

138100 SOUTHERN PACIFIC TRANSPORTATION CO. 1978 1

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R-1

CLASS I RAILROADS

APPROVED BY GAO
B-180230 (R0470)
Expires 12-31-81

annual report

INTERSTATE
COMMERCE COMMISSION
RECEIVED

MAR 30 1979

ADMINISTRATIVE SERVICES
MAIL UNIT

	RC000339 SOUTHERPACI 1 0 1 138100 SP 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, 1978

NOTICE

1. This Form for annual report should be filled out in triplicate and two copies returned to the Interstate Commerce Commission, Bureau of Accounts, Washington, D.C. 20423, by March 31, of the year following that for which the report is made. 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 as its office in Washington within three months after the close of the year for which report is made, unless additional time be granted in any case by the Commission.

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

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

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

The respondent is further required to send to the Bureau of Accounts immediately upon preparation, two copies of its latest annual report to stockholders. See schedule B, page 2.

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

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

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

5. All entries should be made in a permanent black ink. Those of a co-terminous 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 \$50,000,000, or more. For this class, Annual Report Form R-1 is provided.

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

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

In applying this classification to any switching or terminal company which is operated as a joint facility of owning or tenant 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 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.

ANNUAL REPORT

OF

SOUTHERN PACIFIC TRANSPORTATION COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1978

Deloitte Haskin & Sells

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)

SPECIAL NOTICE

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

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

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

<u>Docket</u>	<u>Title</u>	<u>Decision Date</u>
36141	Corporate Disclosure Regulations	5/13/77 1/19/78 3/23/78
36367	Revision to the Uniform System of Accounts for Railroads	6/13/77
36604	Accounting for Leases	10/12/77
36557	Reporting Railroad Track Maintenance	4/14/78
36725	Revision to the Annual Report Forms for Class I and Class II Railroads	7/18/78
36767	Accounting for Certain Government Transfers by Railroads and Motor Carriers of Passengers	6/30/78

ESTIMATE OF REPORTING BURDEN

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

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

Total hours (Estimated) _____

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A. SCHEDULES OMITTED BY RESPONDENT

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

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

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

Page	Schedule No.	Title
		N O N E

B. IDENTITY OF RESPONDENT

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

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

2. If incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or other possession began. If a partnership, give date of formation and also names in full of present partners.

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

1. Exact name of common carrier making this report 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. 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 reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars.
No consolidation or merger during the year
5. Class of switching and terminal company
 [See section No. 7 on inside of front cover]
Not a switching or terminal company

STOCKHOLDERS REPORTS

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

Check appropriate box:

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

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ No Par per share; first preferred, \$ None per share; second preferred, \$ None per share; debenture stock, \$ None per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Each share one vote
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing February 27, 1979, Record date for the dividend payable March 19, 1979
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 27,141,366 votes, as of February 27, 1979 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. One stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. *If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.*

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	Second (e)	First (f)
1	Southern Pacific Company	S.P. Building	27,141,366	27,141,366		
2		One Market Plaza				
3		San Francisco,				
4		Calif. 94105				
5						
6						
7						
8						
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30						

C. VOTING POWERS AND ELECTIONS - Continued

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

11. Give the date of such meeting. May 18, 1978

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

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	6,548	10,393
2	702	Temporary Cash Investments (Sch. 300)	154,178	201,515
3	703	Special Deposits (Sch. 300)	311	274
		Accounts Receivable		
4	705	- Interline and Other Balances	52,050	12,436
5	706	- Customers	81,739	71,846
6	707, 704	- Other	17,453	22,908
7	709, 708	- Accrued Accounts Receivables	86,112	72,723
8	708.5	- Receivables from Affiliated Companies	9,906	
9	708.5	- Less: Allowance for Uncollectible Accounts		
10	711, 714	Prepayments (and working funds) (Sch. 300)	4,276	5,008
11	712	Materials and Supplies	55,385	41,214
12	713	Other Current Assets (Sch. 300)	6,049	3,934
13		Total Current Assets	474,007	442,251
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	61,010	43,265
15	721, 721.5	Investments and Advances: Affiliated Companies (Sch. 310) Ø	(1) 491,016	(2) 522,827
16	737, 738	Property used in other than Carrier Operations (less depreciation \$ 14,565) (Sch. 325)	73,408	72,188
17	739, 741	Other Assets (Sch. 329)	19,009	16,114
18	743, 744	Other Deferred Debits (Sch. 329)	26,468	21,830
19		Total Other Assets Ø	670,911	676,224
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)	1,545,906	1,493,247
21		Equipment	1,490,464	1,365,412
22		Unallocated Items		
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 332, 342, 352, 355)	(798,574)	(759,570)
24		Net road and Equipment	2,237,796	2,099,089
		Total Assets Ø	3,382,714	3,217,564

NOTES AND REMARKS

- (1) Includes \$300,690 undistributed earnings from affiliated companies - 1978
 (2) Includes \$306,280 " " " " " " - 1977

Accounting
& Reporting

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	6,548	10,393
2	702	Temporary Cash Investments (Sch. 300)	154,178	201,515
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NOTES AND REMARKS

- (1) Includes \$300,690 undistributed earnings from affiliated companies - 1978
 (2) Includes \$306,280 " " " " " - 1977

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Description (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	6,548	10,393
2	702	Temporary Cash Investments (Sch. 300)	154,178	101,515
3	703	Special Deposits (Sch. 300)	311	274
		<u>Accounts Receivable</u>		
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14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	61,010	43,265
15	721, 721.5	Investments and Advances, Affiliated Companies (Sch. 310)	(1) 497,542	(2) 522,827
16	737, 738	Property used in other than Carrier Operations (less depreciation)	73,408	72,188
		\$ 14,565 (Sch. 325)		
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22		Unallocated Items		
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 332, 342, 352, 355)	(798,574)	(759,570)
24		Net road and Equipment	2,237,796	2,099,089
25		Total Assets	3,389,240	3,217,564

NOTES AND REMARKS

- (1) Includes \$307,216 undistributed earnings from affiliated companies - 1978
 (2) Includes \$306,280 " " " " " " - 1977

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)		
27	752	Accounts Payable; Interline and Other Balances	46,583	
28	753, 754	Other Accounts Payable	89,221	83,575
29	755, 756	Interest and Dividends Payable	14,663	14,009
30	757	Payables to Affiliated Companies	4,204	
31	759	Accrued accounts Payable (Sch. 370)	205,362	185,805
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 379)	30,508	25,702
33	763	Other Current Liabilities (Sch. 370)	29,279	21,647
34	764	Equipment obligations and other long-term debt due within one year	67,625	61,831
35		Total Current Liabilities	487,445	392,569
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	286,331	295,092
37	766	Equipment obligations	496,480	456,600
38	766.5	Capitalized Lease Obligations	42,288	
39	768	Debt in default		
40	769	Accounts payable; Affiliated Companies	13,505	26,834
41	770.1, 770.2	Unamortized debt premium	(1,610)	(1,473)
42	781	Interest in default		
43	783	Deferred revenues; Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	394,355	397,929
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	108,851	91,630
46		Total Noncurrent Liabilities	1,340,200	1,266,612
		<u>Stockholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)	424,875	424,875
48		Common Stock	424,875	424,875
49		Preferred Stock		
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (330)		
		Retained Earnings:		
52	797	Appropriated (221)		
53	798	Unappropriated (220)	1,136,720	1,133,508
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less: Treasury Stock		
56		Net Stockholders Equity	1,561,595	1,558,383
57		Total Liabilities and Shareholders Equity	3,389,240	3,217,564

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)		
27	752	Accounts Payable; Interline and Other Balances	46,583	
28	753, 754	Other Accounts Payable	89,221	83,575
29	755, 756	Interest and Dividends Payable	14,663	14,009
30	757	Payables to Affiliated Companies	4,204	
31	759	Accrued accounts Payable (Sch. 370)	205,362	185,805
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 379)	30,508	25,702
33	763	Other Current Liabilities (Sch. 370)	29,279	21,647
34	764	Equipment obligations and other long-term debt due within one year	67,625	61,831
35		Total Current Liabilities	487,445	392,569
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	286,331	295,092
37	766	Equipment obligations	496,460	456,600
38	766.5	Capitalized Lease Obligations	42,288	
39	768	Debt in default		
40	769	Accounts payable; Affiliated Companies	13,505	26,834
41	770.1, 770.2	Unamortized debt premium	(1,610)	(1,473)
42	781	Interest in default		
43	782	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	394,355	397,929
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	108,851	91,630
46		Total Noncurrent Liabilities	1,340,200	1,266,612
		<u>Stockholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)	424,875	424,875
48		Common Stock	424,875	424,875
49		Preferred Stock		
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)		
		Retained Earnings:		
52	797	Appropriated (221)		
53	798	Unappropriated (220)	0 1,130,194	1,133,508
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock		
56		Net Stockholders Equity	0 1,555,069	1,558,383
57		Total Liabilities and Shareholders Equity	0 3,382,714	3,217,564

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)		
27	752	Accounts Payable; Interline and Other Balances	46,583	
28	753, 754	Other Accounts Payable	89,221	83,575
29	755, 756	Interest and Dividends Payable	14,663	14,009
30	757	Payables to Affiliated Companies	4,204	
31	759	Accrued accounts Payable (Sch. 370)	205,362	185,805
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 379)	30,508	25,702
33	763	Other Current Liabilities (Sch. 370)	29,279	21,647
34	764	Equipment obligations and other long-term debt due within one year	67,625	61,831
35		Total Current Liabilities	487,445	392,569
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	286,331	295,092
37	766	Equipment obligations	496,480	456,600
38	766.5	Capitalized Lease Obligations	42,288	
39	768	Debt in default		
40	769	Accounts payable; Affiliated Companies	13,505	26,834
41	770.1, 770.2	Unamortized debt premium	(1,610)	(1,473)
42	781	Interest in default		
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	394,355	397,929
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	108,851	91,630
46		Total Noncurrent Liabilities	1,340,200	1,266,612
		<u>Stockholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)	424,875	424,875
48		Common Stock	424,875	424,875
49		Preferred Stock		
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)		
		Retained Earnings:		
52	797	Appropriated (221)		
53	798	Unappropriated (220)	Ø 1,130,194	1,133,508
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock		
56		Net Stockholders Equity	Ø 1,555,069	1,558,383
57		Total Liabilities and Shareholders Equity	Ø 3,387,714	3,217,564

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

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

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

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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: Normal pension costs, interest and amortization unfunded past service (beginning Jan.1,1978) are included in operating expense.

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

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

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

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

Date of trust agreement or latest amendment June 6, 1974 Wells Fargo Bank S.F.

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

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement. Companies listed on pg.25, charges are allocated on basis of actuarial valuation.

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

Yes X No _____

If yes, give number of the shares for each class of stock or other security: Listed on page 25

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

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

5. State separately amounts of deferred maintenance and delayed capital improvements as reported to the Commission in Ex Parte No. 305 as of close of year:

(a) Deferred maintenance \$ 22,067

(b) Delayed capital improvements \$ 49,129

Continued on following page

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

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

This Company has nothing to report for Items a, b, c.

(a) Changes in Valuation Accounts

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

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

	Gains	Losses
Current	\$	\$
Noncurrent		

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

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

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

NOTES AND REMARKS

- (1) During 1978 respondent carried basic and supplemental policies with the Imperial Insurance Company Limited under terms of which it was entitled to a maximum indemnity of \$2,078,188 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 \$41,563,760.
- (2) Under a qualified stock option plan, options may be granted until February 18, 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 after May 21, 1981, the options will no longer be tax-qualified.

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 1978 and options for 2,875 shares were exercised. At December 31, 1978, options to purchase 105,070 shares were outstanding.

210. RESULTS OF OPERATIONS

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

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

3. List dividends from investments accounted for under the

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

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

5. Report dollars in thousands.

Line No.	Item	Amount for Current Year	Amount for Preceding Year	Freight-Related Revenues & Expenses	Passenger-Related Revenues & Expenses
(a)		(b)	(c)	(d)	(e)
ORDINARY ITEMS					
OPERATING INCOME					
Railway Operating Income					
1	(101) Freight **	\$1,616,085	\$1,530,382	\$1,616,085	\$
2	(102) Passenger **	5,375	4,770		5,375
3	(103) Passenger-Related				
4	(104) Switching	10,266	9,913	10,266	
5	(105) Water Transfers				
6	(106) Demurrage	16,725	9,876	16,725	
7	(110) Incidental	4,651	4,940	4,520	131
8	(121) Joint Facility-Credit	878	552	878	
9	(122) Joint Facility-Debit	(96)	11	(96)	
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities)	1,653,884	1,560,444	1,648,378	5,506
11	(592) Railway operating revenues-Transfers from Government Authorities for current operation				
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)	1,653,884	1,560,444	1,648,378	5,506
14	(531) Railway operating expenses	Ø	1,616,275	1,483,330	13,939
15	*Net revenue from railway operations	Ø	37,609	77,114	46,042 (8,433)
OTHER INCOME					
16	(506) Revenue from property used in other than carrier operations	5,078	4,491		
17	(510) Miscellaneous rent income	15,151	14,717		
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income	318	332		
20	(514) Interest income	16,875	17,157		
21	(516) Income from sinking and other funds	1,298	713		
22	(517) Release of premiums of funded debt	72	72		
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	12,188	10,818		
Income from affiliated companies:					
25	Dividends	40,656	41,104		
26	Equity in undistributed earnings (losses)	Ø	(5,590)	(2,689)	
27	Total other income (lines 16-26)	Ø	86,046	86,715	
28	Total income (lines 15, 27)	Ø	123,655	163,829	
MISCELLANEOUS DEDUCTIONS FROM INCOME					
29	(534) Expenses of property used in other than carrier operations		2,045	1,218	
30	(535) Taxes on property used in other than carrier operations		295	426	
31	(543) Miscellaneous rent expense		13	8	
32	(544) Miscellaneous taxes		2,386	1,850	
33	(545) Separately operated properties-Loss		61	41	
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges		8,301	3,325	
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)		13,101	6,868	
39	Income available for fixed charges (lines 28, 38)	Ø	110,554	156,961	

210. RESULTS OF OPERATIONS

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

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

3. List dividends from investments accounted for under the

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

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

5. Report dollars in thousands.

Line No.	Item	Amount for Current Year	Amount for Preceding Year	Freight-Related Revenues & Expenses	Passenger-Related Revenues & Expenses
	(a)	(b)	(c)	(d)	(e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$1,616,085	\$1,530,382	\$1,616,085	\$ 5,375
2	(102) Passenger **	5,375	4,770		
3	(103) Passenger-Related				
4	(104) Switching	10,266	9,913	10,266	
5	(105) Water Transfers				
6	(106) Demurrage	16,725	9,876	16,725	
7	(110) Incidental	4,651	4,940	4,520	131
8	(121) Joint Facility-Credit	878	552	878	
9	(122) Joint Facility-Debit	(96)	11	(96)	
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities)	1,653,884	1,560,444	1,648,378	5,506
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations				
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)	1,653,884	1,560,444	1,648,378	5,506
14	(531) Railway operating expenses	1,616,275	1,483,330	1,601,081	15,194
15	*Net revenue from railway operations	37,609	77,114	47,297	(9,688)
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	5,078	4,491		
17	(510) Miscellaneous rent income	15,151	14,717		
18	(512) Separately operated properties-Profit				
19	(513) Dividend income	318	332		
20	(514) Interest income	16,875	17,157		
21	(516) Income from sinking and other funds	1,298	713		
22	(517) Release of premiums of funded debt	72	72		
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	12,188	10,818		
	Income from affiliated companies				
25	Dividends	40,656	41,104		
26	Equity in undistributed earnings (losses)	Ø (5,590)	(2,689)		
27	Total other income (lines 16-26)	Ø 86,046	86,713		
28	Total income (lines 15, 27)	Ø 123,655	163,829		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	2,045	1,218		
30	(535) Taxes on property used in other than carrier operations	295	426		
31	(543) Miscellaneous rent expense	13	8		
32	(544) Miscellaneous taxes	2,386	1,850		
33	(545) Separately operated properties-Loss	61	41		
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges	8,301	3,325		
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)	13,101	6,868		
39	Income available for fixed charges (lines 28, 38)	Ø 110,554	156,961		

210. RESULTS OF OPERATIONS

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

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

3. List dividends from investments accounted for under the

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

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

5. Report dollars in thousands.

Line No.	Item	Amount for Current Year	Amount for Preceding Year	Freight-Related Revenues & Expenses	Passenger-Related Revenues & Expenses
	(a)	(b)	(c)	(d)	(e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$1,616,085	\$1,530,382	\$1,616,085	\$5,375
2	(102) Passenger **	5,375	4,770		
3	(103) Passenger-Related				
4	(104) Switching	10,266	9,913	10,266	
5	(105) Water Transfers				
6	(106) Demurrage	16,725	9,876	16,725	
7	(110) Incidental	4,651	4,940	4,520	131
8	(121) Joint Facility-Credit	878	552	878	
9	(122) Joint Facility-Debit	(96)	11	(96)	
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities)	1,653,884	1,560,444	1,648,378	5,506
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations				
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)	1,653,884	1,560,444	1,648,378	5,506
14	(531) Railway operating expenses	1,616,275	1,483,330	1,601,081	15,194
15	*Net revenue from railway operations	37,609	77,114	47,297	(9,688)
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	5,078	4,491		
17	(510) Miscellaneous rent income	15,151	14,717		
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income	318	332		
20	(514) Interest income	16,875	17,157		
21	(516) Income from sinking and other funds	1,298	713		
22	(517) Release of premiums of funded debt	72	72		
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	12,188	10,818		
	Income from affiliated companies				
25	Dividends	40,656	41,104		
26	Equity in undistributed earnings (losses)	936	(2,689)		
27	Total other income (lines 16-26)	92,572	86,715		
28	Total income (lines 15, 27)	130,181	163,829		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	2,045	1,218		
30	(535) Taxes on property used in other than carrier operations	295	426		
31	(543) Miscellaneous rent expense	13	8		
32	(544) Miscellaneous taxes	2,386	1,850		
33	(545) Separately operated properties-Loss	61	41		
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges	8,301	3,325		
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)	13,101	6,868		
39	Income available for fixed charges (lines 28, 38)	117,080	156,961		

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
	(546) Interest on funded debt:	59,090	53,460
40	(a) Fixed interest not in default		
41	(b) Interest in default	29	15
42	(547) Interest on unfunded debt	494	503
43	(548) Amortization of discount on funded debt	59,613	53,978
44	Total fixed charges (lines 40-43)	57,467	102,983
45	Income after fixed charges (lines 39, 44)		
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
46	(c) Contingent interest		
	UNUSUAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit	57,467	
48	Income (loss) for continuing operations (before income taxes)		
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:	189	(130)
49	Federal income taxes	(252)	1,736
50	State income taxes		
51	Other income taxes	1,635	21,791
52	(557) Provision for deferred income taxes	55,895	79,586
53	Income from continuing operations		
	DISCONTINUED OPERATIONS		
54	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
55	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
56	(570) Extraordinary items (Net)		
57	(590) Income taxes on extraordinary items		
58	(591) Provision for deferred taxes - Extraordinary items		
59	Total extraordinary items (lines 56-58)		
60	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
61	Net income	55,895	79,586
	*Reconciliation of net railway operating income (NROI)		
62	Net revenues from railway operations	37,609	
63	(556) Income taxes on ordinary income	(63)	
64	(557) Provision for deferred income taxes	(1,635)	
65	Income from lease of road and equipment	(361)	
66	Rent for leased roads and equipment		
67	Net railway operating income	36,001	
	**Report hereunder the charges to the revenue accounts representing payments made to others for:		
68	Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates \$ 15,476		
	(a) Of the amount reported for "Net revenue from railway operations", 8 % (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)		
69	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 \$ 8,514		
	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):		
70	(a) Payments for transportation of persons	\$	None
71	(b) Payments for transportation of freight shipments	\$	7,215
	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):		
72	Charges for service for the protection against heat	\$	10,018
73	Charges for service for the protection against cold	\$	109

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
(546)	Interest on funded debt:	59,090	53,460
40	(a) Fixed interest not in default		
41	(b) Interest in default	29	15
42	(547) Interest on unfunded debt	494	503
43	(548) Amortization of discount on funded debt	59,613	53,978
44	Total fixed charges (lines 40-43)	50,941	102,983
45	Income after fixed charges (lines 39, 44)	0	
	OTHER DEDUCTIONS		
(546)	Interest on funded debt:		
46	(c) Contingent interest		
	UNUSUAL OR INFREQUENT ITEMS		
(555)	Unusual or infrequent items (debit) credit	50,941	102,983
48	Income (loss) for continuing operations (before income taxes)		
	PROVISIONS FOR INCOME TAXES		
(556)	Income taxes on ordinary income:	189	(130)
49	Federal income taxes	(252)	1,736
50	State income taxes		
51	Other income taxes	1,635	21,791
52	(557) Provision for deferred income taxes	49,369	79,586
53	Income from continuing operations	0	
	DISCONTINUED OPERATIONS		
(560)	Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
55	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
(570)	Extraordinary items (Net)		
(590)	Income taxes on extraordinary items		
(591)	Provision for deferred taxes - Extraordinary items		
59	Total extraordinary items (lines 56-58)		
(592)	Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
60	Net income	0	49,369
61			79,586
	*Reconciliation of net railway operating income (NROI)		
62	Net revenues from railway operations	37,609	
63	(556) Income taxes on ordinary income	(63)	
64	(557) Provision for deferred income taxes	(1,635)	
65	Income from lease of road and equipment	(36)	
66	Rent for leased roads and equipment	-	
67	Net railway operating income	36,001	
	**Report hereunder the charges to the revenue accounts representing payments made to others for		
68	Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates \$ 15,476		
	(a) Of the amount reported for "Net revenue from railway operations", 8 % (to nearest whole number) represent payments for collection and delivery of LCL freight either in TOFC trailers or otherwise. The percentage reported is (Check one): Actual () Estimated (X)		
69	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 \$ 8,514		
	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):		
70	(a) Payments for transportation of persons	\$	None
71	(b) Payments for transportation of freight shipments	\$	7,215
	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):		
72	Charges for service for the protection against heat	\$	10,018
73	Charges for service for the protection against cold	\$	109

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
(546)	Interest on funded debt:		
40	(a) Fixed interest not in default	59,090	53,460
41	(b) Interest in default		
42	(547) Interest on unfunded debt	29	15
43	(548) Amortization of discount on funded debt	494	503
44	Total fixed charges (lines 40-43)	59,613	53,978
45	Income after fixed charges (lines 39, 44)	Ø	102,983
	OTHER DEDUCTIONS		
(546)	Interest on funded debt:		
46	(c) Contingent interest		
	UNUSUAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit		
48	Income (loss) for continuing operations (before income taxes)	50,941	102,983
	PROVISIONS FOR INCOME TAXES		
(556)	Income taxes on ordinary income:		
49	Federal income taxes	189	(130)
50	State income taxes	(252)	1,736
51	Other income taxes		
52	(557) Provision for deferred income taxes	1,635	21,791
53	Income from continuing operations	Ø	79,586
	DISCONTINUED OPERATIONS		
54	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
55	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
56	(570) Extraordinary items (Net)		
57	(590) Income taxes on extraordinary items		
58	(591) Provision for deferred taxes - Extraordinary items		
59	Total extraordinary items (lines 56-58)		
60	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
61	Net income	Ø	79,586
	*Reconciliation of net railway operating income (NROI)		
62	Net revenues from railway operations	37,609	
63	(556) Income taxes on ordinary income	(63)	
64	(557) Provision for deferred income taxes	(1,635)	
65	Income from lease of road and equipment	(36)	
66	Rent for leased roads and equipment	-	
67	Net railway operating income	36,001	
	**Report hereunder the charges to the revenue accounts representing payments made to others for:		
68	Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates \$ 15,476		
	(a) Of the amount reported for "Net revenue from railway operations", 8% (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)		
69	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 \$ 8,514		
	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):		
70	(a) Payments for transportation of persons \$ None		
71	(b) Payments for transportation of freight shipments \$ 7,215		
	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):		
72	Charges for service for the protection against heat \$ 10,018		
73	Charges for service for the protection against cold \$ 109		

220. RETAINED EARNINGS—UNAPPORTIONED

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

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

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

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

5. Line 3 (Line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61, column (b), Schedule 210.

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

Line No.	Item	Retained earnings—Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year	\$ 827,228	\$ 306,280
2 (601.5)	Prior period adjustments to beginning retained earnings		
	CREDITS		
3 (602)	Credit balance transferred from earnings	54,959 0	(5,590)
4 (603)	Appropriations released		
5 (606)	Other credits to retained earnings		
6	Total	54,959 0	(5,590)
	DEBITS		
7 (612)	Debit balance transferred from income *	3,722	5,590
8 (616)	Other debits to retained income		
9 (620)	Appropriations for sinking and other reserve funds *	3,722	
10 (621)	Appropriations for other purposes		
11 (623)	Dividends: Common stock	48,961	
12	Preferred stock ¹		
13	Total	52,683	5,590
14	Net increase (decrease) during year (Line 6 minus line 13)	2,276 0	(5,590)
15	Balances at close of year (Lines 1, 2 and 14)	829,504 0	300,690
16	Balance from line 15(c)	0 300,690	XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	0 1,130,194	XXXXX
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606		XXXXX
19	Account 616		XXXXX

NOTE: See Schedule 460, for analysis for Retained Earnings Accounts.

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

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220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

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

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61, column (b), Schedule 210.

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

Line No.	Item	Retained earnings—Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year	\$ 827,228	\$ 306,280
2	(601.5) Prior period adjustments to beginning retained earnings		
	CREDITS		
3	(602) Credit balance transferred from earnings	54,959	(5,590)
4	(603) Appropriations released		
5	(606) Other credits to retained earnings		
6	Total	54,959	(5,590)
	DEBITS		
7	(612) Debit balance transferred from income	9,722	
8	(616) Other debits to retained income	372	
9	(620) Appropriations for sinking and other reserve funds		
10	(621) Appropriations for other purposes		
11	(623) Dividends: Common stock	48,961	
12	Preferred stock ¹		
13	Total	52,683	
14	Net increase (decrease) during year (Line 6 minus line 13)	2,276	(5,590)
15	Balances at close of year (Lines 1, 2 and 14)	829,504	300,690
16	Balance from line 15(c)	300,690	XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	1,130,194	XXXXX
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606		XXXXX
19	Account 616		XXXXX

NOTE: See Schedule 460, for analysis for Retained Earnings Accounts.

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

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

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

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61, column (b), Schedule 210.

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

Line No.	Item	Retained earnings—Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year	\$ 827,228	\$ 306,280
2 (601.5)	Prior period adjustments to beginning retained earnings		
	CREDITS		
3 (602)	Credit balance transferred from earnings	54,959	936
4 (603)	Appropriations released		
5 (606)	Other credits to retained earnings		
6	Total	54,959	936
	DEBITS		
7 (612)	Debit balance transferred from income	3,722	
8 (616)	Other debits to retained income	3,722	
9 (620)	Appropriations for sinking and other reserve funds		
10 (621)	Appropriations for other purposes		
11 (623)	Dividends: Common stock	48,961	
12	Preferred stock ¹		
13	Total	52,683	
14	Net increase (decrease) during year (Line 6 minus line 13)	2,276	936
15	Balances at close of year (Lines 1, 2 and 14)	829,504	307,216
16	Balance from line 15(c)	307,216	XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	1,136,720	XXXXX
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606		XXXXX
19	Account 616		XXXXX

NOTE: See Schedule 460, for analysis for Retained Earnings Accounts.

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

221. RETAINED EARNINGS--APPROPRIATED

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

Line No.	Class of appropriation (a)	Credits during year (b)	Debits during year (c)	Balance at close of year (d)
1	Additions to property through retained income	\$	\$	\$
2	Funded debt retired through retained income			
3	Sinking fund reserves			
4	Incentive per diem funds			
5	Miscellaneous fund reserves			
6	Other appropriations (specify):			
7				
8				
9				
10	None			
11				
12				
13				
14				
15				
16	TOTAL			

225. TRANSFERS FROM GOVERNMENT AUTHORITIES

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

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

230. CAPITAL STOCK

PART I. CAPITAL STOCK

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

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

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

6. Report dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	No Par	27,141,366	27,141,366		27,141,366	424,375	
2			(Shares)					
3								
4	Preferred	None						
5								
6								
7								
8								
9								
10	TOTAL	XXXXX	27,141,366	27,141,366		27,141,366	424,875	

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

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

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

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

7. Report dollars in thousands.

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

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

240. STATEMENT OF CHANGES IN FINANCIAL POSITION

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

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

Report dollars in thousands.

Line No.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL		
	Working capital provided by operations:		
1	Net income (loss) before extraordinary items	55,895	79,586
	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:		
2	Retirement of nondepreciable property	5,789	3,861
3	Loss (gain) on sale or disposal of tangible property	(7,827)	(5,801)
4	Depreciation and amortization expenses	82,694	72,145
5	Net increase (decrease) in deferred income taxes	1,635	21,791
6	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	(936)	2,689
7	Net increase (decrease) in noncurrent portion of estimated liabilities	11,397	14,727
	Other (specify):		
8	Net increase in liabilities and deferred credits	34,783*	1,355
9			
10	Increase in capitalized lease obligations	\$42,288*	
11	Net decrease in other liabilities		
12	and deferred credits	(7,505)*	
13	Total working capital from operations before extraordinary items	183,430	190,353

240. STATEMENT OF CHANGES IN FINANCIAL POSITION

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

Report dollars in thousands.

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL			
	Working capital provided by operations:		
1	Net income (loss) before extraordinary items	0 49,369	79,586
	Add expenses not requiring outlay of working capital: (subtract) credits not generating working capital:		
2	Retirement of nondepreciable property		
3	Loss (gain) on sale or disposal of tangible property	5,583	3,861
4	Depreciation and amortization expenses	(7,827)	(5,801)
5	Net increase (decrease) in deferred income taxes	82,890	72,145
6	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	1,635	21,791
7	Net increase (decrease) in noncurrent portion of estimated liabilities	0 5,590	2,689
	Other (specify):	11,397	14,727
	Net increase in liabilities and deferred credits		
9		34,783*	1,355
10	Increase in capitalized lease obligations	\$42,288*	
11	Net decrease in other liabilities		
12	and deferred credits	(7,505)*	
13	Total working capital from operations before extraordinary items	0 183,420	190,353

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Road Initials:

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240. STATEMENT OF CHANGES IN FINANCIAL POSITION

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

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

Report dollars in thousands.

Line No.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL		
	Working capital provided by operations:		
1	Net income (loss) before extraordinary items	0 49,369	79,586
2	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:		
3	Retirement of nondepreciable property	5,789	3,861
4	Loss (gain) on sale or disposal of tangible property	(7,827)	(5,801)
5	Depreciation and amortization expenses	82,694	72,145
6	Net increase (decrease) in deferred income taxes	1,635	21,791
7	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	0 5,590	2,689
8	Net increase (decrease) in noncurrent portion of estimated liabilities	11,397	14,727
9	Other (specify):		
10	Net increase in liabilities and deferred credits	34,783*	1,355
11	Increase in capitalized lease obligations	\$42,288*	
12	Net decrease in other liabilities and deferred credits	(7,505)*	
13	Total working capital from operations before extraordinary items	183,430	190,353

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL - Continued			
14	Add funds generated by reason of discontinued operations, extraordinary items, prior period adjustments, and changes in accounting principles	\$ -	\$ -
15	Total working capital from operations	0 183,420	190,353
Working capital from sources other than operating:			
16	Proceeds from issuance of long-term liabilities	107,275	65,225
17	Proceeds from sale/disposition of carrier operating property	41,478	22,630
18	Proceeds from sale/disposition of other tangible property		
19	Proceeds from sale/repayment of investments advances	30,613	23,244
20	Net decrease in sinking and other special funds	112,325	107,819
21	Proceeds from issue of capital stock		
Other (specify):			
22			
23			
24			
25			
26			
27	Total working capital from sources other than operating	291,691	218,918
28	Total sources of working capital	0 475,111	409,271

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL—Continued			
14	Add funds generated by reason of discontinued operations, extraordinary items, prior period adjustments, and changes in accounting principles _____	\$ -	\$ "
15	Total working capital from operations _____	183,430	190,353
Working capital from sources other than operating:			
16	Proceeds from issuance of long-term liabilities _____	107,275	65,225
17	Proceeds from sale/disposition of carrier operating property _____	41,478	22,630
18	Proceeds from sale/disposition of other tangible property _____		
19	Proceeds from sale/repayment of investments advances _____	30,613	23,244
20	Net decrease in sinking and other special funds _____	112,325	107,819
21	Proceeds from issue of capital stock _____		
Other (specify):			
22	_____		
23	_____		
24	_____		
25	_____		
26	_____		
27	Total working capital from sources other than operating _____	291,691	218,918
28	Total sources of working capital _____	475,121	409,271

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL	\$	\$
29	Amount paid to acquire/retire long-term liabilities	76,818	81,916
30	Cash dividends declared	48,961	64,054
31	Purchase price of carrier operating property	269,247	120,870
32	Purchase price of other tangible property	1,220	2,241
33	Purchase price of long-term investments and advances	4,392	7,206
34	Net increase in sinking or other special funds	130,070	130,270
35	Purchase price of acquiring treasury stock		
	Other (specify):		
36	Net increase in other assets and deferred charges	7,533	5,515
37			
38			
39			
40			
41			
42			
43			
44			
45	Total application of working capital	538,241	398,072
46	Net increase (decrease) in working capital	(63,120)	11,199

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL	\$	\$
29	Amount paid to acquire/retire long-term liabilities	76,818	81,916
30	Cash dividends declared	48,961	64,054
31	Purchase price of carrier operating property	269,247	120,870
32	Purchase price of other tangible property	1,220	2,241
33	Purchase price of long-term investments and advances	4,392	7,206
34	Net increase in sinking or other special funds	130,070	116,270
35	Purchase price of acquiring treasury stock		
	Other (specify):		
36	Net increase in other assets and deferred charges	7,533	5,515
37			
38			
39			
40			
41			
42			
43			
44			
45	Total application of working capital	538,241	398,072
46	Net increase (decrease) in working capital	(63,130)	11,199

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Road Initials: SPTCo

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241. CHANGES IN WORKING CAPITAL

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

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments	\$ 160,726	\$ 211,908	\$ (51,182)
2	Net receivables	101	212	(111)
3	Prepayments	3,608	4,488	(880)
4	Materials and supplies	55,385	41,214	14,171
5	Other current assets not included above	254,187	184,429	69,758
6	Notes payable and matured obligations	(205,362)	(185,805)	(19,557)
7	Accounts payable	(67,625)	(61,831)	(5,794)
8	Current equipment obligations and other debt	(214,468)	(144,933)	69,535
9	Other current liabilities not included above	(13,448)	49,682	(63,130)
10	Net increase (decrease) in working capital			

241. CHANGES IN WORKING CAPITAL

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

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments	\$ 160,726	\$ 211,908	\$ (51,182)
2	Net receivables	101	212	(111)
3	Prepayments	3,608	4,488	(880)
4	Materials and supplies	55,385	41,214	14,171
5	Other current assets not included above	254,187	184,429	69,758
6	Notes payable and matured obligations			
7	Accounts payable	(205,362)	(185,805)	(19,557)
8	Current equipment obligations and other debt	(67,623)	(61,831)	(5,794)
9	Other current liabilities not included above	(214,458)	(144,933)	69,525
10	Net increase (decrease) in working capital	(13,438)	49,682	(63,120)

245. WORKING CAPITAL INFORMATION

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

Line No.	Item (a)	Amount (b)
1	Construction and additions and betterments _____	\$ 3,518
2	Common-carrier operating purposes _____	209,386
3	Used by other than respondent's lessor companies _____	14,435
4	Total _____	227,339
5	Portion of balance in the material and supplies account at end of year that represents scrap and obsolete material _____	140
6	Account 707. Accounts receivable; other _____	0
7	Account 754. Accounts payable; other _____	0
8	Account 761. State and other income taxes accrued _____	154,351
9	Account 556. Income taxes on ordinary income _____	(63)

NOTES AND REMARKS

0 We do not maintain segregation of our receivable and payable accounts in such manner as to permit ready separation of amounts affecting our operating income accounts from other items in these accounts. As examples, one of the principal accounts included in our accounts receivable is that due from U. S. Government for service and as billing carrier, our bills include amounts due others in interline accounts as well as amounts included in our own revenues. Likewise, our accounts payable include large amounts covered by agency and freight claim drafts which consist of amount chargeable against operating income as well as C.O.D.'s and other amounts payable not affecting income.

300. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	702	U.S. Treasury obligations	\$ 24,571
2		U.S. Government Agencies Securities	27,117
3		U.S. Government Securities - Other than U.S. Treasury Bills	72,683
4		Time Deposits	13,365
5		Bankers Acceptances	10,844
6		Seg. Funds-I.C.C. Orders Ex Parte 252 and 305-Gen.	(1,342)
7		Commercial Paper	6,941
8		Total Account 702	154,179
9			
10	703	Southern Pacific Transportation Co. - Agent	306
11		Other Items, each less than \$250,000	5
12		Total Account 703	311
13			
14	708	Interest accrued on other investments	2,911
15		Bills Collectible - Affiliated companies	6,812
16		Interest and Dividends Receivable - Affiliated Companies	3,094
17		Other items, each less than \$250,000	62
18		Total Account 708	12,879
19			
20	709	Estimated freight revenues - Receivable	55,216
21		Unaudited accounts receivable - Estimated	8,747
22		Disbursements recollectible - Lubrication oil excise tax	275
23		Unaudited rent from equipment - Receivable - Estimated	4,333
24		Disbursements recollectible	5,986
25		Estimated per diem receivable - System freight cars	8,492
26		Other items, each less than \$250,000	90
27		Total Account 709	83,139
28			
29	710	Working Funds - Officers and employees	657
30		Other items, each less than \$250,000	11
31		Total Account 710	668
32			
33	711	Expenses paid in advance	874
34		Insurance premiums paid in advance	2,734
35		Total Account 711	3,608
36			
37	712	Material and supplies - General	55,385
38		Total Account 712	55,385
39			
40	713	Advanced charges on freight forwarded - Unadjusted	597
41		Advances for U.S. Savings Bonds for issue to employees	322
42		N.R.P.C. Advances and settlements	1,708
43		Advances for purchase through draft settlement	3,422
44		Total Account 713	6,049

301. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

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

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

None

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

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

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

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

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

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

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

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

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

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

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

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

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

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

12. Report dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

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

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

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

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

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

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

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	A-1	VII	Central California Traction Co.-Common	(
2				Note A	(33.33
3			"	Central California Traction-Preferred.	(
4			"	El Paso Union Passenger Depot Co.-	
5				Common, Note B	.50
6			"	Holton Inter-Urban Ry. Co.-Common	100
7			"	Northwestern Pacific R.R. Co.-Common.	100
8			"	Pacific Fruit Express Co.-Common	
9				Note C	100
10			"	Pacific Motor Transport Co.-Common ..	100
11			"	Pacific Motor Trucking Co. - Common .	100
12			"	Portland Terminal R.R. Co. - Common	
13				Note D	20
14			"	Portland Traction Co.-Common .. Note C	50
15			"	Pullman Co., The - Common	
16			"	St. Louis Southwestern Ry. Co.-Common .	99.7%
17				do -Preferred	
18			"	San Diego & Arizona Eastern Ry. Co.-	
19				Common .	100
20			"	Southern Pacific Transp. Co. of Texas &	
21				La.-Common .	100
22			"	Sunset Ry. Co.-Common Note E	50
23			"	The Ogden Union Ry. and Depot Co.-	
24				Common... Note C	50
25			"	Visalia Electric R.R. Co.-Common	100
26				Total A-1	
27		A-3	X	Evergreen Freight Car Corp.-Common ..	100
28			"	Evergreen Leasing Corp.-Common	100
29			"	Los Angeles Union Terminal, Inc.-Common	100
30			VII	Southern Pacific Air Freight, Inc.-	
31				Common	100
32			"	Southern Pacific Co.-Common	100
33			"	Southern Pacific Equipment Co.- Common	100
34			"	Southern Pacific Marine Transport, Inc.	
35				-Common	100
36			"	Trailer Train Co.-Common	2-90/205
37			VII	Southern Pacific Warehouse Co. -Common	100
38					
39				Total A-3	
40				Total A	

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

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

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

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

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

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

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

12. Report dollars in thousands.

Investments and advances				Disposed of: Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$	\$	\$	\$	\$	\$	\$	
399			399				1
265			265				2
							3
44			44				4
269			269				5
7,012			7,012				6
							7
12,000			12,000				8
1			1			4,000	9
11,375			11,375				10
							11
940			940				12
1,950			1,950				13
812			812				14
29,905	147		30,052			34,313	15
18,514			18,514			990	16
							17
2,795			2,795			1,352	18
							19
2,050			2,050				20
82			82				21
							22
150			150				23
70			70				24
88,633	147	-	88,780			40,655	25
100			100				26
1			1				27
							28
							29
65			65				30
5,236		244	4,992			318	31
11,722			11,722				32
							33
1			1				34
133			133				35
19			19				36
							37
17,277		244	17,033			318	38
105,910	147	244	105,813			40,973	39
							40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1		D-3	X	Trailer Train Co.-Unsec.30-Yr.6½%-7½%	
2				Sub.Notes	
3			"	S.P. Development Co.-Unsec.10-Yr. 7½%	
4				Notes	
5			"	S.P. Development Co.-Unsec.10-Yr. 7½%	
6				Notes	
7			"	S.P. Development Co.-Unsec.10-Yr. 7½%	
8				Notes	
9			"	S.P. Development Co.-Unsec.10-Yr. 10%	
10				Notes	
11				Total D-3	
12				Total D	
13		E-1	VII	El Paso Union Passenger Depot Co.	
14			"	Harbor Belt Line R.R.	
15			VII	Northwestern Pacific R.R. Co.	
16			"	The Ogden Union Ry. and Depot Co.	
17			"	Petaluma and Santa Rosa R.R. Co.	
18			"	Portland Terminal Company	
19			"	Port Terminal Railroad Association ..	
20			"	Visalia Electric	
21				Total E-1	
22		E-3	VII	Southern Pacific Air Freight, Inc. ...	
23			VII	Southern Pacific Equipment Co.	
24			VII	Evergreen Freight Car Corp.	
25			X	Seal Pacific	
26				Total E-3	
27				Total E	
28				Total account 721	
29	715			715. Sinking funds)	
30	716			716. Capital and other reserve) None	
31				funds	
32	717			717. Insurance and other funds)	
33				GRAND TOTAL	
34					
35				See notes on page 15	
36					
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of: Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	
656			656			46	1
							2
1,825			1,825			137	3
							4
2,859			2,859			215	5
							6
419			419			31	7
							8
451			451			45	9
							10
6,210			6,210			474	11
6,210			6,210			474	12
103		103					13
30			30			2	14
43,401	3,800		47,201				15
1,326		24	1,302			69	16
154			154				17
(13)	19		6				18
216	26		242				19
68			68				20
45,285	3,845	127	49,003			71	21
532			532				22
58,609		30,241	28,368			2,929	23
	400		400				24
i		1					25
59,142	400	30,242	29,300			2,929	26
104,427	4,245	30,369	78,303			3,000	27
216,547	4,392	30,613	190,326			44,447	28
							29
							30
							31
							32
216,547	4,392	30,613	190,326			44,447	33
							34
							35
							36
							37
							38
							39
							40

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

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

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

of Accounts.)

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

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

of acquisition.

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

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
1	Central California Traction Co.	491		45			536
2	El Paso Union Passenger Depot Co.	163		-			163
3	Holton Inter-Urban Ry. Co.	1,243		47			1,290
4	Northwestern Pacific Railroad Co. & Subsidiary	(25,385)		3,157			(22,428)
5	Pacific Fruit Express	3,343		(4,268)			(925)
6	Pacific Motor Transport Co.	3,939		(3,658)			281
7	Pacific Motor Trucking Co. & Subsidiary	14,332		1,163			15,495
8	Portland Terminal Railroad Co.	252		27			279
9	Portland Traction Company	(920)		118			(802)
10	St. Louis Southwestern Railway Co. & Subsidiaries	245,520		(2,581)			242,939
11	San Diego & Arizona Eastern Railway Co.	4,093		298			4,391
12	Southern Pacific Transport Co. of Texas & La.	5,462		154			5,616
13	Sunset Railway Co.	693		41			734
14	The Ogden Union Railway & Depot Co.	(19)		1			(18)
15	Visalia Electric Railroad Co.	791		(83)			708
16							
17							
18							
19							
20							
21							
22							
23							
24							
25	Total	253,798	-	(5,539)	-	-	248,259
26	Noncarriers: (Show totals only for each column)	52,482	-	6,475	-	-	58,957
27	Grand Total	306,280	-	936	-	-	307,216

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

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

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

of Accounts.)

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

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

of acquisition.

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

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
1	Central California Traction Co.	491		45			536
2	El Paso Union Passenger Depot Co.	163		-			163
3	Holton Inter-Urban Ry. Co.	1,243		47			1,290
4	Northwestern Pacific Railroad Co. & Subsidiary	(25,585)		Ø (3,369)			Ø (28,954)
5	Pacific Fruit Express	3,343		(4,268)			(925)
6	Pacific Motor Transport Co.	3,939		(3,658)			281
7	Pacific Motor Trucking Co. & Subsidiary	14,332		1,163			15,495
8	Portland Terminal Railroad Co.	252		27			279
9	Portland Traction Company	(920)		118			(802)
10	St. Louis Southwestern Railway Co. & Subsidiaries	245,520		(2,581)			242,939
11	San Diego & Arizona Eastern Railway Co.	4,093		298			4,391
12	Southern Pacific Transport Co. of Texas & La.	5,462		154			5,616
13	Sunset Railway Co.	693		41			734
14	The Ogden Union Railway & Depot Co.	(19)		1			(18)
15	Visalia Electric Railroad Co.	791		(83)			708
16							
17							
18							
19							
20							
21							
22							
23							
24							
25	Total	253,798	-	Ø (12,065)	-	-	Ø 241,733
26	Noncarriers: (Show totals only for each column)	52,482	-	6,475	-	-	58,957
27	Grand Total	306,280	-	Ø (5,590)	-	-	Ø 300,690

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

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

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

of Accounts.)

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

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

of acquisition.

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

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
1	Central California Traction Co.	491		45			536
2	El Paso Union Passenger Depot Co.	163		-			163
3	Holton Inter-Urban Ry. Co.	1,243		47			1,290
4	Northwestern Pacific Railroad Co. & Subsidiary	(25,585)		Ø (3,369)			Ø (28,954)
5	Pacific Fruit Express	3,343		(4,268)			(925)
6	Pacific Motor Transport Co.	3,939		(3,658)			281
7	Pacific Motor Trucking Co. & Subsidiary	14,332		1,163			15,495
8	Portland Terminal Railroad Co.	252		27			279
9	Portland Traction Company	(920)		118			(802)
10	St. Louis Southwestern Railway Co. & Subsidiaries	245,520		(2,581)			242,939
11	San Diego & Arizona Eastern Railway Co.	4,093		298			4,391
12	Southern Pacific Transport Co. of Texas & La.	5,462		154			5,616
13	Sunset Railway Co.	693		41			734
14	The Ogden Union Railway & Depot Co.	(19)		1			(18)
15	Visalia Electric Railroad Co.	791		(83)			708
16							
17							
18							
19							
20							
21							
22							
23							
24							
25	Total	253,798	-	Ø (12,065)	-	-	Ø 241,733
26	Noncarriers: (Show totals only for each column)	52,482	-	6,475	-	-	58,957
27	Grand Total	306,280	-	Ø (5,590)	-	-	Ø 300,690

NOTES AND REMARKS

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

3(d) 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

3(e)(1)	Evergreen Leasing Conditional Sale Certificates	\$400,000
	Southern Pacific Equipment Trust	290,857

315. SPECIAL FUNDS AND OTHER INVESTMENTS

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

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

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

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

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	Balance at close of year	Book value of investment made during the year
	(a)	(b)	(c)	(d)	(e)	(f)
1				Total less than 1% of total assets	\$	\$
2						
3						
4						
5						
6						
7						
8						
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315. SPECIAL FUNDS AND OTHER INVESTMENTS--Continued

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

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

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

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

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

8. Report dollars in thousands.

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Adjustment at end of year (Account 723) (i)	Allowance for unrealized loss on noncurrent marketable equity securities (Account 724)		Dividends or interest during year credited to income (l)	Line No.
Book value (g)	Profit or (Loss) (h)		Changes during year (j)	Balance at close of year (k)		
\$	\$	\$	\$	\$	\$	1
						2
						3
						4
						5
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319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING SUBSIDIARIES

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

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

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

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

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

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

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Extent of control (g)	Names of subsidiaries in connection with things owned or controlled through them (h)	Line No.
Book Value (e)	Selling price (f)			
\$	\$	%		1
				2
				3
				4
				5
				6
				7
				8
				9
				10
				11
				12
				13
				14
	None			15
				16
				17
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				19
				20
				21
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Road

325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS

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

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

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

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

Line No.	Item (Kind and location of property, and nature of business, if any) (a)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)	Balance of close of year (See ins. 3) (e)
1	Less than 5% of Total Assets		\$	\$	\$
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22	Total	X X X X			

NOTES AND REMARKS

325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS—Continued

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

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

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

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

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

8. Report dollars in thousands.

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 506, 534, 535 AND 544 DURING THE YEAR				C. ACCUMULATED DEPRECIATION (ACCOUNT 738)					Line No.
Revenues or income (f)	Expenses (g)	Taxes (h)	Net profit for year (L loss) (i)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)	
\$	\$	\$	\$	\$	\$	\$	\$	%	1
									2
									3
									4
									5
									6
									7
									8
									9
									10
									11
									12
									13
									14
									15
									16
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									18
									19
									20
									21
								XXXXX	22

NOTES AND REMARKS

329. OTHER ASSETS AND OTHER DEFERRED DEBITS

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	741	Freight and Passenger agents - In suspense	\$ 8,701
2		Retired equipment held for sale - In suspense	3,448
3		Bills Collectible-Not assured of Collection within one year	1,101
4		Doubtful accounts - Revenue	2,967
5		Salvable material from property other than equip, not yet recovered	503
6		Doubtful accounts	470
7		Deposits with municipalities, public utilities, and others-Deferred	534
8		Interline Receivables-Not assured of Collection within one year	279
9		Other items	6
10			
11		Total account 741	19,009
12			
13	743	Other real estate purchases	11,389
14		Proceeds from involuntary conversions to be reinvested in similar property	7,333
15		Unadjusted charges interline freight received - Commercial	4,563
16		Paid loss and damage claims for interline distribution	2,310
17		Loss and damage freight claims paid to claimants - Unadjusted	2,105
18		Overcharge freight claims payments - Unadjusted	2,384
19		Damage to company property by outsiders	3,176
20		Other unadjusted disbursements accounts - Debits	1,524
21		Unamortized cost on long-term debt	1,047
22		Freight claim payments - A.A.R. claim review office - Unadjusted	1,708
23		Other items	2,625
24		Loss and damage freight claims paid to Foreign Lines - Unadjusted	373
25		Other unadjusted Capital Expenditures Accounts - Debit	303
26		Other unadjusted freight accounts - Debit	1,719
27		New Orleans Union Passenger Terminal - Prepaid additional rental	388
28		Gravel pits and quarries - Operation of	273
29		Uncompleted replacement of properties in involuntary conversions	(7,333)
30		Property investments - Suspense	(11,391)
31		Preliminary surveys, reconnaissances, and other test projects	603
32		Agency accounts unadjusted - Debit	760
33		Other unadjusted equipment service accounts - Debit	609
34			
35		Total account 743	26,468
36			
37			
38	739	NONE	
39	744	NONE	
40			
41			
42			
43			
44			
45			

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

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

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

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

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

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

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

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

8. Report on line 34 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

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

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

11. Show dollars in thousands.

NOTES AND REMARKS

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

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		\$ 25,887		
2	(2) Land for transportation purposes		76,040		
3	(3) Grading		212,674		
4	(4) Other right-of-way expenditures		1,453		
5	(5) Tunnels and subways		33,900		
6	(6) Bridges, trestles and culverts		135,605		
7	(7) Elevated structures				
8	(8) Ties		58,557		
9	(9) Railc		139,396		
10	(10) Other track material		102,428		
11	(11) Railcar		57,504		
12	(12) Track laying and surfacing		71,252		
13	(13) Fences, snowsheds, and signs		10,832		
14	(14) Station and office buildings		60,552		
15	(15) Roadway buildings		8,228		
16	(16) Water stations		1,413		
17	(17) Fuel stations		3,676		
18	(18) Shops and enginehouses		32,983		
19	(19) Storage warehouses		3		
20	(20) Wharves and docks		212		
21	(21) Coal and ore chutes				
22	(22) TOFC/COFC terminals		7,693		
23	(23) Communication systems		40,581		
24	(24) Signals and interlockers		113,754		
25	(25) Power plants		357		
26	(26) Power-transmission systems		3,269		
27	(27) Miscellaneous structures				
28	(28) Roadway machines		27,137		
29	(29) Public improvement-construction		24,716		
30	(30) Shop machinery		20,318		
31	(31) Power-plant machinery		1,328		
32	(32) Other (specify and explain)		573		
33	Total expenditures on road		1,284,630		
34	(34) Locomotives		448,473		
35	(35) Freight-train cars		875,534		
36	(36) Passenger-train cars		9,347		
37	(37) Highway revenue equipment				
38	(38) Floating equipment		14,591		
39	(39) Work equipment		1,467		
40	(40) Miscellaneous equipment		3,361		
41	Total expenditures for equipment		27,601		
42	(42) Interest during construction		6,126		
43	(43) Other expenditures-general		33,627		
44	Total general expenditures		2,552,877		
45	Total		174,761		
46	(46) Other elements of investment				
47	(47) Construction work in progress		2,838,659		
48	Grand Total				

L-32 (Other)

Retirements from A/C 38 = \$503

A/C 43 = 50

A/C 73 = 20

Total \$573

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

- 14 No. AB-12 (Sub.No. 32) = .41 miles of track of the Globe Branch Line in Gila County, Arizona abandoned March 1978
- 217 No. AB-12 (Sub.No. 36) = 3.43 miles of track of the Woodburn Branch Line in Linn and Marion Counties, Oregon, abandoned March 1978
- 172 No. AB-12 (Sub.No. 38) = 2.60 miles of track of the Dallas Branch Line in Polk County, Oregon, abandoned April 1978
- 92 No. AB-12 (Sub.No. 42) = 2.62 miles of track of the Glavis Branch Line in Fresno County, California, abandoned April 1978
- 381 No. AB-12 (Sub.No. 48) = 6.571 miles of track of the Alta and Inglewood Branch Line in Los Angeles County, California, abandoned April 1978
- 107 No. AB-12 (Sub.No. 50) = 6.12 miles of track of the Sterling City Branch Line in Butte County, California, abandoned May 1978
- 1832 No. AB-12 (Sub.No. 23) = 24.523 miles of track of the Fall Creek Branch Line in Lane County, Oregon, abandoned May 1978
- 164 No. AB-12 (Sub.No. 34) = 2.14 miles of track of the Fall Creek Branch Line in Glen County, California, abandoned May 1978
- 307 No. AB-12 (Sub.No. 46) = 7.3 miles of track of the Colusa Branch Line in Maricopa County, Arizona, abandoned June 1978
- 47 No. AB-12 (Sub.No. 44) = 2.01 miles of track of the Litchfield Branch Line in Maricopa County, Arizona, abandoned July 1978
- 178 No. AB-12 (Sub.No. 29) = 7.86 miles of track of the Napoleonville Branch Line in Assumption Parish, Louisiana, abandoned July 1978
- 459 No. AB-12 (Sub.No. 27) = 7.154 miles of track of the West Santa Ana Branch Line in Orange County, California, abandoned September 1978
- 221 No. AB-12 (Sub.No. 3) = 12.22 miles of track of the Fort Huachuca Branch Line in Pima County, Arizona, abandoned September 1978
- 132 No. AB-12 (Sub.No. 49) = 3.71 miles of track of the Redland Branch Line in San Bernardino County, California, abandoned November 1978

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

EXPENDITURES FOR ADDITIONS AND RETIREMENTS 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.
(a)	(f)	(g)	(h)	(i)	(j)	
\$ 166	\$ 141	\$ 1	\$ 25,888	\$	\$ 25,888	1
1,029	471	558	76,593		76,593	2
2,177	1,045	1,132	213,866	81,466	295,272	3
94		94	1,347		1,347	4
623	14	609	34,509	5,329	39,838	5
5,472	940	4,532	140,137		140,137	6
						7
1,212	354	858	59,415	21,073	80,488	8
4,787	602	4,185	143,541	36,282	179,823	9
4,548	1,251	3,297	105,725	14,117	119,842	10
400	156	244	57,746	7,217	64,963	11
2,103	452	1,651	72,905	15,172	88,077	12
377	61	316	12,146		12,146	13
10,654	716	9,938	70,488		70,488	14
760	114	646	6,874		6,874	15
27	10	17	1,430		1,430	16
57	2	55	3,131		3,131	17
1,633	91	1,542	34,545		34,545	18
			3		3	19
			212		212	20
3,861	23	3,838	11,529		11,529	21
1,884	194	1,690	42,271		42,271	22
2,223	2,509	(286)	123,466		123,466	23
3		3	322		322	24
15		15	3,284		3,284	25
38	3	35	982		982	26
19,671	1,651	18,020	45,157		45,157	27
1,247	151	1,096	39,812		39,812	28
952	422	530	20,848		20,848	29
8		8	1,336		1,336	30
64,036	273	(573)				31
81,632	11,976	69,656	1,336,692	175,656	1,512,348	32
99,878	34,701	65,177	495,404		495,404	33
	41,128	58,650	934,184		934,184	34
3,152	36	3,116	9,547		9,547	35
			3,057		3,057	36
5,293	159	5,134	19,725		19,725	37
13,222	1,573	11,649	28,747		28,747	38
203,209	78,157	125,052	1,490,164		1,490,164	39
	213	(213)	27,388		27,388	40
	85	(85)	9,171		9,171	41
	298	(298)	32,529		32,529	42
269,147	90,431	178,716	2,852,715	175,656	3,028,371	43
	1,104	(1,104)	173,856	(173,656)		44
269,249	91,535	177,712	3,036,371		3,036,371	45
						46
						47
						48

330A. IMPROVEMENTS ON LEASED PROPERTY (See Instruction)

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

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330A. IMPROVEMENTS ON LEASED PROPERTY—Continued

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$	\$	\$	\$	1
				2
				3
				4
				5
				6
				7
				8
				9
				10
				11
				12
				13
				14
	Less Than 5%			15
				16
				17
				18
				19
				20
				21
				22
				23
				24
				25
				26
				27
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332. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT - OWNED AND USED

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

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

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

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

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

6. Thousand dollar Reporting Rule.

Line No.	Account	Balance at beginning of year	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year
			Charges to operating expenses	Other credits	Retirements	Other debits	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
ROAD							
1	(1) Engineering	6,170	200		50		6,320
2	(3) Grading	4,894	160		71		4,983
3	(4) Other, right-of-way	239	24				263
4	(5) Tunnels and subways	7,195	216		14		7,397
5	(6) Bridges, trestles, and culverts	60,992	1,867		786		62,073
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	9,134	181		59		9,256
8	(16) Station and office buildings	21,844	2,724	4,273	671		28,170
9	(17) Roadway buildings	3,248	152		107		3,293
10	(18) Water stations	613	40		9		644
11	(19) Fuel stations	963	108		2		1,069
12	(20) Shops and enginehouses	10,909	651		91		11,469
13	(22) Storage warehouses						
14	(23) Wharves and docks	185	4				189
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	2,065	369		25		2,409
17	(26) Communication systems	7,501	1,457		109		8,849
18	(27) Signals and interlockers	33,846	3,588		2,355		35,179
19	(29) Power plants	150	12				162
20	(31) Power-transmission systems	2,016	96				2,112
21	(35) Miscellaneous structures	582	24		5		601
22	(37) Roadway machines	7,460	4,302	4,396	1,505		14,653
23	(39) Public improvements—Construction	12,658	878		92		13,444
24	(44) Shop machinery*	2,054	580		379		2,255
25	(45) Power-plant machinery*	556	36				592
26	All other road accounts	(40)					(40)
27	Amortization (other than defense projects)						
28	Total road	195,334	17,669	8,669	6,330		215,342
EQUIPMENT							
29	(52) Locomotives	218,646	24,521	708	31,260		212,615
30	(53) Freight-train cars	307,604	34,706	* 7,501	27,927		321,884
31	(54) Passenger-train cars	5,496	244				5,740
32	(55) Highway revenue equipment	9	595	2,012	47		2,569
33	(56) Floating equipment						
34	(57) Work equipment	8,445	782		(18)		9,245
35	(58) Miscellaneous equipment	11,807	4,314	4,654	2,177		18,598
36	Total equipment	552,007	65,162	14,875	61,393		570,651
37	GRAND TOTAL	747,341	82,831	23,544	67,723		785,993

* \$2 included in (53) Freight Cars should be Acct. 733-2 - Corrected 1979

135A. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Company)

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

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

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

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

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

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

7. Report dollars in thousands.

Line No.	Class (See Ins. 2)	Name of company	Miles of road owned (See Ins. 4)	Investments in property (See Ins. 5)	Depreciation and amortization of defense projects (See Ins. 6)
	(a)	(b)	(c)	(d)	(e)
1	R	Southern Pacific Transportation Company	10,794.77	\$ 3,036,371	\$ 797,764
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	Nueces County Navigation District No. 1			
13		Terminal Properties - Corpus Christi, Tx.		566(e)	
14		Sub-Total	10,794.77	3,037,358	797,764
15		Less: Facilities Not In Service of			
16		Respondent:			
17	R	El Centro-Seeley, California-First Main			
18		and way switching tracks leased to SDAE Ry Co.		286	(64)
19	R	Tracks leased to O.U.R. & D. Co. (See line 6)		333(b)	
20					
21					
22	R	Guadalupe-Betteravia, Calif.-First Main			
23		and Way Switching Tracks leased to Santa			
24		Maria Valley R.R. Co.		100	(7)
25	R	Winchaven, California-Yard Switching Tracks			
26		leased to U.S. Government (Navy Dept.)		7	
27	R	Searles, Calif.-Way Switching Tracks			
28		Leased to Trona Rwy. Co.		5(e)	
29	R	South Klamath Falls, Or.-Yard Switching			
30		Tracks leased to Burlington Northern, Inc.		5(e)	
31	R	Chemult, Or.-Way Switching Tracks leased			
32		to Burlington Northern, Inc.		4(e)	
33	R	Ogden, Utah-First and Second Main and			
34		Yard and Switching Tracks leased to O.U.R. & D.			
35		Co.		189(e)	
36					
37					
38		Sub-Total		929	
39		TOTAL	10,794.77	3,036,429	797,693

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

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

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

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

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

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

5. Report dollars in thousands.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)
1	(1) Engineering	\$ 25,874	\$	\$	\$
2	(2) Land for transportation purposes	76,541			6
3	(3) Grading	213,745			8
4	(4) Other right-of-way expenditures	1,547			144
5	(5) Tunnels and subways	34,509			
6	(6) Bridges, trestles, and culverts	140,098			
7	(7) Elevated structures				31
8	(8) Ties	59,352			
9	(9) Rails	143,470			66
10	(10) Other track material	105,650			115
11	(11) Ballast	57,698			95
12	(12) Track laying and surfacing	72,854			43
13	(13) Fences, snowsheds, and signs	11,145			75
14	(16) Station and office buildings	70,486			1
15	(17) Roadway buildings	6,874			19
16	(18) Water stations	1,430			
17	(19) Fuel stations	3,131			
18	(20) Shops and enginehouses	34,540			
19	(22) Storage warehouses	3			
20	(23) Wharves and docks	212			
21	(24) Coal and ore wharves				
22	(25) TOFC/COFC terminals	11,529			
23	(26) Communication systems	42,271			
24	(27) Signals and interlockers	113,449			
25	(29) Power plants	322			16
26	(31) Power-transmission systems	3,280			
27	(35) Miscellaneous structures	982			
28	(37) Roadway machines	45,157			
29	(39) Public improvements—Construction	39,784			
30	(44) Shop machinery	20,848			13
31	(45) Power-plant machinery	1,336			
32	Leased property capitalized rentals (explain) (b)	(333)			
33	Other (specify & explain)				(b)(c) 347
34	Total expenditures for road	1,337,784			
35	(52) Locomotives	495,404			979
36	(53) Freight-train cars	934,184			
37	(54) Passenger-train cars	9,347			
38	(55) Highway revenue equipment	3,057			
39	(56) Floating equipment				
40	(57) Work equipment	19,725			
41	(58) Miscellaneous equipment	28,747			
42	Total expenditures for equipment	1,490,464			
43	(76) Interest during construction	27,372			
44	(77) Other expenditures—General	6,167			4
45	Total general expenditures	33,539			3
46	Total	2,861,787			7
47	(80) Other elements of investment				986
48	(90) Construction work in progress	173,656			
49	Grand Total	3,035,443			986

339. OTHER ELEMENTS OF INVESTMENT

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

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

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

(Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)	Credits during the year (d)
1	The amounts shown in column (1) on page 35		\$	\$
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 1978 reported in column (f). Result-			
5	ing balances in column (1) are the appropriate			
6	balances in the involved accounts on a property cost			
7	basis at December 31, 1978.			
8	Clear from the allocated portion of account			
9	80 property costs applicable to retirement of			
10	properties included in the basic inventory including			
11	abandonment of various lines of railroad authorized			
12	in I.C.C. Finance Docket.			
13				
14	<u>Account Number</u>	<u>Net Changes During the Year</u>		
15	3	\$692		
16	8	16		
17	9	154		
18	10	116		
19	11	11		
20	12	75		
21			267	
22				1 104
23				
24				
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49				
50	TOTALS	XXX		1 104
51	NET CHANGES	XXX		1 104

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

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.

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, 3, 4, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

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

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

Line No.	Account (a)	DEPRECIATION BASE		Annual composite rate (percent) (d)
		Beginning of year (b)	Close of year (c)	
	ROAD	\$	\$	\$
1	(1) Engineering			
2	(3) Grading			
3	(4) Other right-of-way expenditures			
4	(5) Tunnels and subways			
5	(6) Bridges, trestles, and culverts			
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs			
8	(16) Station and office buildings			
9	(17) Roadway buildings	Total road leased to others is less than 5% of total road owned.		
10	(18) Water stations			
11	(19) Fuel stations			
12	(20) Shops and enginehouses			
13	(22) Storage warehouses			
14	(23) Wharves and docks			
15	(24) Coal and ore wharves			
16	(25) TOFC/COFC terminals			
17	(26) Communication systems			
18	(27) Signals and interlockers			
19	(29) Power plants			
20	(31) Power transmission systems			
21	(35) Miscellaneous structures			
22	(37) Roadway machines			
23	(39) Public improvements—Construction			
24	(44) Shop machinery			
25	(45) Power-plant machinery			
26	All other road accounts			
27	Total road			
	EQUIPMENT			
28	(52) Locomotives			
29	(53) Freight-train cars			
30	(54) Passenger-train cars			
31	(55) Highway revenue equipment			
32	(56) Floating equipment			
33	(57) Work equipment	Nothing to Report		
34	(58) Miscellaneous equipment			
35	Total equipment			
36	GRAND TOTAL			XXXXX

342. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.

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

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

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

5. Thousand dollar Reporting Rule.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to others (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering						
2	(3) Grading						
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts						
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs						
8	(16) Station and office buildings						
9	(17) Roadway buildings						
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(22) Storage warehouses		The total road leased to others represents less than 5% of total road owned.				
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals						
17	(26) Communications systems						
18	(27) Signals and interlockers						
19	(29) Power plants						
20	(31) Power-transmission systems						
21	(35) Miscellaneous structures						
22	(37) Roadway machines						
23	(39) Public improvements—Construction						
24	(44) Shop machinery						
25	(45) Power-plant machinery						
26	All other road accounts						
27	Total road						
	EQUIPMENT						
28	(52) Locomotives						
29	(53) Freight-train cars						
30	(54) Passenger-train cars						
31	(55) Highway revenue equipment						
32	(56) Floating equipment		Nothing to Report				
33	(57) Work equipment						
34	(58) Miscellaneous equipment						
35	Total equipment						
36	GRAND TOTAL						

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

1. Show in columns (b) and (c), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (e) and (f) show the depreciation base used in computing the depreciation charges the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December; and on lines 28 and 36 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account/ composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and account Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00, 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 Nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

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

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

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

Line No.	(Dollars in thousands) Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
	ROAD	\$	\$	%	\$	\$	%
1	(1) Engineering	25,887	25,831	0.94			
2	(3) Grading	294,831	212,495	0.09			
3	(4) Other right-of-way expenditures	1,453	1,531	2.00			
4	(5) Tunnels and subways	39,229	33,871	0.77			
5	(6) Bridges, trestles, and culverts	135,605	139,297	1.65			
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	10,832	11,134	2.00			
8	(16) Station and office buildings	60,552	60,351	2.22			
9	(17) Roadway buildings	6,228	6,751	2.86			
10	(18) Water stations	1,413	1,357	3.33			
11	(19) Fuel stations	3,076	3,115	3.33			
12	(20) Shops and enginehouses	32,983	34,119	1.96			
13	(22) Storage warehouses	3	2	2.12			
14	(23) Wharves and docks	212	213	2.48			
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	7,693	11,104	4.47			
17	(26) Communications systems	40,581	41,882	3.54			
18	(27) Signals and interlockers	113,754	109,528	3.27			
19	(29) Power plants	317	321	2.50			
20	(31) Power transmission systems	3,269	3,248	3.03			
21	(35) Miscellaneous structures	949	1,247	2.22			
22	(37) Roadway machines	27,137	29,326	6.00			
23	(39) Public improvements—Construction	38,716	39,810	2.23			
24	(44) Shop machinery	20,318	20,956	2.80			
25	(45) Power plant machinery	1,328	1,335	2.86			
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road	866,366	788,824	1.85			
	EQUIPMENT						
29	(52) Locomotives	448,473	480,932	#			
30	(53) Freight-train cars	875,534	899,558	##			
31	(54) Passenger-train cars	9,347	9,206	3.00			
32	(55) Highway revenue equipment						
33	(56) Floating equipment						
34	(57) Work equipment	14,591	19,616	4.24			
35	(58) Miscellaneous equipment	17,467	17,382	8.27			
36	Total equipment	1,355,412	1,426,894	4.20			
37	GRAND TOTAL	2,231,778	2,215,718				

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

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

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

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

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

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

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

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

The total road and equipment leased from others represents less than 5% of the total road and equipment owned, respectively.

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

1. Enter the required information concerning debits and credits to Account 733, "Accumulated depreciation-improvements on leased property," during the year relating to improvements made to road and equipment property leased from others, the depreciation charges for which are included in operating expenses of the respondent.

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

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

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

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

6. Thousand dollar Reporting Rule.

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

355. ACCRUED LIABILITY - LEASED PROPERTY

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

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

Nothing to Report

360. LEASES—GENERAL INSTRUCTIONS AND DEFINITIONS

A. General Instructions

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

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

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

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

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

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

B. Definitions

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

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

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

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

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

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

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

361. CAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

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

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

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later Years (g)	Total (h)
1	Lease payments	\$ 11,376	\$ 12,686	\$ 10,337	\$ 9,739	\$ 7,532	\$ 36,469	\$ 88,139
	Less: Executory costs:							
2	-- Taxes							
3	-- Maintenance							
4	-- Insurance							
5	-- Other							
6	Total executory costs (2-5)							
7	Minimum lease payments (1, 6)	11,376	12,686	10,337	9,739	7,532	36,469	88,139
8	Less: Amount representing interest	4,301	4,197	3,786	2,612	2,138	9,914	26,948
9	Present value of minimum lease payments (line 7, 8)	7,075	8,489	6,551	7,127	5,394	26,555	61,191

PART II. TOTAL RENTAL EXPENSES

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

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

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
10	Present value of minimum lease payments from Part I above	\$ NOT APPLICABLE	\$ XXXX	\$ XXXX	\$ XXXX	\$ XXXX	\$ XXXXXX	\$ XXXXXX
11	Contingent rentals		XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
12	Minimum noncancelable sublease rentals		XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
13	Net rental expense		XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX

PART III. CLASSES OF CAPITAL LEASES

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

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

Line No.	Classes of leased property (a)	Present value	
		Current year (b)	Prior year (c)
14	Structures		
15	Revenue equipment	\$ 29,125	\$ 31,306
16	Shop and garage equipment		
17	Service cars and equipment	14,991	22,914
18	Noncarrier operating property		
19	Other: (Specify) Electronic Data Processing Equipment	4,628	8,600
20	Jet Aircraft	-	960
21	Gross capitalized assets	67,445	63,780
22	Less: Accumulated amortization	29,739	23,542
23	Net capitalized lease assets	37,706	40,238

362. NONCAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

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

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

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
1	Lease payments	\$	\$	\$	\$	\$	\$	\$
	Less: Executory costs:							
2	- Taxes		NOTHING TO REPORT					
3	- Maintenance							
4	- Insurance							
5	- Other							
6	Total executory costs (2-5)							
7	Minimum lease payments (1-6)							
8	Less: Amount representing interest							
9	Present value of minimum lease payments (line 7, 8)							

PART II. TOTAL RENTAL EXPENSES

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

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

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
10	Present value of minimum lease payments from Part I above	\$	\$	\$	\$	\$	\$	\$
	Not applicable		XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
11	Contingent rentals		XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
12	Minimum noncancelable sublease rentals							
13	Net rental expense		XXXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX

362. NONCAPITALIZED CAPITAL LEASES—Continued

PART III. INCOME IMPACT

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

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

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

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

PART IV. CLASSES OF CAPITAL LEASES

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

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

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

363. OPERATING LEASES

PART I. FUTURE MINIMUM RENTAL PAYMENTS

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

Line No.	Items (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
1	Minimum lease payments required	\$ 12 266	\$ 8 790	\$ 7 163	\$ 5 177	\$ 4 706	\$ 10 964	\$ 49 066
2	Minimum noncancelable sublease rentals	-	-	-	-	-	-	-
3	Net minimum lease payments	12 266	8 790	7 163	5 177	4 706	10 964	49 066

PART II. TOTAL RENTAL

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

Line No.	Expenses (a)	Current year (b)	Prior year (c)
4	Minimum lease payments required	\$ 12 266	\$ 13 237
5	Contingent rentals	-	-
6	Less: Sublease rentals	-	-
7	Total rental expense	12 266	13 237

364. LESSEE DISCLOSURE

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

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

Line No.	
1	(a) Interest rates used for computing present values are similar to the
2	incremental borrowing rates available to this Company.
3	
4	
5	
6	
7	
8	
9	(b) Certain of the lease agreements have renewal or purchase options based upon the
10	then current market value.
11	
12	
13	
14	
15	
16	
17	(c) On sub-lease agreement, assume and perform all obligations in event of default-
18	present obligation amounts to \$5 177.
19	
20	
21	
22	
23	
24	
25	(d) None
26	
27	
28	
29	
30	
31	
32	
33	(e) None
34	
35	
36	
37	
38	
39	
40	

370. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

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

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

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	751	None	5
2			
3	759	Unaudited accounts payable - Estimated	50,895
4		Unaudited liabilities - Vacation allowance	48,115
5		Estimated claims for injuries to persons - Payable within one year	27,000
6		Unaudited rent for equipment - Payable - Estimated	23,839
7		Estimated per diem payable - Foreign freight cars	13,063
8		Estimated overcharge freight claims - Payable within one year	12,327
9		Contributory Retirement Plan - Costs currently payable - Estimated	11,932
10		Estimated loss and damage freight claims - Payable within one year	11,587
11		Estimated claims for damage to property of outsiders - Payable	1,358
12		Receipts repayable	1,336
13		Unaudited liabilities - Sick leave	1,211
14		Unaudited liabilities - Hospital & Medical - Self insurance	909
15		Unaudited protective service charges - Payable	882
16		Receipts Repayable	406
17		Rents accrued - Terminal and Depot companies	200
18		Rents accrued - Western Pacific R.R. - Weso-Alazon	161
19		Insurance Premiums - Estimated	72
20		Estimated claims - Damage livestock - Payable within one year	63
21		Rent Accrued - Union Pacific RR - Lease Road	20
22		Accrued Depreciation and Amortization - OUR&D	(16)
23		Receipts Repayable - Payroll	1
24		Payable to St. Louis Southwestern Ry. Co. - Work performed	
25		on Southern Pacific equipment	1
26			205,362
27			
28	763	Prepaid charges on freight forwarded - Unadjusted	22,882
29		Deposits for track, culverts, crossings, materials and	
30		miscellaneous work - Unadjusted	2,056
31		Percentages retained on Contracts	1,718
32		NRPC Advance under Amendment Agreement dated 12-11-24	1,500
33		Bonds matured or called for redemption and premiums thereon	714
34		Payroll deductions for the purchase of U.S. Savings Bonds	271
35		Other items each less than \$250,000	138
36			29,279
37			
38			
39			
40			
41			
42			
43			
44			
45			

379. OTHER LONG-TERM LIABILITIES AND OTHER DEFERRED CREDITS

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	771	NONE	\$
2	772	NONE	
3	775	NONE	
4			44,320
5	774	Unaudited liabilities - Injuries to persons	20,060
6		Reserve for federal income taxes - Prior years	11,090
7		Unaudited liabilities - Overcharge freight claims	9,669
8		Unaudited liabilities - Loss and Damage - Freight	974
9		Unaudited liabilities - Damage to property of outsiders	86,113
10		Total account 774	
11			
12			7,446
13	782	Deposits for tracks, culverts, crossings and misc. work	663
14		Assessments for public improvements - Deferred payments	537
15		Payments to P.T.R.A. for personal injury liability - Deferred	253
16		Reserve for cost and losses due to N.R.P.C. Agreement	66
17		Other items	8,965
18		Total account 782	
19			
20			4,980
21	784	Other unadjusted capital expenditures accounts - Credit	2,906
22		Unapplied collections	398
23		Other unadjusted disbursements accounts - Credit	2,012
24		Agency accounts unadjusted - Credit	724
25		Other items	303
26		Other unadjusted pay roll accounts - Credit	726
27		Other unadjusted freight accounts - Credit	575
28		Rentals received in advance	401
29		Real estate sales	748
30		Unadjusted charged interline freight received - Comm.	
31		Total account 784	13,773
32			
33			
34			
35			
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410. RAILWAY OPERATING EXPENSES

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

Line No.	Name of railway operating expense account (a)	Freight					Passenger (g)	Total (h)
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
		\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES:							
	ADMINISTRATION:							
	Track	3,552	77	64	1,049	4,742	3	4,745
1	Bridge and Building	983	13	10	8	1,014	8	1,022
2	Signal	302	44	2		348	3	351
3	Communication	15,936	638	108	635	17,317	71	17,388
4	Other	3,205	1,116	630	777	5,728	21	5,749
5	REPAIR AND MAINTENANCE:							
	Roadway - Running	2,465	489	2,766	124	5,844	2	5,846
6	Roadway - Switching	180	35	202	9	426		426
7	Tunnels and Subways - Running	107	(51)	2	4	62		62
8	Tunnels and Subways - Switching	8	(3)			5		5
9	Bridges and Culverts - Running	3,266	927	121	100	4,414	7	4,421
10	Bridges and Culverts - Switching	238	68	9	8	323		323
11	Ties - Running	N/A	15,077	N/A	N/A	15,077	5	15,082
12	Ties - Switching	N/A	1,191	N/A	N/A	1,191		1,191
13	Rail - Running	N/A	11,966	N/A	N/A	11,966		11,966
14	Rail - Switching	N/A	488	N/A	N/A	488		488
15	Other Track Material - Running	N/A	5,288	N/A	N/A	5,288	3	5,291
16	Other Track Material - Switching	N/A	479	N/A	N/A	479		479
17	Ballast - Running	N/A	2,653	N/A	N/A	2,653		2,653
18	Ballast - Switching	N/A	165	N/A	N/A	165		165
19	Track laying and surfacing - Running	47,091	5,670	871	2,066	55,698	43	55,741
20	Track laying and surfacing - Switching	4,436	534	82	195	5,247	4	5,251
21	Road Property Damaged - Running	3,633	1,931	1,809	305	7,678	6	7,684
22	Road Property Damaged - Switching	265	141	132	23	561		561
23	Road Property Damaged - Other	139	61		1	201		201
24	Signals and Interlockers - Running	5,396	3,736	95	283	9,510	75	9,585
25	Signals and Interlockers - Switching	393	272	7	20	692	7	699
26	Communications Systems	5,435	2,600	186	132	8,353	83	8,436
27	Electric Power Systems	497	42	4		543		543
28	Highway Grade Crossings - Running	1,393	122	1,322	24	2,861	4	2,865
29	Highway Grade Crossings - Switching							
30	Station and Office Buildings	1,268	633	51	168	2,120	63	2,183
31	Shop Buildings - Locomotives	785	284	37	2	1,108	12	1,120
32	Shop Buildings - Freight Cars	283	96	16	1	396	N/A	396
33	Shop Buildings - Other Equipment	564	237	23	2	826		826
34								

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Materials, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES - Continued:							
	REPAIR AND MAINTENANCE - Continued:							
101	Locomotive Servicing Facilities	(86)	43		2	(41)		(41)
102	Miscellaneous Buildings and Structures	1,054	732	60	130	1,976	5	1,981
103	Coal Terminals						N/A	
104	Ore Terminals						N/A	
105	Other Marine Terminals	6	3			9	N/A	9
106	TOFC/COFC - Terminals	56	47	309		412	N/A	412
107	Motor Vehicle Loading and Distribution Facilities	5				5	N/A	5
108	Facilities for Other Specialized Service Operations	1	42		1	44	N/A	44
109	Roadway Machines	3,089	2,589	120	150	10,948	6	10,954
110	Small Tools and Supplies	74	5,712	1,081	13	6,880	4	6,884
111	Snow Removal	200	22	8	2	232		232
112	Fringe Benefits - Running	N/A	N/A	N/A	14,430	14,430	22	14,452
113	Fringe Benefits - Switching	N/A	N/A	N/A	2,237	2,237	3	2,240
114	Fringe Benefits - Other	N/A	N/A	N/A	8,781	8,781	77	8,858
115	Casualties and Insurance - Running	N/A	N/A	N/A	7,098	7,098	17	7,115
116	Casualties and Insurance - Switching	N/A	N/A	N/A	517	517	2	519
117	Casualties and Insurance - Other	N/A	N/A	N/A				
118	Lease Rentals - Debit - Running	N/A	N/A	216	N/A	216		216
119	Lease Rentals - Debit - Switching	N/A	N/A	16	N/A	16		16
120	Lease Rentals - Debit - Other	N/A	N/A		N/A			
121	Lease Rentals - (Credit) - Running	N/A	N/A	(16)	N/A	(16)		(16)
122	Lease Rentals - (Credit) - Switching	N/A	N/A	(44)	N/A	(44)		(44)
123	Lease Rentals - (Credit) - Other	N/A	N/A		N/A			
124	Joint Facility Rent - Debit - Running	N/A	N/A	2,009	N/A	2,009		2,009
125	Joint Facility Rent - Debit - Switching	N/A	N/A	1,934	N/A	1,934		1,934
126	Joint Facility Rent - Debit - Other	N/A	N/A	89	N/A	89		89
127	Joint Facility Rent - (Credit) - Running	N/A	N/A	(2,067)	N/A	(2,067)		(2,067)
128	Joint Facility Rent - (Credit) - Switching	N/A	N/A	(165)	N/A	(165)		(165)
129	Joint Facility Rent - (Credit) - Other	N/A	N/A	(43)	N/A	(43)		(43)
130	Other Rents - Debit - Running	N/A	N/A	31	N/A	31		31
131	Other Rents - Debit - Switching	N/A	N/A		N/A			
132	Other Rents - Debit - Other	N/A	N/A	426	N/A	426		426
133	Other Rents - (Credit) - Running	N/A	N/A		N/A			
134	Other Rents - (Credit) - Switching	N/A	N/A		N/A			
135	Other Rents - (Credit) - Other	N/A	N/A		N/A			
136	Depreciation - Running	N/A	N/A	N/A	16,251	16,251	112	16,363
137	Depreciation - Switching	N/A	N/A	N/A	1,184	1,184	10	1,194
138	Depreciation - Other	N/A	N/A	N/A	121	121		121
139	Joint Facility - Debit - Running	N/A	N/A	1,793	N/A	1,793		1,793
140	Joint Facility - Debit - Switching	N/A	N/A	1,984	N/A	1,984		1,984
141	Joint Facility - Debit - Other	N/A	N/A	3	N/A	3		3
142	Joint Facility - (Credit) - Running	N/A	N/A	(3,813)	N/A	(3,813)		(3,813)
143	Joint Facility - (Credit) - Switching	N/A	N/A	(324)	N/A	(324)		(324)
144	Joint Facility - (Credit) - Other	N/A	N/A	(16)	N/A	(16)		(16)
145	Dismantling Retired Road Property - Running	466	(105)	385	(106)	640		640
146	Dismantling Retired Road Property - Switching	34	(8)	28	(7)	47		47
147	Dismantling Retired Road Property - Other	8				8		8
148	Other - Running	283	88	94	4,554	5,019	8	5,027
149	Other - Switching							
150	Other - Other		50		53	103	1	104
151	Total Way and Structures	107,010	71,234	12,647	61,347	252,238	687	252,925

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Materials, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES - Continued							
	REPAIR AND MAINTENANCE - Continued:							
101	Locomotive Servicing Facilities	(86)	43		2	(41)		(41)
102	Miscellaneous Buildings and Structures	1,054	732	60	130	1,976	5	1,981
103	Coal Terminals						N/A	
104	Ore Terminals						N/A	
105	Other Marine Terminals	6	3			9	N/A	9
106	TOFC/COFC - Terminals						N/A	
107	Motor Vehicle Loading and Distribution Facilities						N/A	
108	Facilities for Other Specialized Service Operations						N/A	
109	Roadway Machines	3,089	7,589	120	150	10,948	6	10,954
110	Small Tools and Supplies	74	5,712	1,081	13	6,880	4	6,884
111	Snow Removal	200	22	8	2	232		232
112	Fringe Benefits - Running	N/A	N/A	N/A	14,431	14,431	21	14,452
113	Fringe Benefits - Switching	N/A	N/A	N/A	2,237	2,237	3	2,240
114	Fringe Benefits - Other	N/A	N/A	N/A	8,784	8,784	74	8,858
115	Casualties and Insurance - Running	N/A	N/A	N/A	7,098	7,098	17	7,115
116	Casualties and Insurance - Switching	N/A	N/A	N/A	517	517	2	519
117	Casualties and Insurance - Other	N/A	N/A	N/A				
118	Lease Rentals - Debit - Running	N/A	N/A	216	N/A	216		216
119	Lease Rentals - Debit - Switching	N/A	N/A	16	N/A	16		16
120	Lease Rentals - Debit - Other	N/A	N/A		N/A			
121	Lease Rentals - (Credit) - Running	N/A	N/A	(16)	N/A	(16)		(16)
122	Lease Rentals - (Credit) - Switching	N/A	N/A	(44)	N/A	(44)		(44)
123	Lease Rentals - (Credit) - Other	N/A	N/A		N/A			
124	Joint Facility Rent - Debit - Running	N/A	N/A	2,009	N/A	2,009		2,009
125	Joint Facility Rent - Debit - Switching	N/A	N/A	1,934	N/A	1,934		1,934
126	Joint Facility Rent - Debit - Other	N/A	N/A	89	N/A	89		89
127	Joint Facility Rent - (Credit) - Running	N/A	N/A	(2,067)	N/A	(2,067)		(2,067)
128	Joint Facility Rent - (Credit) - Switching	N/A	N/A	(165)	N/A	(165)		(165)
129	Joint Facility Rent - (Credit) - Other	N/A	N/A	(43)	N/A	(43)		(43)
130	Other Rents - Debit - Running	N/A	N/A	31	N/A	31		31
131	Other Rents - Debit - Switching	N/A	N/A		N/A			
132	Other Rents - Debit - Other	N/A	N/A	426	N/A	426		426
133	Other Rents - (Credit) - Running	N/A	N/A		N/A			
134	Other Rents - (Credit) - Switching	N/A	N/A		N/A			
135	Other Rents - (Credit) - Other	N/A	N/A		N/A			
136	Depreciation - Running	N/A	N/A	N/A	15,662	15,662	112	15,774
137	Depreciation - Switching	N/A	N/A	N/A	1,184	1,184	10	1,194
138	Depreciation - Other	N/A	N/A	N/A	121	121		121
139	Joint Facility - Debit - Running	N/A	N/A	1,793	N/A	1,793		1,793
140	Joint Facility - Debit - Switching	N/A	N/A	1,984	N/A	1,984		1,984
141	Joint Facility - Debit - Other	N/A	N/A	3	N/A	3		3
142	Joint Facility - (Credit) - Running	N/A	N/A	(3,813)	N/A	(3,813)		(3,813)
143	Joint Facility - (Credit) - Switching	N/A	N/A	(324)	N/A	(324)		(324)
144	Joint Facility - (Credit) - Other	N/A	N/A	(16)	N/A	(16)		(16)
145	Dismantling Retired Road Property - Running	466	(105)	385	(106)	640		640
146	Dismantling Retired Road Property - Switching	34	(8)	28	(7)	47		47
147	Dismantling Retired Road Property - Other	8				8		8
148	Other - Running	283	88	94	4,554	5,019	8	5,027
149	Other - Switching							
150	Other - Other		271		293	564	1	565
151	Total Way and Structures	106,948	71,366	12,338	61,001	251,653	683	252,336

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Road Initials

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410. RAILWAY OPERATING EXPENSE - Continued

410. RAILWAY OPERATING EXPENSE - Continued								
Line No.	Name of railway operating expense account	Freight					Passenger (g)	Total (h)
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
		(b)	(c)	(d)	(e)	(f)		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	
		\$	\$	\$	\$	\$	\$	
	EQUIPMENT:							
	LOCOMOTIVES:							
	Administration	9,500	908	257	303	10,968	30	10,998
201	Repair and Maintenance	43,755	65,352	1,314	(88)	110,333	323	110,656
202	Machinery Repair	1,822	464	10		2,296	6	2,302
203	Equipment Damaged		(1)			(1)		(1)
204	Fringe Benefits	N/A	N/A	N/A	12,908	12,908	35	12,943
205	Other Casualties and Insurance	N/A	N/A	N/A	3,206	3,206	1	3,207
206	Lease Rentals - Debit	N/A	N/A	12,902	N/A	12,902	834	13,736
207	Lease Rentals - (Credit)	N/A	N/A	(3,274)	N/A	(3,274)		(3,274)
208	Joint Facility Rent - Debit	N/A	N/A	43	N/A	43		43
209	Joint Facility Rent - (Credit)	N/A	N/A	(1)	N/A	(1)		(1)
210	Other Rents - Debit	N/A	N/A	357	N/A	357		357
211	Other Rents - (Credit)	N/A	N/A	(1,002)	N/A	(1,002)		(1,002)
212	Depreciation	N/A	N/A	N/A	24,906	24,906	102	25,008
213	Joint Facility - Debit	N/A	N/A	368	N/A	368		368
214	Joint Facility - (Credit)	N/A	N/A	(39)	N/A	(39)		(39)
215	Repairs Billed to Others - (Credit)	N/A	N/A	(1,084)	N/A	(1,084)		(1,084)
216	Dismantling Retired Property	6				6		6
217	Other							
218	Total Locomotives	55,083	66,723	9,853	41,235	172,894	1,331	174,225
219	FREIGHT CARS:							
	Administration	9,173	736	239	762	10,910	N/A	10,910
220	Repair and Maintenance	30,595	26,993	20,472	36	78,096	N/A	78,096
221	Machinery Repair	250	177	3	1	431	N/A	431
222	Equipment Damaged	19	(8)	4,234		4,245	N/A	4,245
223	Fringe Benefits	N/A	N/A	N/A	10,213	10,213	N/A	10,213
224	Other Casualties and Insurance	N/A	N/A	N/A	3,060	3,060	N/A	3,060
225	Lease Rentals - Debit	N/A	N/A	22,431	N/A	22,431	N/A	22,431
226	Lease Rentals - (Credit)	N/A	N/A	(10,263)	N/A	(10,263)	N/A	(10,263)
227	Joint Facility Rent - Debit	N/A	N/A	(203)	N/A	(203)	N/A	(203)
228	Joint Facility Rent - (Credit)	N/A	N/A	(13)	N/A	(13)	N/A	(13)
229	Other Rents - Debit	N/A	N/A	193,547	N/A	193,547	N/A	193,547
230	Other Rents - (Credit)	N/A	N/A	(88,072)	N/A	(88,072)	N/A	(88,072)
231	Depreciation	N/A	N/A	N/A	34,799	34,799	N/A	34,799
232	Joint Facility - Debit	N/A	N/A	591	N/A	591	N/A	591
233	Joint Facility - (Credit)	N/A	N/A	(92)	N/A	(92)	N/A	(92)
234	Repairs Billed to Others - (Credit)	N/A	N/A	(24,659)	N/A	(24,659)	N/A	(24,659)
235	Dismantling Retired Property	22	1		(69)	(69)	N/A	(69)
236	Other							
237	Total Freight Cars	40,059	27,899	118,215	48,802	235,517	N/A	235,517

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
(a)		(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$
	EQUIPMENT:							
	LOCOMOTIVES:							
201	Administration	9,500	908	257	303	10,968	30	10,998
202	Repair and Maintenance	44,664	71,725	1,314	(88)	117,615	323	117,938
203	Machinery Repair	1,822	464	10		2,296	6	2,302
204	Equipment Damaged		(1)			(1)		(1)
205	Fringe Benefits	N/A	N/A	N/A	12,889	12,889	54	12,943
206	Other Casualties and Insurance	N/A	N/A	N/A	3,206	3,206	1	3,207
207	Lease Rentals - Debit	N/A	N/A	12,202	N/A	12,902	834	13,736
208	Lease Rentals - (Credit)	N/A	N/A	(3,274)	N/A	(3,274)		(3,274)
209	Joint Facility Rent - Debit	N/A	N/A	43	N/A	43		43
210	Joint Facility Rent - (Credit)	N/A	N/A	(1)	N/A	(1)		(1)
211	Other Rents - Debit	N/A	N/A	357	N/A	357		357
212	Other Rents - (Credit)	N/A	N/A	(1,002)	N/A	(1,002)		(1,002)
213	Depreciation	N/A	N/A	N/A	24,364	24,364	102	24,466
214	Joint Facility - Debit	N/A	N/A	368	N/A	368		368
215	Joint Facility - (Credit)	N/A	N/A	(39)	N/A	(39)		(39)
216	Repairs Billed to Others - (Credit)	N/A	N/A	(1,084)	N/A	(1,084)		(1,084)
217	Dismantling Retired Property	6				6		6
218	Other	342				342		342
219	Total Locomotives	56,334	73,096	9,853	40,674	179,957	1,350	181,307
	FREIGHT CARS:							
220	Administration	9,173	736	239	762	10,910	N/A	10,910
221	Repair and Maintenance	36,096	27,513	20,472	36	84,117	N/A	84,117
222	Machinery Repair	250	177	3	1	431	N/A	431
223	Equipment Damaged	19	(8)	4,234		4,245	N/A	4,245
224	Fringe Benefits	N/A	N/A	N/A	10,213	10,213	N/A	10,213
225	Other Casualties and Insurance	N/A	N/A	N/A	3,060	3,060	N/A	3,060
226	Lease Rentals - Debit	N/A	N/A	22,431	N/A	22,431	N/A	22,431
227	Lease Rentals - (Credit)	N/A	N/A	(10,263)	N/A	(10,263)	N/A	(10,263)
228	Joint Facility Rent - Debit	N/A	N/A	(203)	N/A	(203)	N/A	(203)
229	Joint Facility Rent - (Credit)	N/A	N/A	(13)	N/A	(13)	N/A	(13)
230	Other Rents - Debit	N/A	N/A	193,547	N/A	193,547	N/A	193,547
231	Other Rents - (Credit)	N/A	N/A	(88,072)	N/A	(88,072)	N/A	(88,072)
232	Depreciation	N/A	N/A	N/A	34,715	34,715	N/A	34,715
233	Joint Facility - Debit	N/A	N/A	591	N/A	591	N/A	591
234	Joint Facility - (Credit)	N/A	N/A	(92)	N/A	(92)	N/A	(92)
235	Repairs Billed to Others - (Credit)	N/A	N/A	(24,659)	N/A	(24,659)	N/A	(24,659)
236	Dismantling Retired Property	22	1			23	N/A	23
237	Other	164	6	13	(69)	114	N/A	114
238	Total Freight Cars	45,724	28,425	118,228	48,718	241,095	N/A	241,095

410. RAILWAY OPERATING EXPENSE - Continued

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Line No.	Name of railway operating expense account (a)	Freight				Passenger (g)	Total (h)
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	
	EQUIPMENT - Continued:	\$	\$	\$	\$	\$	\$
	OTHER EQUIPMENT:						
301	Administration	196	159	495	280	1,130	1,254
	Repair and Maintenance:						
302	Tracks, Trailers, and Containers - Revenue Service	2	87	2,048	391	2,528	2,528
303	Floating Equipment - Revenue Service					N/A	
304	Passenger and Other Revenue Equipment	-	-			N/A	
305	Computers and Data Processing Systems					1,122	1,122
306	Machinery	12	8	(13)		7	8
307	Work and Other Non-Revenue Equipment	3,084	7,082	121	151	10,438	10,461
308	Equipment Damaged			4		4	4
309	Fringe Benefits	N/A	N/A	N/A	2,672	2,672	2,965
310	Other Casualties and Insurance	N/A	N/A	N/A	1,442	1,442	1,458
311	Lease Rentals - Debit	N/A	N/A	6,337	N/A	6,337	6,337
312	Lease Rentals - (Credit)	N/A	N/A	(51)	N/A	(51)	(51)
313	Joint Facility Rent - Debit	N/A	N/A	7	N/A	7	7
314	Joint Facility Rent - (Credit)	N/A	N/A	(15)	N/A	(15)	(15)
315	Other Rents - Debit	N/A	N/A	17,361	N/A	17,361	17,361
316	Other Rents - (Credit)	N/A	N/A	(1,777)	N/A	(1,777)	(1,777)
317	Depreciation	N/A	N/A	N/A	6,148	6,148	6,396
318	Joint Facility - Debit	N/A	N/A	3	N/A	3	3
319	Joint Facility - (Credit)	N/A	N/A	(30)	N/A	(30)	(30)
320	Repairs Billed to Others - (Credit)	N/A	N/A	(79)	N/A	(79)	(79)
321	Dismantling Retired Property						
322	Other		5	8		13	14
323	Total Other Equipment	3,294	7,341	24,551	11,084	46,270	48,098
324	Total Equipment	105,352	108,862	152,632	100,476	467,322	470,500

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$
	EQUIPMENT - Continued:							
	OTHER EQUIPMENT:							
301	Administration	196	159	495	280	1,130	124	1,254
	Repair and Maintenance:							
302	Trucks, Trailers, and Containers - Revenue Service	2	87	2,048	391	2,528	N/A	2,528
303	Floating Equipment - Revenue Service						N/A	
304	Passenger and Other Revenue Equipment	-	-				1,122	1,122
305	Computers and Data Processing Systems	12	8	(13)		7	1	8
306	Machinery	3,084	7,082	121	151	10,438	23	10,461
307	Work and Other Non-Revenue Equipment			4		4	-	4
308	Equipment Damaged				2,869	2,869	96	2,965
309	Fringe Benefits	N/A	N/A	N/A	901	901	16	917
310	Other Casualties and Insurance	N/A	N/A	6,337	N/A	6,337	-	6,337
311	Lease Rentals - Debit	N/A	N/A	(51)	N/A	(51)	-	(51)
312	Lease Rentals - (Credit)	N/A	N/A	7	N/A	7	-	
313	Joint Facility Rent - Debit	N/A	N/A	(15)	N/A	(15)	-	
314	Joint Facility Rent - (Credit)	N/A	N/A	17,361	N/A	17,361		17,361
315	Other Rents - Debit	N/A	N/A	(1,777)	N/A	(1,777)		(1,777)
316	Other Rents - (Credit)	N/A	N/A	N/A	7,190	7,190	248	7,438
317	Depreciation	N/A	N/A	3	N/A	3	-	3
318	Joint Facility - Debit	N/A	N/A	(30)	N/A	(30)	-	(30)
319	Joint Facility - (Credit)	N/A	N/A	(79)	N/A	(79)	-	(79)
320	Repairs Billed to Others - (Credit)							
321	Dismantling Retired Property						1	1
322	Other							
323	Total Other Equipment	3,294	7,336	24,543	11,782	46,755	1,631	48,586
324	Total Equipment	98,436	101,958	152,611	101,819	454,824	2,962	457,786

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account (a)	Freight					Passenger (g)	Total (h)
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
		\$	\$	\$	\$	\$	\$	\$
	TRANSPORTATION:							
	TRAIN OPERATIONS:							
401	Administration	5,422	387	1,287	566	7,662	98	7,760
402	Engine Crews	60,414	117	571	448	61,550	1,170	62,720
403	Train Crews	111,285	397	250	4,853	116,785	1,725	118,510
404	Dispatching Trains	6,580		111		6,691	62	6,753
405	Operating Signals and Interlockers	8,109	1,346	139	5	9,599	217	9,816
406	Operating Drawbridges	1,045	24	9	2	1,080		1,080
407	Highway Crossing Protection							
408	Train Inspection and Lubrication	7,744	959	14	5	8,722	88	8,810
409	Locomotive Fuel		115,654	(45)		115,609	642	116,251
410	Electric Power Purchased or Produced for Motive Power							
411	Servicing Locomotives	23,718	10,639	339	(165)	34,531	586	35,117
412	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A				
413	Clearing Wrecks	2,799	609	3,653	1,417	8,478		8,478
414	Fringe Benefits	N/A	N/A	N/A	38,830	38,830	655	39,485
415	Other Casualties and Insurance	N/A	N/A	N/A	15,541	15,541	29	15,570
416	Joint Facility - Debit	N/A	N/A	377	N/A	377		377
417	Joint Facility - (Credit)	N/A	N/A	(948)	N/A	(948)		(948)
418	Other	848	393	1,062	(93)	2,215	29	2,244
419	Total Train Operations	227,964	130,525	6,824	61,409	426,722	5,301	432,023
	YARD OPERATIONS:							
420	Administration	2,046	4	6	21	2,077	14	2,091
421	Switch Crews	71,815	403	168	6	72,392	313	72,705
422	Controlling Operations	846	86	2,030	9	2,971	35	3,006
423	Yard and Terminal Clerical	30,992	1,417	4	124	32,537	90	32,627
424	Operating Switches, Signals, Retarders and Humps	7,854	91	29		7,974	386	8,360
425	Locomotive Fuel		4,112	1		4,113	13	4,126
426	Electric Power Purchased or Produced for Motive Power							
427	Servicing Locomotives	2,956	8	3	2	2,969	9	2,978
428	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A				
429	Clearing Wrecks	3	109	282	1	395		395
430	Fringe Benefits	N/A	N/A	N/A	20,737	20,737	183	20,920
431	Other Casualties and Insurance	N/A	N/A	N/A	15,512	15,512	15	15,527
432	Joint Facility - Debit	N/A	N/A	9,874	N/A	9,874		9,874
433	Joint Facility - (Credit)	N/A	N/A	(1,150)	N/A	(1,160)		(1,160)
434	Other	57	6	476	697	1,236	9	1,245
435	Total Yard Operations	116,569	6,236	11,713	37,109	171,627	1,067	172,694

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account (a)	Freight					Passenger (g)	Total (h)
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
	TRANSPORTATION.	\$	\$	\$	\$	\$	\$	\$
	TRAIN OPERATIONS.							
401	Administration	5,422	387	1,287	566	7,662	98	7,760
402	Engine Crews	60,414	117	571	448	61,550	1,170	62,720
403	Train Crews	111,285	397	250	4,853	116,785	1,725	118,510
404	Dispatching Trains	6,580		111		6,691	62	6,753
405	Operating Signals and Interlockers	8,109	1,346	139	5	9,599	217	9,816
406	Operating Drawbridges	1,045	24	9	2	1,080		1,080
407	Highway Crossing Protection							
408	Train Inspection and Lubrication	5,296	439	14	5	5,754	88	5,842
409	Locomotive Fuel		115,654	(45)		115,609	642	116,251
410	Electric Power Purchased or Produced for Motive Power							
411	Servicing Locomotives	19,756	4,266	339	(165)	24,196	586	24,782
412	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A				
413	Clearing Wrecks	2,799	609	3,653	1,417	8,478		8,478
414	Fringe Benefits	N/A	N/A	N/A	38,984	38,984	501	39,485
415	Other Casualties and Insurance	N/A	N/A	N/A	15,541	15,541	29	15,570
416	Joint Facility - Debit	N/A	N/A	377	N/A	377		377
417	Joint Facility - (Credit)	N/A	N/A	(948)	N/A	(948)		(948)
418	Other	848	393	1,067	(93)	2,215	29	2,244
419	Total Train Operations	221,554	123,632	6,824	61,563	413,573	5,147	418,720
	YARD OPERATIONS.							
420	Administration	2,046	4	6	21	2,077	14	2,091
421	Switch Crews	71,815	403	168	6	72,392	313	72,705
422	Controlling Operations	846	86	2,030	9	2,971	35	3,006
423	Yard and Terminal Clerical	30,992	1,417	4	124	32,537	90	32,627
424	Operating Switches, Signals, Retarders and Humps	7,854	91	29		7,974	386	8,360
425	Locomotive Fuel		4,112	1		4,113	13	4,126
426	Electric Power Purchased or Produced for Motive Power							
427	Servicing Locomotives	2,956	8	3	2	2,969	9	2,978
428	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A				
429	Clearing Wrecks	3	109	282	1	395		395
430	Fringe Benefits	N/A	N/A	N/A	20,778	20,778	142	20,920
431	Other Casualties and Insurance	N/A	N/A	N/A	15,512	15,512	15	15,527
432	Joint Facility - Debit	N/A	N/A	9,874	N/A	9,874		9,874
433	Joint Facility - (Credit)	N/A	N/A	(1,160)	N/A	(1,160)		(1,160)
434	Other	57	6	476	697	1,236	9	1,245
435	Total Yard Operations	116,569	6,236	11,713	37,150	171,668	1,026	172,694

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
(a)		(b)	(c)	(d)	(e)	(f)	(g)	(h)
	TRANSPORTATION - Continued:	\$	\$	\$	\$	\$	\$	\$
	TRAIN AND YARD OPERATIONS COMMON:							
501	Cleaning Car Interiors	1,675	(467)	73	N/A	1,281	579	1,860
502	Adjusting and Transferring Loads	3,043	82	211	N/A	3,336	N/A	3,336
503	Car Loading Devices and Grain Doors	1,337	1,722	9	N/A	3,068	N/A	3,068
504	Freight Lost or Damaged - all other	N/A	N/A	N/A	21,564	21,564		21,564
505	Fringe Benefits	N/A	N/A	N/A	4,456	4,456	1,528	5,984
506	Total Train and Yard Operations Common	6,055	1,337	293	26,020	33,705	2,107	35,812
	SPECIALIZED SERVICE OPERATIONS:							
507	Administration	853	70	283	153	1,359	N/A	1,359
508	Pickup & Delivery and Marine Line Haul	1	2	695		698	N/A	698
509	Loading & Unloading and Local Marine	23	2	10,848	(204)	10,669	N/A	10,669
510	Protective Services		1	3,902		3,903	N/A	3,903
511	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A			N/A	
512	Fringe Benefits	N/A	N/A	N/A	3,465	3,465	N/A	3,465
513	Casualties and Insurance	N/A	N/A	N/A	(36)	(36)	N/A	(36)
514	Joint Facility - Debit	N/A	N/A		N/A		N/A	
515	Joint Facility - (Credit)	N/A	N/A	(159)	N/A	(159)	N/A	(159)
516	Other						N/A	
517	Total Specialized Services Operations	877	75	15,569	3,378	19,899	N/A	19,899
	ADMINISTRATIVE SUPPORT OPERATIONS:							
518	Administration	17,198	734	1,505	1,010	20,447	356	20,803
519	Employees Performing Clerical and Accounting Functions	36,609	1,735	1,239	330	39,913	773	40,686
520	Communication Systems Operation	3,201	(36)	2,267	99	5,531	55	5,586
521	Loss and Damage Claims Processing	2,060	11	1	7	2,079		2,079
522	Fringe Benefits	N/A	N/A	N/A	14,808	14,808	258	15,066
523	Casualties and Insurance	N/A	N/A	N/A	2,635	2,635	7	2,642
524	Joint Facility - Debit	N/A	N/A	502	N/A	502		502
525	Joint Facility - (Credit)	N/A	N/A		N/A			
526	Other		7	69	286	362	6	368
527	Total Administrative Support Operations	59,068	2,451	5,583	19,175	86,277	1,455	87,732
528	Total Transportation	404,123	133,731	39,982	147,286	725,122	9,735	734,857

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
(a)		(b)	(c)	(d)	(e)	(f)	(g)	(h)
	TRANSPORTATION - Continued:	\$	\$	\$		\$	\$	\$
	TRAIN AND YARD OPERATIONS COMMON:							
501	Cleaning Car Interiors	1,675	(467)	73	N/A	1,281	579	1,860
502	Adjusting and Transferring Loads	3,043	82	211	N/A	3,336	N/A	3,336
503	Car Loading Devices and Grain Doors	1,337	1,722	9	N/A	3,068	N/A	3,068
504	Freight Lost or Damaged - all other	N/A	N/A	N/A	21,564	21,564		21,564
505	Fringe Benefits	N/A	N/A	N/A	5,597	5,597	387	5,984
506	Total Train and Yard Operations Common	6,055	1,337	293	27,161	34,846	966	35,812
	SPECIALIZED SERVICE OPERATIONS:							
507	Administration	853	70	283	153	1,359	N/A	1,359
508	Pickup & Delivery and Marine Line Haul	1	2	695		698	N/A	698
509	Loading & Unloading and Local Marine	23	2	10,848	(204)	10,669	N/A	10,669
510	Protective Services		1	3,902		3,903	N/A	3,903
511	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A			N/A	
512	Fringe Benefits	N/A	N/A	N/A	3,465	3,465	N/A	3,465
513	Casualties and Insurance	N/A	N/A	N/A	(36)	(36)	N/A	(36)
514	Joint Facility - Debit	N/A	N/A	N/A			N/A	
515	Joint Facility - (Credit)	N/A	N/A		N/A		N/A	
516	Other			{159}	N/A	{159}	N/A	{159}
517	Total Specialized Services Operations	877	75	15,569	3,378	19,899	N/A	19,899
	ADMINISTRATIVE SUPPORT OPERATIONS:							
518	Administration	17,198	734	1,505	1,010	20,447	356	20,803
519	Employees Performing Clerical and Accounting Functions	36,609	1,735	1,239	330	39,913	773	40,686
520	Communication Systems Operation	3,201	(36)	2,267	99	5,531	55	5,586
521	Loss and Damage Claims Processing	2,060	11	1	7	2,079		2,079
522	Fringe Benefits	N/A	N/A	N/A	14,830	14,830	236	15,066
523	Casualties and Insurance	N/A	N/A	N/A	2,635	2,635	7	2,642
524	Joint Facility - Debit	N/A	N/A	502	N/A	502		502
525	Joint Facility - (Credit)	N/A	N/A		N/A			
526	Other		7	69	286	362	6	368
527	Total Administrative Support Operations	59,068	2,451	5,583	19,197	86,299	1,433	87,732
528	Total Transportation	410,533	140,624	39,982	148,254	739,393	8,767	748,160

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410. RAILWAY OPERATING EXPENSE - Concluded

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	GENERAL AND ADMINISTRATIVE:	\$	\$	\$	\$	\$	\$	\$
601	Officers - General Administration	16,622	1,730	6,244	3,929	28,525	324	28,849
602	Accounting, Auditing and Finance	14,065	1,154	8	94	15,321	144	15,465
603	Management Services and Data Processing	5,189	398	1	166	5,754	54	5,808
604	Marketing	92	21	1	33	147	1	148
605	Sales	9,967	131	485	1,893	12,476	118	12,594
606	Industrial Development	236	50	9	40	335	N/A	335
607	Personnel and Labor Relations							
608	Legal and Secretarial	5,048	214	5,928	811	12,001	113	12,114
609	Public Relations and Advertising	69	18	(114)	1,641	1,614	15	1,629
610	Research and Development							
611	Fringe Benefits	N/A	N/A	N/A	19,258	19,258	133	19,391
612	Casualties and Insurance	N/A	N/A	N/A	578	578	35	613
613	Writedown of Uncollectible Accounts	N/A	N/A	N/A	100	100		100
614	Property Taxes	N/A	N/A	N/A	27,581	27,581	284	27,865
615	Other Taxes Except on Corporate Income or Payrolls	N/A	N/A	N/A	18,456	18,456	174	18,630
616	Joint Facility - Debit	N/A	N/A	337	N/A	337		337
617	Joint Facility - (Credit)	N/A	N/A	(52)	N/A	(52)		(52)
618	Other	4,542	102	16	9,375	14,035	132	14,167
619	Total General and Administrative	55,830	3,818	12,863	83,955	156,466	1,527	157,993
620	Total Carrier Operating Expenses	671,747	317,766	217,794	395,029	1,602,336	13,939	1,616,275

410. RAILWAY OPERATING EXPENSE - Concluded

Line No.	Name of railway operating expense account (a)	Freight				Passenger (g)	Total (h)
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	
	GENERAL AND ADMINISTRATIVE:	\$	\$	\$	\$	\$	\$
601	Officers - General Administration	16,622	1,730	6,244	3,929	28,525	28,849
602	Accounting, Auditing and Finance	14,065	1,154	8	94	15,321	15,465
603	Management Services and Data Processing	5,189	398	1	166	5,754	5,808
604	Marketing	92	21	1	33	147	148
605	Sales	9,967	131	485	1,893	12,476	12,594
606	Industrial Development	236	50	9	40	335	335
607	Personnel and Labor Relations					N/A	
608	Legal and Secretarial	5,048	214	5,928	811	12,001	12,114
609	Public Relations and Advertising	69	18	(114)	1,641	1,614	1,629
610	Research and Development						
611	Fringe Benefits	N/A	N/A	N/A	19,191	19,191	19,391
612	Casualties and Insurance	N/A	N/A	N/A	578	578	613
613	Writedown of Uncollectible Accounts	N/A	N/A	N/A	100	100	100
614	Property Taxes	N/A	N/A	N/A	27,581	27,581	27,825
615	Other Taxes Except on Corporate Income or Payrolls	N/A	N/A	N/A	18,456	18,456	18,630
616	Joint Facility - Debit	N/A	N/A	337	N/A	337	337
617	Joint Facility - (Credit)	N/A	N/A	(52)	N/A	(52)	(52)
618	Other	4,542	102	16	9,375	14,035	14,167
619	Total General and Administrative	55,830	3,818	12,863	83,888	156,399	157,993
620	Total Carrier Operating Expenses	672,315	317,645	218,124	392,997	1,601,081	1,616,275

412. WAY AND STRUCTURES

1. Report freight expenses only.
2. Furnish in column (b) the depreciation expenses and in column (c) the retirements pertaining to Way and Structures.
3. Report in column (d) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals presented on line 35 should balance with the total of the following accounts:

31-11-00	32-11-00
31-12-00	32-12-00
31-13-00	32-13-00
35-11-00	36-11-00
35-12-00	36-12-00
35-13-00	36-13-00

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

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

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
1	1	Engineering	\$ 200	\$ 165	\$ 2
2	2	Land for transportation purposes	N/A	N/A	8
3	3	Grading	160	1,045	9
4	4	Other right-of-way expenditures	24		
5	5	Tunnels and subways	216	14	
6	6	Bridges, trestles and culverts	1,867	N/A	6
7	7	Elevated structures		N/A	
8	8	Ties	N/A	354	10
9	9	Rails	N/A	602	17
10	10	Other track material	N/A	1,251	12
11	11	Ballast	N/A	156	7
12	12	Track laying and surfacing	N/A	452	3
13	13	Fences, snowsheds and signs	181	N/A	
14	16	Station and office buildings	2,724	N/A	
15	17	Roadway buildings	152	N/A	
16	18	Water stations	40	N/A	
17	19	Fuel stations	108	N/A	
18	20	Shops and enginehouses	651	N/A	1
19	22	Storage warehouses		N/A	
20	23	Wharves and docks	4	N/A	
21	24	Coal and ore wharves		N/A	
22	25	TOFC/COFC terminals	369	N/A	
23	26	Communications systems	1,457	N/A	
24	27	Signals and interlockers	3,588	N/A	3
25	29	Power plants	12	N/A	
26	31	Power transmission systems	96	N/A	
27	35	Miscellaneous structures	24	N/A	
28	37	Roadway machines	4,302	N/A	
29	39	Public improvements, construction	878	151	4
30	45	Power plant machines	36	N/A	
31	76	Interest during construction	N/A	213	N/A
32	77	Other expenditures, general	N/A	85	N/A
33	80	Other elements of investment	N/A	1,104	N/A
34	-	Other lease/rentals			
35	-	Total	17,089	5,592	87

412. WAY AND STRUCTURES

1. Report freight expenses only.
2. Furnish in column (b) the depreciation expenses and in column (c) the retirements pertaining to Way and Structures.
3. Report in column (d) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals presented on line 35 should balance with the total of the following accounts:

31-11-00	32-11-00
31-12-00	32-12-00
31-13-00	32-13-00
35-11-00	36-11-00
35-12-00	36-12-00
35-13-00	36-13-00

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

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

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
1	1	Engineering	\$ 200	\$ 156 165	\$ 2
2	2	Land for transportation purposes	N/A	N/A	8
3	3	Grading	160	1,045	9
4	4	Other right-of-way expenditures	24		
5	5	Tunnels and subways	216	14	
6	6	Bridges, trestles and culverts	1,867	N/A	6
7	7	Elevated structures		N/A	
8	8	Ties	N/A	354	10
9	9	Rails	N/A	602	17
10	10	Other track material	N/A	1,251	12
11	11	Ballast	N/A	156	7
12	12	Track laying and surfacing	N/A	452	8
13	13	Fences, snowsheds and signs	181	N/A	
14	16	Station and office buildings	2,724	N/A	
15	17	Roadway buildings	152	N/A	
16	18	Water stations	40	N/A	
17	19	Fuel stations	108	N/A	
18	20	Shops and enginehouses	651	N/A	1
19	22	Storage warehouses		N/A	
20	23	Wharves and docks	4	N/A	
21	24	Coal and ore wharves		N/A	
22	25	TOFC/COFC terminals	0	N/A	542 ✓
23	26	Communications systems	1,457	N/A	
24	27	Signals and interlockers	3,588	N/A	3
25	29	Power plants	12	N/A	
26	31	Power transmission systems	96	N/A	
27	35	Miscellaneous structures	24	N/A	
28	37	Roadway machines	0	N/A	
29	39	Public improvements; construction	878	151	4
30	45	Power plant machines	36	N/A	
31	76	Interest during construction	N/A	213	N/A
32	77	Other expenditures; general	N/A	85	N/A
33	80	Other elements of investment	N/A	1,104	N/A
34	-	Other lease/rentals			
35	-	Total	0	16,967	5,583 629 ✓

Received Two Note for Takeover

413. RENT FOR LEASED ROADS AND EQUIPMENT

1. This schedule may be omitted if total rent is less than 10% of net income before extraordinary items. Otherwise, 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. 31-00-00.

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 10% or more of total rent for the year. (Dollars in thousands)

Line No.	Name of lessor or reversioner and description of property (a)	Total rent accrued during year (b)	Classification of Amount Column (b)		
			Interest on bonds (c)	Dividends on stocks (d)	Cash (e)
1	Less than 10% of net income	\$	\$	\$	\$
2					
3					
4					
5					
6					
7					
8					
9					
10	Total				

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

1. Report freight expenses only.
2. Report in this supporting schedule rental information by car type and other freight carrying equipment relating to the interchanged of railroad equipment, privately owned equipment and equipment leased for less than 30 days.
3. The gross amounts receivable and payable for freight-train cars should balance with Account 35-33-00 (debits) and 36-27-00 (credits). Trailer and container rentals in this schedule are included in Accounts 35-23-00 (debits) and 36-22-00 (credits) but will not balance with these accounts since rents for "Other revenue equipment" (excluding locomotives and freight-train cars) are also chargeable to these accounts.
4. Report in Columns (b) and (f) rentals for private-line cars (whether under railroad control or not) and shipper owned cars.

5. Report in Columns (c), (d), (g), and (h) rentals for railroad owned cars prescribed by the Commission in Ex Parte No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.
 6. Report in Columns (e) and (i) the incentive per diem payments for Box and Gondola General Service—Unequipped cars prescribed by the Commission in Ex Parte No. 252. Basic per diem payments for these cars are to be reported in Columns (c), (d), (g), and (h).
- NOTES: Mechanical designations for each car type are shown in Schedule 710.
7. Thousand dollar reporting rule.

Line No.	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per Diem Basis				GROSS AMOUNTS PAYABLE Per Diem Basis			
		Private Line Cars (b)	Mileage (c)	Time		Private Line Cars (f)	Mileage (g)	Time	
				Basic (d)	Incentive (e)			Basic (h)	Incentive (i)
	CAR TYPES:								
1	Box-Plain 40 Foot	\$	\$ 616	\$ 656	\$ 166	\$	\$ 2 788	\$ 3 202	\$ 687
2	Box-plain 50 Foot and Longer		8,943	15,847	5,729	3,604	12,298	21,857	7,198
3	Box-Equipped		3,432	9,185	XXX	2	10,532	10,393	XXX
4	Gondola-Plain		295	1,013			2,341	7,222	-
5	Gondola-Equipped		193	1,545	XXX	1	617	1,134	XXX
6	Hopper-Covered		643	1,313	XXX	7,249	4,847	11,349	XXX
7	Hopper-Open Top-General Service		416	1,566	XXX	42	1,088	3,202	XXX
8	Hopper-Open Top-Special Service		-	-	XXX		-	-	XXX
9	Refrigerator-Mechanical		-	-	XXX	2,584	264	556	XXX
10	Refrigerator-Non-Mechanical		5,622	11,919	XXX	2,805	4,225	9,166	XXX
11	Flat TOFC/COFC		549	543	XXX	12,842	1,611	1,505	XXX
12	Flat Multi-Level		1,527	3,318	XXX	4,415	556	417	XXX
13	Flat-General Service		1,034	1,540	XXX	1,624	707	934	XXX
14	Flat-Other		1,369	2,527	XXX	222	2,025	3,580	XXX
15	Tank-Under 22,000 Gallons		XXX	XXX	XXX	13,961	XXX	XXX	XXX
16	Tank-22,000 Gallons and Over		XXX	XXX	XXX	5,164	XXX	XXX	XXX
17	All Other Freight Cars		107	713	XXX	333	3,203	2,637	XXX
18	Total Freight Train Cars		24,746	51,685	5,895	54,848	47,102	77,154	7,885
	OTHER FREIGHT CARRYING EQUIPMENT								
19	Refrigerated trailers			25	XXX	24		16	XXX
20	Other trailers	452		1,012	XXX	5,451		4,641	XXX
21	Refrigerated containers				XXX				XXX
22	Other containers				XXX	76			XXX
23	Total Trailers & containers	452		1,037	XXX	5,551		4,657	XXX
24	Auto Racks			6,290	XXX	108		6,599	XXX
25	Grand Total (Lines 18, 23, & 24)	452	24,746	59,012	5,895	60,507	47,102	88,410	7,885

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

1. Report freight expenses only.
2. Report in this supporting schedule rental information by car type and other freight carrying equipment relating to the interchanged of railroad equipment, privately owned equipment and equipment leased for less than 30 days.
3. The gross amounts receivable and payable for freight-train cars should balance with Account 35-33-00 (debits) and 36-22-00 (credits). Trailer and container rentals in this schedule are included in Accounts 35-23-00 (debits) and 36-22-00 (credits) but will not balance with these accounts since rents for "Other revenue equipment" (excluding locomotives and freight-train cars) are also chargeable to these accounts.
4. Report in Columns (b) and (f) rentals for private-line cars (whether under railroad control or not) and shipper owned cars.

5. Report in Columns (c), (d), (g), and (h) rentals for railroad owned cars prescribed by the Commission in Ex Parte No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.
6. Report in Columns (e) and (i) the incentive per diem payments for Box and Gondola General Service—Unequipped cars prescribed by the Commission in Ex Parte No. 252. Basic per diem payments for these cars are to be reported in Columns (c), (d), (g), and (h).
- NOTES: Mechanical designations for each car type are shown in Schedule 710.
7. Thousand dollar reporting rule.

Line No.	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per Diem Basis				GROSS AMOUNTS PAYABLE Per Diem Basis			
		Private Line Cars (b)	Mileage (c)	Time		Private Line Cars (f)	Mileage (g)	Time	
				Basic (d)	Incentive (e)			Basic (h)	Incentive (i)
CAR TYPES:									
1	Box-Plain 40 Foot	\$	\$ 616	\$ 656	\$ 166	\$	\$ 2 788	\$ 3 202	\$ 687
2	Box-plain 50 Foot and Longer		8,943	15,847	5,729	3,604	12,298	21,857	7,198
3	Box-Equipped		3,432	9,185	XXX	2	10,532	10,393	XXX
4	Gondola-Plain		295	1,013			2,341	7,222	-
5	Gondola-Equipped		193	1,545	XXX	1	617	1,134	XXX
6	Hopper-Covered		643	1,313	XXX	7,249	4,847	11,349	XXX
7	Hopper-Open Top-General Service		416	1,566	XXX	42	1,088	3,202	XXX
8	Hopper-Open Top-Special Service		-	-	XXX		-	-	XXX
9	Refrigerator Mechanical		-	-	XXX	2,584	264	556	XXX
10	Refrigerator-Non-Mechanical		5,622	11,919	XXX	2,805	4,225	9,166	XXX
11	Flat TOFC/COFC	0	272	276	XXX	12,842	1,611	1,505	XXX
12	Flat Multi-Level		1,527	3,318	XXX	4,415	556	417	XXX
13	Flat-General Service		1,034	1,540	XXX	1,624	707	934	XXX
14	Flat-Other		1,369	2,527	XXX	222	2,025	3,580	XXX
15	Tank-Under 22,000 Gallons		XXX	XXX	XXX	13,961	XXX	XXX	XXX
16	Tank-22,000 Gallons and Over		XXX	XXX	XXX	5,164	XXX	XXX	XXX
17	All Other Freight Cars	0	107	713	XXX	333	3,203	2,488	XXX
18	Total Freight Train Cars	0	24,469	51,418	5,895	54,848	47,102	77,605	7,885
OTHER FREIGHT CARRYING EQUIPMENT									
19	Refrigerated trailers			25	XXX	24		16	XXX
20	Other trailers	0	452	1,012	XXX	5,451		4,790	XXX
21	Refrigerated containers				XXX				XXX
22	Other containers				XXX	76			XXX
23	Total Trailers & containers	0	452	1,037	XXX	5,551		4,806	XXX
24	Auto Racks			6,290	XXX	108		6,599	XXX
25	Grand Total (Lines 18, 23, & 24)	0	24,469	58,739	5,895	60,507	47,102	88,410	7,885

REVISED

Road Initial: SPTCo

Year 19 78

SCHEDULE REVISED

SEE INSTRUCTIONS ON PAGE 65A

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation (c)	Retirements (d)	Lease and Rentals (Net) (e)
	LOCOMOTIVES:				
1	Diesel Locomotive - Yard	\$ 11,143	\$ 4,030	\$	\$ 8,983
2	Diesel Locomotive - Road	98,100	20,389		
3	Other Locomotive - Yard				
4	Other Locomotive - Road				8,983
5	TOTAL	109,243	24,419		
	FREIGHT TRAIN CARS:				
6	Box-Plain 40 Foot	1,634	202	(2)	860
7	Box-Plain 50 Foot and Longer	12,475	6,661	(1)	2,307
8	Box-Equipped	5,186	513	(2)	1,357
9	Gondola-Plain	1,444	820	(6)	1,193
10	Gondola-Equipped	2,904	2,030	(3)	12
11	Hopper-Covered	2,329	1,520		2,006
12	Hopper-Open Top-General Service	1,655	1,378		223
13	Hopper-Open Top-Special Service	678	79		1,948
14	Refrigerator-Mechanical *		7,078		796
15	Refrigerator-Nonmechanical	9,283	5,499		498
16	Flat TOFC/COFC	987	437		15
17	Flat Multi-level	2,400	5,229		29
18	Flat-General Service	4,559	813	(23)	73
19	Flat-Other	4,106	1,110	(17)	836
20	All Other Freight Cars	329	31	(15)	15
21	Cabooses	1,429	598		
22	Auto Racks	2,039	708		
23	Miscellaneous Accessories			(69)	12,168
24	TOTAL FREIGHT TRAIN CARS	55,437	34,706		
	OTHER EQUIPMENT-REVENUE FREIGHT				15
	HIGHWAY EQUIPMENT				
25	Refrigerated Trailers	2,449	595		13,013
26	Other Trailers				76
27	Refrigerated Containers				
28	Other Containers				
29	Bogies				
30	Chassis				
31	Other Highway Equipment (Freight)	2,449	595		13,104
32	TOTAL HIGHWAY EQUIPMENT				
	FLOATING EQUIPMENT-REVENUE SERVICE				
33	Marine Line-Haul				
34	Local Marine				
35	TOTAL FLOATING EQUIPMENT				
	OTHER EQUIPMENT				
36	Passenger and Other Revenue Equipment (Freight Portion)		244		
37	Computer & Data Processing Equipment		1,503		
38	Machinery - Locomotives	2,302	487		
39	Machinery - Freight Cars	431	93		
40	Machinery - Other Equipment	7			
41	Work & Other Non-revenue Equipment	10,438	4,848		
42	TOTAL OTHER EQUIPMENT	13,178	7,175		
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	178,307	66,892	(69)	34,255

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*Refrigerator-Mechanical cars are maintained by leasee, a refrigerator car line

Received Two Units for Inspection

SEE INSTRUCTIONS ON PAGE 65A

Line No.	Types of Equipment (a)	Repair (Net Expense) (b)	Depreciation (c)	Retirements (d)	Lease and Rentals (Net) (e)
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 11,593	\$ 6,030	\$ 6,196	\$
2	Diesel Locomotive - Road	106,345	20,232	18,556	11,296
3	Other Locomotive - Yard				
4	Other Locomotive - Road		259		
5	TOTAL	117,938	24,521	24,752	11,296
FREIGHT TRAIN CARS:					
6	Box-Plain 40 Foot	2,187	202	2,992	5,239
7	Box-Plain 50 Foot and Longer	16,319	6,661	1,416	14,438
8	Box-Equipped	4,542	513	378	8,310
9	Gondola-Plain	3,449	820	877	8,255
10	Gondola-Equipped	5,972	2,030	1,032	14
11	Hopper-Covered	4,542	1,520	389	21,489
12	Hopper-Open Top-General Service	4,458	1,378	1,161	2,350
13	Hopper-Open Top-Special Service	3,281	79		
14	Refrigerator-Mechanical		7,078	840	3,404
15	Refrigerator-Nonmechanical	13,375	5,199	718	(1,345)
16	Flat TOFC/COFC	1,430	437	2,478	14,866
17	Flat Multi-level	3,533	5,229	1,389	543
18	Flat General Service	8,664	813	356	691
19	Flat Other	7,655	1,110	240	1,931
20	All Other Freight Cars	4,711	31	78	24,478
21	Caboose		598	117	
22	Auto Racks		708	5,140	417
23	Miscellaneous Accessories				
24	TOTAL FREIGHT TRAIN CARS	84,118	34,706	19,601	105,080
OTHER EQUIPMENT-REVENUE FREIGHT					
HIGHWAY EQUIPMENT					
25	Refrigerated Trailers				15
26	Other Trailers	2,528	595	96	8,628
27	Refrigerated Containers				
28	Other Containers				76
29	Bogies				
30	Chassis				
31	Other Highway Equipment (Freight)				
32	TOTAL HIGHWAY EQUIPMENT	2,528	595	96	8,719
FLOATING EQUIPMENT-REVENUE SERVICE					
33	Marine Line-Haul				
34	Local Marine				
35	TOTAL FLOATING EQUIPMENT				
OTHER EQUIPMENT					
36	Passenger and Other Revenue Equipment (Freight Portion)		244		
37	Computer & Data Processing Equipment		1,503		
38	Machinery - Locomotives	2,302	487	354	
39	Machinery - Freight Cars	432	93	68	
40	Machinery - Other Equipment	8			
41	Work & Other Non-revenue Equipment	10,461	5,096	2,132	
42	TOTAL OTHER EQUIPMENT	13,203	7,423	2,554	
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	217,787	67,245	47,003	125,095

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

1. Report freight expenses only.
2. Report by type of equipment all natural expenses relating to the equipment functions (salaries and wages, materials, tools, supplies, fuels and lubricants, purchases services, and general).
3. Report in column (b) the detail for functions 40 through 47 for the items listed in column (a). Freight car repair expenses shall be assigned directly to the various car types on the basis of job order records whenever possible. When it is necessary to apportion car repair expenses, the apportionment shall be made on the most equitable basis available to the carriers. The following list provides a basis for apportioning freight car repair expenses to car types: a. F-AR Car Repair Billing (CRB) Standards; b. A carrier conducted study to determine car repair expenses by car types; and c. Other available standards valid for the respondent carrier. Some useful references in completing column (b) are: (1) Locomotives: Function 41—all natural expenses and account 40-21-41, (2) Freight Cars: Function 42—all natural expenses and account 40-22-42, (3) Highway Equipment: Function 43—all natural expenses and account 40-23-43, (4) Floating Equipment: Function 44—all natural expenses and account 40-23-44, (5) Passenger and Other Revenue Equipment: Function 45—all natural expenses and account 40-23-45, (6) Computer and Data Processing Equipment: Function 46—all natural expenses and account 40-23-46, (7) Machinery-Locomotives: Accounts xx-21-40 and 40-21-40, (8) Machinery-Freight Cars: Accounts xx-22-40 and 40-22-40, (9) Machinery-Other Equipment: Accounts xx-23-40 and 40-23-40, and (10) Work and Other Non-Revenue Equipment: Function 47—all natural expenses and account 40-23-47.
4. Depreciation charges shall be reported in column (c), and some useful references are: Locomotives: 62-21-00; Freight Cars: 62-22-00; Highway Equipment, Floating Equipment, Passenger and Other Revenue Equipment, Computer and Data Processing Equipment, Machinery-Other Equipment, Work and Other Non-Revenue Equipment: 62-23-00; Machinery-Locomotives: 62-21-00; Machinery-Freight Cars: 62-22-00.
5. Retirement charges shall be made on the basis of the actual units retired from service during the reporting period where the service value has been determined, based on the ledger value of salvage and insurance recovered. Report retirement charges in column (d). These charges, however, will not balance with those reported in Schedule 410. Retirement charges are included in, but not limited to, the following accounts: Locomotives: 61-21-99; Car Types: 61-22-99; Other Retirements: 61-23-99.
6. Lease/Rentals (net) shall be reported in column (e). Locomotives would balance to the net of 31-21-00, 32-21-00, 35-21-00 and 36-21-00. Car types would balance to the net of 31-22-00, 32-22-00 and rents for interchanged freight cars reported on Schedule 414. All other subschedule lease/rentals (net) would, in total balance to the net of 31-23-00, 32-23-00, 35-23-00 and 36-23-00; however, rents for interchanged trailers must be added from Schedule 414.

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417. SPECIALIZED SERVICE SUBSCHEDULE - TRANSPORTATION

Instructions:

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

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

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

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

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

9. Thousand dollar Reporting Rule.

Line No.	Items	TOFC/COFC Terminal	Floating Equipment	Coal Marine Terminal	Ore Marine Terminal	Other Marine Terminal	Motor Vehicle Load and Distribution	Protective Services Refrigerator Car	Other Special Services	Total Columns (b-i)
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	Administration	\$ 1,359	\$	\$	\$	\$	\$	\$	\$	\$ 1,359
2	Pick up & delivery, marine line haul	698					Included in Col. (b)	N/A		698
3	Loading and unloading and local marine	10,669						N/A		10,669
4	Protective services							3,903		3,903
5	Freight lost or damaged-solely related									3,465
6	Fringe benefits	3,465								(36)
7	Casualty and insurance	(36)								(127)
8	Joint facility - Debit	(127)								(32)
9	Joint facility - Credit	(32)								
10	Other							3,903		19,899
11	Total	15,996								

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

This schedule should be completed by carriers participating in the National Railroad Passenger Corporation (NRPC) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-No. 3). Classify by accounts the amounts credited for remunerations for intercity passenger service performed by respondent on behalf of NRPC. All contra entries should be indicated in parenthesis. (Dollars in thousands.)

Line No.	Name of Account (a)	Amount (b)
	WAY AND STRUCTURES	5
	Administration	
1	Track	
2	Bridge and Building	
3	Signal	
4	Communication	
5	Other	43
	Repair and Maintenance	
6	Roadway - Running	
7	Roadway - Switching	
8	Tunnels and Subways - Running	
9	Tunnels and Subways - Switching	
10	Bridges and Culverts - Running	
11	Bridges and Culverts - Switching	
12	Ties - Running	4
13	Ties - Switching	
14	Rail - Running	1
15	Rail - Switching	
16	Other Track Material - Running	14
17	Other Track Material - Switching	
18	Ballast - Running	1
19	Ballast - Switching	
20	Track laying and surfacing - Running	1,141
21	Track laying and surfacing - Switching	
22	Road Property Damaged - Running	
23	Road Property Damaged - Switching	
24	Road Property Damaged - Other	
25	Signals and Interlockers - Running	74
26	Signals and Interlockers - Switching	
27	Communication systems	
28	Electric Power Systems	
29	Highway Grade Crossings - Running	
30	Highway Grade Crossings - Switching	
31	Station and Office Buildings	136
32	Shop Buildings - Locomotives	
33	Shop Buildings - Other Equipment	

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	Repair and Maintenance—Continued	\$
101	Locomotive Servicing Facilities	
102	Miscellaneous Buildings and Structures	
109	Roadway Machines	
110	Small Tools and Supplies	
111	Snow Removal	
112	Fringe Benefits - Running	2
113	Fringe Benefits - Switching	
114	Fringe Benefits - Other	
115	Casualties and Insurance - Running	7
116	Casualties and Insurance - Switching	
117	Casualties and Insurance - Other	
118	Lease Rentals - Debit - Running	
119	Lease Rentals - Debit - Switching	
120	Lease Rentals - Debit - Other	
121	Lease Rentals - (Credit) - Running	
122	Lease Rentals - (Credit) - Switching	
123	Lease Rentals - (Credit) - Other	
124	Joint Facility Rent - Debit - Running	
125	Joint Facility Rent - Debit - Switching	
126	Joint Facility Rent - Debit - Other	
127	Joint Facility Rent - (Credit) - Running	
128	Joint Facility Rent - (Credit) - Switching	
129	Joint Facility Rent - (Credit) - Other	
130	Other Rents - Debit - Running	
131	Other Rents - Debit - Switching	
132	Other Rents - Debit - Other	
133	Other Rents - (Credit) - Running	
134	Other Rents - (Credit) - Switching	
135	Other Rents - (Credit) - Other	
136	Depreciation - Running	
137	Depreciation - Switching	
138	Depreciation - Other	
139	Joint Facility - Debit - Running	(2)
140	Joint Facility - Debit - Switching	
141	Joint Facility - Debit - Other	
142	Joint Facility - (Credit) - Running	
143	Joint Facility - (Credit) - Switching	
144	Joint Facility - (Credit) - Other	
145	Dismantling Retired Road Property - Running	
146	Dismantling Retired Road Property - Switching	
147	Dismantling Retired Road Property - Other	
148	Other - Running	5
149	Other - Switching	
150	Other - Other	101
151	Total WAY AND STRUCTURES	1,527

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Continued

Line No.	Name of Account (a)	Amount (b)
	EQUIPMENT	\$
	Locomotives	
201	Administration	
202	Repair and Maintenance	
203	Machinery Repair	86
204	Equipment Damaged	
205	Fringe Benefits	
206	Other Casualties and Insurance	
207	Lease Rentals - Debit	
208	Lease Rentals - (Credit)	
209	Joint Facility Rent - Debit	
210	Joint Facility Rent - (Credit)	
211	Other Rents - Debit	
212	Other Rents - (Credit)	
213	Depreciation	
214	Joint Facility - Debit	
215	Joint Facility - (Credit)	
216	Repairs Billed to Others - (Credit)	
217	Dismantling Retired Property	
218	Other	67
219	Total Locomotives	153
	Other Equipment	
301	Administration	365
	Repair and Maintenance:	
304	Passenger and Other Revenue Equipment	1,609
305	Computers and Data Processing System	
306	Machinery	
307	Work and Other Non-Revenue Equipment	
308	Equipment Damaged	
309	Fringe Benefits	106
310	Other Casualties and Insurance	10
311	Lease Rentals - Debit	
312	Lease Rentals - (Credit)	
313	Joint Facility Rent - Debit	
314	Joint Facility Rent - (Credit)	(10)
315	Other Rents - Debit	
316	Other Rents - (Credit)	
317	Depreciation	
318	Joint Facility - Debit	
319	Joint Facility - (Credit)	
320	Repairs Billed to Others - (Credit)	
321	Dismantling Retired Property	
322	Other	
323	Total Other Equipment	2,080
324	TOTAL EQUIPMENT	2,233

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	TRANSPORTATION	\$
	Train Operation	
401	Administration	387
402	Engine Crews	2,917
403	Train Crews	3,699
404	Dispatching Trains	120
405	Operating Signals and Interlockers	
406	Operating Drawbridges	
407	Highway Crossing Protection	
408	Train Inspection and Lubrication	
409	Locomotive Fuel	1,573
410	Electric Power Purchased or Produced for Motive Power	
411	Servicing Locomotives	183
412	Freight Lost or Damaged - Solely Related	
413	Clearing Wrecks	
414	Fringe Benefits	505
415	Other Casualties and Insurance	34
416	Joint Facility - Debit	
417	Joint Facility - (Credit)	
418	Other	1,901
419	Total Train Operations	11,324
	Yard Operations	
420	Administration	
421	Switch Crews	58
422	Controlling Operations	
423	Yard and Terminal Clerical	188
424	Operating Switches, Signals, Retarders and Humps	
425	Locomotive Fuel	
426	Electric Power Purchased or Produced for Motive Power	
427	Servicing Locomotives	35
428	Freight Lost or Damaged - Solely Related	
429	Clearing Wrecks	
430	Fringe Benefits	
431	Other Casualties and Insurance	24
432	Joint Facility - Debit	(8)
433	Joint Facility - (Credit)	
434	Other	329
435	Total Yard Operations	626

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Concluded

Line No.	Name of Account (a)	Amount (b)
	Train and Yard Operations Common	\$
501	Cleaning Car Interiors	
504	Freight Lost or Damaged - all other	
505	Fringe Benefits	
506	Total Train and Yard Operations Common	
	Administrative Support Operations	
518	Administration	
519	Employees Performing Clerical and Accounting Functions	
520	Communication Systems Operation	51
521	Loss and Damage Claims Processing	
522	Fringe Benefits	
523	Casualties and Insurance	
524	Joint Facility - Debit	
525	Joint Facility - (Credit)	
526	Other	
527	Total Administrative Support Operations	51
528	TOTAL TRANSPORTATION	12001 51
	GENERAL AND ADMINISTRATIVE	\$
601	Officers - General Administration	70
602	Accounting, Auditing and Finance	
603	Management Services and Data Processing	
604	Marketing	
605	Sales	
607	Personnel and Labor Relations	
608	Legal and Secretarial	
609	Public Relations and Advertising	
610	Research and Development	
611	Fringe Benefits	131
612	Casualties and Insurance	
613	Writedown of Uncollectible Accounts	
614	Property Taxes	
615	Other Taxes Except on Corporate Income or Payrolls	
616	Joint Facility - Debit	(18)
617	Joint Facility - (Credit)	
618	Other	150
619	TOTAL GENERAL AND ADMINISTRATIVE	333
	TOTAL REMUNERATIONS	16,094

430. MISCELLANEOUS RENT INCOME

1. This may be omitted if the total represents less than 10% of net income.
2. 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

*See text of Account 510, "Miscellaneous rent income".

be confused with rents of buildings and other property in Account 110, which is for rent revenue from operated property in road and equipment the cost of operation of which cannot be separately stated.

3. Show amount of rent from three properties producing largest income, and any other property producing income exceeding 10% of net income.

4. Report dollars in thousands.

Line No.	Description of Property		Name of lessee (c)	Amount of Rent (d)
	Name (a)	Location (b)		
1	General Warehouse	San Francisco	Merchants Shippers	\$ 64
2	Freight & Fwdg. Operations	Los Angeles	Universal Carloading	80
3	Warehouse & Office Bldg.	San Francisco	H. R. Basford	90
4	Other items each less than			
5	\$250,000 per annum			14,917
6				
7				
8				
9				
10			Total	15,151

440. MISCELLANEOUS RENTS (EXPENSE)

This schedule may be omitted if total miscellaneous rents is less than 10% of net income before extraordinary items.

Show the three largest items regardless of the dollar amount and all other items amounting to 10% or more of net income.

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. See Account 543.

(Dollars in thousands)

Line No.	Description of Property		Name of lessor (c)	Amount charged to Income (d)
	Name (a)	Location (b)		
				\$
1				
2				
3				
4	Less than 10% of Net Income			
5				
6				
7				
8				
9				
10			Total	

445. SEPARATELY OPERATED PROPERTIES - PROFIT OR LOSS

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

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

(Dollar in thousands)

Line No.	Description of property operated (a)	Location of property (b)	Name of operator (c)	ACCRUED TO RESPONDENT	
				Profit (d)	Loss (e)
1	Railway	Stockton	Central Calif.	\$	\$ 54
2			Traction		
3					
4	Railway	Bakersfield	Sunset Railway Company		7
5					
6					
7					
8					
9					
10			Total		61

450. ANALYSIS OF FEDERAL INCOME TAXES

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

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

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

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

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

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

Report dollars in thousands.

Line No.	Particulars (a)	Beginning of Year Balance (b)	Net Credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.	\$ 266,806	\$ 20,521	\$	\$ 287,327
2	Accelerated amortization of facilities Sec. 168, I.R.C.	74,681	(1,584)		73,097
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	58,414	(3,673)		54,741
4	See detail page 86	(843)	(10,539)		(11,382)
5	Other (Specify) <u>Deferred State Tax</u>	2,970	(201)		2,769
6	<u>Fed. Tax Credit (on deferred state)</u>	(1,426)	96		(1,330)
7	<u>Casualty Reserves</u>	(2,673)	(2,188)		(4,861)
8	<u>Amortization of Capital Leases</u>	Ø (5,209)	(797)		(6,006)
9	Investment tax credit*				
10	TOTALS	392,720	1,635		394,355

*Footnotes:

11. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit \$ 342
12. If deferral method for investment tax credit was elected:
- (1) Indicate amount of credit utilized as a reduction of tax liability for current year \$ None
- (2) Deduct amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes \$ None
- (3) Balance of current year's credit used to reduce current year's tax accrual \$ None
- (4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual \$ None
- (5) Total decrease in current year's tax accrual resulting from use of investment tax credits \$ None

Ø Adjustment to retained income after close of 1977 accounts.

451. RAILWAY TAX ACCRUALS

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

2. Report dollars in thousands.

A. Other than U.S. Government Taxes

Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
1	Alabama	\$	South Dakota	\$	41
2	Alaska		Tennessee	3,919	42
3	Arizona	6,109	Texas	1,217	43
4	Arkansas		Utah		44
5	California	29,019	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	4	Other		
13	Illinois		Canada		52
14	Indiana		Mexico		53
15	Iowa		Puerto Rico		54
16	Kansas				55
17	Kentucky		Total--Other than U.S. Government Taxes	46,029	56
18	Louisiana	1,233	B. U.S. Government Taxes		
19	Maine		Kind of tax (a)	Amount (b)	
20	Maryland			\$	
21	Massachusetts		Income taxes:		
22	Michigan		Normal tax and surtax	189	57
23	Minnesota		Excess profits		58
24	Mississippi		Total--Income taxes Acct. 556	189	59
25	Missouri		Old-age retirement*	92,398	60
26	Montana		Unemployment insurance	12,960	61
27	Nebraska	1,405	All other United States Taxes	30	62
28	Nevada		Total--U.S. Government Taxes	105,577	63
29	New Hampshire		Grand Total--Railway Tax Accruals	151,606	64
30	New Jersey	329			
31	New Mexico	4			
32	New York				
33	North Carolina				
34	North Dakota				
35	Ohio				
36	Oklahoma	2,708	*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon		Hospital insurance	\$ 5,852	65
38	Pennsylvania		Supplemental annuities	10,218	66
39	Rhode Island				
40	South Carolina				

Ø Includes Account 556 - State Income Tax (252)

California \$ (100)
Louisiana (159)
New Mexico 9
Oregon (2)

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

Give a brief description for all items, regardless of amount, included during the year in accounts 555, "Unusual or infrequent items"; 560, "Income or loss from operations of discontinued segments"; 562, "Gain or loss on disposal of discontinued segments"; 570, "Extraordinary items"; 590, "Income taxes on extraordinary items"; 592, "Cumulative effect of changes in accounting principles"; 600, "Appropriations released"; 606, "Other credits to retained earnings"; 616, "Other debits to retained earnings"; 620, "Appropriations for sinking and other funds"; 621,

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

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

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)
1	519	Earning from oil leases - Rents and Royalties \$1,837	\$	\$
2		Less: Expenses applicable to oil earnings		
3		Net		1,837
4		Profit on securities reacquired		927
5		Miscellaneous lease rentals received in advance		
6		and recurring leases		368
7		Other items each less than \$250,000		1,229
8		Total Account 519		4,361
9				
10	551	Service interruption policies	7,071	
11		Rock Island Valuation Study	352	
12		Interest on Lose & Damage and Overcharge Claims	342	
13		Other items each less than \$250,000	499	
14		Total Account 551	8,264	
15				
16	570	Extraordinary items (Net)	None	
17	590	Income taxes on extraordinary & prior period items	None	
18	606	Other credits to retained income	None	
19	616	Other debits to retained income	3,722	
20	620	Appropriations for sinking & other reserve funds	None	
21	621	Appropriations for other purposes	None	
22				
23				
24				
25				
26				
27				
28				
29				
30				

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

470. 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 900.

(b) Payments for services rendered by affiliates.

(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	Merrill Albert	Legal fees & expenses	213
2	Baker & Botts	do do do	151
3	Cresap, McCormick & Paget	do do do	207
4	DeLeuw, Cather & Co.	Valuation in study	151
5	Dezendorf, Spears, Etc.	Legal fees & expenses	83
6	Echeverria & Osborne	do do do	50
7	Fensterwald & Assoc.	do do do	69
8	Foote, Cone & Belding	Advertising	472
9	Griffith & Thornburgh	Legal fees & expenses	53
10	Joseph F. Klammer	Consultant	89
11	Manalytics	Traffic Study	84
12	Rogers & Wells	Legal fees & expenses	55
13	Sidley & Austin	do do do	95
14	Steptoe & Johnson	do do do	651
15	Van Cott, Bagley, Etc.	do do do	43
16	Assn. of Amer. R.R.	ProRate of expenses of assoc. & advertising	2,182
17	Calif. Railroad Assn.	Contrib. used in conn. with Assoc. activities	134
18	Eastern R.R. Assn.		57
19	Nat'l Ry. Labor Confer.	Pro Rate of expenses of Conference	206
20	Western R.R. Assn.		2,052
21			
22			
23			
24			
25			
26			
27			
28			

500. CONTINGENT ASSETS AND LIABILITIES

1. Give particulars with respect to contingent assets and liabilities at the close of the year, in accordance with Instruction 5-6 in the Uniform System of Accounts for Railroad Companies, that are not reflected in the accounts of the respondent.

Disclose all items amounting to \$100,000, 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 guarantees 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 ASSETS" 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>REA Inc. Suits</u>	
2	In connection with three actions filed by REA Inc. in 1971, REA is claiming in excess of \$600 million from a	
3	number of railroads and others, including Southern Pacific Transportation Company and its rail subsidiary, St. Louis	
4	Southwestern Railway Company. A fourth action for \$600 million was filed by REA in 1972 against a number of motor	
5	carriers, including two of Southern Pacific Transportation Company's trucking subsidiaries. REA, among other things,	
6	claims violations of the antitrust laws, the Interstate Commerce Act and state corporation laws at various times	
7	during and after the period when REA was owned jointly by numerous railroads.	
8	On November 6, 1975, REA was adjudicated a bankrupt and a trustee has been appointed to conduct the liquidation	
9	of REA. Southern Pacific Transportation Company has filed claims in the bankruptcy proceeding for all amounts due	
10	from REA.	
11	In the principal antitrust action brought by REA, the U.S. District Court for the Eastern District of Pennsylvania	
12	on February 18, 1976, granted the railroads' motion for summary judgment, except as to certain conduct of the railroads	
13	which took place after the divestiture of REA by the railroads in 1959. The Court has reserved ruling on that conduct	
14	pending further proceedings. In another REA action which involves, among other things, the validity of certain	
15	promissory notes issued by REA in 1959, the Interstate Commerce Commission intervened and reopened its 1969 proceedings	
16	which authorized the notes. On July 28, 1975, the ICC issued its decision that the REA notes were properly authorized	
17	and valid, and the decision was upheld on judicial review. Southern Pacific Transportation Company owns \$1.3 million	
18	of REA notes due December 23, 1975, which are unpaid. In a third antitrust action involving challenged group health	
19	and life insurance transactions undertaken when REA was owned by the nation's railroads, the U.S. District Court for	
20	the District of Columbia granted the railroads' motion for summary judgment and dismissed REA's complaint on February 2,	
21	1976. The dismissal was upheld on appeal.	
22	On November 3, 1977, REA's trustee filed a complaint in the Bankruptcy Court naming Southern Pacific Transportation	
23	Company as a defendant along with numerous other former stockholders of REA. The complaint consists primarily of	
24	allegations that a variety of payments made by REA to the railroads at the time when REA was owned by the railroads were	
25	fraudulent conveyances as to REA's creditors and recoverable by the trustee of the bankrupt estate. The amount sought	
26	is in excess of \$74 million. Virtually all of these claims have been made by REA against the railroads and others in the	
27	actions mentioned above, and are subject to the same defenses that have been successfully invoked in the other actions.	
28	In a California action brought by Southern Pacific Transportation Company against REA for approximately \$500,000 of	
29	unpaid freight charges, REA has asserted an cross-claim several of its antitrust and other claims which are also at issue	
30	in some of its other lawsuits. On the basis of the facts which are presently known, it is believed that the Company has	
31	substantial defenses to the claims made by REA in its various actions.	Not determined
32		
33	<u>Taxes</u>	
34	By petitions filed in the U.S. Tax Court the consolidated group, of which Southern Pacific Transportation Company	
35	is a member, is contesting deficiencies aggregating approximately \$106,500,000 asserted by the Internal Revenue Service	
36	for the years 1959 through 1968. A number of issues have already been tried, but the final results of the litigation	
37	will not be known for some time. The Internal Revenue Service has asserted that over \$49,500,000 additional federal	
38	income tax is due for the years 1969-1971, and these further asserted deficiencies are being contested administratively.	
39	The consolidated group has filed claims for refund and has claimed overpayments in its Tax Court petitions, and expects	
40	to be making further claims for the years 1954 through 1972, which, if allowed, could reduce any deficiencies that may	
41	be owing. Since many of the asserted deficiencies involve the timing of income or deductions, any taxes which may become	
42	payable would result in lesser taxes in subsequent years and would be charged against deferred taxes. Accruals for	
43	federal income tax liability are considered adequate.	Not determined
44		
45	<u>ACI Litigation</u>	
46	Computer Identics Corporation and ACI Systems Corporation and ACI Systems Corporation have brought an anti-trust	
47	action against Southern Pacific Company, Southern Pacific Transportation Company, and several other companies, on	
48	October 21, 1976. Plaintiffs allege anti-competitive practices in violation of the Sherman Act with respect to their	
49	business of manufacturing or selling a system for automatic identification of railroad equipment. Treble damages are	
50	sought in excess of \$150 million, as well as an injunction. Southern Pacific Company and Southern Pacific Transportation	
51	Company have filed answers denying the allegations, and the case is now in the discovery stages.	Not determined
52		
53	<u>BND Litigation</u>	
54	Southern Pacific Transportation Company and five other railroads were sued by BND Transportation Company, Inc., a	
55	California motor carrier, on December 3, 1976. Plaintiff alleged anti-competitive practices in violation of the Sherman	
56	Act and the California anti-trust laws concerning a rail rate adjustment made in 1972 by the railroads for iron and steel	
57	products in California. Treble damages are sought in excess of \$15 million, as well as injunctive relief.	
58	On October 3, 1977, the court granted the defendants' motion to dismiss on the ground that the action was barred by	
59	the statute of limitations. On November 4, 1977, BND Transportation Company filed an amended complaint containing	
60	essentially the same allegations, and the court again granted the defendants' motion to dismiss on statute of limitation	
61	grounds. BND Transportation Company has appealed the dismissal to the U.S. Court of Appeals, where the case has been	
62	briefed and is awaiting oral argument.	Not determined
63		
64	<u>Crystal Car Line Lease of Equipment with The Commonwealth Plan</u>	
65	By agreement dated March 15, 1963, as amended, with The First National Bank of Boston, Boston, Massachusetts, and	
66	Manufacturers Hanover Trust Company, New York, New York, and in consideration of said bank's and said trust company's	
67	entering into a Loan Agreement with The Commonwealth Plan, Inc., an indirectly owned and controlled subsidiary of Southern	
68	Financial Company, Southern Pacific Transportation Company, agreed that in the event that The Crystal Car Line of Chicago,	
69	Illinois, lessee under Railroad Equipment Leasing Agreement, dated as of March 15, 1963, with The Commonwealth Plan, Inc.,	
70	lessor, terminates said lease with respect to any railroad equipment leased thereunder at the end of the Basic Lease Term	
71	(as defined therein), Southern Pacific Transportation Company will, at its option, assume all obligations of said lessee	
72	with respect to such equipment for the full duration of the First Extended Term of the lease (as defined therein), or will	
73	purchase such equipment from The Commonwealth Plan, Inc. for its then "ascertained value" (as defined in said Loan Agreement).	Not determined

500. CONTINGENT ASSETS AND LIABILITIES

Line No.	Item (a)	Amount (b)
74	<u>M-K-T Lease of Equipment with The Commonwealth Plan</u>	
75	By agreement dated July 16, 1965, with The First National Bank of Boston, Boston, Massachusetts, acting as agent	
76	for certain investors, and in consideration of said Bank's entering into certain loan agreements with The Commonwealth	
77	Plan, Inc., Southern Pacific Transportation Company assumed performance of all obligations of Missouri-Kansas-Texas	
78	Railroad Company, in the event of default by that company, under two Railroad Equipment Leasing Agreements, each	
79	dated July 16, 1965, as amended, with The Commonwealth Plan, Inc., as indirectly owned and controlled subsidiary of	
80	Southern Pacific Company. Pursuant to said Railroad Equipment Leasing Agreements, the Missouri-Kansas-Texas Railroad	
81	Company leased 1,000 railroad freight cars, more or less, from The Commonwealth Plan, Inc.	Not determined
82		
83	<u>Roseville Explosion</u>	
84	On April 18, 1973 a major explosion occurred in Southern Pacific Transportation Company's freight yard at Roseville,	
85	California, in a group of government rail cars carrying munitions. This was followed by other explosions during the	
86	next 36 hours which eventually destroyed 18 of the original 21 cars in the ammunition shipment causing extensive property	
87	damage and some personal injuries. Fortunately, no fatalities resulted from the explosions, but they caused millions of	
88	dollars worth of damage to railroad and surrounding property. The explosions and fires damaged or destroyed 302 freight	
89	cars and 20 sets of tracks for a distance of about 500 feet.	
90	On January 25, 1974 Southern Pacific filed an action seeking reimbursement of \$39.6 million from the federal	
91	government and others for damages and expenses incurred as a result of the explosions. Southern Pacific had substantial	
92	insurance protection applicable to this loss, and the insurers are working with the Company in seeking recovery from the	
93	federal government and the other defendants. Counterclaim has been filed by the United States Government to recover	
94	\$1,500,000 for the destruction of 6,048 bombs and 18 railroad cars. The Southern Pacific's action against the federal	
95	government is now in trial.	Not determined

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501. GUARANTIES AND SURETYSHIPS

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

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

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

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

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

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

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 700

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Line No.	Name of owner(s)	Joint or common title holder(s)	Total mileage operated
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class	Proportion owned or leased by respondent	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, turnouts			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	100	M	5,915.25	733.22		1,099.33	873.02	1,954.80	10,575.62
2										
3	1J	44/100	M	1.76	1.76				110.85	12.38
4	1J	1/3	M	2.18					7.81	2.99
5	1J	1/2	M	.31	.30		.09	12.98	57.23	65.91
6										
7		Total 1J		3.25	1.06		.09	12.98	68.90	81.28
8										
9										
10		Total 1 and								
11	1J			5,918.50	734.28		1,099.42	881.00	2,023.70	10,656.90
12										
13										
14	1	100	B	4,874.56	7.57		235.07	819.88	463.94	6,401.02
15										
16	1J	1/3	B						.38	.38
17	1J	1/2	B	23.18			1.97	40.98	26.06	92.19
18										
19		Total 1J		23.18			1.97	40.98	26.44	92.57
20										
21										
22										
23		Total 1								
24	and 1J			4,897.74	7.57		237.04	860.86	490.38	6,493.59
25										
26										
27		Total 1								
28	and 1J Main									
29	and Branch			10,816.24	741.85		1,336.46	1,741.86	2,514.08	17,150.49
30										
31										
32	3A	100	M						1.62	1.62
33										
34	3B	100	M					1.43		1.43
35	3B	100	B	1.86				32.98		34.84
36										
37	Total 3A,									
38	3B Main and									
39	3B Branch			1.86				34.41	.62	36.89
40										
41	4B	100	M						1.62	1.62
42										
43	5	100	M	232.32	195.04		62.06	10.54	86.15	586.11
44										
45	5	100	B	243.67	2.03		10.53	37.85	17.03	311.18
46										
47	Total 4B									
48	Main, 5									
49	Main and 5									
50	Branch			475.99	197.07		72.59	48.39	103.18	697.23
51										
52										
53										
54										
55	Total Main Line	XXX		6,150.82	929.32		1,161.48	892.97	2,111.09	11,245.68
56	Total Branch Lines	XXX		5,143.27	9.60		247.57	931.69	507.41	6,839.54
57	Grand Total	XXX		11,294.09	938.92		1,409.05	1,824.66	2,618.50	18,085.22
58	Miles of road or track electrified included in preceding grand total	XXX								

701. MILEAGE OWNED BUT NOT OPERATED BY RESPONDENT AT CLOSE OF YEAR

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

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

Line No.	Class	Name of road or track	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of 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				507	707
3		Transportation	M					10		10
4		Company	M					62		62
5			M	441				146		587
6			B	686						686
7			B	873				130		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

- 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.

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

Give particulars, as of the close of the year, of all road operated and of all owned but not operated. The respondent's proportion of operated road held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (c), (e), or (f), as may be

appropriate. The remainder of jointly operated mileage should be shown in column (g). Respondent's proportion of road jointly owned, not operated, should be shown in columns (i) and (j), as may be appropriate. Tracks which have been permanently abandoned should not be included in columns (i) and (j).

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

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT							LINE OWNED, NOT OPERATED BY RESPONDENT		New line constructed during year (k)
		LINE OWNED		Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)	Branch lines (j)	
		Main line (b)	Branch lines (c)								
1	Arizona	599.33	414.47								
2	California	(a) 2,367.38	(c) 1,435.95		1.86		17.97	1,031.77			
3	Louisiana	239.46	314.50			(f)	97.27	3,902.46		20.05	
4	Nevada	450.49.39	145.52				37.64	591.60			
5	New Mexico	419.42	28.77				151.59	746.71			
6	Oregon	(b) 355.00	897.62				60.41	508.60			
7	Texas	(d) 1,376.71	(e) 1,641.46				(g) 10.92	1,263.54			
8	Utah	115 109.58					(h) 119.99	3,138.16			
9		5,916.47	4,878.20		1.86		1.67	111.25	46		
10	See notes, page 86						497.46	11,294.09	46	20.05	
11											
12											
13											
14											
15											
16	Total Mileage (single track)	5916.47	4878.20		1.86		497.46	11,294.09	46	20.05	

703. 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 whole mile.

		the tracks returned in column (h) are operated by other than the		Lengths should be stated to the nearest whole mile.					
Line No.	State or Territory	Tracks Operated						Tracks owned, not operated by respondent	New tracks constructed during year
		Tracks owned	Tracks of proprietary companies	Tracks operated under lease	Tracks operated under contract, etc.	Tracks operated under trackage rights	Total mileage operated		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1									
2									
3									
4									
5									
6	Total Mileage								

705. CHANGES DURING THE YEAR

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

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

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

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

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

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

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

INCREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
			Miles of road (a)	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					1.65	.04	2.75	January 1, 1978
2	1	M					.02		.02	February 1, 1978
3	1	M					.02	.67	.69	March 1, 1978
4	1	M					.06	.96	1.02	April 1, 1978
5	1	M						.12	.12	May 1, 1978
6	1	M								June 1, 1978
7	1	M					1.55	.01	1.56	July 1, 1978
8	1	M						1.47	1.47	August 1, 1978
9	1	B					1.61	8.76	10.37	January 1, 1978
10	1	B					.03		.03	February 1, 1978
11	1	B					.08		.08	March 1, 1978
12	1	B					.18		.18	April 1, 1978
13	1	B					.05	.08	.13	May 1, 1978
14	1	B						.04	.04	June 1, 1978
Total Increases							6.27	15.95	16.22	

DECREASES IN MILEAGE

15	1	M					.14	.34	1.28	January 1, 1978
16	1	M					1.28	.36	1.36	February 1, 1978
17	1	M					.18		.18	March 1, 1978
18	1	M					.43		.43	April 1, 1978
19	1	M						.17	.17	May 1, 1978
20	1	M						.10	.10	June 1, 1978
21	1	B	1.22						1.22	June 1, 1978 ICC Fin.Doc. AB-12 (32)
22	1	B	.41						.41	June 1, 1978 ICC Fin.Doc. AB-12 (32)
23	1	B	3.43						3.43	June 1, 1978 ICC Fin.Doc. AB-12 (36)
24	1	B	7.60						7.60	June 1, 1978 ICC Fin.Doc. AB-12 (38)
25	1	B	2.42						2.42	June 1, 1978 ICC Fin.Doc. AB-12 (42)
26	1	B	6.12						6.12	June 1, 1978 ICC Fin.Doc. AB-12 (50)
27	1	B	8.37						8.37	June 1, 1978 ICC Fin.Doc. AB-12 (46)
28	1	B	7.30						7.30	June 1, 1978 ICC Fin.Doc. AB-12 (55)
29	1	B	2.14						2.14	June 1, 1978 ICC Fin.Doc. AB-12 (34)
30	1	B	16.52						16.52	June 1, 1978 ICC Fin.Doc. AB-12 (13)
31	1	B	2.01						2.01	June 1, 1978 ICC Fin.Doc. AB-12 (44)
32	1	B					.34	.46	.82	January 1, 1978
33	1	B						.36	.36	March 1, 1978
34	1	B					.94	.04	.98	May 1, 1978
35	1	B					1.65	.04	1.69	July 1, 1978
36	1	B	7.46						7.46	December 1, 1978 ICC Fin.Doc. AB-12 (29)
37	1	B	12.21						12.21	December 1, 1978 ICC Fin.Doc. AB-12 (33)
38	1	B	7.15						7.15	December 1, 1978 ICC Fin.Doc. AB-12 (27)
39	1	B	3.71						3.71	December 1, 1978 ICC Fin.Doc. AB-12 (49)
Total Decreases			98.87				5.36	1.61	106.16	

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 relinquished 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.

		<u>Miles</u>	<u>Percentage of Ownership</u>		<u>Miles</u>	<u>Owned Jointly With</u>
(a)	Includes	.33	44/100	of	.76	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

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (c) give the number of units purchased new or built in company shops. In column (d) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.
3. Units leased to others for a period of one year or more are reportable in column (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 (i).
4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit, but not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operating at terminals.

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

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

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

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

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

710. INVENTORY OF EQUIPMENT

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

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS												
Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year				Units retired from service of respondent whether owned or leased, including reclassification	Units at Close of Year				
			Units installed					Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units including reclassification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
Locomotive Units												
1	Diesel-Freight A units										(H.P.)	
2	Diesel-Freight B units											
3	Diesel-Passenger A units	23						21	2	23	69,000	
4	Diesel-Passenger B units											
5	Diesel-Multiple purpose A units	1,570	108		10		119	1,210	359	1,569	4,357,113	
6	Diesel-Multiple purpose B units	3						3		3	15,000	
7	Diesel-Switching A units	546				16	43	422	97	519	772,531	26
8	Diesel-Switching B units	4						4		4	3,200	
9	Total (lines 1 to 8)	2,146	108		10	16	162	1,660	458	2,118	5,216,844	26
10	Electric-Locomotives											
11	Other self-powered units											
12	Total (lines 9, 10 and 11)	2,146	108		10	16	162	1,660	458	2,118	5,216,844	26
13	Auxiliary units	4						4		4	XXXX	
14	Total Locomotive Units (lines 12 and 13)	2,150	108		10	16	162	1,664	458	2,122	XXXX	26

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

Line No.	Type or design of units	Before Jan. 1, 1955	Between Jan. 1, 1955, and Dec. 31, 1959	Between Jan. 1, 1960, and Dec. 31, 1964	Between Jan. 1, 1965, and Dec. 31, 1969	Between Jan. 1, 1970, and Dec. 31, 1974	During Calendar Year					TOTAL
							1975	1976	1977	1978	1979	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
15	Diesel	228234	325	366 362	636	350 355	105			108 127		2118
16	Electric											2,144
17	Other self-powered units											
18	Total (lines 15 to 17)	228234	325	366 362	636	350 355	105			108 127		2118
19	Auxiliary units				1	3						2,144
20	Total Locomotive Units (lines 18 and 19)	228234	325	366 362	637	353 358	105			108 127		2122

710. INVENTORY OF EQUIPMENT

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

Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year				Units retired from service whether owned or leased, including re-classification	Units at Close of Year				
			Units installed					Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units including re-classification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
Locomotive Units												
1	Diesel-Freight A units										(H.P.)	
2	Diesel-Freight B units											
3	Diesel-Passenger A units	23						21	2	23	69,000	
4	Diesel-Passenger B units											
5	Diesel-Multiple purpose A units	1,570	108		10		119	1,210	359	1,569	4,357,113	
6	Diesel-Multiple purpose B units	3						3		3	15,000	
7	Diesel-Switching A units	546				16	43	422	97	519	772,531	26
8	Diesel-Switching B units	4						4		4	3,200	
9	Total (lines 1 to 8)	2,146	108		10	16	162	1,660	458	2,118	5,216,844	26
10	Electric-Locomotives											
11	Other self-powered units											
12	Total (lines 9, 10 and 11)	2,146	108		10	16	162	1,660	458	2,118	5,216,844	26
13	Auxiliary units	4						4		4	XXXX	
14	Total Locomotive Units (lines 12 and 13)	2,150	108		10	16	162	1,664	458	2,122	XXXX	26

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

Line No.	Type or design of units	Before Jan. 1, 1955	Between Jan. 1, 1955, and Dec. 31, 1959	Between Jan. 1, 1960, and Dec. 31, 1964	Between Jan. 1, 1965, and Dec. 31, 1969	Between Jan. 1, 1970, and Dec. 31, 1974	During Calendar Year					TOTAL
							1975	1976	1977	1978	1979	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
15	Diesel	228	325	366	636	350	105			108		2,118
16	Electric											
17	Other self-powered units											
18	Total (lines 15 to 17)	228	325	366	636	350	105			108		2,118
19	Auxiliary units				1	3						4
20	Total Locomotive Units (lines 18 and 19)	228	325	366	637	353	105			108		2,122

710. INVENTORY OF EQUIPMENT—Continued

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year	Changes During the Year					Units at Close of Year				
			Units Installed				Units retired from service of respondent whether owned or leased, including re-classification	Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units re-written into property accounts	All other units, including re-classification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
PASSENGER TRAIN CARS												
<i>Non-Self-Propelled</i>												
21	Coaches [PA, PB, PBO]	83						83		83	10,411	
22	Combined cars [All class C, except CSB]											
23	Parlor cars [PBC, PC, PL, PO]											
24	Sleeping cars [PS, PT, PAS, PDS]											
25	Dining, grill and tavern cars											
26	[All class D, PD]	1						1		1	XXXX	
27	Non-passenger carrying cars [All class B, CSB, M, PSA, LA]	84						84		84	XXXX	
28	Total (lines 21 to 27)	84						84		84	10,411	
<i>Self-Propelled Rail Motorcars</i>												
29	Electric passenger cars [EP, ET]											
30	Electric combined cars [EC]											
31	Internal combustion rail motorcars [ED, EG]											
32	Other self-propelled cars Specify types:											
33	Total (lines 29 to 32)											
34	Total (lines 28 and 33)	84						84		84	10,411	
COMPANY SERVICE CARS												
35	Business cars [PV]	39					1	37	1	38	XXXX	1
36	Boarding outfit cars [MWX]	45					3	42		42	XXXX	
37	Derrick and snow removal cars [MWU, MWV, MWW, MWK]	29					5	24		24	XXXX	2
38	Dump and ballast cars [MWB, MWD]	214	50				3	261		261	XXXX	2
39	Other maintenance and service equipment cars	883				8	57	828	6	834	XXXX	
40	Total (lines 35 to 39)	1,210	50			8	69	1,192	7	1,199	XXXX	5

710. INVENTORY OF EQUIPMENT--Continued

Instructions for reporting freight-train car data:

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

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

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

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

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS		Units in service of respondent at beginning of year		Changes During the Year			
Line No.	Class of equipment and car designations	Time-mileage cars	All others	Units Installed			
				New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹	All other units, including reclassification and second hand units purchased or leased from others
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
FREIGHT TRAIN CARS							
41	Plain Box Cars - 46' (B100-129)	1,590					
42	Plain Box Cars - 50' (B200-229; B300-329)	19,276					
43	Equipped Box Cars (All Code A)	2,262		300			
44	Plain Gondola Cars (G092-392; G401-492)	2,711		88			2
45	Equipped Gondola Cars (All Codes C and E)	4,560					
46	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)	3,461		294			
47	Open Top Hopper Cars - General Service (All Code H)	3,958		294			
48	Open Top Hopper Cars - Special Service (All Codes J and K)	193					
49	Refrigerator Cars - Non-mechanical (R100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)	7,946					2
50	Refrigerator Cars - Mechanical (R104, 110, 111, 112, 117, 118, R204, 210, 211, 212, 217, 218)	-					
51	Flat Cars - TOFC/COFC (F071-078; F871-978)	975					
52	Flat Cars - Multi-level (All Code V)	2,293		70			4
53	Flat Cars - General Service (F103-109; F201-209)	4,423					
54	Flat Cars - Other (F111-189; 211-289; 301-389; 401-540)	3,260		100			3
55	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)	176					
56	Tank Cars - 22,000 Gallons & Over (T-6, T-7, T-8, T-9)	56					
57	All Other Freight Cars (F191-199; 291; 391; L006-048; L070, L080, L090 - All "L" with second numeric 6; L161-L764; T-770; All Class S)						
58	Total (Lines 41 to 57)	57,140		852			11
59	Caboose (All N)	XXXX	822	50			
60	Total (Lines 58, 59)	57,140	822	902			11

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

New units purchased or built

Units rebuilt or acquired

General funds

Incentive funds

General funds

Incentive funds

110. INVENTORY OF EQUIPMENT - Continued

Instructions for reporting freight-train car data:

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

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

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

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars	All others	Units Installed			
				New units purchased or built	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						
41	Plain Box Cars - 40' (B100-129)	2,100					
42	Plain Box Cars - 50' (B200-229; B300-329)	15,684					
43	Equipped Box Cars (All Code A)	4,854		300			
44	Plain Gondola Cars (G092-392; G401-492)	3,763		88			2
45	Equipped Gondola Cars (All Codes C and E)	3,508					
46	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)	2,910		294			
47	Open Top Hopper Cars-General Service (All Code H)	4,072					
48	Open Top Hopper Cars-Special Service (All Codes J and K)	630					
49	Refrigerator Cars - Non-mechanical (R100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)	8,045					2
50	Refrigerator Cars - Mechanical (R104, 110, 111, 112, 117, 118, R204, 210, 211, 212, 217, 218)	-					
51	Flat Cars - TOFC/COFC (F071-078; F871-978)	975					
52	Flat Cars - Multi-level (All Code V)	2,293		70			4
53	Flat Cars - General Service (F101-109; F201-209)	3,850					
54	Flat Cars - Other (F111-189; 211-289; 301-339; 401-540)	3,833		100			3
55	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)	176					
56	Tank Cars - 22,000 Gallons & Over (T-6, T-7, T-8, T-9)	56					
57	All Other Freight Cars (F191-199; 291; 391; L006-048; L070, L080, L090 - All "L" with second numeric 6; L161-1764; T-770; All Class S)	391					
58	Total (lines 41 to 57)	57,140		852			11
59	Caboose - All N	XXXX	822	50			
60	Total (lines 58, 59)	57,140	822	902			11

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

New units purchased or built

Units rebuilt or acquired

General funds

Incentive funds

General funds

Incentive funds

710. INVENTORY OF EQUIPMENT—Continued

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

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

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

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS							
Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Time-mileage cars	All other			
Units retired from service of respondent whether owned or leased in- cluding re- classification	(i)	(j)	(k)	(l)	(m)	(n)	
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
875 ✓	753 ✓	472 ✓	1,225 ✓		67,375 ✓		41
109	10,497 ✓	5,078 ✓	15,575 ✓		1,090,250 ✓	144 ✓	42
241 ✓	3,239 ✓	1,674 ✓	4,913 ✓		361,100 ✓	15 ✓	43
102 ✓	3,590 ✓	365 ✓	3,955 ✓		355,950 ✓		44
392 ✓	3,009 ✓	107 ✓	3,116 ✓		239,932 ✓		45
35	2,952 ✓	217 ✓	3,169 ✓		269,365 ✓		46
72 ✓	3,189 ✓	811	4,000 ✓		360,000 ✓	25	47
2	628 ✓	-	628 ✓		62,800 ✓		48
27 ✓	5,894 ✓	2,126 ✓	8,020 ✓		601,500 ✓	625 ✓	49
-	-					4,723 ✓	50
154 ✓	531 ✓	290 ✓	821 ✓		63,217 ✓		51
123 ✓	2,038 ✓	206 ✓	2,244 ✓		98,911 ✓		52
53 ✓	3,078 ✓	719 ✓	3,797 ✓		290,372 ✓		53
33	3,193 ✓	710 ✓	3,903 ✓		303,232 ✓	8 ✓	54
16	160	-	160		1,600		55
6	50	-	50		1,200		56
	391 ✓		391 ✓		29,055 ✓		57
2240 2,036 ✓	43,192 ✓	12,775 ✓	55,967 ✓		4,195,859 ✓	5,540 ✓	58
29	630	213	-	843	4,198,859	6	59
2244 2,065 ✓	43,872 ✓	12,988 ✓	55,967 ✓	843	4,195,859 ✓	5,546 ✓	60
	43,618		55,763				

713. INVENTORY OF EQUIPMENT—Continued

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

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

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

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Time-mileage cars	All other			
Units retired from service of respondent whether owned or leased in- cluding re- classification	(i)	(j)	(k)	(l)	(m)	(n)	
(h)							
432	698	460	1,158		63,690	773	41
109	14,293	4,874	19,167		1,341,690	11	42
31	1,007	1,524	2,531		186,028		43
102	2,279	420	2,699		242,910		44
96	4,412	52	4,464		343,728		45
35	3,272	154	3,426		291,210		46
117	3,324	811	4,135		372,150	25	47
2	191	-	191		19,100		48
25	5,833	2,090	7,923		594,225		49
-	-					4,722	50
166	699	110	809		62,293		51
75	2,093	199	2,292		101,029		52
71	3,872	480	4,352		332,817	8	53
33	3,227	103	3,330		258,716		54
16	160	-	160		1,600		55
6	50	-	50		1,200		56
							57
1,316	45,410	11,277	XXXX		XXXXXXXXXXXX	5,539	58
29	630	213	-	843		6	59
1,345	46,040	11,490	56,687	843	4,212,386	5,545	60

710. INVENTORY OF EQUIPMENT—Concluded

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Per diem	All other	Units Installed			
				New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units re-written into property accounts	All other units, including reclassification and second hand units purchased or leased from others
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
FLOATING EQUIPMENT							
61	Self-propelled vessels [Tugboats, car ferries, etc.]	X X X X					
62	Non-self-propelled vessels [Car floats, lighters, etc.]	X X X X					
63	Total (lines 61 and 62)	X X X X					
HIGHWAY REVENUE EQUIPMENT							
64	Bogie-chassis						
65	Dry van						
66	Flat bed						
67	Open top			None			
68	Mechanical refrigerator						
69	Bulk						
70	Insulated						
71	Platform removable sides						
72	Other trailer or container						
73	Tractor						
74	Truck						
75	Total (lines 64 to 74)						

NOTES AND REMARKS

710. INVENTORY OF EQUIPMENT—Concluded

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

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

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NOTES AND REMARKS

The difference of 3,234 between the totals of Columns (D) and (H), Line 16 of this schedule, the amount chargeable to Additions and Betterments and amount charged to Investment Account 9 Schedule 330 consists of the following:

Schedule 330, Account 9 (C), (E) and (F)		5,389
Schedule 724, Columns (D) and (H)	290	
Amount chargeable to Additions and Betterments	1 865	<u>2,155</u>
Difference		3,234

Detail of Item 4:

Included in Account 90	-0-
Prior Year Adjustment	1,223
Ribbon Rail Welding	2,013
Adjustment between A & B and Operating	-0-
Miscellaneous Adjustments	<u>(2)</u>
	3,234

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

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

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

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

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

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

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

7. Report dollars in thousands.

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
1					
2					
3					
4	Locomotives 3000 h.p.	108	16,467	69,268	
5					
6					
7					
8					
9	Freight Train Cars:				
10	Box (XL) (XM)	300	12,470	12,222	
11	Gondola (GB)	88	314	2,665	
12	Hoppers (HM)	294	8,614	8,415	
13	Flat Cars (FMS)	170	7,275	10,272	
14	Bay Window Cabooses	50	1,462	2,676	
15					
16	NOTE: Flat Cars (FA) 70 Flat				
17	cars purchased 1978 to date				
18	\$2,503. Total cost to be reported				
19	in 1979. 139 flat cars (FA)				
20	purchased in 1977. Superstructures				
21	added in 1978.				
22					
23	Work Equipment				
24	Air Slide Dumps	50	1,325	2,778	
25	TOTAL	1,060	XXXX	108,296	XXXX

REBUILT UNITS

26					
27	Locomotives 2800 h.p.	4	494	1,164	
28					
29					
30					
31					
32					
33					
34					
35					
36					
37		4	XXXX	1,164	XXXX
38	TOTAL	1,064	XXXX	109,460	XXXX
39	GRAND TOTAL				

NOTES AND REMARKS

DETAIL OF LINE 4, SCHEDULE 450, PAGE 75

Particulars	Beginning of Year Balance	Net Credits (Charges) For Current Year	Adjustments	End of Year Balance
(a)	(b)	(c)	(d)	(e)
Loss and damage reserves	(474)	(27)		(501)
Capital gains adjustment	(140)	(455)		(595)
Involuntary conversions	331	1,326		1,657
Adjust property taxes	983	(2,965)		(1,982)
Labor overhead capitalized	210	712		922
Group life insurance adjustment	318	(179)		139
Reduction - Premium stab. reserve	(605)	-		(605)
Payroll taxes accrued not paid	(439)	(83)		(522)
Gains and discount-U.S.Govt. securities	57	(9)		48
Profits on bonds & equipt trusts	519	452		971
Net capitalized repairs	(480)	(11,957)		(12,437)
Reserve for possible claims	(720)	-		(720)
Small tools expense	(355)	108		(247)
Minor items (less than \$100,000)	(586)	583		(3)
Allocated to or from other affiliates	538	450		988
Acquisition expenses	-	(217)		(217)
Rail welding costs capitalized	-	1,722		1,722
Total Line 4	(843)	(10,539)		(11,382)

715. HIGHWAY MOTOR VEHICLE OPERATIONS

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

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

In reporting traffic carried and traffic handled 1 mile on lines 10 to 15, and on lines 20 to 23, both inclusive, show the total

number of tons and ton-miles of revenue freight in column (i) and the total number of passengers carried and passenger-miles in column (c), regardless of the class of vehicle used to perform the transportation service.

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

A. OPERATED BY RESPONDENT

(Revenue and nonrevenue service)

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

715. HIGHWAY MOTOR VEHICLE OPERATIONS—Concluded

"Trailers" means trailer bodies used in TOFC/COFC service which are permanently mounted on running gear. "Containers" means trailer bodies used in TOFC/COFC service which are not

permanently mounted on wheels or chassis, but are separated from such running gear before being loaded on flat cars.

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

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Trucks (i)	Combination bus-trucks (j)	Line No.
						1
						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	72	1,921	3,010		16
	1	-	57	103		17
	-	2	28	143		18
	26	70	1,950	2,970		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	116,274	XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX	5,426,300	XXXXXX	22
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	23

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

Give particulars of highway motor-vehicle enterprises in which the respondent had a financial interest, either directly or indirectly, during the year.

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

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

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

Line No.	Name and address of highway motor-vehicle enterprise (a)	Nature of respondent's interest (b)	Date on which respondent's direct or indirect interest was originally acquired (c)
1	Louis Heiler, 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 Co. 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.

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

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

Track category

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

included in appropriate Category A, B, C, D, F, and Potential Abandonments, as appropriate).

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

Potential Abandonments - Route segments identified by railroads as potentially subject to abandonment as required by Section 1a(5)(a) of the Interstate Commerce Act.

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

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

720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions.
 2. Average speed reduction per slow order mile in column (e) shall be based on reduction from the maximum authorized timetable train speeds.

3. Miles under slow order in column (f) shall not include those due to ongoing maintenance, or other temporary track conditions such as floods or derailments.

*Excludes Track Category E

Line No.	Track category	Mileage of tracks at end of period	Average annual traffic density in millions of gross ton-miles per mile	Average running speed limit	Average speed reduction per slow order mile	Miles under slow orders at end of period
	(a)	(b)	(c)	(d)	(e)	(f)
1	A	4,606.73	34.59	55.10	9.79	675.50
2	B	1,506.08	8.78	38.62	14.17	449.55
3	C	2,020.04	2.47	26.15	11.01	898.78
4	D	2,234.41	.39	22.06	11.29	1,056.76
5	E	4,020.30	Unavailable	10.00	14.50	667.42
6	F	1,882.55	12.01	49.31	13.81	431.31
7	Potential abandonments	512.67	2.41	24.65	9.44	284.52
8	Total	16,782.78	15.84 *	33.35	11.90	4,463.84

721. TIES LAID IN REPLACEMENT

(1) Disclose the requested information concerning ties laid in replacement.

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

Line No.	Track Category (a)	Number of ties laid in replacement							Total (i)	% of Spot Maintenance (j)
		New Ties				Second-hand ties				
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)		
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)			
1	A	642,918								
2	B	144,092							642,918	14.71
3	C	179,941							144,092	24.95
4	D	112,413							179,941	44.38
5	E	124,420							112,413	20.72
6	F	91,304							124,420	85.96
7	Potential Abandonments	27,573							91,304	3.50
8	Total	1,322,661							27,573	81.25
Remarks									1,322,661	27.69

Remarks

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

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

In column (a) classify the ties as follows:

(U) Wooden ties untreated when applied.

(T) Wooden ties treated before application.

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

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

In columns (d) and (g) should be shown the total cost, including transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply, storage, and seasoning yards; and, in the case of treated ties, also the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines and placing the ties in tracks, and of train service, other than that necessary in connection with loading or treatment, should not be included in this schedule. In these columns, "total cost" is to be reported in thousands.

Line No.	Class of ties	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks
		Total number of ties applied	Average cost per tie	Total cost of crossties laid in new tracks during year	Number of feet (board measure) laid in tracks	Average cost per M feet (board measure)	Total cost of switch and bridge ties laid in new tracks during year	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
1	T	92,327	\$ 13.01	\$ 1,201	450,401	\$ 359.68	\$ 162	New
2								
3								
4	The difference of 203 between Line 20, Columns (D) and (G) of this schedule and amount charged to Account 8							
5	in Schedule 330, Columns (C), (E) and (F) consists of the following:							
6								
7	Schedule 330, Account 8, Columns (C), (E) and (F)						1,566	
8	Schedule 722, Columns (D) and (G)						1,363	
9	Difference						203	
10								
11								
12	Detail of Difference:							
13								
14	Prior Year Adjustment						(49)	
15	Adjustment between 8 and 90						-0-	
16	Miscellaneous Adjustments						252	
17							203	
18								
19								
20	Total	92,327	13.01	1,201	450,401	359.68	162	
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid 0.98							
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 20.27							

723. RAILS LAID IN REPLACEMENT

102

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

Line No.	Track category (a)	Miles of rail laid in replacement (rail-miles)				Total (f)	Percent of spot maintenance (g)
		New rail		Relay rail			
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)		
1	A	293.78	6.26	492.98	38.85	831.87	5.73
2	B	2.07	.64	62.76	13.16	78.63	16.60
3	C	2.19	1.77	60.14	25.73	89.83	26.66
4	D	.08	.13	26.62	16.24	43.07	36.12
5	E	1.73	5.73	17.91	54.47	79.84	57.11
6	F	34.58	2.66	79.71	13.97	130.92	10.86
7	Potential Abandonments	.03	.04	.14	3.74	3.95	71.77
8	Other	-	-	-	-	-	-
9	TOTAL	334.46	17.23	740.26	166.16	1,258.11	12.95

Remarks

Road Initial: SPTCO Year 19 78

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

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

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

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

Returns in columns (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.

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year	Average cost per ton (2,000 lb.)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year	Average cost per ton (2,000 lb.)
		Pounds per yard of rail	Number of tons (2,000 lb.)			Pounds per yard of rail	Number of tons (2,000 lb.)		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	
1	2	90	5	1	354.30	90	3	1	354.30
2	"	119	29	10	"	119	341	119	"
3	"	136	7	3	"	136	95	32	"
4									
5	4	90	81	2	30.00	85	105	3	30.00
6	"	113	25	1	"	90	214	3	"
7	"	119	21	1	"	110	141	4	"
8						112	142	4	"
9						113	771	23	"
10						115	49	1	"
11						119	154	4	"
12						131	334	9	"
13						132	808	24	"
14						136	1,494	45	"
15									
16	Total	XXX	168	18		XXX	4,651	272	
See Notes Page 93									
17	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid							0.98	
18	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid							20.27	
19	Track-miles of welded rail installed this year							10.60	total to date 220.23

725. WEIGHT OF RAIL

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

be given. Road and track occupied under trackage right or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Remarks (d)
	Pounds			
1	127-141	14.90		
2	136	3,100.66		
3	131-132	1,652.14		
4	130	23.87		
5	119	570.56		
6	115	275.25		
7	112-113	2,681.12		
8	110	353.26		
9	100	.00		
10	90	1,338.57		
11	80-85	542.06		
12	75-76	936.59		
13	70-72	38.64		
14	65-66	.19		
15	60-62	67.58		
16	52-57	.40		
Total		11,595.79		

726. SUMMARY OF TRACK MAINTENANCE

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

2. In column (c), (e), and (h) give the percentage of replacements to total units of property at year end.

Line No.	Track category (a)	Ties		Rail		Ballast	Track surfacing	
		Number of ties replaced (b)	Percent replaced (c)	Miles of rail replaced (rail-miles) (d)	Percent replaced (e)	Cubic yards of ballast placed (f)	Miles surfaced (g)	Percent surfaced (h)
1	A	642,918	4.57	831.87	9.03	668,148	1,113.42	24.22
2	B	144,092	3.13	78.63	2.61	15,042	20.88	1.40
3	C	179,941	3.29	89.83	2.22	71,942	115.34	5.72
4	D	112,413	1.86	43.07	0.96	47,934	74.20	3.32
5	E	124,420	1.29	79.84	0.99	7,096		
6	F	91,304	1.59	130.92	3.48	176,337	291.85	15.50
7	Potential abandonments	27,573	1.99	3.95	0.39	905		
8	Total	1,322,661	2.81	1,258.11	3.75	987,404	1,615.69	9.64

727. TEN-YEAR SUMMARY OF TRACK MAINTENANCE

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

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

Line No.	Year (a)	Ties		Rail		Ballast	Track surfacing	
		Number of ties replaced (b)	Percent replaced (c)	Miles of rail replaced (rail-miles) (d)	Percent replaced (e)	Cubic yards of ballast placed (f)	Miles surfaced (g)	Percent surfaced (h)
1	Current year	1,322,661	2.81	1,258.11	3.75	987,404	1,615.69	9.63
2	First preceding	1,288,588	2.70	1,170.43	3.40	891,218	1,580.10	9.18
3	Second preceding	1,091,152	2.28	966.70	2.80	1,092,340	1,232.20	7.11
4	Third preceding	810,881	1.69	703.66	2.03	802,848	Unavailable	Unavailable
5	Fourth preceding	819,698	1.70	832.23	2.39	1,092,340	"	"
6	Fifth preceding	805,405	1.67	950.29	2.72	1,232,232	"	"
7	Sixth preceding	1,060,680	2.20	1,083.23	3.10	1,083,264	"	"
8	Seventh preceding	1,558,420	3.25	1,207.47	3.46	947,944	"	"
9	Eighth preceding	731,332	1.52	654.60	1.87	768,104	"	"
10	Ninth preceding	896,568	1.85	948.15	2.69	720,894	"	"

REMARKS

728. DEFERRED MAINTENANCE-TRACKS

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

Line No.	Type of Track	Monetary Amount of Deferred Maintenance	
		End of the Year	Beginning of the Year
	(a)	(b)	(c)
1	A	\$	\$
2	B		
3	C		
4	D		
5	E		
6	F		
7	Potential Abandonments		
8	Total Tracks		
	Selected Track Maintenance	Quantities of Deferred Maintenance	
		End of the Year	Beginning of the Year
9	Crossties		
10	Rail		
11	Ballast		

Remarks Respondent maintains its physical plant, including track structure, at a level which will allow it to carry out its obligations as a common carrier in transporting existing volume traffic in a safe and efficient manner.

728. DEFERRED MAINTENANCE-TRACKS

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

Line No.	Type of Track	Monetary Amount of Deferred Maintenance	
		End of the Year	Beginning of the Year
	(a)	(b)	(c)
1	A	\$	\$
2	B		
3	C		
4	D		
5	E		
6	F		
7	Potential Abandonments		
8	Total Tracks		
	Selected Track Maintenance	Quantities of Deferred Maintenance	
		End of the Year	Beginning of the Year
9	Crossties		
10	Rail		
11	Ballast		

Remarks

745. SWITCHING AND TERMINAL TRAFFIC AND CAR STATISTICS

(For switching and terminal companies only)

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

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

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

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

NOTES AND REMARKS

750. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

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

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

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight	331,069,804			
2	Passenger	1,795,204			
3	Yard switching	11,836,937			
4	Total	344,701,945			
5	Cost of Fuel*	\$ 120,376	\$	\$	\$
6	Work Train	917,930			

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

760. 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 signalling 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 (f) 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	90	184
2	Crossing added: New crossings								
3	Change in protection								
4	Crossings eliminated: Separation of grade								
5	Change in protection								
6	Other causes								
7	Number at close of year	35	41	4		14	94	90	184
	Number at Close of Year by States:								
8									
9	California	6	20	3			29	31	60
10	Nevada								
11	Utah								
12	Oregon							4	4
13	Arizona		1				1	2	3
14	New Mexico								
15	Texas	23	19	1		8	51	21	72
16	Louisiana	6	1			6	13	32	45
17									
18									
19									
20									
21									
22									
23									
24									
25									

760. 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 column (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" crossbuck, any other static sign (except "Number of Tracks" sign) or any non-train-actuated signal such as amber continuous-flashing lights. In column (m) report other than railroad crossbuck. 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 (b)	Automatic flashing light signals (c)	Gates manually operated		Watchmen only		Audible signals only (h)	Other automatic signals (i)	Total indicating warning of train approach (j)	"Railroad crossing" crossbuck (k)	Crossbuck signs with other fixed signs (l)	Other fixed signs only (m)	No signs or signals (n)	Total crossings at grade (o)
				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	2,555	1,663	6				1	304	4,529	5,931	1,121	94	156	11,831
2	Added: By new, extended or relocated highway	20	2							22	5	5	1		33
3	By new, extended or relocated railroad	3	2							5	5				10
4	Total added	23	4							27	10	5	1		43
5	Eliminated: By closing or relocation of highway		2							2	5				7
6	By relocation or abandonment of railroad	79	63						2	144	70	53			267
7	By separation of grades	9								9					9
8	Total eliminated	88	65						2	155	75	53			283
9	Changes in protection: Number of each type added	182	7						1	190		3			193
10	Number of each type deducted		66						18	84	74	22			180
11	Net of all changes	117	(120)						(19)	(22)	(139)	(67)	1		(227)
12	Number at close of year	2,672	1,543	6				1	235	4,507	5,792	1,054	95	156	11,604
13	Number at close of year by States:								285						
14	California	1,722	770	2					107	2,601	1,448	724	59	97	4,929
15	Nevada	31	21						2	54	73			7	134
16	Utah		9							9	2			1	12
17	Oregon	259	83						55	397	1,067				1,464
18	Arizona	160	60					1	13	234	306	65		20	625
19	New Mexico	8	4							12	36	14		7	69
20	Texas	406	511	4					83	1,004	2,776	251	7	24	3,562
21	Louisiana	86	85						25	196	584		29		809
22															
23															
24															
25															
26															

761. GRADE SEPARATIONS Highway-Railroad

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

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

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

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

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

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

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

Line No.	Items of Annual Change (a)	Types and numbers of highway-railroad grade separations		
		Overpass (Highway above railroad) (b)	Underpass (Railroad above highway) (c)	TOTAL (d)
		(b)	(c)	(d)
1	Number at beginning of year	868	721	1,589
2	Added: By new, extended or relocated highway	9		9
3	By new, extended or relocated railroad			
4	By elimination of grade crossing	8		8
5	Total added	17		17
6	Deducted: By closing or relocation of highway	1		1
7	By relocation or abandonment of railroad	8	4	12
8	Total deducted	9	4	13
9	Net of all changes	8	(4)	4
10	Number at close of year	876	717	1,593
	Number at close of year by States:			
11				
12	California 66	525	301	826
13	Nevada 35	17	9	26
14	Utah 49	2		2
15	Oregon 47	89	75	164
16	Arizona 61	44	41	85
17	New Mexico 35	10	10	20
18	Texas 49	163	268	431
19	Louisiana 28	26	13	39
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				

800. CONTRACTS, AGREEMENTS, ETC.

1. Hereunder give a concise statement of each important contract, agreement, arrangement, etc., with other companies or persons, together with important revisions, modifications, terminations, and other changes thereof, which became effective during the year, and concerned in any way the 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) Freight or transportation companies or lines.
- (b) Other railway companies.
- (c) Steamboat or steamship companies.
- (d) Telegraph companies.
- (e) Telephone companies.
- (f) Equipment purchased under conditional sales contracts.
- (g) Routing traffic of affiliated companies.
- (h) Other contracts.

2. Under item 1(b), include particulars of joint facility arrangements entered into during the year by the respondent, including those maintained or operated by other carriers as well as those maintained or operated by respondent. For each joint facility, give a brief statement of the basis or basis on which revenues, expenses, taxes, interest on investment, and other items, if any, related to the facility are apportioned among the carriers using the facility or otherwise deriving benefit therefrom.

3. Under item 1(f), give particulars of conditional sales agreements, leases or rental contracts, and other similar instruments, entered into by respondent for the purchase of equipment, which provide for payment in installments and do not involve the issuance of securities by respondent. State the names of the parties to the contracts or agreements, the number of units of each class of equipment covered, and the terms and conditions of payment.

4. Under item 1(g), give particulars of arrangements, written or oral with affiliated companies for routing of traffic. Through route arrangements for handling of traffic interchanged with carrier affiliates should not be reported.

5. Under item 1(h), Other contracts, describe briefly the particulars of all contracts or agreements, including estimated amounts receivable, under which a government agency, or instrumentality thereof, seeks to assist respondent with grants or aid for providing passenger commuter or other passenger-train services.

6. Information concerning contracts of minor importance may be omitted. A contract of minor importance is defined as one involving receipts or payments of less than \$50,000 per year, and which, by its terms, is otherwise unimportant.

7. In lieu of giving abstracts, copies of contracts may be filed. Every copy of a contract furnished in connection with the foregoing requirement should be listed hereunder.

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

9. Compliance with the requirements of this schedule does not relieve the respondent of the duty placed upon common carriers by 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) Freight or transportation companies or lines:

Agreement between Pacific Fruit Express Company and Southern Pacific Transportation Company, dated 7-7-78, covering protective service against heat or cold to commodities transported by railroad. Railroad to pay all costs for said service, effective 1-1-78.
Agreement between Georgia Highway Express, Inc., and Southern Pacific Transportation Company, dated 1-16-78, covering interchange of individual trailers. Railroad to bill Express Company each month according to established credit regulations and practices.

1 (b) Other railway companies:

Supplemental Agreement between Burlington Northern and Southern Pacific Transportation Co., dated 10-19-78, covering reciprocal switching charge increase from \$40.15 to \$43.19 per loaded car at Klamath Falls, Oregon. Approved 11-3-78, effective 6-1-78.
Supplemental Agreement between The Atchison, Topeka & Santa Fe Railway Company and Southern Pacific Transportation Company dated 12-10-77, Agreement provides for increase in rate per loaded or empty car handled for S.P. in bargain or switching service in the San Francisco Bay Area. Rate increased from \$106. to \$117. per car, effective 1-1-78.
Supplemental Agreement between Illinois Central Gulf and Southern Pacific Transportation Company dated 1-23-78, covering increase cost of track maintenance at Shreveport, La. Continued use of trackage charges to be increased from \$362. per month to \$397. per month effective 1-1-78.
Agreement between Fort Railroads, Inc. and Southern Pacific Transportation Company and The Atchison, Topeka & Santa Fe Railway Company dated 6-22-78, covering trackage and interchange rights with respect to movement of trains in vicinity of Salala Creek, with San Francisco, Calif.
Supplemental Agreement between Missouri Pacific Railroad Co. and Southern Pacific Transportation Co., dated 10-26-78, covering increase in annual payment for use of trackage owned by M.P. between Sherman and Paris, Texas. Payment increased from \$61,586.00 to \$65,429.00 effective 1-1-78.
Agreement between National Railroad Passenger Corporation (AMTRAK) and Southern Pacific Transportation Company, dated 7-11-78, covering sublease to S.P.T. Co. of 15,000R locomotives for sole use in commuter service between San Jose and San Francisco, California. S.P.T. Co. shall pay to Amtrak \$325. per unit per day.
Agreement between St. Louis Southwestern Railway Company of Texas and Southern Pacific Transportation Company, dated 3-1-78, covering sale and transfer to SSW of Texas all of its right, title and interest in and to its tracks, lands and right of way at and in the vicinity of Athens and at Jacksonville. Total price of land and facilities to be \$532,570.00.
Supplemental Agreement between Union Pacific Railroad Company and Southern Pacific Transportation Company, covering revision of hourly rates for S.P. to bridge U.P. cars to the Portland Traction Company from East Portland, Oregon. Rate of \$14.84 per car effective 1-1-78.

1 (c) Steamboat or steamship companies:

Agreement between Waterman Steamship Corporation and Southern Pacific Transportation Company, dated 9-26-78, covering use of marine containers or trailers by railroad. Charges based on a per calendar day use.

1 (d) Telegraph companies - None.

1 (e) Telephone companies:

Supplemental Agreement between South Central Bell Telephone Company and Southern Pacific Transportation Co., dated 9-15-78, covering increase in charges for wire line crossings from \$50. per crossing to \$125. effective 9-15-78.
Supplemental Agreement between General Telephone Company of the Northwest, Inc. and Southern Pacific Transportation Company dated 10-28-77, covering increase in charges per structure for each crossing type facility. Charges increased from \$75. to \$125. per application, effective 1-1-78.
Agreement between Continental Telephone Company of Texas and Southern Pacific Transportation Company, dated 1-6-78, covering structure type telephone facilities crossing railroad right of way. Charges for each application will be \$125., effective 3-1-78.

1 (f) Equipment purchased under conditional sales contracts - None.

1 (g) Routing traffic of affiliated companies - None.

1 (h) Other contracts:

Agreement between Ringling Bros. and Barnum & Bailey Combined Shows, Inc., and Southern Pacific Transportation Company dated 6-30-78, covering movement of Circus Train from Phoenix, Ariz., to Portland, Ore., total miles, not to exceed 2128, with 39 cars. Total charges \$79,375.00, effective haul date 7-5-78.
Agreement between Ringling Bros. and Barnum & Bailey Combined Shows and Southern Pacific Transportation Co., dated 7-24-78, covering movement of Circus Train from Houston, Tex. to Dallas, Tex., total miles not to exceed 320, with 37 cars. Total charges \$11,500.00, effective haul date 7-2-78.
Supplemental Agreement between California Water Service Company and Southern Pacific Transportation Company dated 10-28-77, covering installation of structures across railroad premises. Charge increased from \$75. to \$125. per application, effective 1-1-78.
Supplemental Agreement between Southern California Gas Company and Southern Pacific Transportation Company, dated 10-28-77, covering crossing structures over railroad property. Charges increased by railroad from \$75. to \$125. per application, effective 1-1-78.
Agreement between Texas Power & Light Company and Southern Pacific Transportation Company, dated 11-21-77, covering structure type crossings over railroad right of way. Charges for each application will be \$200., effective 1-1-78.
Supplemental Agreement between United States Postal Service and Southern Pacific Transportation Company, dated 6-1-78, covering 4% increase to U.S. Mail movements under Documents 98-721 and 98-721, effective 6-1-78.

850. COMPETITIVE BIDDING-CLAYTON ANTITRUST ACT

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

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

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

	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1	Communications						Rockwell Int'l.
2	Equipment and						Collins Commercial
3	Associated Supplies						Telecommunications
4	and Services	2/22/78	B-208	2	Purchase Order	4/18/78	Division
5							898 Chestnut St.
6							Redwood City, CA
7							94063
8							Director - Henry T.
9							Mudd
10							
11	Motor Slug	4/18/78	B-209	3	Purchase Order	6/21/78	General Electric Co.
12	Locomotives						Apparatus Service
13							Division
14							5441 East 14th St.
15							Oakland, CA 94601
16							Director - Edmund W.
17							Littlefield
18							
19	Diesel Electric	5/30/78	B-210	2	Purchase Order	7/19/78	General Electric Co.
20	Locomotive Units						P.O.Box 3736
21							San Francisco, CA
22							94119
23							Director - Edmund W.
24							Littlefield
25							
26							
27							
28							
29							
30							

900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

1. In columns (a) and (b) enter the name and position of each of the persons named in Schedule 110 of this report to whom the respondent paid the largest amount during the year as compensation for current or past service over and above necessary expenses incurred in discharge of duties. In addition, list all other officers, directors, pensioners or employees, if any, to whom the respondent paid \$75,000 or more in total compensation during the year.

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

3. If an officer, director, etc., receives compensation from one or more of the affiliated companies listed in Schedule 112 reference to this fact should be made if the aggregate compensation from all companies amounts to \$75,000 or more.

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

Fair value of property given, such as exclusive use of an automobile;
Amounts paid for membership of the employee in nonbusiness associations, private clubs, etc.;
Commissions, bonuses, shares in profits;
Contingent compensation plans;
Monies paid or accrued for any pension, retirement, savings, retirement annuities, deferred compensation, or similar plan;
Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums on group life insurance for benefits less than \$75,000.

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

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

Line No.	Name of person (a)	Position or Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
1	B. F. Naggini	Chairman	(1a) \$310	(A) \$26
2	B. F. Naggini	Chairman	(1a) (3) 340	(B) 42
3				(C) 11
4				(D) 155
5	D. K. McNeas	President	(1b) 190	(A) 4
6	D. K. McNeas	President	(1b) 10	(B) 28
7				(C) 6
8				(D) 77
9	A. C. Furth	Executive Vice President - Law	155	(A) 5
10				(B) 23
11				(C) 5
12				(D) 59
13	B. J. McLean	Executive Vice President - Finance	145	(A) 5
14				(B) 21
15				(C) 4
16				(D) 50
17	F. E. Kriebel	Executive Vice President - Traffic	145	(A) 5
18	F. E. Kriebel	Executive Vice President	(2) 155	(B) 23
19				(C) 5
20				(D) 40
21	R. L. King	Vice President - Operations	110	(A) 4
22	R. L. King	Vice President - Traffic	(2) 125	(B) 18
23				(C) 6
24				(D) 35
25	A. D. DeMoss	Vice President	100	(A) 2
26	A. D. DeMoss	Vice President - Operations	(2) 110	(B) 18
27				(C) 3
28				(D) 23
29	L. E. Hoyt	Vice President	100	(A) 2
30				(B) 15
31				(C) 3
32				(D) 28
33	D. L. Praeger	Vice President and Controller	90	(A) 1
34				(B) 13
35				(C) 3
36				(D) 24
37	W. R. Denton	Vice President	68	(A) 1
38				(B) 13
39				(C) 3
40				(D) 13
41	R. C. Hudson	Vice President - Sales	83	(A) 1
42				(B) 12
43				(C) 2
44				(D) 11
45	H. A. Waterman	General Counsel	81	(A) 4
46				(B) 12
47				(C) 2
48				(D) 12
49	J. W. Germany	Vice President - Management Services	72	(A) 2
50				(B) 11
51				(C) 2
52				(D) 18
53	T. A. Miller	General Solicitor	75	(A) 2
54				(B) 11
55				(C) 2
56				(D) 11
57	J. J. Corrigan	General Solicitor	75	(A) 1
58				(B) 11
59				(C) 2
60				(D) 11
61	C. W. Burkett	General Solicitor	75	(A) 3
62				(B) 11
63				(C) 1
64				(D) 10
65	P. G. Vajta	Vice President - Marketing	70	(A) 1
66				(B) 11
67				(C) 1
68				(D) 8

900. 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)
69	A. I. Weber	Senior General Attorney	\$68	(A) \$ 1
70				(B) 10
71				(C) 2
72	J. G. Shea	Vice President - Public Relations	62	(D) 10
73				(A) 2
74				(B) 9
75				(C) 2
76				(D) 14
77	L. W. Sloan	Assistant Vice President - Labor Relations	67	(A) 3
78				(B) 10
79				(C) 2
80				(D) 8

(1) Includes payment as follows:

(a) Southern Pacific Transportation Company - as Chairman	\$275,000
(a) St. Louis Southwestern Railway Company - as Chairman of Board	35,000
(a) Southern Pacific Transportation Company - as Chairman	295,000
(a) St. Louis Southwestern Railway Company - as Chairman of Board	45,000
(b) Southern Pacific Transportation Company - as President	190,000
(b) St. Louis Southwestern Railway Company - as President	10,000

(2) Salary as of March 1, 1978.

(3) Salary as of June 1, 1978.

- (A) Amount reported to IRS as additional compensation for Group Life Insurance in excess of \$50,000.
 (B) Estimated cost of retirement benefits based on last actuarial valuation.
 (C) Company contribution to Stock Purchase and Savings Plan.
 (D) Incentive compensation award.

Southern Pacific Stock Option Plan

There were no options granted during 1978 to employees of Southern Pacific Transportation Company.

Options exercised during 1978: None

900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

1. In columns (a) and (b) enter the name and position of each of the persons named in Schedule 110 of this report to whom the respondent paid the largest amount during the year as compensation for current or past service over and above necessary expenses incurred in discharge of duties. In addition, list all other officers, directors, pensioners or employees, if any, to whom the respondent paid \$75,000 or more in total compensation during the year.

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

3. If an officer, director, etc., receives compensation from one or more of the affiliated companies listed in Schedule 112 reference to this fact should be made if the aggregate compensation from all companies amounts to \$75,000 or more.

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

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

Amounts paid for membership of the employee in nonbusiness associations, private clubs, etc.;
Commissions, bonuses, shares in profits;
Contingent compensation plans;
Monies paid or accrued for any pension, retirement, savings, retirement annuities, deferred compensation, or similar plan;
Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums on group life insurance for benefits less than \$75,000.

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

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

(Dollars in thousands)

Line No.	Name of person (a)	Position or Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
1			\$	\$
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
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24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				

VERIFICATION

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

OATH

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

State of California

County of San Francisco

D. L. Praeger

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

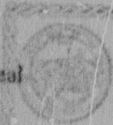
January 1, 19 78, to and including December 31, 19 78

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 7th day of March, 19 79

My commission expires _____

Use an
L.S.
impression seal



FRED J. CROWE
NOTARY PUBLIC CALIFORNIA
CITY AND COUNTY OF
SAN FRANCISCO

Fred J. Crowe
(Signature of officer authorized to administer oaths)

My Commission Expires _____

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

State of California

County of San Francisco

D. K. McNear

(Insert here name of the affiant)

makes oath and says that he is President

(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

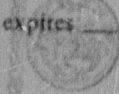
January 1, 19 78, to and including December 31, 19 78

D. K. McNear
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 7th day of March, 19 79

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)

VERIFICATION

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

OATH

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

State of California

County of San Francisco

D. L. Praeger makes oath and says that he is Vice President and Controller

(Insert here name of the affiant)

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

January 1, 19 78, to and including December 31, 19 78

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 7th day of March, 19 79

My commission expires _____

Use an
L.S.
impression seal



FRED J. CROWE
NOTARY PUBLIC-CALIFORNIA
CITY AND COUNTY OF
SAN FRANCISCO

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

D. K. McNear makes oath and says that he is President

(Insert here name of the affiant)

(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

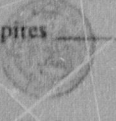
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NOTARY PUBLIC-CALIFORNIA
CITY AND COUNTY OF
SAN FRANCISCO

My Commission Expires Nov. 23, 1979

Fred J. Crowe
(Signature of officer authorized to administer oaths)

