	1	7
32	4B	100	M						.62	.62
33										
34	5	100	M	232.32	195.04		62.06	10.54	86.26	586.22
35										
36	5	100	B	251.53	2.03		10.53	37.95	17.03	319.07
37	Total 4B Main, 5 Main and 5 Branch			483.85	197.07		72.59	48.49	103.91	905.91
38				4	1		3	8	4	6
39										
40										
41	Total Main Line	XXX		6,146.41	929.32		1,164.33	888.64	2,113.07	11,241.77
42	Total Branch Lines	XXX		5,302.37	9.60		244.30	934.14	496.00	6,986.41
43	Grand Total	XXX		11,448.78	938.92		1,408.63	1,822.78	2,609.07	18,228.18
44	Miles of road or track electrified included in preceding grand total	XXX		9	9		9	2	6	8

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

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

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

Line No.	Class	Name of road or track	Main (M) or branch (B) line	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turn-outs			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1		Southern	M					.08	.12	.20
2		Pacific	M	.46	.54				.67	.707
3		Transportation	M					.10		.10
4		Company	M					.62		.62
5			M	1.1				1.6		2.7
6			B	.86						.86
7			B	.873				1.80		1,003
8			B					.29		.29
9			B	.05						.05
10			B						.47	.47
11										
12										
13										
14										
15		Total	XXX	2,051	.54			385	666	3,156
				21	1			4	6	32

- Line 1: Leased to Burlington Northern Inc. Rental 5% per annum on valuation.
 Line 2: Leased to the Ogden Union Railway and Depot Company. Rental 5% on valuation.
 Line 3: Leased to Tucson, Cornelia and Gila Bend Railroad Company. Rental 6% per annum on valuation.
 Line 4: Leased to Union Pacific Railroad Company. Rental 6% per annum on valuation.
 Line 5: Leased to Santa Maria Valley Railroad Company. Rental 4% per annum on original value and 5% per annum on additions and betterments.
 Line 6: Leased to Harbor Belt Railroad Company.
 Line 7: Leased to San Diego & Arizona Eastern Railway Company. Rental 6% per annum on valuation and additions and betterments.
 Line 8: Leased to Trona Railway Company. Rental 3% and 6% per annum on valuation.
 Line 9: Operated by Union Pacific Railroad Company - No consideration.
 Line 10: Leased to U. S. Government (Navy Dept.). Rental 5% per annum on valuation.

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

Give particulars, as of the close of the year, of all road operated and of all owned but not operated. The respondent's proportion of operated road held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (c), (e), or (f), as may be appropriate. The remainder of jointly operated mileage should be shown in column (g). Respondent's proportion of road jointly owned, not operated, should be shown in columns (i) and (j), as may be appropriate. Tracks which have been permanently abandoned should not be included in columns (i) and (j).

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

Line No.	State or territory (a)	LINE OWNED		ROAD OPERATED BY RESPONDENT					LINE OWNED, NOT OPERATED BY RESPONDENT		New line constructed during year (k)
		Main line (b)	Branch lines (c)	Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)	Branch lines (j)	
1	Arizona	599 33	429 10				17 97	1,046 40			
2	California	(a) 2,367 38	1,554 98		1 86		(f) 97 27	4,021 49		20 05	
3	Louisiana	239 46	322 36				37 64	599 46			
4	Nevada	449 59	145 53				151 59	746 71			
5	New Mexico	419 42	28 77				60 41	508 60			
6	Oregon	(b) 355 00	910 79				(g) 10 92	1,276 71			
7	Texas	(d) 1,376 71	641 46				(h) 119 99	3,138 16			
8	Utah	109 58					1 67	111 25	46		
9		5,916 47	5,032 99		1 86		497 46	11,443 78	46	20 05	
10											

Miles .33 Includes Percentage of Ownership 44/100 of .76

Owned Jointly With
The Atchison, Topeka and Santa Fe Railway Company and the Union Pacific Railroad Company

(b)	do	.16	1/2	of	.31	Union Pacific Railroad Company
(c)	do	2.40	1/2	of	4.80	The Atchison, Topeka and Santa Fe Railway Company
(c)	do	8.38	1/2	of	16.75	The Atchison, Topeka and Santa Fe Railway Company
(c)	do	.08	1/2	of	.16	City of Los Angeles
(c)	do	.44	1/2	of	.88	Northwestern Pacific Railroad Company
(d)	do	.73	1/3	of	2.18	Gulf, Colorado and Santa Fe Railway Company and Galveston, Houston and Henderson Railroad Company
(e)	do	.30	1/2	of	.59	Gulf, Colorado and Santa Fe Railway Company
(f)	do	.43	56/100	of	.76	The Atchison, Topeka and Santa Fe Railway Company and the Union Pacific Railroad Company
(f)	do	10.77	1/2	of	21.55	The Atchison, Topeka and Santa Fe Railway Company
(f)	do	.08	1/2	of	.16	City of Los Angeles
(f)	do	.44	1/2	of	.88	Northwestern Pacific Railroad Company
(g)	do	.15	1/2	of	.31	Union Pacific Railroad Company
(h)	do	.29	1/2	of	.59	Gulf, Colorado and Santa Fe Railway Company
(h)	do	1.45	2/3	of	2.18	Gulf, Colorado and Santa Fe Railway Company and Galveston, Houston and Henderson Railroad Company

41.3. TRACKS OPERATED AT CLOSE OF YEAR (For switching and terminal companies only)

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

Classify the tracks, as follows:

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

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

Give subtotals for each of the several numbered classes.

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

Class (2) includes each line full title to which is in an inactive proprietary corporation of the respondent (i.e., one of whose

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

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

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

Class (5) includes all tracks operated and maintained by another company but over which the respondent has the right to operate some or all of its trains. In the tracks of this class the respondent has no proprietary rights but only the rights of a licen-

see. Include in this class, also, all main tracks and sidings owned by noncarrier companies and individuals when the respondent operates over them but does not have exclusive possession of them.

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

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

Tracks held by the respondent as *joint or common owner* or a *joint lessee* or under *any joint arrangement* should be shown in its appropriate class and the entry of length should be of the entire length of the portion jointly held. The class symbol should have the letter (J) attached, and full particulars showing all of the joint or common title holders, and the extent of their respective interests should be shown in a memorandum attached to the schedule.

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

TRACKS OPERATED AT CLOSE OF YEAR FOR JOINT BENEFIT—INCLUDED ABOVE

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

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

Character of business _____

414. CHANGES DURING THE YEAR

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

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

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

2. For changes in miles of road, give dates of beginning or abandonment of operations. If any changes reportable in this schedule occurred under

authority granted by the Commission in certificates of convenience and necessity, issued under paragraphs (18) to (22) of section 1 of the Interstate Commerce Act of otherwise, specific reference to such authority should in each case be made by docket number or otherwise, as may be appropriate.

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

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

4. Other important changes are elsewhere provided for involving more than \$50,000, giving full particulars.

INCREASES IN MILEAGE

Line No.	Class (a)	Main (M) or branch (B) line (b)	Running Tracks, Passing Tracks, Cross-overs, Etc.				Miles of way switching tracks (g)	Miles of yard switching tracks (h)	Total (i)	Remarks (j)
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turn-outs (f)				
1	1	M					.04		.04	February 1, 1976
2	1	M				.22	.68		.90	March 1, 1976
3	1	M					1.01		1.01	April 1, 1976
4	1	M					.21		.21	May 1, 1976
5	1	M					.08	.02	.10	June 1, 1976
6	1	M					.19		.19	July 1, 1976
7	1	M				.06		.07	.13	August 1, 1976
8	1	M					.06	.65	.72	September 1, 1976
9	1	M					.11		.11	October 1, 1976
10	1	M						.01	.01	November 1, 1976
11	1	M					.15		.15	December 1, 1976
12	1	B					.17		.17	January 1, 1976
13	1	B					.08		.08	February 1, 1976
14	1	B					.66	.44	1.10	March 1, 1976
15	1	B					.06	1.48	1.54	April 1, 1976
16	1	B					.03	.02	.05	May 1, 1976
17	1	B					.63	.05	.68	June 1, 1976
18	1	B				.09	.55		.64	July 1, 1976
19	1	B					.03		.03	September 1, 1976
20	1	B					.03	.22	.25	October 1, 1976
21	1	B					.27	.12	.39	November 1, 1976
22	1	B					.11		.11	December 1, 1976
Total Increases						.37	5.15	3.09	8.61	

DECREASES IN MILEAGE

Line No.	Class (a)	Main (M) or branch (B) line (b)	Running Tracks, Passing Tracks, Cross-overs, Etc.				Miles of way switching tracks (g)	Miles of yard switching tracks (h)	Total (i)	Remarks (j)
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turn-outs (f)				
23	1	M				1.66	.22	.92	2.15	January 1, 1976
24	1	M					.25	.27	.52	February 1, 1976
25	1	M					.32	.02	.34	March 1, 1976
26	1	M				.77	.34		1.09	April 1, 1976
27	1	M				.04	.22		.26	May 1, 1976
28	1	M					.32	.11	.43	June 1, 1976
29	1	M					.32	.30	.62	July 1, 1976
30	1	M				.54	.69		1.23	August 1, 1976
31	1	M				.94	.12		1.06	September 1, 1976
32	1	M					.03	1.69	1.72	October 1, 1976
33	1	M						.02	.02	November 1, 1976
34	1	M					.01		.01	December 1, 1976
35	1	B					.11		.11	January 1, 1976
36	1	B					.70	.81	1.51	February 1, 1976
37	1	B				.07	.61	.05	.73	March 1, 1976
38	1	B	9.02						9.02	March 1, 1976 ICC Fin.Doc. AB-12 (18)
39	1	B					.48	.19	.67	April 1, 1976
40	1	B					.10	.02	.12	May 1, 1976
41	1	B					.11		.11	June 1, 1976
42	1	B					.08		.08	July 1, 1976
43	1	B					.92	.34	1.26	August 1, 1976
44	1	B					.52		.52	September 1, 1976
45	1	B				.03	.85		.88	October 1, 1976
46	1	B				.18	.12		.30	November 1, 1976
47	1	B					.59		.59	December 1, 1976
48	1	B	13.27						13.27	December 1, 1976 ICC Fin.Doc. AB-12 (7)
49	1	B	8.57						8.57	December 1, 1976 ICC Fin.Doc. AB-12(21)
50	1	B	2.81						2.81	December 1, 1976 ICC Fin.Doc. AB-12(28)
51	1	B	1.05						1.05	December 1, 1976 ICC Fin.Doc. AB-12(22)
Total Decreases			34.72			3.73	7.05	4.50	50.30	

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

Owned by respondent:

Miles of road constructed None Miles of road abandoned None

Owned by proprietary companies:

Miles of road constructed None Miles of road abandoned None

The item "miles of road constructed" is intended to show the mileage of first main track laid to extend respondent's road, and should not include tracks relocated and tracks laid to shorten the distance between two points, without serving any new territory.

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

Inquiry No. 3 - None

Inquiry No. 4 - None

NOTES AND REMARKS

NOTES REGARDING SCHEDULE 516 PAGE 119

The difference of 269 between the totals of columns (d) and (h) line 16 and amount shown on line 24 Schedule 515 and amount charged to Investment Account 9 Schedule 211 of this report consists of the following:

1. Schedule 211 Acct. 9 (c), (e) and (f)		2,351
2. Schedule 516 Column (d) and (h)	165	
3. Schedule 515 Line 24	1,917	<u>2,082</u>
4. Difference		269

Detail of Item 4:

Included in Account 90	None
Prior years adjustment	None
Ribbon rail welding	1,238
Adjustment between A&B and Operating	(760)
Miscellaneous adjustments	<u>(209)</u>
	269

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

Give particulars, as of the close of the year, of all tracks operated and of all owned but not operated. The respondent's proportion of operated tracks held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (d), or (e), as may be appropriate. The remainder of jointly operated mileage should be shown in column (f). Tracks owned, not operated by respondent (including respondent's proportion of jointly owned tracks, not operated), should be shown in column (h). If any of the tracks returned in column (h) are operated by other than the respondent, the name of the company or individual operating them and the conditions under which they are held for operation should be shown in a footnote. Tracks which have been permanently abandoned should not be included in column (h). Lengths should be stated to the nearest hundredth of a mile.

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

INSTRUCTION CONCERNING RETURNS IN SCHEDULE 417 ON PAGES 104 AND 105

Instructions for reporting locomotive and passenger-train car data, pages 104 and 105.

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 (f); 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 (f).
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 17 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.

417. INVENTORY OF EQUIPMENT

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

Line No.	Type or design of units	Units in service of respondent at beginning of year (b)	Changes During the Year				Units at Close of Year					
			New units purchased or built (c)	New units leased from others (d)	Units installed		Units retired from service of respondent whether owned or leased, including reclassification (g)	Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (h)&(i)) (j)	Aggregate capacity of units reported in col. (j) (see ins. 7) (k) (H.P.)	Leased to others (l)
					Rebuilt units acquired and rebuilt into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)						
Locomotive Units												
1	Diesel-Freight — A units											
2	Diesel-Freight — B units	24					1	21	2	23	69,300	
3	Diesel-Passenger — A units											
4	Diesel-Passenger — B units											
5	Diesel-Multiple purpose — A units	1,565				64	51	1,194	384	1,578	4,381,963	25
6	Diesel-Multiple purpose — B units	3				2	24	485	90	575	15,000	34
7	Diesel-Switching — A units	597									848,712	
8	Diesel-Switching — B units	4						4		4	3,200	
9	Total (lines 1 to 8)	2,193				66	76	1,707	476	2,183	5,318,175	59
10	Electric-Freight											
11	Electric-Passenger											
12	Electric-Multiple purpose											
13	Electric-Switching											
14	Total (lines 10 to 13)											
15	Other self-powered units											
16	Total (lines 9, 14 and 15)	2,193				66	76	1,707	476	2,183	5,318,175	59
17	Auxiliary units					4		4			XXX	
18	Total Locomotive Units (lines 16 and 17)	2,193				70	76	1,711	476	2,187	5,318,175	59

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

Type or design of units (a)	During Calendar Year					TOTAL (f)
	Before Jan. 1, 1955 (b)	Between Jan. 1, 1955, and Dec. 31, 1959 (c)	Between Jan. 1, 1960, and Dec. 31, 1964 (d)	Between Jan. 1, 1965, and Dec. 31, 1969 (e)	Between Jan. 1, 1970, and Dec. 31, 1974 (f)	
19 Diesel	71	259	217	781	105	2,183
20 Electric						
21 Other self-powered units						
22 Total (lines 19 to 21)	71	259	217	781	105	2,183
23 Auxiliary units				1	3	4
24 Total Locomotive Units (lines 22 and 23)	71	259	217	782	105	2,187

417. INVENTORY OF EQUIPMENT - Continued										
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS										
Line No.	Class of equipment and car designations (a)	Units in service of respondent at beginning of year (b)	Changes During the Year					Totals at Close of Year		
			New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt into property accounts (e)	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)
										(Seating capacity) (l)
25	PASSENGER-TRAIN CARS	83						83		83
26	Non-Self-Propelled Coaches [PA, PB, PBO]									
27	Combined cars									
28	[All class C, except CSB]									
29	Parlor cars [PBC, PC, PL, PO]									
30	Sleeping cars [PS, PT, PAS, PDS]									
31	Dining, grill and tavern cars	2					1	1		1
32	[All class D, Pti]									xxxx
33	Postal cars [All class M]									xxxx
34	Non-passenger carrying cars	3					3			xxxx
35	[All class B, CSB, PSA, PA]									
36	Total (lines 25 to 31)	88					4	84		84
37	Self-Propelled Rail Motorcars									
38	Electric passenger cars									
39	[EP, ET]									
40	Electric combined cars [EC]									
41	Internal combustion rail motorcars									
42	[ED, EG]									
43	Other self-propelled cars									
44	(Specify types:)									
	Total (lines 33 to 36)	88					4	84		84
	Total (lines 32 and 37)									10411
39	COMPANY SERVICE CARS									
40	Business cars [PV]	23			11		2	32		32
41	Boarding outfit cars [MWX]	50			13		5	58		58
42	Derrick and snow removal cars	38					3	35		35
43	[MWU, MWV, MWV, MWK]						6	213		213
44	Dump and ballast cars [MWB, MWD]	219						791		791
45	Other maintenance and service equipment cars	806			16		25	797	6	803
46	Total (lines 39 to 43)	1,136			40		41	1,195	6	1,141
								1129		1135

417. INVENTORY OF EQUIPMENT—Continued

Instructions for reporting freight-train car data, pages 106 and 107.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (d) give the number of units purchased or built in company shops. In column (e) give the number of new units leased from others. The term "new"

means a unit placed in service for the first time on any railroad.

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

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

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS							
Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars	All others	Units installed			
				New units purchased or built ¹	New 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)
	FREIGHT-TRAIN CARS						
45	Box-General Service (unequipped) [All B, L070, R-00, R-01]	22,854 *					83
46	Box-General Service (equipped) [A-20, A-30, A-40, A-50, R-06, R-07]	9,124 *		310			
47	Box-Special Service [A-00, A-10]	1,360 *					
48	Gondola-General Service [All G (except G-9-)]	3,763 *		36			6
49	Gondola-Special Service [G-9-, J-00, all C, all E]	4,928 *					
50	Hopper (open top)-General Service [All H (except H-70)]	3,792 *		350			6
51	Hopper (open top)-Special Service [H-70, J-10, J-20, all K]	50 *					
52	Hopper (covered) [L-5-]	3,657 *					
53	Tank, under 12,000 gallons [T--0, T--1, T--2, T--3]	31 *					
54	Tank, 12,000-18,999 gallons [T--4]	189 *					
55	Tank, 19,000-24,999 gallons [T--5, T--6]	58 *					
56	Tank, 25,000 gallons and up [T--7, T--8, T--9]						
57	Refrigerator (meat)-Mechanical [R-11, R-12]						
58	Refrigerator (other than meat) -Mechanical [R-04, R-10]						
59	Refrigerator (meat)-Non-Mechanical [R-02, R-08, R-09, R-14, R-15, R-17]						
60	Refrigerator (other than meat) -Non-Mechanical [R-03, R-05, R-13, R-16]						
61	Stock [All S]						
62	Flat-Multi-level (vehicular) [All V]	1,488 *		300			107
63	Flat-General Service [F-0-]	4,738 *					240
64	Flat-Special Service [F-1-, F-9-, F-20, F-30, F-40, L-2-, L-3-]	3,435 *		2			35
65	Flat-TOFC [F-7-, F-8-]	1,056 *					4
66	All other [L-0-, L-1-, L-4-, L080, L090]						
67	Total (lines 45 to 66)	60,503 *		998			511
68	Caboose [All N]	XXXX	859 *				
69	Total (lines 67, 68)	60,503 *	859 *	998			511
70 GRAND TOTAL		60,503	859	998			575
		General funds		Incentive funds		General funds	Incentive funds

17. 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. Freight-train car type codes shown in column (a) correspond to the AAR Multi-level Per Diem Master List. Dashes are used in appropriate places to permit a single

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

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

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

Changes during year (Concluded)	Units At Close of Year						Line No.	
	Unit: retired from service of respondent whether owned or leased, in- cluding re- classification (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col. (k) + (l))		Aggregate capacity of units reported in col. (k) + (l) (see inv. 4) (m)		Leased to others (n)
				Time- mileage cars (k)	All other (l)			
1,140	25,348	6,449	21,797			1,503,993	833	45
473	5,394	3,567	8,961			618,309	95	46
112	659	588	1,247			92,278		47
1,003	2,436	366	2,802			196,140	366	48
352	4,469	107	4,576			329,744	54	49
322	3,006	820	3,826			275,472		50
1	49		49			* 4130 413		51
161	3,138	338	3,476			257,272		52
5	26		26			1,620		53
39	150		150			11,250		54
3	54 55	1	55 56			4,480		55
								56
								57
							4,776	58
								59
								60
93	1,526	276	1,802			127,942		61
44	4,015	949	4,964			357,408		62
101	3,146	225	3,371			242,712	30	63
29	731	300	1,031			70,103	251	64
3,879	44,148	13,986	58,134			4,089,441	6,105	65
29	618	212	xxxx	830	xxxxxx	xxxxxxx	7	66
3,938	44,766	14,198	58,964	830	4,089,441	4,089,441	6,412	67
3,950	45,985	14,204	58,134	2,055	4,089,441	4,089,441	6,420	68
								69
								70

* see last year report

417. INVENTORY OF EQUIPMENT—Concluded

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

Line No.	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes During the Year			
		Per item (b)	All other (c)	Units Installed			
				New units purchased or built ¹ (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units, including reclassification and second hand units purchased or leased from others (g)
	FLOATING EQUIPMENT						
71	Self-propelled vessels [Tugboats, car ferries, etc.]	X X X X					
72	Non-self-propelled vessels [Car floats, lighters, etc.]	X X X X					
73	Total (lines 71 and 72)	X X X X					
	HIGHWAY REVENUE EQUIPMENT						
74	Bogie-chassis		NONE				
75	Dry van						
76	Flat bed						
77	Open top						
78	Mechanical refrigerator						
79	Bulk						
80	Insulated						
81	Platform, removable sides						
82	Other trailer or container						
83	Tractor						
84	Truck						
85	Total (lines 74 to 84)						

NOTES AND REMARKS

417. INVENTORY OF EQUIPMENT--Concluded

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

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (i) + (j))		Aggregate capacity of units reported in col. (k) + (l) (see ins. 4) (m)	Leased to others (n)	
			Per diem (k)	All other (l)			
Units retired from service of respondent whether owned or leased, in- cluding re- classification (h)					(Tons)		
			XXXX				71
			XXXX				72
			XXXX				73
		NONE					74
							75
							76
							77
							78
							79
							80
							81
							82
							83
							84
							85

NOTES AND REMARKS

421. HIGHWAY MOTOR VEHICLE OPERATIONS

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

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

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

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

A. OPERATED BY RESPONDENT
(Revenue and nonrevenue service)

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

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

B. OPERATED BY OTHERS
(Revenue service)

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

421. HIGHWAY MOTOR VEHICLE OPERATIONS—Concluded

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

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

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Trucks (i)	Combination bus-trucks (j)	Line No.
						1
						2
						3
						4
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		5
XXXXXX		XXXXXX			XXXXXX	6
XXXXXX				XXXXXX	XXXXXX	7
						8
						9
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	10
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	11
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	12
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	13
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	14
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	15
	25	71	1 998	2 992		16
			20	34		17
			128	106		18
	25	71	1 890	2 920		19

B. OPERATED BY OTHERS—Concluded
(Revenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Truck (i)	Combination bus-trucks (j)	Line No.
XXXXXX	XXXXXX	XXXXXX	XXXXXX	255 324	XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX	10 968 615	XXXXXX	22
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	23

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

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

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

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

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

Line No.	Name and address of highway motor-vehicle enterprise (a)	Nature of respondent's interest (b)	Date on which respondent's direct or indirect interest was originally acquired (c)
1	Louis Heller, Inc.	Indirect - Pacific Motor	March 19, 1959
2	San Francisco, California	Trucking Company	
3	Pacific Motor Transport Company,	Direct	October 16, 1928
4	San Francisco, California		(See Note 1)
5	Pacific Motor Trucking Company,	Direct	July 1, 1933
6	San Francisco, California		
7	Southern Pacific Transport Company of	Direct	July 7, 1930
8	Texas & Louisiana, Houston, Texas		
9	Southwestern Transportation Company,	Indirect - St. Louis South-	July 15, 1930
10	St. Louis, Missouri	western Ry. Co.	
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

Note 1. Date respondent acquired indirect interest (through Pacific Electric Railway Company) in predecessor company "Pacific Electric Motor Transport Company." Direct control obtained August 21, 1933. Transport Company operated as express carrier to August 1, 1938.

510. GRADE CROSSINGS

A—Railroad With Railroad

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

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

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

Line No.	Number of crossings (a)	Interlocking (b)	Automatic signals (automatic interlocking) (c)	Derails on one line, no protection on other (d)	Hand-operated signals, without interlocking (e)	Gates (f)	Total specially protected (g)	Total not specially protected (h)	Grand total (i)
1	Number at beginning of year	35	41	4		14	94	91	185
2	Crossings added: New crossings								
3	Change in protection								
4	Crossings eliminated: Separation of grade								
5	Change in protection								
6	Other causes							(1)	(1)
7	Number at close of year	35	41	4		14	94	90	184
8	Number at Close of Year by States:								
9	Arizona		1				1	2	3
10	California	6	20	3			29	31	60
11	Louisiana	6	1			6	13	32	45
12	Nevada								
13	New Mexico								
14	Oregon							4	4
15	Texas	23	19	1		8	51	21	72
16	Utah								
17									
18									
19									
20									
21									
22									
23									
24									
25									

510. GRADE CROSSINGS—Continued

B—Railroad with Highway

1. A highway grade crossing is to be regarded as a single crossing of all of the tracks within the adjacent owned or leased right(s) of way of the railroad(s) at the point of intersection with a publicly maintained highway, street or avenue at the same grade to the extent that the tracks are located within the limits of a single set of grade crossing signs or protective devices having an integrated set of actuating circuits.
2. Not to be included are crossings of tracks with private roads leading to or within industrial plants, or with other roads or driveways not dedicated to public use. All crossings of tracks at grade with public roads and streets should be included if any railroad operations are conducted thereover by the reporting company whether or not the track is located on railroad right-of-way.
3. A private grade crossing which becomes public during the year should be reported as a new grade crossing. A grade crossing of a dual or multi-lane highway should be reported as one crossing. In the classification of protection, a crossing having more than one of the classes of protection listed below should be reported once only, using the furthest left column that applies. To avoid

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

TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE

Line No.	Item of Annual Change (a)	Automatic gates with flashing lights		Automatic flashing light signals		Gates manually operated		Watchmen only		Audible signals only (h)	Other automatic signals (i)	Total indicating warning of train approach (j)	"Railroad Crossing" signs only (k)	Crossbuck signs with other fixed signs (l)	Other fixed signs only (m)	No signs or signals (n)	Total crossings at grade (o)
		(b)	(c)	24 hours per day (d)	Less than 24 hours per day (e)	24 hours per day (f)	Less than 24 hours per day (g)										
1	Number at beginning of year	2 221	1 760	6						1	358	4 346	6 036	1 285	67	259	11 993
2	Added: By new, extended or relocated highway	25										25	4	7		76	112
3	By new, extended or relocated railroad	3										7	3	10		1	21
4	Total added	28										32	7	17		77	133
5	Eliminated: By closing or relocation of highway	(8)	(1)								(2)	(11)	(21)	(6)		(1)	(39)
6	By relocation or abandonment of railroad	(14)	(14)								(6)	(34)	(4)	(31)		(1)	(70)
7	By separation of grades	(1)	(5)									(6)	(1)				(7)
8	Total eliminated	(23)	(20)								(8)	(51)	(26)	(37)		(2)	(116)
9	Changes in protection: Number of each type added	160	4								1	165	175	1			341
10	Number of each type deducted	(67)	(79)								(17)	(84)	(66)	(15)		(176)	(341)
11	Net of all changes	165	(79)								(24)	62	90	(34)		(101)	17
12	Number at close of year	2 386	1 681	6						1	334	4 408	6 126	1 251	67	158	12 010
13	Number at close of year by States:																
14	Arizona	130	70							1	14	215	347	65		20	647
15	California	1 600	900	2							133	2 635	1 620	842	58	99	5 254
16	Louisiana	65	87								37	139	559	63	9		820
17	Nevada	27	23								2	52	74			7	133
18	New Mexico	7	4									11	37	13		7	68
19	Oregon	219	92								58	369	1 095				1 464
20	Texas	338	496	4							90	928	2 392	268		24	3 612
21	Utah		9									9	2			1	12
22																	
23																	
24																	
25																	
26																	

511. GRADE SEPARATIONS

Highway-Railroad

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

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

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

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

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

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

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

Line No.	Items of Annual Change (a)	Types and numbers of highway-railroad grade separations		
		Overpass (Highway above railroad) (b)	Underpass (Railroad above highway) (c)	TOTAL (d)
1	Number at beginning of year	855	719	1 574
2	Added: By new, extended or relocated highway	9	8	17
3	By new, extended or relocated railroad		2	2
4	By elimination of grade crossing ¹	6	1	7
5	Total added	15	11	26
6	Deducted: By closing or relocation of highway	(17)	(2)	(19)
7	By relocation or abandonment of railroad			-
8	Total deducted	(17)	(2)	(19)
9	Net of all changes	(2)	9	7
10	Number at close of year	853	728	1 581
11	Number at close of year by States:			
12	Arizona	41	41	82
13	California	520	307	827
14	Louisiana	18	16	34
15	Nevada	17	9	26
16	New Mexico	10	10	20
17	Oregon	89	75	164
18	Texas	156	270	426
19	Utah	2	-	2
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				

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

513. TIES LAID IN REPLACEMENT

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

In column (a) classify the ties as follows:

(U) Wooden ties untreated when applied.

(T) Wooden ties treated before application.

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

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

In columns (d) and (g) should be shown the total cost, including transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply, storage, and seasoning yards, and,

in the case of treated ties, also the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines and placing the ties in tracks, and of train service, other than that necessary in connection with loading or treatment, should not be included in this schedule. In these columns, "total cost" is to be reported in thousands.

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

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

Line No.	Class of ties	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks
		Total number of ties applied	Average cost per tie	Total cost of crossties laid in previously constructed tracks during year	Number of feet (board measure) applied	Average cost per M feet (board measure)	Total cost of switch and bridge ties laid in previously constructed tracks during year	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
1	T	1,091,152	\$ 11.92	\$ 13,047	2,037,308	\$ 266.16	\$ 546	New
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	1,091,152	11.92	13,047	2,037,308	266.16	546	

(Dollars in thousands)

21	Amount of salvage on ties withdrawn	\$ 0
22	Amount chargeable to operating expenses	\$ 13,593
23	Amount chargeable to additions and betterments	\$

Estimated number of crossties in all maintained tracks:

	Number	Percent of Total
24	Wooden ties	47,858,317 100.00
25	Other than wooden ties (steel, concrete, etc.)	
26	Total	47,858,317 100.00

Reconciliation of Amount on Line 22 Acct. 212:

Line 22 Schedule 513	13,593
Profit on Sale of Ties	(506)
Adjustment between A&B and operating	0
Inventory Adjustment	(209)
Miscellaneous Adjustments	58
	12,936

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

Give particulars of ties laid during the year in new construction, following the instructions given in the preceding schedule, so far as applicable. In columns (d) and (g), report "total cost" in thousands.

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)	
1	T	25,789	\$ 10.93	\$ 282	387,324	\$ 268.51	\$ 104	New Ties
2	T	696	.80	1	15,428	129.63	2	Second Hand Ties
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	26,485	10.69	283	402,752	263.19	106	
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid 3.06							
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 8.87							

The difference of 235 between the total of columns (D) and (G) Line 20 of this schedule and amount charged to Investment Account 8 in Schedule 211 (C), (E) and (F) consists of the following:

Schedule 211, Account 8 Columns (C), (E) and (F)	624
Schedule 514, Columns (D) and (G)	389
	<u>235</u>

Detail of Difference:

Prior Years Adjustment	235
Adjustment between Accounts 8 and 90	
Miscellaneous Adjustments	<u>235</u>

515. RAILS LAID IN REPLACEMENT

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

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

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

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

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

lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks, and of train service in connection with the distribution of the rails, should not be included in this schedule. In these columns, "total cost" is to be reported in thousands.

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

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

Line No.	Class of rail (a)	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lb.) (e)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)		
1	2	90	12	\$ 3	\$ 299.29	90	59	\$ 18	\$ 299.29
2	2	112	13	4	299.29	119	219	66	299.29
3	2	119	1,919	567	299.29	132	11	3	299.29
4	2	128	98	29	299.29	136	47	14	299.29
5	2	132	28	8	299.29				
6	2	133	6	2	299.29				
7	2	136	34,420	10,229	299.29				
8	2	140	540	166	299.29				
9	4	75	394	12	30.00	75	118	4	30.00
10	4	80	326	10	30.00	80	368	11	30.00
11	4	90	1,714	41	30.00	90	1,874	56	30.00
12	4	110	568	19	30.00	110	920	28	30.00
13	4	112	822	25	30.00	112	253	8	30.00
14	4	113	12,093	363	30.00	113	755	23	30.00
15	4	115	10,164	305	30.00	115	234	7	30.00
16	4	119	892	27	30.00	119	262	8	30.00
17	4	130	43	2	30.00	130	54	2	30.00
18	4	132	13,375	401	30.00	132	528	16	30.00
19	4	136	22,995	690	30.00	136	696	21	30.00
20	Total	X X X X	100,422	12,903	128.45	X X X X	6,398	285	44.55

(Dollars in thousands)

21	Number of tons (2,000 lb.) of relayers and scrap rail taken up	106,578
22	Salvage value of rails released	\$ 3,197
23	Amount chargeable to operating expenses	\$ 8,074
24	Amount chargeable to additions and betterments	\$ 1,917
25	Miles of new rails laid in replacement (all classes of tracks) †	315.06 (rail-miles)
26	Miles of new and second-hand rails laid in replacement (all classes of tracks) †	966.70 (rail-miles)
27	Average weight per yard of new rails laid in replacement (running, passing, and cross-over tracks, etc.) *	136 (pounds)
28	Tons of rail sold as scrap and amount received	38,825 (tons of 2,000 lb.): \$ 2,482
29	Track-miles of welded rail installed this year	314.78 : total to date 5,121

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

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

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

Reconciliation of amount on Line 23 with Account 214

Line 23
Adjustment between A&B and Operating
Rebuild Rail Joints and Rail Welding
Inventory Adjustment
Miscellaneous Adjustments

8,074
589
2,968
278
856
12,765

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

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

In columns (d) and (h), report "total cost" in thousands.

Line No.	Class of rail (a)	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lb.) (e)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)		
1	2	90	5	\$ 2	\$ 299.29	90	9	\$ 3	\$ 299.29
2	2	113	5	2	299.29	119	50	15	299.29
3	2	119	25	8	299.29	136	35	11	299.29
4	2	128	37	11	299.29				
5	2	136	173	51	299.29				
6	4		64	2	30.00	75	22	1	30.00
7	4	110	83	2	30.00	90	331	10	30.00
8	4	113	125	4	30.00	110	242	7	30.00
9	4	119	50	2	30.00	112	133	4	30.00
10	4	136	79	2	30.00	113	243	7	30.00
11	4					119	136	4	30.00
12	4					136	287	9	30.00
13	4					136	271	8	30.00
14									
15									
16	Total	XXX	646	36	133.13	XXX	1,759	79	44.91

- 17 Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid 3.06
- 18 Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid 8.87
- 19 Track-miles of welded rail installed this year 1.57; total to date 207.42

See notes on page 102

517. GAUGE OF TRACK AND WEIGHT OF RAIL

Give the particulars below called for concerning the road and track operated by the respondent at the close of the year. Only the respondent's proportion of jointly-owned mileage should be included. Under "Weight of rail," the various weights of rails should be given. If any part of the road operated at the close of the year is other than standard gauge,

4 feet 8-1/2 inches, show the gauge of each part in column (d). Road and track occupied under trackage right or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Remarks (d)
1	Pounds			
2	136	16.08		
3	131-132	2,839.58		
4	130	1,681.96		
5	119	24.92		
6	115	584.35		
7	112-113	281.42		
8	110	2,776.37		
9	100	407.17		
10	90	.01		
11	80-85	1,402.14		
12	75-76	577.34		
13	70-72	1,041.15		
14	65-66	40.72		
15	60-52	.19		
16	52-57	76.68		
		.40		
				Standard Gauge 4 ft. 8-1/2 inches

Total 11,750.48

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531. STATISTICS OF RAIL-LINE OPERATIONS (See Page 121 for Instructions)

Line No.	Item (a)	Freight trains (b)	Passenger trains (c)	Total transportation service (d)
1	Average mileage of road operated	11,346	47	11,346
	Train-Miles			
2	Diesel locomotives	31,747,639	636,897	32,384,536
3	Other locomotives	-	-	-
4	Total locomotives	31,747,639	636,897	32,384,536
5	Motorcars	-	-	-
6	Total train-miles	31,747,639	636,897	32,384,536
	Locomotive Unit-Miles			
7	Road service	109,072,353	656,304	109,728,657
8	Train switching	5,416,482	-	5,416,482
9	Yard switching	10,739,844	12,060	10,831,904
10	Total locomotive unit-miles	125,228,679	668,364	125,977,043
	Car-Miles (Thousands)			
11	Total motorcar car-miles	-	-	-
12	Loaded time-mileage freight cars	997,095	-	997,095
13	Loaded other freight cars	441,844	-	441,844
14	Empty time-mileage freight cars	799,114	-	799,114
15	Empty other freight cars	241,408	-	241,408
16	Caboose	33,887	-	33,887
17	Total freight car-miles (lines 12, 13, 14, 15 and 16)	2,513,348	-	2,513,348
18	Passenger coaches	124	2,361	2,485
19	Combination passenger cars (mail, express, or baggage, etc., with passenger)	-	-	-
20	Sleeping and parlor cars	1	-	1
21	Dining, grill and tavern cars	24	-	24
22	Head-end cars	38	-	38
23	Total (lines 18, 19, 20, 21, and 22)	187	2,361	2,548
24	Business cars	126	-	126
25	Crew cars (other than caboose)	-	-	-
26	Grand total car-miles (lines 1, 17, 23, 24 and 25)	2,513,661	2,361	2,516,022
	Gross Ton-Miles and Train-Hours in Road Service			
27	Gross ton-miles of locomotives and tenders (thousands)	19,537,878	103,040	19,640,918
28	Gross ton-miles of freight-train cars, contents, and cabooses (thousands)	150,440,954	-	150,440,954
29	Gross ton-miles of passenger-train cars and contents (thousands)	23,367	164,475	187,842
30	Train-hours—Total	1,369,916	17,416	1,387,332
	Revenue and Nonrevenue Freight Traffic			
31	Tons of revenue freight	XX XX XX	XX XX XX	115,138,188
32	Tons of nonrevenue freight	XX XX XX	XX XX XX	2,100,869
33	Total tons revenue and nonrevenue freight	XX XX XX	XX XX XX	117,239,057
34	Ton-miles—Revenue freight in road service (thousands)	XX XX XX	XX XX XX	63,653,083
35	Ton-miles—Revenue freight in lake transfer service (thousands)	XX XX XX	XX XX XX	-
36	Total ton-miles—Revenue freight (thousands)	XX XX XX	XX XX XX	63,653,083
37	Ton-miles—Nonrevenue freight in road service (thousands)	XX XX XX	XX XX XX	794,457
38	Ton-miles—Nonrevenue freight in lake transfer service (thousands)	XX XX XX	XX XX XX	-
39	Total ton-miles—Nonrevenue freight (thousands)	XX XX XX	XX XX XX	794,457
40	Net ton-miles of freight—Revenue and nonrevenue (thousands)			64,447,540
	Revenue Passenger Traffic			
41	Passengers carried—Total	XX XX XX	XX XX XX	4,365,764
42	Passenger-miles—Total	XX XX XX	XX XX XX	107,268,238
	Train-Miles Work Trains			
43	Locomotives			383,065
44	Motorcars			-
45	Total			383,065

INSTRUCTIONS CONCERNING SCHEDULE 531 ON PAGE 120

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

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

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

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

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

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

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

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

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

532. SWITCHING AND TERMINAL TRAFFIC AND CAR STATISTICS

(For switching and terminal companies only)

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

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

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

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

NOTES AND REMARKS

562. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

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

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

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

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

Fair value of property given, such as exclusive use of an automobile; amounts paid for membership of the employee in nonbusiness associations, private clubs, etc; Commissions, bonuses, shares in profits; Contingent compensation plans; Monies paid or accrued for any pension, retirement, savings, retirement annuities, deferred compensation, or similar plan; Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums on group life insurance for benefits less than \$50,000.

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

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

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	B. F. Biaggini	President	(1a) \$215	(A) \$ 6
2			(2) (1b) 250	(B) 31
3	B. F. Biaggini	Chairman	(3) (1c) 275	(C) 7
4	D. K. McNear	Vice President-Operations	(4) (1d) 100	(A) 2
5	D. K. McNear	President	(5) (1e) 150	(B) 16
6				(C) 4
7	A. C. Furth	Vice President and General Counsel	(4) 110	(A) 2
8			(3) 123	(B) 16
9	A. C. Furth	Executive Vice President-Law	(3) 130	(C) 4
10	F. E. Kriebel	Vice President-Traffic	(4) 100	(A) 4
11			(4) 110	(B) 15
12	F. E. Kriebel	Executive Vice President-Traffic	(3) 120	(C) 3
13	R. J. McLean	Vice President and Treasurer	(4) 78	(A) 4
14			(4) 90	(B) 14
15	R. J. McLean	Executive Vice President-Finance	(3) 120	(C) 3
16	L. E. Hoyt	Vice President	(4) 78	(A) 2
17			(4) 85	(B) 11
18				(C) 3
19	R. L. King	General Manager-System	(4) 65	(A) 1
20	R. L. King	Vice President and General Manager	(3) 85	(B) 10
21				(C) 2
22	D. L. Praeger	Controller	(4) 55	(A) 1
23			(4) 60	(B) 9
24	D. L. Praeger	Vice President and Controller	(3) 75	(C) 2
25	R. C. Hudson	Assistant Vice President-Traffic	(4) 55	(A) 1
26			(4) 60	(B) 9
27	R. C. Hudson	Vice President-Sales	(3) 75	(C) 2
28	W. R. Denton	Vice President	(4) 70	(A) 1
29			(4) 74	(B) 10
30				(C) 2
31	A. D. DeMoss	Vice President	70	(A) 1
32				(B) 9
33				(C) 2
34	H. A. Waterman	General Solicitor	(4) 59	(A) 2
35			(4) 62	(B) 9
36	H. A. Waterman	General Counsel	(3) 70	(C) 2
37	C. W. Burkett, Jr.	General Solicitor	(4) 65	(A) 3
38			(4) 67	(B) 9
39				(C) 2
40	J. E. Meyers, M.D.	Chief Medical Officer	63	(A) 1
41				(B) 8
42				(C) 2
43	W. M. Jaekle	Vice President-Engineering and Research	(4) 60	(A) 3
44			(4) 63	(B) 8
45				(C) 2
46	J. J. Corrigan	General Solicitor	(4) 59	(A) 1
47			(4) 62	(B) 8
48				(C) 2
49	T. A. Miller	General Solicitor	(4) 59	(A) 2
50			(4) 62	(B) 6
51				(C) 2
52	J. M. Smith	General Attorney	60	(A) 1
53				(B) 2
54				(C) 2
55	C. A. Wall, Jr.	Assistant Vice President-Operations	(4) 58	(A) 3
56			(4) 69	(B) 8
57				(C) 2
58	J. W. Germany	Vice President, Management Services	(4) 58	(A) 2
59			(4) 60	(B) 8
60				(C) 2
61	W. E. Still	General Attorney - Los Angeles	58	(A) 1
62				(B) 8
63				(C) 1
64	A. I. Weber	Senior General Attorney	58	(A) 1
65				(B) 8
66				(C) 2
67	W. E. Wilson	General Attorney	55	(A) 1
68				(B) 7
69				(C) 2
70	D. R. Kirk	Assistant to Vice President - Houston	52	(A) 2
71			(4) 55	(B) 7
72				(C) 2

562. COMPENSATION OF OFFICERS, DIRECTORS, ETC. - CONTINUED

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)
73	E. P. Ahern	Assistant to Vice President	50	(A) \$ 2
74			(4) 55	(B) 7
75				(C) 2
76	K. R. Wyne	Assistant Vice President	43	(A) 1
77			(8) 55	(B) 7
78				(C) 1
79	L. W. Sloan	Assistant Vice President-Labor Relations	53	(A) 1
80				(B) 7
81				(C) 2
82	P. V. Garin	Assistant Vice President-Research	48	(A) 2
83			(6) 55	(B) 7
84				(C) 1
85	J. G. Shea	Vice President Public Relations	50	(A) 2
86			(4) 52	(B) 7
87				(C) 2
88	W. O. Brown	Chief Mechanical Officer	50	(A) 2
89			(4) 52	(B) 7
90				(C) 2
91	W. A. Gregory	General Attorney	51	(A) 1
92				(B) 7
93				(C) 2
94	C. E. Mines	Assistant to Vice President	47	(A) 2
95			(6) 51	(B) 6
96				(C) 1
97	W. J. Jones	Chief Engineer	48	(A) 2
98			(4) 50	(B) 7
99				(C) 1
100	W. J. Lucy	Regional Operations Manager-San Francisco	50	(A) 1
101	W. J. Lucy	Regional Operations Manager-Houston.....		(B) 7
102				(C) 1
103	R. A. Foley	Assistant Controller	44	(B) 6
104			(6) 47	(C) 1
105	J. D. Brown	Assistant Vice President Management Services	46	(A) 1
106				(B) 6
107				(C) 1
108	H. F. Dally	Assistant Chief Engineer-Maintenance	46	(A) 2
109				(B) 6
110	L. H. Sultan	Assistant Chief Mechanical Officer-System	43	(A) 1
111			(6) 46	(B) 6
112				(C) 1
113	F. Wascoe	Executive Assistant	45	(A) 3
114				(B) 6
115				(C) 1
116	E. N. Brown	Assistant to Vice President-Traffic	40	(A) 1
117			(10) 45	(B) 6
118				(C) 1
119	B. G. McPhee	Assistant Vice President and Assistant Treasurer	38	(B) 6
120	B. G. McPhee	Assistant Vice President and Treasurer	(3) 45	(C) 1
121	R. D. Krebs	Assistant Regional Operations Manager Houston	39	(B) 6
122	R. D. Krebs	Assistant Vice President	(8) 45	(C) 1
123	D. E. Stephenson	Attorney	41	(B) 6
124			(5) 44	(C) 1
125	W. B. Wiley	General Freight Claim Agent	41	(A) 1
126			(9) 44	(B) 5
127				(C) 1
128	B. R. Howard	General Claims Manager	45	(A) 1
129			(5) 50	(B) 6
130	J. J. Trabucco	General Attorney	45	(B) 6
131			(6) 50	(C) 1
132	T. A. Pante	General Manager-Intermodal Traffic	44	(A) 1
133	T. A. Pante	Assistant Vice President and General Manager-Intermodal Traffic ..	(5) 48	(B) 6
134				(C) 1
135	F. M. Guerin	Assistant Vice President-Traffic	41	(A) 2
136			(4) 45	(B) 6
137	F. M. Guerin	Assistant Vice President-Sales	(5) 48	(C) 1
138	E. E. Portwood	General Traffic Manager Houston	39	(A) 1
139			(4) 43	(B) 6
140	E. E. Portwood	Assistant Vice President-Sales Houston	(5) 48	(C) 1
141	L. M. Fox, Jr.	Assistant Vice President-Personnel	48	(A) 1
142				(B) 6
143				(C) 1
144	J. D. Ramsey	Regional Operations Manager Houston	48	(A) 1
145	J. D. Ramsey	Regional Operations Manager San Francisco		(B) 6
146				(C) 1
147	A. W. Kilborn	Assistant to Vice President - Portland	48	(A) 2
148				(B) 6
149				(C) 1
150	R. E. Winkoop	Assistant Vice President Sales	38	(A) 1
151			(4) 40	(B) 6
152			(5) 48	(C) 1
153	J. J. Willis	Assistant Vice President Transportation	43	(A) 1
154				(B) 6
155				(C) 1
156	D. K. Rose	General Purchasing Manager	43	(A) 1
157				(B) 6
158				(C) 1
159	H. N. Podness	Assistant Controller	42	(B) 6
160				(C) 1
161	M. E. Mitchell	General Traffic Manager - Los Angeles	40	(A) 1
162			(4) 42	(B) 5
163				(C) 1

562. COMPENSATION OF OFFICERS, DIRECTORS, ETC. - CONCLUDED

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)
164	W. M. Jones	Superintendent	\$42	(A) 1
165				(B) 5
166				(C) 1
167	R. J. Poitevin	Attorney	39	(B) 6
168			(5) 42	(C) 1
169	H. P. Lyon, M.D.	Medical Officer - San Francisco	39	(B) 5
170			(5) 42	
171	R. S. Bogason	General Attorney	38	(B) 5
172			(5) 42	(C) 1
173	L. A. Patterson	Superintendent	41	(A) 1
174				(B) 5
175				(C) 1
176	D. J. Russell	Pensioner	(11) -	(D) 42

(1) Includes payments as follows:

- (a) Southern Pacific Transportation Company - As President \$200,000
- (a) St. Louis Southwestern Railway Company - As Chairman of the Board 15,000
- (b) Southern Pacific Transportation Company - As President 225,000
- (b) St. Louis Southwestern Railway Company - As Chairman of the Board 25,000
- (c) Southern Pacific Transportation Company - As Chairman of the Board 250,000
- (c) St. Louis Southwestern Railway Company - As Chairman of the Board 25,000
- (d) Southern Pacific Transportation Company - Vice President-Operations ... 90,000
- (d) St. Louis Southwestern Railway Company - As President 10,000
- (e) Southern Pacific Transportation Company - As President 140,000
- (e) St. Louis Southwestern Railway Company - As President 10,000
- (2) Salary as of April 1, 1976
- (3) Salary as of May 19, 1976
- (4) Salary as of February 1, 1976
- (5) Salary as of July 1, 1976
- (6) Salary as of October 1, 1976
- (7) Salary as of September 1, 1976
- (8) Salary as of June 1, 1976
- (9) Salary as of November 1, 1976
- (10) Salary as of December 31, 1976
- (A) Amount reported to IRS as additional compensation for Group Term Life Insurance in excess of \$50,000.
- (B) Estimated cost of retirement benefits based on last actuarial valuation.
- (D) Supplemental Retirement allowance.

SOUTHERN PACIFIC STOCK OPTION PLAN

There were no options granted during 1976 to employees of Southern Pacific Transportation Company

Options exercised during 1976:

Name	Number of Shares ^{1/}	Price per Share
P. Masoco	180	\$28.0625
J. J. Tribucco	400	28.0625

^{1/} Southern Pacific Company stock.

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

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

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

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

(c) Payments for accounting and audit fees must be reported in full regardless of the \$50,000 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 \$50,000 are made in common with other carriers under a joint arrangement in payment for the performance of services or as a donation, each such contribution shall be reported, irrespective of the amount thereof, if the total amount paid by all contributors for the performance of the particular service is equal to the sum of \$100,000 or more.

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

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

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

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

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

(Dollars in thousands)

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)
1	Albert, Merrill	Legal fees and expenses	\$ 51
2	Assoc. of American Railroads	Prorate of expenses of Assoc.	1,610
3	Assoc. of Western Railways	Prorate of expenses of Assoc.	2,758
4	Baker, Botts, Sheppard & Coats	Legal fees and expenses	208
5	Bilby, Thompson, Shoenhair &		
6	Warnock	Legal fees and expenses	79
7	Barton, Petrini & Conron	Legal fees and expenses	76
8	Bronson, Bronson et al	Legal fees and expenses	67
9	Chaffe, McCall et al	Legal fees and expenses	56
10	California R.R. Association	Contrib. used in conn. with Assoc. activities	118
11	Cravath, Swaine & Moore	Legal fees and expenses	51
12	Cummins, White et al	Legal fees and expenses	93
13	Dezendorf, Spears et al	Legal fees and expenses	314
14	Diepenbrock, Wulff, Plant		
15	Hannegan	Legal fees and expenses	63
16	Dunne, Phelps et al	Legal fees and expenses	107
17	Evans, Kitchel & Jenckes	Legal fees and expenses	119
18	Fitzwilliams, Memering et al	Legal fees and expenses	90
19	Boote, Cone & Belding	Advertising	468
20	Johnson, Womble	Legal fees and expenses	45
21	Knox, Rickson et al	Legal fees and expenses	55
22	LaFollette et al	Legal fees and expenses	66
23	Liondenbert, Freidrich,		
24	Wasserman, Rosen & Fernandez	Legal fees and expenses	74
25	Matthews, Nowlin, MacFarlane		
26	& Barrett	Legal fees and expenses	52
27	National Ry. Labor Conference	Prorate of expenses of Conference	172
28	Oregon Railroad Association	Prorate of expenses of Association	43
29	Pacific Car Demurrage Bureau	Prorate of expenses of Bureau	327
30	R.R. Perishable Insp. Agency	Prorate of expenses of Agency	96
31	Steptoe & Johnson	Legal fees and expenses	118
32	Stanford Research Institute	Contrib. to be used for research activities	122

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

1. Furnish the information called for below concerning each contract, agreement or arrangement (written or unwritten) in effect at any time during the year between the respondent and the affiliated companies listed in Schedule 104, or persons affiliated with the respondent including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but not restricted to, management, legal, accounting, purchasing or other type of service including the furnishing of materials, supplies, purchase of equipment, leasing of structures, land and equipment, and agreements relating to allocation of officer salaries and other common costs between affiliated companies.

To be excluded are payments for the following types of services:

- Lawful tariff charges for transportation services.
- Payments to or from other railroad's for interline services and interchange of equipment.
- Payments to or from other railroads for services which may reasonably be regarded as ordinarily connected with routine operation, maintenance, or construction of a railroad, but any special or unusual transactions should be reported.
- Agreements relating to joint pension plans with affiliated companies should be reported in explanatory notes section of Schedule 200 (p. 13).

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$30,000 or more for the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to \$30,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges in column (d). If the respondent provides services to more than one affiliate, and the aggregate compensation amounts to \$30,000 or more for the year, reference to this fact should be made and the detail as to the allocation of charges should be stated. For those affiliates providing services to the respondent, also enter in column (a) the percent of affiliate's gross income derived from transactions with respondent.

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

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

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

- If respondent directly controls affiliate insert the word "direct".
- If respondent controls through another company insert the word "indirect".
- If respondent is under common control with affiliate insert the word "common".
- If respondent is controlled directly or indirectly by the company listed in column (a) insert the word "controlled".
- If control is exercised by other means such as a management contract or other arrangement of whatever kind insert the word "other" and footnote to describe such arrangements.

4. In column (c) fully describe the character of service involved such as management fees, lease of building, purchase of material, etc. When the affiliate listed in column (a) provides more than one type of service in column (c), list each type of service separately and show total for the affiliate. When services are both provided and received between the respondent and an affiliate they should be listed separately and the amounts shown separately in column (g).

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

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

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

(Dollars in thousands)

Line No.	Name of Company or Individual and percent of gross income from respondent carrier (a)	Form of Affiliation (b)	Character of Service (c)	Basis of Charge (d)	Contract		Total Charges for Year	
					Date (e)	Term (f)	(P)(S)	(g)
1	See Page 124B							\$
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								

Line No.	Name of Company or Individual and percent of gross income from respondent carrier (a)	Type of Affiliation (b)	Character of Service (c)	Basis of Charge (d)	Contract		Total Charges for Year (P)(S) (e)
					Date (e)	Amount (f)	
1	Commonwealth Plan, Inc.	Common	Equipment Lease Rentals	Cost + Margin	Various	Various	1,694
2	do	do	Receipts on Leased Cars	ARR Mileage Rate	do	do	28
3	Evergreen Freight Car Corporation	Direct	Equipment Lease Rentals	Cost + Margin	Various	Various	1,633
4	do	do	do	do	6-1-67	8-1-81	208
5	do	do	do	do	0	0	61
6	Holton Inter-Urban Railway Co.	Direct	Clerical Services	Payroll Cost + Additives	0	0	31
7	do	do	Equipment Lease Rentals	Percentage of Gross Revenue	0	0	193
8	do	do	Clerical and other Services	Cost + Additives	0	0	1,705
9	Los Angeles Union Terminal, Inc.	Direct	LAUF Revenues + Expenses	Revenues + Expenses	0	0	44
10	do	do	Clerical Service	Payroll Cost + Additives	1-1-57	0	126
11	Northwestern Pacific Railroad Co.	Direct	Equipment Lease Rentals	Depreciation + Interest	1-1-57	0	2
12	do	do	do	Payroll Cost + Additives	0	0	382
13	do	do	Clerical Services	Cost	0	0	466
14	do	do	Fuel	Cost	0	0	605
15	do	do	Material & Supplies	Cost	0	0	11
16	Pacific Fruit Express Company	Property Rental	Property Rental	Monthly Rental	Various	Various	65
17	do	do	Equipment Lease Rentals	Cost + Margin	1970	1980	10,983
18	do	do	do	do	0	0	50
19	do	do	Clerical Services	Payroll Cost + Additives	0	0	14
20	Pacific Motor Trucking Company	Direct	Property Rental	Monthly Rental	6-30-54	0	260
21	do	do	Clerical Services	Cost + Additives	0	0	297
22	Petaluma and Santa Rosa Railroad Co.	Indirect	Clerical Services	Cost + Additives	0	0	47
23	do	do	Property Rental	Agreed Rental Rates	Various	Various	5
24	St. Louis Southwestern Railway Co.	Direct	Equipment Lease Rental	Daily Rental	0	0	1,560
25	do	do	do	do	0	0	2,070
26	do	do	Material & Supplies	Cost	0	0	1,751
27	do	do	Clerical Services	Cost + Additives	0	0	2,907
28	do	do	do	do	0	0	231
29	do	do	do	do	0	0	51
30	do	do	do	do	0	0	94
31	do	do	Hert Taps Transmission-Equipment	Annual Rental	0	0	24
32	do	do	Rental of Roadway Machines	Daily Rental	0	0	28
33	San Diego & Arizona Eastern Railway Co.	Direct	Equipment Lease Rental	Depreciation + Interest	1-1-57	0	161
34	do	do	Clerical Services	Cost + Additives	0	0	126
35	do	do	Material & Supplies	Cost	0	0	92
36	do	do	Fuel	Cost	0	0	1
37	do	do	Property Rental	Agreed Rental Rates	Various	Various	31
38	San Diego Pipeline Company	do	do	do	0	0	563
39	Southern Pacific Company	do	Financial and Clerical Services	Cost + Additives	0	0	536
40	Southern Pacific Communications Company	do	Administration, Legal and Clerical Services	Cost + Additives	0	0	312
41	do	do	Construction & Labor	Cost + Additives	0	0	240
42	do	do	Property Rental	Annual Rental	Various	Various	428
43	do	do	Interest on Unsecured Note	7-1/2% 10% Per Annum	7-19-72	1-16-85	24,306
44	Southern Pacific Development Company	Common	Equipment Lease Rental	Cost + Margin	Various	Various	11,267
45	Southern Pacific Equipment Company	Direct	Reconditioning of freight cars & locomotives	Cost	0	0	5,199
46	do	do	Interest on Open Account	7.35% - 10% on Unpaid Balance	0	0	379
47	Southern Pacific Industrial Develop. Co.	do	Clerical Services	Payroll Cost + Additives	0	0	707
48	Southern Pacific Land Company	Common	Clerical Services	Cost + Additives	0	0	928
49	do	do	do	Cost + Additives	0	0	104
50	do	do	Property Rental	Agreed Rental Rates	Various	Various	218
51	do	do	do	do	0	0	149
52	Southern Pacific Pipe Lines, Inc.	Common	Clerical Services	Cost + Additives	0	0	1,212
53	do	do	Property Rental	Agreed Rental Rates	Various	Various	5
54	do	do	Material and Supplies	Cost	1-1-67	0	62
55	Southern Pacific Transport Co. of T & L	Direct	Clerical Services	Cost + Additives	1-1-67	0	177
56	do	do	Property Rental	Agreed Rental Rates	12-1-69 12-31-81	0	268
57	Tops On-Idra Services, Inc.	Common	Professional Services	Salary + 40% + Expenses	12-1-69 12-31-81	0	23
58	do	do	Computer Services	Average Hourly Cost	2-29-72	0	42
59	Visalia Electric Railway Company	Direct	Equipment Lease Rentals	\$96.00 per day	0	0	33
60	do	do	Clerical Services	Cost + Additives	0	0	16
61	do	do	Material & Supplies	Cost	0	0	71
62	The Ogden Union Railway & Depot Co.	Other (1)	Interest on Advances	5 or 6% on Unpaid Balance	Various	Various	2

(1) Jointly Controlled with Union Pacific
(2) Jointly Controlled with Atchafalaya, Topeka & Santa Fe

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

1. Furnish the information called for below concerning transactions between the respondent and the affiliated companies listed in Schedule 104, or persons affiliated with the respondent including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but not limited to, purchase, sale or transfer of equipment, land, structures, securities or other assets aggregating \$30,000 in value for the year.
2. In column (a) enter the name of the affiliated company, person, or agent with which respondent transacted purchase, sale or transfer.
3. In column (b) indicate form of affiliation or control between the respondent and company or person identified in column (a) in accord with instruction No. 3 to Schedule 564.
4. In column (c) briefly describe the kind of asset purchased, sold or transferred.

5. In column (d) report the total of all purchases, sales or transfers of property with a value of \$30,000 or more. If individual items are less than that amount, report the total of all purchases or sales with the company or individual named in column (a) when the aggregate of such items is \$30,000 for the year. Indicate purchase items with the symbol "P" and sales items with the symbol "S".
6. In column (e) summarize the book cost, less accrued depreciation if applicable, for each item reported in column (d).
7. In column (f) report the net profit or loss for each item (column (d) less column (e)).
8. Answer all questions at bottom of schedule. (Dollars in thousands)

Line No.	Name of Company or Individual (a)	Form of Affiliation (b)	Description of Item (c)	Sales or Purchase Price (d)	Net Book Value (e)	Gain or (Loss) (f)
1	S.P. Pipe Lines, Inc.	Direct	Sale of land	\$ 44	\$ -	\$ 44
2	Sequoia Pacific Realco	Common	do	\$ 42	3	39
3	S.P. Ind. Dev. Co.	do	do	\$ 64	7	57
4	Southern Pacific Land Co.	do	do	\$ 1,600	352	1,248
5	S.P. Equipment Co.	Direct	Sale of used freight cars	\$ 1,076	1,076	-
6	do	do	do locomotives	\$ * 2,193	2,193	-
7	do	do	do freight cars	\$ 13,646	13,646	-
8	do	do	do locomotives	\$ * 748	748	-
9						
10						
11						
12			* PAYMENT BY MEANS OF CONTRIBUTION TO CAPITAL	ADJUSTMENT OF PRIOR YEARS TRANSACTION		
13						

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

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

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

1. Furnish the information valued for below concerning transactions between noncarrier subsidiaries of the respondent and other affiliated companies for services received or provided in accord with instruction No. 1 to Schedule 564.
2. In column (a) enter the name of the noncarrier subsidiary of respondent.
3. In column (b) enter the name of other affiliated company with which the noncarrier subsidiary received or provided services aggregating \$30,000 or more for the year.
4. In column (c) indicate form of affiliation or control between noncarrier subsidiary and other affiliated company identified in column (b) in accord with instruction No. 3 to Schedule 564.
5. In column (d) fully describe the character of service involved such as management, fees, lease of building, purchase of material, etc. if more

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

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

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

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

Line No.	Name of Respondent's Noncarrier Subsidiary Company (a)	Name of Other Affiliated Company (b)	Form of Affiliation (c)	Character of service (d)	Basis of Charge (e)	Contract		Total Charges for Year	
						Date (f)	Term (g)	(P)(S)	(h)
1	Evergreen Frt. Car Corp.	Evergreen Leasing Corp.	Common	Lease of Equipment	Cost & Margin	Various		P	\$ 2,613
2	do	Commonwealth Plan Inc.	do	do	do	do		P	1,173
3	S.P. Equipment Co.	Pacific Fruit Express Inc.	do	do	do	do		S	26
4	do	St. Louis Southwestern Ry. Co.	do	do	do	do		S	2,580
5	do	do	do	Rehabilitate Cars	Cost & Additives			P	593
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21									
22									
23									
24									
25									
26									

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

1. Furnish the information called for below concerning other transactions between noncarrier subsidiaries of the respondent and other affiliated companies in accord with instruction No. 1 to Schedule 565.
2. In column (a) enter the name of the noncarrier subsidiary of respondent.
3. In column (b) enter the name of other affiliated company with which the noncarrier subsidiary transacted a purchase, sale or transfer of equipment, land, structures, securities or other assets aggregating \$30,000 in value for the year.
4. In column (c) indicate form of affiliation or control between noncarrier subsidiary and other affiliated company identified in column (b) in accord with instruction No. 3 to Schedule 564.

5. In column (d) briefly describe the kind of asset purchased, sold or transferred.
6. In column (e) report the total of all purchases, sales or transfers of property with a value of \$30,000 or more. If individual items are less than that amount, report the total of all purchases or sales when the aggregate of such items is \$30,000 for the year. Indicate purchase items with the symbol "P" and sales items with the symbol "S".
7. In column (f) summarize the book cost, less accrued depreciation if applicable, for each item reported in column (e).
8. In column (g) report the net profit or loss for each item; (column (e) less column (f)).
9. Answer all questions at bottom of schedule.
(Dollars in thousands)

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

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

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

571. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

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

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

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight	340 007 880			
2	Passenger	1 920 702			
3	Yard switching	11 240 537			
4	Total	353 169 126			
5	Cost of Fuel*	\$ 109 586	\$	\$	\$
6	Work Train	893 292			

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			

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

581. CONTRACTS, AGREEMENTS, ETC.

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

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

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

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

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

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

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

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

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

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

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

- 1 (a) Agreement between Bay Area-Los Angeles Express, Inc. and Southern Pacific Transportation Co., dated 8-3-76, covering the transport of Motor Carrier's highway truck trailers at El Paso, Texas.
- 1 (b) Addendum I, Document No. 98-721 between United States Postal Service and Southern Pacific Transportation Company dated 5-3-76, covering increase in TOFC rates, effective 5-4-76 and ending 6-30-79.
- Addendum I, Document No. 99-721 between United States Postal Service and Southern Pacific Transportation Company dated 5-3-76, covering increase in plant loaded TOFC rates effective 5-4-76 and ending 6-30-79.
- Letter dated 5-3-76, regarding termination of Document 72-1-R, between United States Postal Service and Southern Pacific Transportation Company covering Overland Route, TOFC mail contract, effective 5-3-76.
- 1 (c) Sleeping, parlor, and dining-car companies - None
- 1 (d) Agreement between Cargo Carriers, Inc. and Southern Pacific Transportation Co., dated 8-5-76, covering transport of Motor Carrier's highway truck trailers at El Paso, Texas.
- 1 (e) Agreement between The Fort Worth and Denver Railway Co., the St. Louis Southern Railway Co., and the Southern Pacific Transportation Co., dated 7-20-76 covering use of a portion of joint track owned by FWD and M.P. 2.52 to 3.14 and 0.98 to M.P. 0.01.
- Agreement between Fort Worth and Denver Railway Company and Southern Pacific Transportation Co., dated 10-15-76, covering interchange of rolling-stock in unit trains between Parties at Ft. Worth, Texas.
- Agreement between Union Pacific Railroad Company and Southern Pacific Transportation Co., dated 2-27-76, covering revised rules governing interchange of freight and passenger cars operated in freight service at Ogden, Utah, effective 4-6-76.
- Agreement between Oregon Electric Railway Co., and Southern Pacific Transportation Co., dated 9-21-76 covering use of trackage between Hillsboro and Banks, Oregon by O.E.R.C.
- Agreement between Central California Traction Company and Southern Pacific Transportation Co., dated 12-1-76 covering joint use of trackage between Sacramento and Polk, Calif. Supplemental agreement provides for increase in charge per engine movement effective 10-1-76.
- Agreement between The Atchison, Topeka and Santa Fe Railway Co., and Southern Pacific Transportation Co., dated 10-12-76, covering joint trackage agreement in connection with use of flat rates and reimbursement to Santa Fe of 50% of maintenance cost collectible by Santa Fe from County of Fresno, effective 1-1-76.
- Agreement between The Atchison, Topeka and Santa Fe Railway Co., and Southern Pacific Transportation Co., dated 6-25-76, covering joint switching arrangements in connection with revision of rates for the American Can Company at Varondale, Calif., effective 8-19-76.
- Agreement between The Atchison, Topeka and Santa Fe Railway Co., and Southern Pacific Transportation Co., dated 6-28-76, covering revised switching and trackage charges serving Shell Oil Company plant at Watson, Calif., effective 10-29-76.
- Agreement between The Atchison, Topeka and Santa Fe Railway Company, dated 10-12-76 covering abandonment between Lajoie and Reedley, Calif., and operations via The Santa Fe in connection with trackage rights and operations, effective 12-3-76.
- Agreement between The Atchison, Topeka and Santa Fe Railway Company and Southern Pacific Transportation Co., dated 6-28-76, covering charges for switching Santa Fe cars on the Illinois Street segment of the joint Illinois-Quint Street joint facility, effective 1-1-76.
- Agreement between The Atchison, Topeka and Santa Fe Railway Company and Southern Pacific Transportation Company dated 6-25-76, covering revision of rates for joint switching of loaded cars in Jackson Square District, San Francisco, Calif., effective 8-2-76.
- Agreement between The Atchison, Topeka and Santa Fe Railway Company and Southern Pacific Transportation Company, dated 7-27-76, covering revision of charges for maintenance of joint industry tracks on SPT Co. side of Antioch-Martinez Joint Switching Zone, effective 8-4-76.
- Agreement between The Atchison, Topeka and Santa Fe Railway Company and Southern Pacific Transportation Company, dated 1-16-76, covering switching services performed by SPT Co. for AMSF at Long Beach and in connection with revised charges, effective 2-5-76.
- Agreement between Burlington Northern and Southern Pacific Transportation Company, dated 6-22-76, covering joint switching operations for loaded cars in regard to revised reciprocal switching rates, effective 7-1-76.
- Agreement between Burlington Northern and Southern Pacific Transportation Company, dated 6-22-76, covering increased rates for reciprocal switching charges at Klamath Falls, Oregon, effective 7-1-76.
- Letter agreement between Oregon, California & Eastern Railway Company and Southern Pacific Transportation Co., Burlington Northern, Inc., dated 4-28-76 covering revised increase of charges for bridge trackage rights at Klamath Falls, revised charge to be \$163.00 per month effective 1-1-76.
- 1 (f) Steamboat or Steamship Companies - None
- 1 (g) Telegraph Companies - None
- 1 (h) Telephone Companies - None
- 1 (j) Agreement between Whitehead & Kales Company and Southern Pacific Transportation Company, dated 4-1-76 covering standard gauge rolling-stock equipment conditional sale agreement.
- 1 (j) Routing traffic of Affiliated Companies - None

581. CONTRACTS, AGREEMENTS, ETC. - Continued

1 (k) Other contracts:

- Agreement between Oregon-Washington Railroad & Navigation Company, Union Pacific Railroad Company and Southern Pacific Transportation Company and the State of Oregon, dated 6-14-76, covering termination of long term lease with State for use of upper deck of Willamette River bridge, effective 7-1-76.
- Agreement between Oregon - Washington Railroad & Navigation Company, Union Pacific Railroad Company and Southern Pacific Transportation Company and the State of Oregon dated 7-1-76 covering long term lease of Willamette River bridge, State to pay \$156,750.00 per annum to Railroads effective from 7-1-76 to 6-30-2006.
- Agreement between Willamette Industries, Inc., and Southern Pacific Transportation Company, dated 7-28-76, covering modification for point-to-point log rates moving from Griggs, Oregon to Dallas, Oregon.
- Agreement between The Western Pacific Railroad Company and Southern Pacific Transportation Company, dated 7-6-76, covering furnishing share in cost of quality control inspection service at San Jose assembly plant, effective 5-17-76.
- Agreement between (2) Ringling Bros., and Barnum & Bailey, combined Shows, Inc., and Southern Pacific Transportation Company, dated 5-14-76 and 6-1-76, covering one movement of 37 cars and second movement of 36 cars of Circus Train over lines of railroad, revenue paid SPT Co. amounting to \$2,500.00 covering line haul of approximately 3,920.01 miles.

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Schedule 585.—COMPETITIVE BIDDING — CLAYTON ANTITRUST ACT

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

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

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

Road Initials

SPTCo

Year 1976

Line No.	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	Copper Slag	1/6/76	B-204	One	Purchase Order	8/31/76	Phelps Dodge Corp.
2							P.O. 1199 Douglas,
3							Arizona 85607
4							George B. Munroe
5							Director SPT Co.
6							300 Park Ave., N.Y., N.Y.
7							Chairman of the Board
8							and Chief Executive
9							Officer, Phelps Dodge
10							Corporation
11							
12							
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30							

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

This schedule should be completed by carriers participating in the National Railroad Passenger Corporation (NRP) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-NO. 3). Classify by accounts the amounts credited for remunerations for intercity

passenger service performed by respondent on behalf of NRPC. All contra entries should be indicated in parenthesis.

(Dollars in thousands.)

Line No.	Name of Account (a)	Amount (b)
	Maintenance of Way and Structures	\$
1	201 Superintendence	34
2	202 Roadway Maintenance	
3	206 Tunnels and Subways	
4	208 Bridges, Trestles and Culverts	
5	210 Elevated Structures	
6	212 Ties	
7	214 Rails	
8	216 Other Track Material	
9	218 Ballast	
10	220 Track Laying and Surfacing	788
11	221 Fences, Snowsheds and Signs	
12	227 Station and Office Buildings	128
13	229 Roadway Buildings	
14	231 Water Stations	
15	233 Fuel Stations	
16	235 Shops and Enginehouses	
17	247 Communication Systems	
18	249 Signals and Interlockers	1
19	253 Power Plants	
20	257 Power-transmission Systems	
21	265 Miscellaneous Structures	
22	269 Roadway Machines	
23	271 Small Tools and Supplies	
24	272 Removing Snow, Ice and Sand	
25	273 Public Improvements; Maintenance	
26	274 Injuries to Persons	5
27	276 Stationery and Printing	
28	277 Employees Health and Welfare Benefits	5
29	278 Maintaining Joint Tracks, Yards and Other Facilities - Dr.	27
30	279 Maintaining Joint Tracks, Yards and Other Facilities - Cr.	
31	281 Right-of-way Expenses	
32	282 Other Expenses	
33	Total	988
	Maintenance of Equipment	
34	301 Superintendence	334
35	302 Shop Machinery	1
36	304 Power-plant Machinery	
37	305 Shop and Power-plant Machinery; Depreciation	
38	311 Locomotives; Repairs	1,508
39	317 Passenger-train Cars; Repairs	1,414
40	326 Work Equipment; Repairs	
41	328 Miscellaneous Equipment; Repairs	
42	331 Equipment; Depreciation	
43	332 Injuries to Persons	17
44	334 Stationery and Printing	
45	335 Employees Health and Welfare Benefits	150

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Continued

Line No.	Name of Account (a)	Amount (b)
	Maintenance of Equipment—Continued	\$
46	336 Joint Maintenance of Equipment Expenses - Dr.	
47	337 Joint Maintenance of Equipment Expenses - Cr.	
48	339 Other Expenses	
49	Total	3,424
	Traffic	
50	351 Superintendence	192
51	352 Outside Agencies	
52	353 Advertising	
53	354 Traffic Associations	
54	358 Stationery and Printing	
55	359 Employees Health and Welfare Benefits	12
56	360 Other Expenses	
57	Total	204
	Transportation	
58	371 Superintendence	296
59	372 Dispatching Trains	55
60	373 Station Employees	138
61	376 Station Supplies and Expenses	124
62	377 Yardmasters and Yard Clerks	70
63	378 Yard Conductors and Brakemen	85
64	379 Yard Switch and Signal Tenders	55
65	380 Yard Enginemen	85
66	382 Yard Switching Fuel	
67	383 Yard Switching Power Produced	
68	384 Yard Switching Power Purchased	
69	388 Servicing Yard Locomotives	21
70	389 Yard Supplies and Expenses	11
71	390 Operating Joint Yards and Terminals - Dr.	22
72	391 Operating Joint Yards and Terminals - Cr.	
73	392 Train Enginemen	2,488
74	394 Train Fuel	2,351
75	395 Train Power Produced	
76	396 Train Power Purchased	
77	400 Servicing Train Locomotives	302
78	401 Trainmen	3,204
79	402 Train Supplies and Expenses	1,196
80	403 Operating Sleeping Cars	89
81	404 Signal and Interlocker Operation	
82	405 Crossing Protection	
83	406 Drawbridge Operation	
84	407 Communication System Operation	11
85	409 Employees Health and Welfare Benefits	548
86	410 Stationery and Printing	55
87	411 Other Expenses	
88	412 Operating Joint Tracks and Facilities - Dr.	
89	413 Operating Joint Tracks and Facilities - Cr.	
90	415 Clearing Wrecks	26
91	420 Injuries to Persons	56
92	Total	11,288

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Concluded

Line No.	Name of Account (a)	Amount (b)
	Miscellaneous	\$
93	441 Dining and Buffet Service	106
94	447 Operating Joint Miscellaneous Facilities - Dr.	
95	448 Operating Joint Miscellaneous Facilities - Cr.	
96	449 Employees Health and Welfare Benefits	6
97	Total	112
	General	
98	451 Salaries and Expenses of General Officers	21
99	452 Salaries and Expenses of Clerks and Attendants	94
100	453 General Office Supplies and Expenses	
101	454 Law Expenses	
102	456 Employees Health and Welfare Benefits	9
103	457 Pensions	77
104	458 Stationery and Printing	
105	460 Other Expenses	(2)
106	461 General Joint Facilities - Dr.	1
107	462 General Joint Facilities - Cr.	
108	Total	200
	RENTS	
109	504 Rent from Locomotives	
110	505 Rent from Passenger-train Cars	
111	507 Rent from Work Equipment	
112	508 Joint Facility Rent Income	
113	537 Rent for Locomotives	1
114	538 Rent for Passenger-train Cars	
115	541 Joint Facility Rents	2
116	Total Rents	
117	532 Railway Tax Accruals	1,667
118	Total Remunerations	17,886

NOTES AND REMARKS

Summary of Incentive and Penalty Payment Adjustments
for the Year Ended December 31, 1976

Performance Standard	Amount of	
	Incentives	Penalties
	(a)	(b)
1. Schedule adherence	\$2,242,450	xxxxxx
2. Recovered time/excessive delays-net		\$ 32,762
3. Car cleanliness	xxxxxx	None
4. Locomotive operability-net	6,137	
5. Car operability	3,070	
6. Locomotive availability	65,680	xxxxxx
7. Car availability	35,598	xxxxxx
8. Other (Explain)	-	
9. Totals (Sum 1-8)	\$2,352,935	\$ 32,762
10. Net amount, if any, credited to account 143, Miscellaneous	\$2,320,173	

Summary of Incentive and Penalty Payments expressed in Whole Dollars

VERIFICATION

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

OATH

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

State of CALIFORNIA

County of SAN FRANCISCO

ss:

D. L. PRAEGER

(Insert here the name of the affiant)

makes oath and says that he is Vice President and Controller

(Insert here the official title of the affiant)

Of SOUTHERN PACIFIC TRANSPORTATION COMPANY

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

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

Jan. 1, 1976 to and including Dec. 31, 1976.

D. L. Praeger
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 11th day of April, 1977.

My commission expires

[Use an L.S. impression seal]



FRED J. CROWE
NOTARY PUBLIC-CALIFORNIA
CITY AND COUNTY OF
SAN FRANCISCO

My Commission Expires Nov. 23, 1979

Fred J. Crowe
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of CALIFORNIA

County of SAN FRANCISCO

ss:

B. F. BIAGGINI

(Insert here the name of the affiant)

makes oath and says that he is Chairman and Chief Executive Officer

(Insert here the official title of the affiant)

of SOUTHERN PACIFIC TRANSPORTATION COMPANY

(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 Jan. 1, 1976 to and including Dec. 31, 1976.

B. F. Biaggini
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the state and county above named, this 11th day of April, 1977.

My commission expires

[Use an L.S. impression seal]



FRED J. CROWE
NOTARY PUBLIC-CALIFORNIA
CITY AND COUNTY OF
SAN FRANCISCO

My Commission Expires Nov. 23, 1979

Fred J. Crowe
(Signature of officer authorized to administer oaths)

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Concluded

Line No.	Name of Account (a)	Amount (b)
	Miscellaneous	\$
93	441 Dining and Buffet Service _____	
94	447 Operating Joint Miscellaneous Facilities - Dr. _____	
95	448 Operating Joint Miscellaneous Facilities - Cr. _____	
96	449 Employees Health and Welfare Benefits _____	
97	Total _____	
	General	
98	451 Salaries and Expenses of General Officers _____	
99	452 Salaries and Expenses of Clerks and Attendants _____	
100	453 General Office Supplies and Expenses _____	
101	454 Law Expenses _____	
102	456 Employees Health and Welfare Benefits _____	
103	457 Pensions _____	
104	458 Stationery and Printing _____	
105	460 Other Expenses _____	
106	461 General Joint Facilities - Dr. _____	
107	462 General Joint Facilities - Cr. _____	
108	Total _____	
	RENTS	
109	504 Rent from Locomotives _____	
110	505 Rent from Passenger-train Cars _____	
111	507 Rent from Work Equipment _____	
112	508 Joint Facility Rent Income _____	
113	537 Rent for Locomotives _____	
114	538 Rent for Passenger-train Cars _____	
115	541 Joint Facility Rents _____	
116	Total Rents _____	
117	532 Railway Tax Accruals _____	
118	Total Remunerations _____	

NOTES AND REMARKS

VERIFICATION

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

OATH

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

State of CALIFORNIA

County of SAN FRANCISCO

ss:

D. L. PRAEGER

(Insert here the name of the affiant)

makes oath and says that he is

Vice President and Controller

(Insert here the official title of the affiant)

Of SOUTHERN PACIFIC TRANSPORTATION COMPANY

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

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

Jan. 1, 1976 to and including Dec. 31, 1976.

D. L. Praeger
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 11th day of April, 1977.

My commission expires

Use an
L.S.
impression seal



FRED J. CROWE
NOTARY PUBLIC-CALIFORNIA
CITY AND COUNTY OF
SAN FRANCISCO

My Commission Expires Nov. 23, 1979

Fred J. Crowe
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of CALIFORNIA

County of SAN FRANCISCO

ss:

B. F. BIAGGINI

(Insert here the name of the affiant)

makes oath and says that he is

Chairman and Chief Executive Officer

(Insert here the official title of the affiant)

of SOUTHERN PACIFIC TRANSPORTATION COMPANY

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

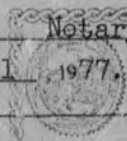
that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including Jan. 1, 1976 to and including Dec. 31, 1976.

B. F. Biaggini
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the state and county above named, this 11th day of April, 1977.

My commission expires

Use an
L.S.
impression seal



FRED J. CROWE
NOTARY PUBLIC-CALIFORNIA
CITY AND COUNTY OF
SAN FRANCISCO

My Commission Expires Nov. 23, 1979

Fred J. Crowe
(Signature of officer authorized to administer oaths)

MEMORANDA
(FOR USE OF COMMISSION ONLY)

CORRESPONDENCE

[illegible]

CORRECTIONS

[illegible]

EXPLANATORY REMARKS

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