

RC 138100 SOUTHERN PACIFIC TRANSPORTATION CO 1979 2

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

(for 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	\$
2			
3	759	Unaudited liabilities - Vacation allowance	53,588
4		Unaudited accounts payable - Estimated	47,752
5		Estimated claims for injuries to persons - Payable within one	
6		year	27,000
7			
8	763	Prepaid charges on freight forwarded - Unadjusted	25,514
9		Deposits for track, culverts, crossings, materials and	
10		miscellaneous work - Unadjusted	2,250
11		Percentages retained on contracts	1,792
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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			
5	774	Unaudited liabilities - Injuries to persons	59,740
6		Reserve for federal income taxes - Prior years	20,060
7		Unaudited liabilities - Overcharge freight claims	12,547
8		Unaudited liabilities - Loss and Damage - Freight	11,885
9			
10	782	Deposits for tracks, culverts, crossings and misc. work	8,533
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12	784	Unapplied collections	6,921
13		Agency accounts unadjusted - Credit	7,326
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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	Total
		Salaries and wages (b)	Material, tools, supplies, fuel, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
		\$	\$	\$	\$	\$	\$	\$
WAY AND STRUCTURES:								
ADMINISTRATION:								
1	Track	3,706	104	66	1,339	5,215	9	5,224
2	Bridge and Building	751	9	8		768	5	773
3	Signal	323	35	2		360	2	362
4	Communication	19,053	622	173	1,080	20,928	78	21,006
5	Other	2,675	1,377	914	1,315	6,281	22	6,303
REPAIR AND MAINTENANCE:								
6	Roadway - Running	3,174	1,104	3,461	136	7,875	17	7,892
7	Roadway - Switching	231	81	254	10	576		576
8	Tunnels and Subways - Running	120	59	57	6	242		242
9	Tunnels and Subways - Switching	9	4	4	1	18		18
10	Bridges and Culverts - Running	3,336	932	851	141	5,260	7	5,267
11	Bridges and Culverts - Switching	244	68	62	10	384		384
12	Ties - Running	N/A	16,323	N/A	N/A	16,323	3	16,326
13	Ties - Switching	N/A	1,285	N/A	N/A	1,285	5	1,290
14	Rail - Running	N/A	12,815	N/A	N/A	12,815	16	12,831
15	Rail - Switching	N/A	522	N/A	N/A	522	1	523
16	Other Track Material - Running	N/A	7,473	N/A	N/A	7,473	14	7,487
17	Other Track Material - Switching	N/A	678	N/A	N/A	678		678
18	Ballast - Running	N/A	3,770	N/A	N/A	3,770	3	3,773
19	Ballast - Switching	N/A	235	N/A	N/A	235		235
20	Track laying and surfacing - Running	51,890	1,323	1,166	(1,198)	53,181	106	53,287
21	Track laying and surfacing - Switching	4,873	125	85	(113)	4,970	28	4,998
22	Road Property Damaged - Running	3,394	2,095	(267)	128	5,350	2	5,352
23	Road Property Damaged - Switching	248	153	(19)	9	391		391
24	Road Property Damaged - Other	141	61	2	6	210		210
25	Signals and Interlockers - Running	6,898	4,103	213	314	11,528	47	11,575
26	Signals and Interlockers - Switching	497	297	15	23	832	12	844
27	Communications Systems	5,760	3,084	154	(20)	8,978	76	9,054
28	Electric Power Systems	483	140	2		625	2	627
29	Highway Grade Crossings - Running	894	1,051	399	16	2,360	6	2,366
30	Highway Grade Crossings - Switching							
31	Station and Office Buildings	1,607	988	3,096	181	5,872	66	5,938
32	Shop Buildings - Locomotives	719	301	35	1	1,056	14	1,070
33	Shop Buildings - Freight Cars	230	88	15		333	N/A	333
34	Shop Buildings - Other Equipment	525	314	22	4	865	14	879

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account (a)	Freight						Passenger	Total
		Salaries and wages (b)	Materials, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)			
		\$	\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES - Continued								
	REPAIR AND MAINTENANCE - Continued								
101	Locomotive Servicing Facilities	(115)	27			(88)			(88)
102	Miscellaneous Buildings and Structures	1,575	942	85	155	2,757	13		2,770
103	Coal Terminals						N/A		
104	Ore Terminals						N/A		
105	Other Marine Terminals	28	9	1		38	N/A		38
106	TOFC/COFC - Terminals	105	78	558		741	N/A		741
107	Motor Vehicle Loading and Distribution Facilities	7				7	N/A		7
108	Facilities for Other Specialized Service Operations	3	48	2	1	54	N/A		54
109	Roadway Machines	3,800	8,048	177	160	12,185	21		12,206
110	Small Tools and Supplies	109	6,386	1,374	81	7,950	13		7,963
111	Snow Removal	276	15	6	14	311			311
112	Fringe Benefits - Running	N/A	N/A	N/A	10,531	10,531	22		10,553
113	Fringe Benefits - Switching	N/A	N/A	N/A	1,120	1,120	7		1,127
114	Fringe Benefits - Other	N/A	N/A	N/A	16,168	16,168	90		16,258
115	Casualties and Insurance - Running	N/A	N/A	N/A	7,657	7,657	127		7,784
116	Casualties and Insurance - Switching	N/A	N/A	N/A					
117	Casualties and Insurance - Other	N/A	N/A	N/A	7	7			7
118	Lease Rentals - Debit - Running	N/A	N/A	(288)	N/A	(288)	(1)		(289)
119	Lease Rentals - Debit - Switching	N/A	N/A	(6)	N/A	(6)			(6)
120	Lease Rentals - Debit - Other	N/A	N/A	907	N/A	907			907
121	Lease Rentals - (Credit) - Running	N/A	N/A	(15)	N/A	(15)			(15)
122	Lease Rentals - (Credit) - Switching	N/A	N/A	4	N/A	4			4
123	Lease Rentals - (Credit) - Other	N/A	N/A		N/A				
124	Joint Facility Rent - Debit - Running	N/A	N/A	1,682	N/A	1,682			1,682
125	Joint Facility Rent - Debit - Switching	N/A	N/A	2,149	N/A	2,149			2,149
126	Joint Facility Rent - Debit - Other	N/A	N/A	12	N/A	12			12
127	Joint Facility Rent - (Credit) - Running	N/A	N/A	(2,187)	N/A	(2,187)			(2,187)
128	Joint Facility Rent - (Credit) - Switching	N/A	N/A	(201)	N/A	(201)			(201)
129	Joint Facility Rent - (Credit) - Other	N/A	N/A	(30)	N/A	(30)			(30)
130	Other Rents - Debit - Running	N/A	N/A	16	N/A	16			16
131	Other Rents - Debit - Switching	N/A	N/A		N/A				
132	Other Rents - Debit - Other	N/A	N/A	613	N/A	613			613
133	Other Rents - (Credit) - Running	N/A	N/A		N/A				

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)
		\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES - Continued:							
	REPAIR AND MAINTENANCE - Continued:							
134	Other Rents - (Credit) - Switching	N/A	N/A	N/A	N/A	7,668	37	7,705
135	Other Rents - (Credit) - Other	N/A	N/A	N/A	N/A	515	47	562
136	Depreciation - Running	N/A	N/A	N/A	N/A	10,169	54	10,223
137	Depreciation - Switching	N/A	N/A	N/A	N/A	3,403		3,403
138	Depreciation - Other	N/A	N/A	N/A	N/A	1,671		1,671
139	Joint Facility - Debit - Running	N/A	N/A	N/A	N/A	67		67
140	Joint Facility - Debit - Switching	N/A	N/A	N/A	N/A	(3,237)		(3,237)
141	Joint Facility - Debit - Other	N/A	N/A	N/A	N/A	(235)		(235)
142	Joint Facility - (Credit) - Running	N/A	N/A	N/A	N/A	(6)		(6)
143	Joint Facility - (Credit) - Switching	N/A	N/A	N/A	N/A	609		609
144	Joint Facility - (Credit) - Other	446	(7)	166	4	45		45
145	Dismantling Retired Road Property - Running	33		12		53		53
146	Dismantling Retired Road Property - Switching	17		36				
147	Dismantling Retired Road Property - Other			193	5,555	6,259	13	6,272
148	Other - Running	348	163					
149	Other - Switching				29	29		29
150	Other - Other							
151	Total Way and Structures	118,413	77,328	17,699	63,223	276,663	998	277,661
	EQUIPMENT:							
	LOCOMOTIVES:							
201	Administration	7,415	1,747	363	349	9,874	80	9,954
202	Repair and Maintenance	57,302	72,245	1,172	1,850	132,569	406	132,975
203	Machinery Repair	2,022	717	25		2,764	9	2,773
204	Equipment Damaged		(3)			(3)		(3)
205	Fringe Benefits	N/A	N/A	N/A	15,438	15,438	58	15,496
206	Other Casualties and Insurance	N/A	N/A	N/A	3,231	3,231	2	3,233
207	Lease Rentals - Debit	N/A	N/A	12,691	N/A	12,691	579	13,270
208	Lease Rentals - (Credit)	N/A	N/A	(7,815)	N/A	(7,815)		(7,815)
209	Joint Facility Rent - Debit	N/A	N/A	195	N/A	195		195
210	Joint Facility Rent - (Credit)	N/A	N/A		N/A			
211	Other Rents - Debit	N/A	N/A	53	N/A	53		53
212	Other Rents - (Credit)	N/A	N/A	(124)	N/A	(124)		(124)
213	Depreciation	N/A	N/A	N/A	27,670	27,670	115	27,785
214	Joint Facility - Debit	N/A	N/A	842	N/A	842		842
215	Joint Facility - (Credit)	N/A	N/A	(64)	N/A	(64)		(64)
216	Repairs Billed to Others - (Credit)	N/A	N/A	(594)	N/A	(594)		(594)

216	Repairs Billed to Others - (Credit)	N/A	N/A	(594)	N/A	(594)	(64)	(594)	57
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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight						Passenger	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	WAY AND STRUCTURES - Continued:		\$	\$	\$	\$	\$	\$	\$
	REPAIR AND MAINTENANCE - Continued								
134	Other Rents - (Credit) - Switching		N/A	N/A	N/A	N/A			
135	Other Rents - (Credit) - Other		N/A	N/A	N/A	N/A			
136	Depreciation - Running		N/A	N/A	N/A	N/A	7,668	37	7,705
137	Depreciation - Switching		N/A	N/A	N/A	N/A	515	47	562
138	Depreciation - Other		N/A	N/A	N/A	N/A	10,169	54	10,223
139	Joint Facility - Debit - Running		N/A	N/A	3,403	N/A	3,403		3,403
140	Joint Facility - Debit - Switching		N/A	N/A	1,671	N/A	1,671		1,671
141	Joint Facility - Debit - Other		N/A	N/A	67	N/A	67		67
142	Joint Facility - (Credit) - Running		N/A	N/A	(3,237)	N/A	(3,237)		(3,237)
143	Joint Facility - (Credit) - Switching		N/A	N/A	(235)	N/A	(235)		(235)
144	Joint Facility - (Credit) - Other		N/A	N/A	(6)	N/A	(6)		(6)
145	Dismantling Retired Road Property - Running		446	(7)	166	4	609		609
146	Dismantling Retired Road Property - Switching		33		12		45		45
147	Dismantling Retired Road Property - Other		17		36		53		53
148	Other - Running		348	163	193	5,555	6,259	13	6,272
149	Other - Switching								
150	Other - Other					29	29		29
151	Total Way and Structures		112,413	77,328	17,699	63,223	276,663	998	277,661
	EQUIPMENT:								
	LOCOMOTIVES:								
201	Administration		20,972	1,747	363	349	23,431	80	23,511
202	Repair and Maintenance		44,086	72,245	1,172	1,850	119,353	406	119,759
203	Machinery Repair:		1,979	717	25		2,721	9	2,730
204	Equipment Damaged			(3)			(3)		(3)
205	Fringe Benefits		N/A	N/A	N/A	15,438	15,438	58	15,496
206	Other Casualties and Insurance		N/A	N/A	N/A	3,231	3,231	2	3,233
207	Lease Rentals - Debit		N/A	N/A	12,691	N/A	12,691	379	13,070
208	Lease Rentals - (Credit)		N/A	N/A	(7,815)	N/A	(7,815)		(7,815)
209	Joint Facility Rent - Debit		N/A	N/A	195	N/A	195		195
210	Joint Facility Rent - (Credit)		N/A	N/A	53	N/A	53		53
211	Other Rents - Debit		N/A	N/A	(124)	N/A	(124)		(124)
212	Other Rents - (Credit)		N/A	N/A		27,670	27,670	115	27,785
213	Depreciation		N/A	N/A	N/A	N/A			
214	Joint Facility - Debit		N/A	N/A	842	N/A	842		842
215	Joint Facility - (Credit)		N/A	N/A	(64)	N/A	(64)		(64)
216	Repairs Billed to Others - (Credit)		N/A	N/A	(594)	N/A	(594)		(594)

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account:	Freight						Passenger	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$	\$
	EQUIPMENT - Continued:								
	OTHER EQUIPMENT:								
217	Dismantling Retired Property	1	375						1
218	Other		67,413	246	86	88	795		795
219	Total Locomotives			74,952	6,830	48,626	197,821	1,249	199,070
	FREIGHT CARS:								
220	Administration		18,694	896	340	691	20,621	N/A	20,621
221	Repair and Maintenance		26,029	30,224	27,963	(154)	84,062	N/A	84,062
222	Machinery Repair		310	344	23		677	N/A	677
223	Equipment Damaged		8		6,266		6,274	N/A	6,274
224	Fringe Benefits		N/A	N/A	N/A	10,332	10,332	N/A	10,332
225	Other Casualties and Insurance		N/A	N/A	N/A	2,900	2,900	N/A	2,900
226	Lease Rentals - Debit		N/A	N/A	17,645	N/A	17,645	N/A	17,645
227	Lease Rentals - (Credit)		N/A	N/A	(11,115)	N/A	(11,115)	N/A	(11,115)
228	Joint Facility Rent - Debit		N/A	N/A	48	N/A	48	N/A	48
229	Joint Facility Rent - (Credit)		N/A	N/A	(19)	N/A	(19)	N/A	(19)
230	Other Rents - Debit		N/A	N/A	225,856	N/A	225,856	N/A	225,856
231	Other Rents - (Credit)		N/A	N/A	(108,209)	N/A	(108,209)	N/A	(108,209)
232	Depreciation		N/A	N/A	N/A	39,976	39,976	N/A	39,976
233	Joint Facility - Debit		N/A	N/A	1,792	N/A	1,792	N/A	1,792
234	Joint Facility - (Credit)		N/A	N/A	(133)	N/A	(133)	N/A	(133)
235	Repairs Billed to Others - (Credit)		N/A	N/A	(32,020)	N/A	(32,020)	N/A	(32,020)
236	Dismantling Retired Property		11				11	N/A	11
237	Other		145	(33)	34	(61)	85	N/A	85
238	Total Freight Cars		45,197	31,431	128,471	53,684	258,783	N/A	258,783
301	Administration		87	216	266	846	1,415	129	1,544
	Repair and Maintenance:								
302	Trucks, Trailers, and Containers - Revenue Service			12	2,065	(12)	2,065	N/A	2,065
303	Floating Equipment - Revenue Service							N/A	
304	Passenger and Other Revenue Equipment							1,030	1,030
305	Computers and Data Processing Systems								
306	Machinery		88	52	(15)		125	11	136
307	Work and Other Non-Revenue Equipment		3,492	7,762	191	161	11,606	29	11,635
308	Equipment Damaged			7	6		13		13
309	Fringe Benefits		N/A	N/A	N/A	2,206	2,206	205	2,411
310	Other Casualties and Insurance		N/A	N/A	N/A	1,590	1,590	26	1,616
311	Lease Rentals - Debit		N/A	N/A	9,561	N/A	9,561		9,561
312	Lease Rentals - (Credit)		N/A	N/A	(344)	N/A	(344)		(344)

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account (a)	Freight					Passenger	Total
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
		\$	\$	\$	\$	\$	(g)	(h)
217	EQUIPMENT - Continued:							
218	OTHER EQUIPMENT:							
	Dismantling Retired Property	0						
219	Other	674	246	86	88	1,094		1,094
	Total Locomotives	67,413	74,952	6,830	48,626	197,821	1,249	199,070
	FREIGHT CARS:							
220	Administration	5,668	896	340	691	7,595	N/A	7,595
221	Repair and Maintenance	38,933	30,224	27,963	(154)	96,966	N/A	96,966
222	Machinery Repair	406	344	23		773	N/A	773
223	Equipment Damaged	14		6,266		6,280	N/A	6,280
224	Fringe Benefits	N/A	N/A	N/A	10,332	10,332	N/A	10,332
225	Other Casualties and Insurance	N/A	N/A	N/A	2,900	2,900	N/A	2,900
226	Lease Rentals - Debit	N/A	N/A	17,645	N/A	17,645	N/A	17,645
227	Lease Rentals - (Credit)	N/A	N/A	(11,115)	N/A	(11,115)	N/A	(11,115)
228	Joint Facility Rent - Debit	N/A	N/A	48	N/A	48	N/A	48
229	Joint Facility Rent - (Credit)	N/A	N/A	(19)	N/A	(19)	N/A	(19)
230	Other Rents - Debit	N/A	N/A	225,856	N/A	225,856	N/A	225,856
231	Other Rents - (Credit)	N/A	N/A	(108,209)	N/A	(108,209)	N/A	(108,209)
232	Depreciation	N/A	N/A	N/A	39,976	39,976	N/A	39,976
233	Joint Facility - Debit	N/A	N/A	1,792	N/A	1,792	N/A	1,792
234	Joint Facility - (Credit)	N/A	N/A	(133)	N/A	(133)	N/A	(133)
235	Repairs Billed to Others - (Credit)	N/A	N/A	(32,020)	N/A	(32,020)	N/A	(32,020)
236	Dismantling Retired Property	14				14	N/A	14
237	Other	162	(33)	34	(61)	102	N/A	162
238	Total Freight Cars	45,197	31,431	128,471	53,684	258,783	N/A	258,783
301	Administration	87	216	266	846	1,415	129	1,544
	Repair and Maintenance:							
302	Trucks, Trailers, and Containers - Revenue Service		12	2,065	(12)	2,065	N/A	2,065
303	Floating Equipment - Revenue Service						N/A	
304	Passenger and Other Revenue Equipment						1,030	1,030
305	Computers and Data Processing Systems							
306	Machinery	88						
307	Work and Other Non-Revenue Equipment	2,492	52	(15)		125	11	136
308	Equipment Damaged		7,762	191	161	11,606	29	11,635
309	Fringe Benefits	N/A	7	6		13		13
310	Other Casualties and Insurance	N/A	N/A	N/A	2,206	2,206	205	2,411
311	Lease Rentals - Debit	N/A	N/A	N/A	1,590	1,590	26	1,616
312	Lease Rentals - (Credit)	N/A	N/A	9,561	N/A	9,561		9,561
				(344)	N/A	(344)		(344)

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Revised too late for tabulation

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account (a)	Freight						Passenger	Total
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)			
		\$	\$	\$	\$	\$	\$	\$	\$
	FREIGHT CARS - Continued:								
313	Joint Facility Rent - Debit	N/A	N/A	9	N/A	9			9
314	Joint Facility Rent - (Credit)	N/A	N/A		N/A				
315	Other Rents - Debit	N/A	N/A	26,083	N/A	26,083			26,083
316	Other Rents - (Credit)	N/A	N/A	(2,218)	N/A	(2,218)			(2,218)
317	Depreciation	N/A	N/A	N/A	6,102	6,102	224		6,326
318	Joint Facility - Debit	N/A	N/A	28	N/A	28			28
319	Joint Facility - (Credit)	N/A	N/A	(30)	N/A	(30)			(30)
320	Repairs Billed to Others - (Credit)	N/A	N/A	(45)	N/A	(45)			(45)
321	Dismantling Retired Property								
322	Other			4	(10)	(6)	(1)		(7)
323	Total Other Equipment	3,667	8,049	35,561	10,883	58,160	1,653		59,813
324	Total Equipment	116,277	114,432	170,862	113,193	514,764	2,902		517,666
	TRANSPORTATION:								
	TRAIN OPERATIONS:								
401	Administration	5,938	485	1,408	752	8,583	104		8,687
402	Engine Crews	70,860	(93)	790	690	72,247	1,325		73,572
403	Train Crews	131,456	524	25	4,871	137,107	1,973		139,080
404	Dispatching Trains	7,821	11	107	1	7,939	74		8,013
405	Operating Signals and Interlockers	9,006	1,597	44	1	10,648	281		10,929
406	Operating Drawbridges	1,414	19	1	1	1,435			1,435
407	Highway Crossing Protection	11,514	(11)	(963)		(974)			(974)
408	Train Inspection and Lubrication		6,984	44	3	18,545	231		18,776
409	Locomotive Fuel	(40)	179,612			179,612	1,006		180,618
410	Electric Power Purchased or Produced for Motive Power	21,195	8,165	158	(34)	29,484	698		30,182
411	Servicing Locomotives	N/A	N/A	N/A	(2)	(2)			(2)
412	Freight Lost or Damaged - Solely Related								
413	Clearing Wrecks	3,243	1,150	4,281	78	8,752	1		8,753
414	Fringe Benefits	N/A	N/A	N/A	49,039	49,039	901		50,940
415	Other Casualties and Insurance	N/A	N/A	N/A	15,926	15,926	29		16,955
416	Joint Facility - Debit	N/A	N/A	702	N/A	702			702
417	Joint Facility - (Credit)	N/A	N/A	(1,255)	N/A	(1,255)			(1,255)
418	Other	1,314	495	1,210	(113)	2,906	35		2,941
419	Total Train Operations	263,721	198,938	6,783	71,212	540,654	6,658		547,312
	YARD OPERATIONS:								
420	Administration	2,517		272	11	2,528	16		2,544
421	Switch Crews	80,034	474		1	80,781	341		81,122

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)
422	YARD OPERATIONS - Continued:							
423	Controlling Operations		\$ 1,524	\$ 89	\$ 2,512	\$ 24	\$ 4,149	\$ 80
424	Yard and Terminal Clerical		35,880	1,531	7	180	37,598	69
425	Operating Switches, Signals, Retarders and Humps		8,621	153	4		8,778	370
426	Locomotive Fuel			6,312			6,312	21
427	Electric Power Purchased or Produced for Motive Power							
428	Servicing Locomotives		3,150	23	3		3,176	11
429	Freight Lost or Damaged - Solely Related		N/A	N/A	N/A			
430	Clearing Wrecks			41	1,589	2	1,632	1,632
431	Fringe Benefits		N/A	N/A	N/A	25,772	25,772	181
432	Other Casualties and Insurance		N/A	N/A	N/A	15,673	15,673	15
433	Joint Facility - Debit		N/A	N/A	9,084	N/A	9,084	
434	Joint Facility - (Credit)		N/A	N/A	(1,402)	N/A	(1,402)	
	Other		85	2	(1,742)	841	(1,681)	11
435	Total Yard Operations		131,811	8,625	12,811	42,504	195,751	1,115
								196,866
	TRANSPORTATION - Continued:							
	TRAIN AND YARD OPERATIONS COMMON:							
501	Cleaning Car Interiors		1,666	(736)	242	N/A	1,172	626
502	Adjusting and Transferring Loads		3,244	79	145	N/A	3,468	N/A
503	Car Loading Devices and Grain Doors		1,126	1,151	15	N/A	2,292	N/A
504	Freight Lost or Damaged - all other		N/A	N/A	N/A	26,298	26,298	26,298
505	Fringe Benefits		N/A	N/A	N/A	2,487	2,487	128
506	Total Train and Yard Operations Common		6,036	494	402	28,785	35,717	754
								36,471
	SPECIALIZED SERVICE OPERATIONS:							
507	Administration		1,215	97	204	212	1,728	N/A
508	Pickup & Delivery and Marine Line Haul		1		13,592		13,593	N/A
509	Loading & Unloading and Local Marine		15	148	17,311		17,474	N/A
510	Protective Services			1	2,886		2,887	N/A
511	Freight Lost or Damaged - Solely Related		N/A	N/A	N/A			N/A
512	Fringe Benefits		N/A	N/A	N/A	998	998	998
513	Casualties and Insurance		N/A	N/A	N/A			N/A
514	Joint Facility - Debit		N/A	N/A	45	N/A	45	N/A
515	Joint Facility - (Credit)		N/A	N/A	(33)	N/A	(33)	N/A
516	Other			3	(22)		(19)	N/A
517	Total Specialized Services Operations		1,231	249	33,983	1,210	36,673	N/A
								36,673
518	ADMINISTRATIVE SUPPORT OPERATIONS:							
	Administration		20,342	1,046	728	1,278	23,394	408
								23,802

410. RAILWAY OPERATING EXPENSE - Concluded

Line No.	Name of railway operating expense account	Freight						Passenger	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
			\$	\$	\$	\$	\$	\$	\$
	ADMINISTRATIVE SUPPORT OPERATIONS - Con.								
519	Employees Performing Clerical and Accounting Functions		39,053	2,015	1,730	373	43,171	900	44,071
520	Communication Systems Operation		3,344	(39)	2,570	147	6,022	51	6,073
521	Loss and Damage Claims Processing		2,407			24	2,431		2,431
522	Fringe Benefits		N/A	N/A	N/A	17,460	17,460	261	17,721
523	Casualties and Insurance		N/A	N/A	N/A	2,393	2,393	6	2,399
524	Joint Facility - Debit		N/A	N/A	(22)	N/A	(22)		(22)
525	Joint Facility - (Credit)		N/A	N/A		N/A			
526	Other		6	20	94	1,225	1,345	23	1,368
527	Total Administrative Support Operations		65,152	3,042	5,100	22,900	96,194	1,649	97,843
528	Total Transportation		467,951	211,348	59,079	166,611	904,989	10,176	915,165
	GENERAL AND ADMINISTRATIVE:								
601	Officers - General Administration		17,743	1,685	8,465	4,775	32,668	300	32,968
602	Accounting, Auditing and Finance		16,700	1,282	7	172	18,161	151	18,312
603	Management Services and Data Processing		5,966	490	2	276	6,734	56	6,790
604	Marketing		418	45	1	39	503	4	507
605	Sales		9,670	271	581	2,659	13,181	109	13,290
606	Industrial Development		91	(49)	11	55	108	N/A	108
607	Personnel and Labor Relations			4		(4)			
608	Legal and Secretarial		5,294	186	6,343	895	12,718	106	12,824
609	Public Relations and Advertising		21	353	233	630	1,237	14	1,251
610	Research and Development								
611	Fringe Benefits		N/A	N/A	N/A	23,772	23,772	197	23,969
612	Casualties and Insurance		N/A	N/A	N/A	454	454	4	458
613	Write-down of Uncollectible Accounts		N/A	N/A	N/A				
614	Property Taxes		N/A	N/A	N/A	20,896	20,896	425	21,321
615	Other Taxes Except on Corporate Income or Payrolls		N/A	N/A	N/A	21,718	21,718	180	21,898
616	Joint Facility - Debit		N/A	N/A	325	N/A	325		325
617	Joint Facility - (Credit)		N/A	N/A	(28)	N/A	(28)		(28)
618	Other		5,261	59	344	11,836	17,500	148	17,648
619	Total General and Administrative		61,164	4,326	16,284	88,173	169,947	1,694	171,641
620	Total Carrier Operating Expenses		763,805	407,434	263,924	431,200	1,866,363	15,770	1,882,133

412. WAY AND STRUCTURES

green ink corrections

1. Report freight expenses only.
2. The total depreciation expense reported in column (b), line 35 should balance to the sum of the depreciation expense reported in schedule 410, column (f) lines 136, 137, and 138. The total retirement charges reported in column (c) line 35 will not balance to any line in schedule 410. Retirement is included in but does not totally comprise the expenses reported in schedule 410, lines 148, 149 and 150.
3. Report in column (d) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals reported in column (d), line 35 should balance the net amount reported in schedule 410, column (f) lines 118 through 123, plus lines 130 through 135.

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	\$ 242	\$ 197	\$ 7
2	2	Land for transportation purposes	N/A	N/A	9
3	3	Grading	193	1,319	231
4	4	Other right-of-way expenditures	29		
5	5	Tunnels and subways	265	147	
6	6	Bridges, trestles and culverts	2,281	N/A	36
7	7	Elevated structures		N/A	
8	8	Ties	N/A	453	77
9	9	Rails	N/A	827	143
10	10	Other track material	N/A	664	121
11	11	Ballast	N/A	584	50
12	12	Track laying and surfacing	N/A	401	88
13	13	Fences, snowsheds and signs	229	N/A	
14	16	Station and office buildings	2,496	N/A	22
15	17	Roadway buildings	212	N/A	19
16	18	Water stations	45	N/A	
17	19	Fuel stations	105	N/A	
18	20	Shops and enginehouses	689	N/A	
19	22	Storage warehouses		N/A	
20	23	Wharves and docks	5	N/A	
21	24	Coal and ore wharves		N/A	
22	25	TOFC/COFC terminals	633	N/A	
23	26	Communications systems	1,533	N/A	
24	27	Signals and interlockers	3,719	N/A	
25	29	Power plants	8	N/A	
26	31	Power transmission systems	99	N/A	
27	31	Miscellaneous structures	27	N/A	
28	37	Roadway machines	4,608	N/A	
29	39	Public improvements, construction	895	272	15
30	45	Power plant machines	39	N/A	
31	76	Interest during construction	N/A	371	N/A
32	77	Other expenditures, general	N/A	80	N/A
33	80	Other elements of investment	N/A	973	N/A
34	-	Other lease/rentals			413
35	-	Total	18,352	6,288	1,231

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 (specify only)

2. Report in this supporting schedule rental information by car type and other freight carrying equipment relating to the interchange 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 (line 18 columns (b) through (e) and, line 19, columns (f) through (i) respectively) should balance with Schedule column (f), lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f), lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because these lines include rents for "other equipment" which is reported in Schedule 415 column (e). The balancing of Schedule 410, 414 and 415 "other equipment" is outlined in note 6 to Schedule 415.

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 Column (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 - Un-equipped 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), (h), (j), (k), (l).

NOTES: Mechanical designations for each car type are shown in Schedule 710

7. thousand dollar reporting rule.

6. for Schedule 415.		GROSS AMOUNTS RECEIVABLE Per Diem Basis				GROSS AMOUNTS PAYABLE Per Diem Basis								
Line No.	Type of Equipment	Time			Private Line Cars (b)	Time			Private Line Cars (f)	Time				
		Mileage (c)	Basic (d)	Incentive (e)		Mileage (g)	Basic (h)	Incentive (i)						
CAR TYPES:														
1	Box-Plain 40 Foot	0	\$	344	\$	554	\$	62	\$	1	\$	3,049	\$	775
2	Box-plain 50 Foot and Longer			9,042		20,055		7,935		6,033		26,297		9,492
3	Box-E quipped			3,611		8,835		72		1		9,452		507
4	Gondola-Plain			404		1,742		91		1		7,718		1,341
5	Gondola-E quipped			370		2,161		XXX		8,917		1,239		XXX
6	Hopper-Covered			560		1,358		XXX		66		14,559		XXX
7	Hopper-Open Top-General Service			471		1,594		XXX				4,211		XXX
8	Hopper-Open Top-Special Service					7		XXX						XXX
9	Refrigerator-Mechanical			5,377		13,354		XXX		1,113		6,192		XXX
10	Refrigerator-Non-Mechanical			471		561		XXX		2,302		5,735		XXX
11	Flat TOFC/COFC			3,069		11,672		XXX		16,024		1,380		XXX
12	Flat Multi-Level			1,129		1,743		XXX		3,926		1,166		XXX
13	Flat-General Service			1,359		2,803		XXX		158		724		XXX
14	Flat-Other							XXX		1,598		2,132		XXX
15	Tank Under 22,000 Gallons							XXX		15,704				XXX
16	Tank 22,000 Gallons and Over							XXX		9,199				XXX
17	All Other Freight Cars			230		1,108		XXX		579		3,621		XXX
18	Total Freight Train Cars	0		26,437		67,547		8,220		65,622		47,596		12,115
19	Auto Racks					6,005		XXX		19		5,224		XXX
OTHER FREIGHT CARRYING EQUIPMENT														
20	Refrigerated trailers	0				25		XXX		10		5,424		XXX
21	Other trailers	0				1,679		XXX		8,608				XXX
22	Refrigerated containers	0						XXX		64				XXX
23	Other containers							XXX						XXX
24	Total Trailers & containers					1,704		XXX		8,682		5,440		XXX
25	Grand Total Lines 18, 19, & 24			26,437		75,256		8,220		74,323		47,596		12,115

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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) net repairs, the detail for the items listed in column (a) from the freight expenses reported in Schedule 410 in column (f) lines 202, 203, 216, 221, 222, 235, 302 through 307 and 320. 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. AAR 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. *Do not report* in this schedule equipment damaged expenses from Schedule 410 lines 204, 223 and 308, or; the damages billed to others which is contained in but does not the bulk of the expense reported in Schedule 410 lines 216, 235 and 320. Column (b) repair expenses should balance to Schedule 410 column (f) expenses as follows (note any imbalance will be attributable to the exclusion from Schedule 415 of damages billed to these as contained in Schedule 410 lines 216, 235 and 320): (1) locomotives: line 5 plus line 38 compared to the sum of Schedule 410, lines 202, 203 plus 216, (2) Freight Cars: line 24 plus line 39 compared to the sum of Schedule 410 lines 221, 222 plus 235, (3) The Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40) and, Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, line Sum of lines 302 through 307 plus 320.
4. Depreciation expense for each type of equipment shall be reported in column (c). The annual charge for each equipment account reported in column C, Schedule 335 will equal the aggregate total of line item charges comprising the corresponding equipment account as reported in column (c). Depreciation charges reported in column (c) will balance to Schedule 410, column (f) as follows: (1) Locomotives: line 5 plus line 38 compared to Schedule 410, line 213, (2) Freight Cars: line 24 plus line 39 compared to Schedule 410 line 232, (3) The Sum of Highway equipment (line 32), Floating equipment (line 35), Passenger and other revenue equipment (line 36), Computer and Data Processing equipment (line 37), Machinery-Other Equipment (line 40) and, Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, line 317.
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. Retirement charge reported in column (d), will not balance to Schedule 410 because they are included in, but do not totally comprise the "other" expenses in Schedule 410, lines 218, 237 and 322. Retirement charges for locomotives, line 5 plus 38 are in Schedule 410 line 218, retirement charges for freight cars, lines 24 plus 39 are in Schedule 410 line 237, retirement charges for all other equipment, lines 32, 35, 36, 37, 40 and 41 are in Schedule 410 line 322.
6. Lease/Rentals reported in column (e) should balance to column (f) of Schedule 410 as follows: (1) Locomotives: line 5 plus line 38 compared Schedule 410, lines 207, 208, 211 and 212, (2) Freight Cars: line 24 plus line 39 compared with Schedule 410 lines 226 plus 227 (note that Schedule 410 lines 230 and 231 are reported in Schedule 414 and are *not* to be included in Schedule 415) (3) The Sum of Lease/Rentals for All Other Equipment, lines 32, 35, 36, 37, 40 and 41 will balance to Schedule 410, lines 311, 312, 315 and 316 except for the interchange rental on trailers on containers which is reported in Schedule 414. Therefore, both Schedules 414 and 415 should be used when balancing lease/rentals-other equipment to Schedule 410. Do not report in Schedule 415 the trailer-container rentals reported in Schedule 414.
7. Depreciation base by types of equipment shall be reported in column (f) and should not include the cost of equipment used, but not owned, when the rents therefore are included in the rent for equipment and accounts 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 there from 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. Property used but not owned should also be included when the rent therefor is included in accounts Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00 and 31-23-00, inclusive. The grand total of each equipment account in columns (e) and (f) of Schedule 332 and column (c) Schedule 340 should equal the aggregate total of line items comprising the equipment depreciation bases of column (f).
8. Accumulated depreciation for each type of equipment shall be reported in column (g). The grand total of each equipment reserve accounts in column (g) Schedule 335 and column (g) Schedule 342 will equal the aggregate total accumulated depreciation for line items comprising the corresponding equipment accounts as reported in column (g).
9. Depreciation adjustment for prior over and underdepreciation to each type of equipment shall be reported in column (j) as a debit or credit to the appropriate line item.

SUPPORTING SCHEDULE: EQUIPMENT

SEE INSTRUCTIONS ON PAGE 65

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation (c)	Retirements (d)	Lease and Rentals (Net) (e)
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 12,078	\$ 3,508	\$	\$
2	Diesel Locomotive - Road	Ø 106,681	24,162		4,805
3	Other Locomotive - Yard				
4	Other Locomotive - Road				
5	TOTAL	Ø 118,759	27,670		4,805
FREIGHT TRAIN CARS:					
6	Box-Plain 40 Foot	796	124	(2)	462
7	Box-Plain 50 Foot and Longer	13,130	10,014	(4)	1,238
8	Box-Equipped	5,485	3,173	(9)	728
9	Gondola-Plain	1,247	1,635	(7)	640
10	Gondola-Equipped	2,204	1,916		7
11	Hopper-Covered	2,570	1,170		1,077
12	Hopper-Open Top-General Service	1,568	2,550		119
13	Hopper-Open Top-Special Service	606	262		
14	Refrigerator-Mechanical		3,663		1,045
15	Refrigerator-Nonmechanical	9,292	8,048	(14)	427
16	Flat TOFC/COFC	541	278		267
17	Flat Multi-level	2,565	3,110		8
18	Flat-General Service	4,258	683	(3)	16
19	Flat-Other	4,033	1,529	(2)	39
20	All Other Freight Cars	Ø 396	157	(8)	449
21	Cabooses	1,403	482	(10)	
22	Auto Racks	1,948	1,182		8
23	Miscellaneous Accessories				
24	TOTAL FREIGHT TRAIN CARS	Ø 52,042	39,976	(59)	6,530
OTHER EQUIPMENT-REVENUE FREIGHT					
HIGHWAY EQUIPMENT					
25	Refrigerated Trailers				
26	Other Trailers	2,020	554		20,664
27	Refrigerated Containers				
28	Other Containers				
29	Bogies				
30	Chasis				
31	Other Highway Equipment (Freight)				
32	TOTAL HIGHWAY EQUIPMENT	2,020	554		20,664
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)		228		
37	Computer & Data Processing Equipment	Ø			
38	Machinery - Locomotives	2,721	513		
39	Machinery - Freight Cars	677	98		
40	Machinery - Other Equipment	125			
41	Work & Other Non-revenue Equipment	Ø 11,606	4,709		
42	TOTAL OTHER EQUIPMENT	Ø 15,129	5,548		
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	Ø 187,950	73,748	(59)	31,999

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

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SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

SEE INSTRUCTIONS ON PAGE 65

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation (c)	Retirements (d)	Lease and Rentals (Net) (e)
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 13,461	\$ 3,508	\$	\$
2	Diesel Locomotive - Road	118,514	24,162		4,805
3	Other Locomotive - Yard				
4	Other Locomotive - Road				
5	TOTAL	131,975	27,670		4,805
FREIGHT TRAIN CARS:					
6	Box-Plain 40 Foot	987	124	(2)	462
7	Box-Plain 50 Foot and Longer	16,386	10,014	(4)	1,238
8	Box-Equipped	6,845	3,173	(9)	728
9	Gondola-Plain	1,559	1,635	(7)	640
10	Gondola-Equipped	2,754	1,916		7
11	Hopper-Covered	3,208	1,170		1,077
12	Hopper-Open Top-General Service	1,955	2,550		119
13	Hopper-Open Top-Special Service	753	262		
14	Refrigerator-Mechanical		3,663		1,045
15	Refrigerator-Nonmechanical	11,593	8,048	(14)	427
16	Flat TOFC/COFC	675	278		267
17	Flat Multi-level	3,202	3,110		8
18	Flat-General Service	5,319	683	(3)	16
19	Flat-Other	5,033	1,529	(2)	39
20	All Other Freight Cars	494	157	(8)	449
21	Caboose	1,754	482	(10)	
22	Auto Racks	2,429	1,182		8
23	Miscellaneous Accessories				
24	TOTAL FREIGHT TRAIN CARS	64,946	39,976	(59)	6,530
OTHER EQUIPMENT-REVENUE FREIGHT					
HIGHWAY EQUIPMENT					
25	Refrigerated Trailer				
26	Other Trailers	2,020	554		20,664
27	Refrigerated Containers				
28	Other Containers				
29	Bogies				
30	Chasis				
31	Other Highway Equipment (Freight)				
32	TOTAL HIGHWAY EQUIPMENT	2,020	554		20,664
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)		228		
37	Computer & Data Processing Equipment				
38	Machinery - Locomotives ¹	2,764	513		
39	Machinery - Freight Cars ²	723	98		
40	Machinery - Other Equipment ³	125			
41	Work & Other Non-revenue Equipment	11,606	4,709		
42	TOTAL OTHER EQUIPMENT	15,268	5,548		
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	214,209	73,748	(59)	31,999

¹The data to be reported on line 38, in column (a) is the amount reported in Schedule 410, column (f), line 203 reduced by the allocable portion of line 216.²The data to be reported on line 39, in column (a) is the amount reported in Schedule 410, column (f), line 222 reduced by the allocable portions of line 235.³The data to be reported on line 40, in column (a) is the amount reported in Schedule 410, column (f), lines 302 through 306 reduced by the allocable portion of line 320.

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

Revised for late for tabulation

Road Initials: SPTCo

Year 19 79

Ø Revised

65B

SEE INSTRUCTIONS ON PAGE 65

2415

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Depreciation Base	Accumulated Depreciation	Depreciation Adjustment	Line No.
(f)	(g)	(h)	
\$ 73,121	\$ 32,268	\$	1
503,819	180,077		2
			3
			4
576,940	212,345		5
			6
3,044	4,593		7
275,533	58,522		8
79,059	18,807		9
43,793	14,422		10
63,003	20,395		11
34,915	16,841		12
75,777	17,785		13
7,492	5,139		14
159,661	73,063		15
107,788	44,870		16
8,612	3,363		17
78,724	10,300		18
23,398	14,422		19
51,456	14,734		20
5,690	2,689		21
16,444	3,877		22
52,393	15,671		23
			24
1,086,782	339,493		25
			26
			27
3,065	58		28
			29
			30
			31
3,065	58		32
			33
			34
			35
			36
9,347	5,969		37
10,101	8,066		38
18,796	2,130		39
3,591	407		40
			41
49,460	22,545		42
91,295	49,117		43
1,758,082	601,013		

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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 *refrigeration* for cars only.
8. Report in column (f) total expenses incurred in performing rail substitute service, other highway revenue service, LCV terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations and livestock feeding operations only.
9. Thousand dollar Reporting Rule.

Line No.	Items (a)	TOFC/COFC Terminal (b)	Floating Equipment (c)	Coal Marine Terminal (d)	Ore Marine Terminal (e)	Other Marine Terminal (f)	Motor Vehicle Load and Distribution (g)	Protective Services Refrigerator Car (h)	Other Special Services (i)	Total Columns (b-i)
1	Administration	\$ 1,728	\$	\$	\$	\$	\$	\$	\$	\$ 1,728
2	Pick up & delivery, marine line haul	13,593						N/A		13,593
3	Loading and unloading and local marine	17,474					Included in Col. (b)	2,887		17,474
4	Protective services									2,887
5	Freight lost or damaged-solely related									
6	Fringe benefits	998								998
7	Casualty and insurance									
8	Joint facility - Debit	45								45
9	Joint facility - Credit	(33)								(33)
10	Other	(19)								(19)
11	Total	33,786						2,887		36,673

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 remuneration 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	\$
	Administration	
1	Track	
2	Bridge and Building	
3	Signal	
4	Communication	
5	Other	51
	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	10
13	Ties - Switching	
14	Rail - Running	
15	Rail - Switching	
16	Other Track Material - Running	2
17	Other Track Material - Switching	
18	Ballast - Running	
19	Ballast - Switching	
20	Track laying and surfacing - Running	1,165
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	61
26	Signals and Interlockers - Switching	
27	Communications systems	
28	Electric Power Systems	
29	Highway Grade Crossings - Running	
30	Highway Grade Crossings - Switching	
31	Station and Office Buildings	102
32	Shop Buildings - Locomotives	23
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	113
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	6
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	
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	
149	Other - Switching	
150	Other - Other	
151	Total WAY AND STRUCTURES	1,535

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Continued

Line No.	Name of Account (a)	Amount (b)
	EQUIPMENT	\$
	Locomotives	
201	Administration	77
202	Repair and Maintenance	301
203	Machinery Repair	
204	Equipment Damaged	
205	Fringe Benefits	
206	Other Casualties and Insurance	8
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	
219	Total Locomotives	386
	Other Equipment	
301	Administration	342
	Repair and Maintenance:	
304	Passenger and Other Revenue Equipment	265
305	Computers and Data Processing System	
306	Machinery	
307	Work and Other Non-Revenue Equipment	
308	Equipment Damaged	
309	Fringe Benefits	96
310	Other Casualties and Insurance	
311	Lease Rentals - Debit	
312	Lease Rentals - (Credit)	
313	Joint Facility Rent - Debit	
314	Joint Facility Rent - (Credit)	
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	(5)
323	Total Other Equipment	698
324	TOTAL EQUIPMENT	1,084

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Continued

Line No.	Name of Account (a)	Amount (b)
	TRANSPORTATION	\$
	Train Operation	
401	Administration	
402	Engine Crews	3,252
403	Train Crews	5,342
404	Dispatching Trains	146
405	Operating Signals and Interlockers	
406	Operating Drawbridges	
407	Highway Crossing Protection	
408	Train Inspection and Lubrication	1
409	Locomotive Fuel	3,006
410	Electric Power Purchased or Produced for Motive Power	
411	Servicing Locomotives	53
412	Freight Lost or Damaged - Solely Related	
413	Clearing Wrecks	
414	Fringe Benefits	13
415	Other Casualties and Insurance	31
416	Joint Facility - Debit	
417	Joint Facility - (Credit)	
418	Other	1,005
419	Total Train Operations	12,849
	Yard Operations	
420	Administration	
421	Switch Crews	276
422	Controlling Operations	
423	Yard and Terminal Clerical	79
424	Operating Switches, Signals, Retarders and Humps	84
425	Locomotive Fuel	
426	Electric Power Purchased or Produced for Motive Power	
427	Servicing Locomotives	7
428	Freight Lost or Damaged - Solely Related	
429	Clearing Wrecks	
430	Fringe Benefits	
431	Other Casualties and Insurance	31
432	Joint Facility - Debit	
433	Joint Facility - (Credit)	
434	Other	
435	Total Yard Operations	477

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	685
504	Freight Lost or Damaged - all other	
505	Fringe Benefits	
506	Total Train and Yard Operations Common	685
	Administrative Support Operations	
518	Administration	439
519	Employees Performing Clerical and Accounting Functions	454
520	Communication Systems Operation	58
521	Loss and Damage Claims Processing	
522	Fringe Benefits	531
523	Casualties and Insurance	
524	Joint Facility - Debit	
525	Joint Facility - (Credit)	
526	Other	
527	Total Administrative Support Operations	1,482
528	TOTAL TRANSPORTATION	15,493
	GENERAL AND ADMINISTRATIVE	\$
601	Officers - General Administration	286
602	Accounting, Auditing and Finance	151
603	Management Services and Data Processing	
604	Marketing	
605	Sales	
607	Personnel and Labor Relations	
608	Legal and Secretarial	30
609	Public Relations and Advertising	
610	Research and Development	
611	Fringe Benefits	135
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	
617	Joint Facility - (Credit)	
618	Other	174
619	TOTAL GENERAL AND ADMINISTRATIVE	776
620	TOTAL REMUNERATIONS	18,888

430. MISCELLANEOUS RENT INCOME

1. This may be omitted if the total represents less than 1% 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 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.

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

Line No.	Description of Property		Name of lessee (c)	Amount of Rent (d)
	Name (a)	Location (b)		
1	General Warehouse	San Francisco, CA	Merchants Shippers	
2	Freight & fwdg. Operations	Los Angeles, CA	Universal Carloading	\$ 67
3	Office Building	Reno, Nevada	Plaza Investments	80
4	Other Items			140
5				
6				
7				
8				16,922
9				
10				
			Total	17,209

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. Traction	\$	\$ 64
2					
3					
4	Railway	Bakersfield	Sunset Railway Company		127
5					
6					
7					
8					
9					
10			Total		191

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	\$ 287,327	\$ 26,144	\$	\$ 313,471
2	Accelerated amortization of facilities Sec. 168, I.R.C.	73,097	(1,546)		71,551
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	54,741	(3,948)		50,793
4	See detail page 95	(11,382)	6,809		(4,573)
5	Other (Specify) <u>Deferred State Tax</u>	2,769	2,319		5,088
6	<u>Fed. Tax Credit (on deferred State)</u>	(1,330)	(1,066)		(2,396)
7	<u>Casualty Reserve</u>	(4,861)	(1,235)		(6,096)
8	<u>Amortization of Capital Leases</u>	(6,006)	(640)		(6,646)
9	Investment tax credit*	—	(11,856)		(11,856)
10	TOTALS	394,355	14,981		409,336

*Footnotes:

11. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit \$ 11,856
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

451. RAILWAY TAX ACCRUALS

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

2. Report dollars in thousands.

A. Other than U.S. Government Taxes

Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
1	Alabama	\$	South Dakota	\$	41
2	Alaska		Tennessee		42
3	Arizona	3,343	Texas	4,510	43
4	Arkansas	3	Utah	1,046	44
5	California	24,328	Vermont		45
6	Colorado	2	Virginia		46
7	Connecticut		Washington		47
8	Delaware	82	West Virginia		48
9	Florida		Wisconsin		49
10	Georgia		Wyoming		50
11	Hawaii		District of Columbia		51
12	Idaho				
13	Illinois	6	Other		
14	Indiana		Canada	2	52
15	Iowa		Mexico	5	53
16	Kansas		Puerto Rico		54
17	Kentucky				55
18	Louisiana	2,000	Total-Other than U.S. Government Taxes	38,963	56
19	Maine				
20	Maryland				
21	Massachusetts		B. U.S. Government Taxes		
22	Michigan	1	Kind of tax (a)	Amount (b)	
23	Minnesota			\$	
24	Mississippi		Income taxes:		
25	Missouri		Normal tax and surtax	(1,719)	57
26	Montana		Excess profits		58
27	Nebraska		Total-Income taxes Acct. 556	(1,719)	59
28	Nevada	472	Old-age retirement*	110,990	60
29	New Hampshire		Unemployment insurance	11,547	61
30	New Jersey		All other United States Taxes	414	62
31	New Mexico	382	Total-U.S. Government Taxes	121,232	63
32	New York		Grand Total-Railway Tax Accruals	160,195	64
33	North Carolina				
34	North Dakota				
35	Ohio				
36	Oklahoma				
37	Oregon	2,781	*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
38	Pennsylvania		Hospital insurance	\$ 6,980	65
39	Rhode Island		Supplemental annuities	11,017	66
40	South Carolina				

Ø Includes Account 556 - State Income Tax (545)
 California \$(540)
 New Mexico (5)

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"; 603, "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	Earnings from oil leases - Rents and Royalties \$1,977 ^S		\$
2		Less: Expenses applicable to oil earnings -		
3		Net		1,977
4		Sale of San Diego & Arizona Eastern Ry. Co.		13,151
5		Profit on securities reacquired		1,584
6				
7				
8	551	Rock Island Valuation Study	1,033	
9		Accrued civil forfeitures	901	
10		Deficiency assessment covering sales and use tax		
11		audit for period 1970 to 1975	512	
12				
13				
14	555	Unusual or infrequent items	None	
15	560	Income or loss from operations discontinued segments	None	
16	562	Gain or loss on disposal of discontinued items	None	
17	570	Extraordinary items (Net)	None	
18	590	Income taxes on extraordinary items	None	
19	592	Cumulative effect of changes in accounting principles	None	
20	603	Appropriations released	None	
21	606	Other credits to retained income	None	
22	616	Other debits to retained income	None	
23	620	Appropriations for sinking & other reserve funds	None	
24	621	Appropriations for other purposes	None	
25				
26				
27				
28				
29				
30				

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

NOTES AND REMARKS

SCHEDULE 332. PAGE 38

The rates used in computing depreciation for locomotives are 5.14% for road locomotives and 4.44% for switch locomotives per I.C.C. decision Sub-Order No. R-396-E, service date of October 26, 1979.

The rates used in computing the depreciation expense for freight cars are as follows:

Plain box cars - 40',	3.25%
Plain box cars - 50' and larger,	4.25%
Equipped box cars,	3.57%
Plain gondola cars,	3.95%
Equipped gondola cars,	3.05%
Covered hopper cars,	3.23%
Open top hopper cars - General service,	4.00%
Open top hopper cars - Special service,	3.47%
Refrigerated cars - Non-mechanical,	5.41%
Refrigerated cars - Mechanical,	3.38%
Flat cars - TOFC/COFC,	2.83%
Flat cars - Multi-level,	3.56%
Flat cars - General service,	2.86%
Flat cars - Other,	2.76%
All other freight cars (excl. cabooses),	2.66%
Cabooses,	3.13%
Racks,	0.00%

The above rates were applied in accordance with I.C.C. decision Sub-Order No. R-396-E, service date of October 26, 1979.

Depreciation base for accounts 1, 2½, 3, 5 and 39 includes non-depreciable property.

Depreciation base for accounts 16, 37, 52, 53, 55, 57 and 58 includes investments in capitalized leases.

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 suretyships 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 a 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.	
32	The Trustee of REA and the railroads involved in the above actions have agreed upon a settlement of all actions.	
33	Under the terms of the settlement, which must be approved by the bankruptcy court before it becomes effective, Southern	
34	Pacific subsidiaries will pay approximately \$165,000 as their contribution to full settlement of REA's antitrust claims,	Not determined
35	all pending lawsuits will be dismissed, and the railroads' claims against REA will be adjudicated in the bankruptcy court.	
36		
37	<u>Taxes</u>	
38	By petitions filed in the U.S. Tax Court the consolidated group, of which Southern Pacific Transportation Company	
39	is a member, is contesting deficiencies aggregating approximately \$106,500,000 asserted by the Internal Revenue Service	
40	for the years 1959 through 1968. A number of issues have already been tried and a basis for settlement has been reached	
41	as to some. The Internal Revenue Service has asserted that over \$49,500,000 additional federal income tax is due for the	
42	years 1969-1972, and these further asserted deficiencies are being contested administratively. The consolidated group	
43	has filed claims for refund and has claimed overpayments in its Tax Court petitions, and expects to be making further	
44	claims, for the years 1956 through 1971, which, if allowed, could reduce any deficiencies that may be owing. Since many	
45	of the asserted deficiencies involve the timing of income or deductions, any taxes which may become payable would result	
46	in lesser taxes in subsequent years and would be charged against deferred taxes. Accruals for federal income tax	Not determined
47	liability are considered adequate.	
48		
49	<u>Anti-Litigation</u>	
50	Computer Identics Corporation and ACI Systems Corporation have brought an anti-trust action against Southern Pacific	
51	Company, Southern Pacific Transportation Company, and several other companies on October 21, 1976. Plaintiffs allege anti-	
52	competitive practices in violation of the Sherman Act with respect to their business of manufacturing or selling a system	
53	for automatic identification of railroad equipment. Treble damages are sought in excess of \$150 million, as well as an	
54	injunction. Southern Pacific Company and Southern Pacific Transportation Company have filed answers denying the allegations,	Not determined
55	and the case is now in the discovery stages with trial set for October 1980.	
56		
57	<u>BBD Litigation</u>	
58	Southern Pacific Transportation Company and five other railroads were sued by BBD Transportation Company, Inc., a	
59	California motor carrier, on December 1, 1976. Plaintiff alleged anti-competitive practices in violation of the Sherman	
60	Act and the California anti-trust laws concerning a rail rate adjustment made in 1972 by the railroads for iron and steel	
61	products in California. Treble damages were sought in excess of \$15 million, as well as injunctive relief.	
62	On October 5, 1977, the court granted the defendants' motion to dismiss on the ground that the action was barred by	
63	the statute of limitations. On November 4, 1977, BBD Transportation Company filed an amended complaint containing	
64	essentially the same allegations, and the court again granted the defendants' motion to dismiss on statute of limitation	
65	grounds. BBD Transportation Company has appealed the dismissal to the U.S. Court of Appeals, where the case has been	Not determined
66	briefed and is awaiting oral argument.	
67		
68	<u>Crystal Car Line Lease of Equipment with The Commonwealth Plan</u>	
69	By agreement dated March 15, 1965, as amended, with The First National Bank of Boston, Boston Massachusetts, and	
70	Manufacturers Hanover Trust Company, New York, New York, and in consideration of said bank's and said trust company's	
71	entering into a Loan Agreement with The Commonwealth Plan, Inc., an indirectly owned and controlled subsidiary of Southern	
72	Pacific Company, Southern Pacific Transportation Company, agreed that in the event that The Crystal Car Line of Chicago,	
73	Illinois, leases under Railroad Equipment Leasing Agreement, dated as of March 15, 1965, with The Commonwealth Plan, Inc.,	
74	lessor, terminates said lease with respect to any railroad equipment leased thereunder at the end of the Basic Lease Term	
75	(as defined therein), Southern Pacific Transportation Company will, at its option, assume all obligations of said lessee	
76	with respect to such equipment for the full duration of the First Extended Term of the lease (as defined therein), or will	
77	purchase such equipment from The Commonwealth Plan, Inc. for its then "amortized value" (as defined in said Loan Agreement).	Not determined

500. CONTINGENT ASSETS AND LIABILITIES

Line No.	Item (a)	Amount (b)
78	<u>M-K-T Lease of Equipment with The Commonwealth Plan</u>	
79	By agreement dated July 16, 1965, with The First National Bank of Boston, Boston, Massachusetts, acting as agent	
80	for certain investors, and in consideration of said Bank's, entering into certain loan agreements with The Commonwealth	
81	Plan, Inc., Southern Pacific Transportation Company assumed performance of all obligations of Missouri-Kansas-Texas	
82	Railroad Company, in the event of default by that company, under two Railroad Equipment Leasing Agreements, each	
83	dated July 16, 1965, as amended, with The Commonwealth Plan, Inc., as indirectly owned and controlled subsidiary of	
84	Southern Pacific Company. Pursuant to said Railroad Equipment Leasing Agreements, the Missouri-Kansas-Texas Railroad	
85	Company leased 1,000 railroad freight cars, more or less, from The Commonwealth Plan, Inc.	Not determined
86		
87	<u>Employment Discrimination - Texas Litigation</u>	
88	The Equal Employment Opportunity Commission filed suit against Southern Pacific Transportation Company on	
89	July 14, 1975, in the U.S. District Court for the Southern District of Texas claiming that the Company has engaged in	
90	discriminatory denial of employment opportunities. The EEOC bases its case on the claims of 53 current and former	
91	employees who each filed charges of discrimination with the EEOC. This case has been consolidated with 21 other	
92	employment discrimination cases against the Company. It has not been certified as a class action and there is no	
93	trial date. Other actions alleging class discrimination have been filed in Texas; none has been certified as a class	
94	action and none has been given a trial date.	Not determined

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
2				(Note 1)
3				
4	Pacific Fruit Express Company	Equipment purchase obligation due serially to May 1, 1985	1,866	Joint
5				
6				
7	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.			
8	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.			
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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 trains. 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	.76	.75				10.86	12.38
4	1J	1/3	M	2.18					.81	2.99
5	1J	1/2	M	.31	.30		.09	7.98	57.23	65.91
6										
7		Total 1J		3.25	1.06		.09	7.98	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	4,723.20	7.57		235.07	827.73	477.43	6,271.00
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 and								
24	1J			4,746.38	7.57		237.04	868.71	503.87	6,363.57
25										
26										
27		Total 1 and								
28		1J Main and								
29		Branch		10,664.88	741.85		1,336.46	1,749.71	2,527.57	17,020.47
30										
31										
32	3A	100	M						.62	.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						.62	.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	311.11
46										
47		Total 4B								
48		Main, 5								
49		Main and 5								
50		Branch		475.99	197.07		72.59	48.39	103.80	897.84
51										
52										
53										
54										
55		Total Main Line	XXX	5,150.82	929.32		1,161.48	892.97	2,111.09	11,245.68
56		Total Branch Lines	XXX	4,991.91	9.60		247.57	939.54	520.90	6,709.52
57		Grand Total	XXX	11,142.73	938.92		1,409.05	1,832.51	2,631.99	17,955.20
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.

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Line No.	Class	Name of road or track	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				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			6.07	7.07
3		Transportation	M				.10		.10
4		Company	M				.62		.62
5			M	4.41			1.46		5.87
6			B	6.86					6.86
7			B				.29		.29
8			B	.05					.05
9			B					.47	.47
10									
11									
12									
13									
14									
15		Total	XXX	11.78	.54		2.55	6.66	21.53

- 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 Trona Railway Company. Rental 3% and 6% per annum on valuation.
 Line 8: Operated by Union Pacific Railroad Company - No consideration.
 Line 9: Leased to U. S. Government (Navy Dept.). Rental 5% per annum on valuation.

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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 paragraph (18) to (21) 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 (a)	Running Tracks, Passing Tracks, Cross-overs, Etc.				Miles of yard switching tracks (h)	Total (i)	Remarks (j)
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turn-outs (f)			
1	1	M							
2	1	M				.74	.74	.74	January 1, 1979
3	1	M				.04	.04	.04	February 1, 1979
4	1	M				.03	1.06	1.09	March 1, 1979
5	1	M				.14	.13	.33	April 1, 1979
6	1	M				.06	.06	.12	May 1, 1979
7	1	M				.07	.03	.10	June 1, 1979
8	1	M					.74	.74	July 1, 1979
9	1	M				1.28	.56	1.84	August 1, 1979
10	1	M				.27	1.56	1.83	September 1, 1979
11	1	M				.07	1.30	1.37	October 1, 1979
12	1	M				1.72	3.68	5.40	November 1, 1979
13	1	M				1.30	1.90	7.20	December 1, 1979
14	1	M				.50		.90	January 1, 1979
15	1	M					.04	.04	February 1, 1979
16	1	M				.20	.74	.94	March 1, 1979
17	1	M				.02	.02	.04	April 1, 1979
18	1	M				.05	.15	.20	May 1, 1979
19	1	M				.07	.64	.71	June 1, 1979
20	1	M				.08	.50	.58	July 1, 1979
21	1	M				.21	.02	.73	August 1, 1979
22	1	M				.47	.63	1.10	September 1, 1979
23	1	M				.10		.10	October 1, 1979
24	1	M				.18	1.73	1.91	November 1, 1979
						.07	.19	.26	December 1, 1979
Total Increases						9.43	17.38	26.81	

DECREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line (a)	Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turn-outs (f)	Miles of yard switching tracks (h)	Total (i)	Remarks (j)
25	1	M							
26	1	M					.43	.43	March 1, 1979
27	1	M				.02		.02	April 1, 1979
28	1	M				.04		.04	July 1, 1979
29	1	M				.08	.56	.64	August 1, 1979
30	1	M				.06	1.75	1.81	September 1, 1979
31	1	M				.76	.37	1.33	October 1, 1979
32	1	M					.20	.20	November 1, 1979
33	1	M				.28	.04	.31	December 1, 1979
34	1	M					.14	.14	March 1, 1979
35	1	M				.16	.07	.23	June 1, 1979
36	1	M	1.93					1.63	June 1, 1979 ICC Fin.Doc. AB-12 (41)
37	1	M	3.41					1.41	June 1, 1979 ICC Fin.Doc. AB-12 (47)
38	1	M	49.56					49.56	June 1, 1979 ICC Fin.Doc. AB-12 (51)
39	1	M	13.86					13.86	June 1, 1979 ICC Fin.Doc. AB-12 (40)
40	1	M	10.41					10.41	June 1, 1979 ICC Fin.Doc. AB-12 (54)
41	1	M	19.50					19.50	June 1, 1979 ICC Fin.Doc. AB-12 (38)
42	1	M				.05		.05	July 1, 1979
43	1	M				.04		.04	September 1, 1979
44	1	M				.15	.05	.20	November 1, 1979
45	1	M					.03	.03	December 1, 1979
46	1	M	7.28					7.28	December 1, 1979 ICC Fin.Doc. AB-12 (55)
47	1	M	6.72					6.72	December 1, 1979 ICC Fin.Doc. AB-12 (58)
48	1	M	24.99					24.99	December 1, 1979 ICC Fin.Doc. AB-12 (55)
49	1	M	14.00					14.00	December 1, 1979 ICC Fin.Doc. AB-12 (37)
Total Decreases			191.76			1.64	1.65	156.83	

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:

Miles of road constructed None Miles of road abandoned None

Miles of road constructed None Miles of road abandoned None

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

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

Owned Jointly With

The Atchison, Topeka and Santa Fe Railway Company and the Union

Percentage
of Ownership

Miles

Miles

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NOTES AND REMARKS

The Atchison, Topeka and Santa Fe Railway Company and the Union
 Pacific Railroad Company
 Union Pacific Railroad Company
 The Atchison, Topeka and Santa Fe Railway Company
 The Atchison, Topeka and Santa Fe Railway Company
 City of Los Angeles
 Northwestern Pacific Railroad Company
 Gulf, Colorado and Santa Fe Railway Company and Galveston, Houston
 and Henderson Railroad Company
 Gulf, Colorado and Santa Fe Railway Company
 The Atchison, Topeka and Santa Fe Railway Company
 Pacific Railroad Company
 The Atchison, Topeka and Santa Fe Railway Company
 City of Los Angeles
 Northwestern Pacific Railroad Company
 Union Pacific Railroad Company
 Gulf, Colorado and Santa Fe Railway Company and Galveston, Houston
 Gulf, Colorado and Santa Fe Railway Company
 and Henderson Railroad Company

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

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

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

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

CHARGES ON INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS														Revised	
Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year					Units at Close of Year				Leased to others			
			Units installed			Units retired from service whether owned or leased, including reclassified units purchased or leased from others	Leased from others	Total in service of respondent (col. (b) & (d))	Aggregate capacity of units reported in col. (f) (see ins. 7)						
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts					All other units including reclassified 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														
2	Diesel-Freight B units														
3	Diesel-Passenger A units	23													
4	Diesel-Passenger B units														
5	Diesel-Multiple purpose A units	1,569	145			1		22	2	24	64,800				
6	Diesel-Multiple purpose B units	3						1,344	351	1,695	4941,000				
7	Diesel-Switching A units	519						374	100	474	594,500	21			
8	Diesel-Switching B units	4													
9	Total (lines 1 to 8)	2,118	145			5		1,740	453	2,193	5600,300	21			
10	Electric Locomotives														
11	Other self-powered units														
12	Total (lines 9, 10 and 11)	2,118	145			5		1,740	453	2,193	5,600,300				
13	Auxiliary units	4	4					8		8	XXXX				
14	Total Locomotive Units (lines 12 and 13)	2,122	149			5		1,748	453	2,201	XXXX	21			

DISTRIBUTION OF LOCOMOTIVE UNITS IN SERVICE OF RESPONDENT AT CLOSE OF YEAR, ACCORDING TO YEAR BUILT, DISREGARDING YEAR OF REBUILDING	Between Jan. 1, 1955, and Jan. 1, 1960,		Between Jan. 1, 1965, and Jan. 1, 1970,	
	Before	Between Jan. 1, 1955, and Jan. 1, 1960,	Between Jan. 1, 1965, and Jan. 1, 1970,	After Jan. 1, 1970,
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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	During Calendar Year										
		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	1975	1976	1977	1978	1979	TOTAL
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
15	Diesel	0										
16	Electric	210	299	351	605	353	105		125	145	2,193	
17	Other self-powered units											
18	Total (lines 15 to 17)	0	299	351	605	353	105		125	145	2,193	
19	Auxiliary units											
20	Total Locomotive Units (lines 18 and 19)	0	299	351	606	356	105		125	145	2,193	8
										4		
										149	2,201	

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			
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units re-written into property accounts (c)	All other units, including reclassification and second hand units purchased or leased from others (f)	Units retired from service of respondent whether owned or leased, including reclassification (g)	Owned and used	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
	(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											
23	[All class C, except CSB]											
24	Parlor cars [PBC, PC, PL, PO]											
25	Sleeping cars [PS, PT, PAS, PDS]											
26	Dining, grill and tavern cars											
27	[All class D, PD]	1						1		1	XXXX	
28	Non-passenger carrying cars											
29	[All class B, CSB, M, PSA, IA]											
30	Total (lines 21 to 27)	84						84		84	XXXX	
<i>Self-Propelled Rail Motorcars</i>												
31	Electric passenger cars											
32	[EP, ET]											
33	Electric combined cars [EC]											
34	Internal combustion rail motorcars											
35	[ED, EG]											
36	Specify types:											
37	Total (lines 29 to 32)											
38	Total (lines 28 and 33)	84										
COMPANY SERVICE CARS												
39	Business cars [PV]	38								84		
40	Boarding outfit cars [MWX]	42					18	19	1	20	XXXX	1
41	Berrick and snow removal cars					15		57		57	XXXX	
42	[MWU, MWV, MWX, MWK]	24										
43	Dump and ballast cars [MWB, MWD]	261				3	2	22		22	XXXX	
44	Other maintenance and service equipment cars	834				16	5	264	6	264	XXXX	
45	Total (lines 35 to 39)	1,199				34	25	839	7	1,201	XXXX	6
46								1,201		1,208	XXXX	7

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

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)	1,225					
42	Plain Box Cars - 50' (B200-229; B300-329)	15,575		1,925			1,910
43	Equipped Box Cars (All Code A)	4,913		18			
44	Plain Gondola Cars* (G092-392; G401-492)	3,955		62			
45	Equipped Gondola Cars (All Codes C and E)	3,116		225			
46	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)	3,169					
47	Open Top Hopper Cars - General Service (All Code H)	4,000		646			
48	Open Top Hopper Cars - Special Service (All Codes J and K)	628					
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)	8,020					566
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)	821		201			
52	Flat Cars - Multi-level (All Code V)	2,244		550			
53	Flat Cars - General Service (F101-109; F201-209)	3,797					
54	Flat Cars - Other (F111-189; 211-289; 301-389; 401, 40)	3,903					
55	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)	160					
56	Tank Cars - 22,000 Gallons & Over (T-6, T-7, T-8, T-9)	50					
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)	391					
58	Total (lines 41 to 57)	55,967		3,627			2,476
59	Caboose (All N)	843	843	50			
60	Total (lines 58, 59)	55,967	843	3,677			2,476
*Box unequipped (which relates to incentive per diem order) *applicable to XF boxcars		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							Line No.
Changes during year (Concluded)	Units At Close of Year						
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. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Time-mileage cars	All other			
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
445	508	272	780		40,666		41
390	12,700	6,320	19,020		1,066,100	142	42
45	3,264	1,622	4,886		364,515	15	43
96	3,563	358	3,921		355,616		44
124	3,111	106	3,217		254,427		45
189	2,826	154	2,980		255,484	62	46
99	3,738	809	4,547		440,840		47
14	614		614		61,400		48
794	5,747	2,045	7,792		585,296	59	49
						4,696	50
133	616	273	889		67,978		51
5	2,581	208	2,789		118,923		52
169	2,943	685	3,628		277,738		53
319	3,225	359	3,584		278,022	8	54
6	154		154		1,540		55
	50		50		1,200		56
7	384		384		24,755		57
2,835	46,024	13,211	59,235		4,194,500	4,982	58
13	667	213	xxxxxxxxxx	880	xxxxxxxxxxxx	4	59
2,848	46,691	13,424	59,235	880	4,194,500	4,986	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						
68	Mechanical refrigerator			NONE			
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
							66
		NONE					67
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NOTES AND REMARKS

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 line freight charges and handling charges.

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

6. All unequipped boxcars 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.	145	22,030	97,505	
5	" Slug	4	524	821	
6					
7					
8	Freight Train Cars:				
9	Box (XM)(XP)	1,943	63,887	77,506	
10	Gondola (GTS)(GBSR)(GB)(GBS)	287	10,217	10,394	
11	Hopper (HM)	646	19,057	20,648	
12	Flat (FA)	550	29,700	21,388	
13	Prototype Flat (FC)	1	35	281	
14	Bay Window Caboose	50	1,463	3,218	
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	TOTAL	3,626	XXXX	231,761	XXXX

REBUILT UNITS

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

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	(501)	(124)		(625)
Capital gains adjustment	(595)	(692)		(1,287)
Involuntary conversions	1,657	1,772		3,429
Adjust property taxes	(1,982)	53		(1,929)
Labor overhead capitalized	922	1,085		2,007
Group life insurance adjustment	139	-		139
Reduction - Premium stab. reserve	(505)	-		(605)
Payroll taxes accrued not paid	(522)	(257)		(779)
Gains and discount-U.S.Govt. securities	48	253		301
Profits on bonds & equipt trusts	971	729		1,700
Net capitalized repairs	(12,437)	5,048		(7,389)
Reserve for possible claims	(720)	-		(720)
Small tools expense	(247)	-		(247)
Minor items (less than \$100,000)	(3)	(15)		(18)
Allocated to or from other affiliates	988	708		1,696
Acquisition expenses	(217)	(498)		(715)
Rail welding costs capitalized	1,722	783		2,505
Abandonments	-	(1,748)		(1,748)
Royalties in suspense	-	(288)		(288)
Total Line 4	(11,382)	6,809		(4,573)

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
	26	70	1,950	2,970		16
			29	36		17
		1		40		18
	26	69	1,979	2,966		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	26,124	XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX	1,511,335	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 Heller, Inc.	Indirect-Pacific Motor	March 19, 1959
2	San Francisco, California	Trucking Company	
3	Pacific Motor Transport Company,	Direct	October 16, 1928
4	San Francisco, California		(See note 1)
5	Pacific Motor Trucking Company,	Direct	July 1, 1933
6	San Francisco, California		
7	Southern Pacific Transport 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 - Freight density of 20 million or more gross ton-miles per mile per year (including track over which passenger service is provided—see Category F)

B - Freight density of 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 - Freight density of 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 - Freight density of 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, E, and Potential Abandonments, as appropriate)

F - Track over which any passenger service is provided (other than potential abandonments); however, if annual freight 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.

4. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

Note: For line segments containing more than single tracks, the total density over the route shall be used to determine track category.

Note: To determine average density, total track miles (route miles times number of tracks) rather than route miles shall be used.

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 (a)	Mileage of tracks at end of period (b)	Average annual traffic density in millions of gross ton-miles per mile** (c)	Average running speed limit (d)	Average speed reduction per slow order track mile (e)	Track miles under slow orders at end of period (f)
1	A	5,414.07	28.77	53.0	9.01	783.02
2	B	1,422.76	6.86	37.8	12.68	470.78
3	C	1,683.72	2.71	31.1	10.61	478.90
4	D	2,585.36	.39	23.8	10.61	1,229.71
5	E	4,020.30	Unavailable	10.0	6.97	660.17
6	F	1,185.69	XXXXXXX	XXXX	XXXX	374.15
7	Potential abandonments	516.40	XXXXXXXXX	24.54	6.11	48.71
8	Total	16,828.30	15.84 *	31.67	9.82	4,045.44

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 cross-ties laid in replacement							Total (i)	Switch and Bridge Ties (Board feet) (j)	% of Spot Maintenance (k)
		New Ties			Second-hand ties						
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)			
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)				
1	A	528,571						528,571	*	23.77	
2	B	93,631						93,631	*	44.01	
3	C	264,621						264,621	*	21.17	
4	D	63,246						63,246	*	6.44	
5	E	168,140						168,140	*	86.24	
6	F	12,379						12,379	*	100.00	
7	Potential Abandonments	23,509						23,509	*	81.25	
8	Total	1,154,097						1,154,097	1,240,170	33.28	
Remarks * Unavailable											

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 (b) 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 (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)	
1	T	73,260	\$ 14.03	\$ 1,029	610,856	\$ 358.51	\$ 219	Treated
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	73,260	14.03	1,029	610,856	358.51	219	
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid 6.70							
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 17.87							

723. RAILS LAID IN REPLACEMENT

(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		Percent of spot maintenance (h)
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)		
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)				
1	A	254.46	5.01	309.24	51.82	563.70	56.83	8.98	
2	B	2.21	.78	25.82	11.54	28.03	12.32	21.17	
3	C	.01	.19	33.81	10.97	33.82	11.16	22.10	
4	D	.08	.24	14.02	14.35	14.10	14.59	50.40	
5	E	.87	5.85	29.29	68.30	30.16	74.15	75.31	
6	F	16.18	4.62	16.41	3.24	32.59	7.86	28.06	
7	Potential Abandonments	-	-	.08	4.00	.08	4.00	61.28	
8	Other	-	-	-	-	-	-	-	
9	TOTAL	273.81	16.69	428.67	164.22	702.48	180.91	20.84	

Remarks

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	3	1	395.98	90	32	13	395.98
2	2	119	62	25	395.98	119	319	126	395.98
3	2	132	9	4	395.98	132	2	1	395.98
4	2	136	113	47	395.98	136	43	17	395.98
5									
6	4	90	100	3	30.00	85	152	4	30.00
7	4	110	392	12	30.00	90	194	6	30.00
8	4	112	110	3	30.00	110	290	9	30.00
9	4	113	108	3	30.00	112	252	8	30.00
10	4	115	51	2	30.00	115	1,379	41	30.00
11	4	119	80	2	30.00	119	220	7	30.00
12	4	132	126	4	30.00	130	47	1	30.00
13	4	136	186	6	30.00	132	248	7	30.00
14						136	390	12	30.00
15									
16	Total	X X X	1,340	112		X X X	3,568	252	
17	See Note, Page 106								6.70
18	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid								17.87
19	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid								
19	Track-miles of welded rail installed this year 30.66 : total to date								

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)
1	Pounds 127-141	14.90		
2	136	3,166.12		
3	131-132	1,623.80		
4	130	23.81		
5	119	565.75		
6	115	265.46		
7	112-113	2,659.49		
8	110	353.65		
9	90	1,337.73		
10	80-85	541.75		
11	75-76	936.58		
12	70-72	38.58		
13	65-66	.19		
14	60-62	67.58		
15	52-57	.40		
16	TOTAL	11,595.79		

726. SUMMARY OF TRACK MAINTENANCE

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

2. In column (e), (f), 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 Cross-ties (b)	Switch and Bridge Ties (Board Feet) (c)	Percent replaced (d)	Miles of rail replaced (rail-miles) (e)		Miles surfaced (h)	Percent surfaced (i)
1	A	528571	*	3.20	620.53	515,960	592.29	10.94
2	B	93631	*	2.15	45.35	89,553	97.14	6.83
3	C	264621	*	5.81	44.98	184,539	208.90	12.41
4	D	63246	*	9.04	28.69	115,653	123.46	4.48
5	E	168140	*	1.74	104.31	75,932	61.30	1.53
6	F	12379	*	.34	40.45	68,865	69.14	5.83
7	Potential abandonments	23509	*	1.68	4.08	18,668	18.77	3.64
8	Total	1154097	3240170	2.45	883.39	1,069,170	1,171.00	6.96

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 Cross-ties (b)	Switch and Bridge Ties (Board Feet) (c)	Percent replaced (d)	Miles of rail replaced (rail-miles) (e)		Miles surfaced (h)	Percent surfaced (i)
1	Current year	1154097	3240170	2.45	883.39	1,069,170	1,171.00	6.96
2	First preceding	1322661	*	2.81	1,258.11	987,404	1,615.69	9.63
3	Second preceding	1288588	*	2.70	1,170.43	891,218	1,580.10	9.18
4	Third preceding	1091152	*	2.28	966.70	1,092,340	1,232.20	7.11
5	Fourth preceding	810881	*	1.69	703.66	802,848	Unavailable	Unavailable
6	Fifth preceding	819698	*	1.70	832.23	1,092,340	"	"
7	Sixth preceding	805405	*	1.67	950.29	1,232,232	"	"
8	Seventh preceding	1060680	*	2.20	1,083.23	1,083,264	"	"
9	Eighth preceding	158420	*	3.25	1,207.47	947,944	"	"
10	Ninth preceding	731332	*	1.52	654.60	768,104	"	"

REMARKS

* Unavailable

Road Initials: SPTCo

Year 19.79

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 (a)	Monetary Amount of Deferred Maintenance	
		End of the Year (b)	Beginning of the Year (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	Cross-ties		
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.

PC 138100

SOUTHERN PACIFIC TRANSPORTATION COMPANY

1979 3

NOTES AND REMARKS

The difference of \$1,075 between 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)		3,006
Schedule 724, Columns (d) and (h)	364	
Amount chargeable to Additions and Betterments	<u>1,567</u>	<u>1,931</u>
Difference		1,075

Detail:

Prior Year adjustment	185
Ribbon Rail welding	1,233
Miscellaneous adjustments	<u>(343)</u>
	1,075

SCHEDULE 729-A—REVENUES OBTAINED

	Thousands
1. Total revenues from Ex Parte No. 305 during year	\$ 99,190
2. Allowance for increased cost of materials and supplies other than fuel (not to exceed 3 percentage points of the authorized increase)	31,140
3. Allowance for increased income taxes ¹	10,909
4. Yield from Ex Parte No. 305 during year [1-(2 + 3)]	57,140

¹The allowance for income taxes should include the effect of applicable tax benefits. The tax allowance shown on line 3 is on an incremental basis. (See accounting circular 150.)

**SCHEDULE 729-B—FUNDS SEGREGATED IN ACCOUNT 176, CAPITAL AND OTHER RESERVE FUNDS
(EX PARTE NO. 305 REVENUES ONLY)**

	Thousands
1. Balance at beginning of year	\$ 1,342
2. Funds received from increased revenues	68,049
3. Income from investment of earmarked funds	-
4. Income taxes applicable to funds received and income from investments	10,909
5. Total Ex Parte No. 305 funds available (lines 1 + 2 + 3 + 4)	58,482
<i>Funds disbursed</i>	
6. a. Deferred maintenance	-
7. b. Capital improvements	58,482
8. c. Current operations ¹	-
9. Total disbursements (total of lines 6 through 8)	58,482
10. Balance of Ex Parte No. 305 revenues in account at close of year (line 5 - line 9)	-

¹Include disbursements for the transfer of funds to account 701, which have been authorized by the Commission.

SCHEDULE 729-C—DEFERRED MAINTENANCE, ROADWAY AND EQUIPMENT AT YEAR END

		Monetary amount of deferred maintenance	
		End of the year	Beginning of the year
		Thousands ¹	
Roadway:			
1. Tracks (total from Schedule 728)	None	\$	\$
2. Other roadway accounts ²			
3. Total roadway (lines 1 + 2)			
Equipment:			
4. Freight train cars			
5. Locomotives			
6. Work equipment			
7. All other equipment			
8. Total equipment (lines 4 through 7)			
9. Grand total—roadway and equipment (lines 3 + 8)			

¹Costs should be expressed in terms of wage rates and prices as of the end of the current report year.

²Includes bridges and tunnels, buildings, shops and enginehouses, wharves and docks, communications and signaling, and other roadway facilities.

SCHEDULE 729-D—CAPITAL IMPROVEMENTS AT YEAR END

		Amount Thousands ¹
1. Total roadway		\$
2. Total equipment	None	
3. Other elements of investment		
4. Construction in progress		
5. Grand total—all investment accounts (lines 1 through 4)		

¹Costs should be expressed in terms of wage rates and prices as of the end of the current reporting year.

SCHEDULE 729-E—EQUIPMENT DATA AT YEAR END

Line No.	Type of car (a)	Number owned or leased (b)	Home cars undergoing or awaiting repairs	
			Number (c)	Percent (d)
			<i>(whole numbers)</i>	
1.	Boxcars	24,686	1,022	4
2.	Refrigerator cars	7,792	657	8
3.	Gondolas	7,138	211	3
4.	Hoppers	5,161	131	3
5.	Covered hoppers	2,980	109	4
6.	Flatcars	10,890	530	5
7.	Other revenue cars	588	27	5
8.	Total—revenue cars	59,235	2,556	4
9.	Company service cars	1,208	50	4
Line No.	Locomotives (a)	Number owned or leased (b)	Number serviceable (c)	Number unserviceable (d)
10.	Locomotive units	2,201	1,793	408

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	340,025,013			
2	Passenger	1,898,909			
3	Yard switching	12,002,538	NONE	NONE	NONE
4	Total	353,936,460			
5	Cost of Fuel*	\$ 186,949	\$	\$	\$
6	Work Train	610,092			

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	NONE		
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 derailling 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	Interlocking	Automatic signals (automatic interlocking)	Derails on one line, no protection on other	Hand-operated signals, without interlocking	Gates	Total specially protected	Total not specially protected	Grand total
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	Number at beginning of year	35	41	4		14	94	90	184
2	Crossings added: New crossings								
3	Change in protection								
4	Crossings eliminated: Separation of grade								
5	Change in protection		1				1		1
6	Other causes		5				5	1	6
7	Number at close of year	35	35	4		14	88	89	177
	Number at Close of Year by States:								
8									
9	California	6	15	3			24	30	54
10	Nevada								
11	Utah								
12	Oregon							4	4
13	Arizona		1				1	2	3
14	New Mexico								
15	Texas	23	18	1		8	50	21	71
16	Louisiana	6	1			6	13	32	45
17									
18									
19									
20									
21									
22									
23									
24									
25									

766. GRADE CROSSINGS - Continued
B - Railroad With Highway

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 or visible 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 (n), 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)	Total "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		2,663	1,542	6				1	287	4,499	5,795	1,056	95	156	11,601
2	Added: By new, extended or relocated highway		26	5					1	1	32	7	4			43
3	By new, extended or relocated railroad		2						1	1	34	8	4			46
4	Total added		28	5							4	11	2		5	22
5	Eliminated: By closing or relocation of highway		4													
6	By relocation or abandonment of railroad		16	8					9	33	30	70				133
7	By separation of grades		5	1					1	7						7
8	Total eliminated		25	9					10	44	41	72			5	162
9	Changes in protection: Number of each type added		138	14					2	154			24			154
10	Number of each type deducted			60					13	73	57	(90)	(92)		(5)	(116)
11	Net of all changes		141	(50)					(20)	71	(90)	(90)	(92)		151	11,485
12	Number at close of year		2,804	1,492	6				1	267	4,570	5,705	964	95	151	11,485
13	Number at close of year by States															
14	California		1,794	736	2				92	2,622	1,395	629		59	92	4,792
15	Nevada		33	21					2	56	71				7	134
16	Utah			9											1	12
17	Oregon		276	77					53	406	1,052					1,458
18	Arizona		174	49					1	13	237	304	64		20	625
19	New Mexico		8	5							13	35	14		7	69
20	Texas		420	510	4				84	1,018	2,271	257		7	24	3,577
21	Louisiana		99	85					25	209	575			29		813
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)	Underpass (Railroad above highway)	TOTAL
		(b)	(c)	(d)
1	Number at beginning of year	877	717	1,594
2	Added: By new, extended or relocated highway	4		4
3	By new, extended or relocated railroad			
4	By elimination of grade crossing	3	1	4
5	Total added	7	1	8
6	Deducted: By closing or relocation of highway			
7	By relocation or abandonment of railroad	2		2
8	Total deducted	2		2
9	Net of all changes	5	1	6
10	Number at close of year	882	718	1,600
	Number at close of year by States:			
11				
12	105 California			
13	128 Nevada	525	302	827
14	144 Utah	17	9	26
15	137 Oregon	2	-	2
16	103 Arizona	91	75	166
17	131 New Mexico	44	41	85
18	148 Texas	10	10	20
19	118 Louisiana	165	268	433
20		28	13	41
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 to 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 bases on which revenues, expenses, taxes, interest on investment, and other items, if any, related to the facility are apportioned among the carriers using the facility or otherwise deriving benefit therefrom.

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

4. Under 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 computer 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 \$50,000.00 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 requirements 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 regulation, 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 - None

1 (b) Other railway companies:

Agreement between The Western Pacific Railroad Company called "WP" and Southern Pacific Railroad Company called "SP", dated 2-1-79, covering pooling service, payments by WP \$27.00 per car handled. "SP" to receive \$18,000.00 for each calendar year for property taxes and track charges.

Agreement between The Atchafalaya, Topeka and Santa Fe Railway Company and Southern Pacific Transportation Company, dated 7-3-79, covering joint facility operations for Miller Brewing Company at Irwindale, California. Provisions relating to construction, maintenance and operations with respect to ownership and payments to Santa Fe as Agent for SPTCo., to perform service at agreed value of \$91,372.00.

1 (c) Steamboat or steamship companies - None

1 (d) Telegraph Companies - None

1 (e) Telephone Companies - None

1 (f) Equipment purchased under conditional sales contracts:

Agreement between National Railroad Passenger Corporation (AMTRAK) and Southern Pacific Transportation Company, dated 5-14-79, covering lease of 15 locomotives by SP at \$325.00 per unit per day. Said agreement will automatically terminate June 4, 1979 with return of final five units.

1 (g) Routing traffic of Affiliated Companies - None

1 (h) Other contracts:

Agreement between Port of Houston Authority of Harris County, Texas and Southern Pacific Transportation Company, dated 1-2-79, covering use of facilities for loading and unloading containers for established hourly rates on monthly billing basis.

Agreement between Canadian National Railway Company and Southern Pacific Transportation Company dated 5-9-79, covering the overhaul and operating of 12, SP diesel locomotives by CN at \$80,000.00 per unit.

Agreement between Kennecott Copper Corporation and Southern Pacific Transportation Company covering increase of charges at the rate of one hundred twenty dollars per hour, agreement dated 1-8-79, effective 2-1-79.

Agreement between Dr. Atchafalaya, Topeka and Santa Fe Railway Company and Southern Pacific Transportation Company, dated 1-23-79, covering increase for handling cars in barging service to \$325.00 per car, effective 1-1-79.

Agreement between Chicago, Rock Island and Pacific Railroad Company and Southern Pacific Transportation Company dated 3-19-79, covering rehabilitation of road bed at a total cost of \$5,029,709.00, effective 4-1-79.

Agreement between Kaiser Steel Corporation and Southern Pacific Transportation Company dated 7-1-79 covering lease of Learjet Aircraft and relating to Kaiser's management, maintenance, storage and operational services. SPTCo. shall pay Kaiser the total sum of \$163,399.92 plus additional management costs.

Agreement between (1) Kingling Bros., and Harmon & Bailey, combined Shows, Inc., and Southern Pacific Transportation Company, dated 8-20-79 and 7-6-79, covering movement of 38 cars and second movement of 39 cars of circus movement over lines of railroad, revenue paid SPTCo. amounting to \$97,997.50 covering line haul of approximately 2,407 miles.

Agreement between Ferrocarriles Nacionales de Mexico and Southern Pacific Transportation Company, dated 1-23-79, covering rental of diesel locomotives owned by SPTCo., used to move linked mineral ore trains between Eagle Pass, Texas and Monterrey, Mexico. Payments received January through March 1979, for rental of diesels amount to \$94,956.41.

Agreement between National Metal and Steel Corporation and Southern Pacific Transportation Company dated 10-24-79 covering sale of damaged freight cars and locomotives, at or near Thousand Palms, California, payment to SPTCo. in the amount of \$161,200.00.

Amendment Agreement changes between National Railroad Passenger Corporation (AMTRAK) and Southern Pacific Transportation Company, covers various amendment changes during calendar year 1979. Changes reflect non-labor costs, officers' wages, train and engine crew wages, equipment, maintenance, special trains, relocation of operations, Agreement of Wages and Exempt Wages. Summary of effort in AMTRAK monthly payments to SPTCo., \$163,926.00.

Supplemental Agreement between United States Postal Service and Southern Pacific Transportation Company, dated 9-13-79, covering indefinite rate for use for contract E-SF-721, effective 9-13-79.

850. COMPETITIVE BIDDING-CLAYTON ANTI-TRUST ACT

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

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

In column (d), 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	Diesel Electric						General Electric Co.
2	Locomotive Units of	5-21-79	B-211	Two	Purchase Order	7-12-79	P. O. Box 3736
3	2000 and/or 3000						San Francisco, CA
4	horsepower						94119
5							Director: Edmund W.
6							Littlefield
7							
8	Purchase and sale of						Pacific Fruit
9	such materials, supplies						Express Company
10	and equipment, including						116 New Montgomery St.
11	rolling stock; also,	5-30-79	B-212	One	Purchase Order,	7-18-79	San Francisco, CA 94105
12	perform such main-				Sale Order or		Officers:
13	tenance and construc-				Contract		A. D. DeMoss
14	work as may be						F. E. Kriebel
15	required.						H. A. Waterman and
16							R. L. King
17							
18							
19	Non-woven continuous						Monsanto Textiles Co.
20	filament needle						800 N. Lindberg Blvd.
21	punched, 6-10 DPF						St. Louis, Missouri
22	denier, 6 oz/yd 2 -	6-12-79	B-213	One	Purchase Order	8-6-79	67166
23	16 oz/yd 2, polyester						Director: John W.
24	engineering fabric						Hanley
25	for soil stabilization						
26	and drainage suitable						
27	for railroad track						
28	beds.						
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 111 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 \$50,000.

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

5. Also include in column (d) all remuneration paid, directly or indirectly, in the form of securities, options, warrants, rights or other property. Furnish particulars concerning any options, warrants, or rights issued or granted during the year including prices, expiration dates and other information relating to exercise of the options, warrants, or rights. Specify the amount of such securities or assets so entitled to be purchased by each officer, director, etc. (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. Biagini	Chairman	(1a) \$340	(A) 25
2	B. F. Biagini	Chairman	(1a) (3) 380	(B) 47
3				(C) 11
4	D. K. McNear	President	(1b) 190	(A) 10
5	D. K. McNear	President	(1b) 10	(B) 30
6	D. K. McNear	President	(1b) 225	(C) 6
7	P. E. Kriebel	Executive Vice President	165	(A) 8
8				(B) 24
9				(C) 5
10	E. J. McLean	Executive Vice President - Finance	160	(A) 8
11				(B) 24
12				(C) 5
13	R. L. King	Vice President - Traffic	140	(A) 7
14				(B) 21
15				(C) 4
16	A. D. DeMoss	Vice President - Operations	120	(A) 8
17				(B) 12
18				(C) 4
19	L. E. Hoyt	Vice President	110	(A) 5
20				(B) 14
21				(C) 1
22	W. E. Denton	Vice President	100	(A) 5
23				(B) 15
24				(C) 3
25	D. L. Fraught	Vice President and Controller	100	(A) 5
26	D. L. Fraught	Vice President	(6) 100	(B) 55
27				(C) 3
28	W. A. Waterman	General Counsel	81	(A) 7
29	W. A. Waterman	Vice President and General Counsel	(2) 95	(B) 14
30				(C) 3
31	R. C. Hudson	Vice President - Sales	89	(A) 4
32	R. C. Hudson	Vice President - Tariffs and Divisions	(A) 89	(B) 15
33				(C) 1
34	J. J. Corrigan	General Solicitor	85	(A) 4
35				(B) 13
36				(C) 5
37	T. A. Miller	General Solicitor	75	(A) 4
38	T. A. Miller	General Commerce Counsel	(2) 85	(B) 31
39				(C) 3
40	P. C. Vajta	Vice President - Marketing	83	(A) 4
41				(B) 12
42				(C) 1
43	J. E. Meyers, M.D.	Chief Medical Officer	78	(A) 4
44			(5) 84	(B) 12
45				(C) 2
46	J. W. Gernaby	Vice President - Management Services	40	(A) 4
47				(B) 17
48				(C) 2
49	W. E. Still	General Attorney	65	(A) 4
50			(3) 74	(B) 11
51				(C) 1
52	J. M. Smith	Senior General Attorney	74	(A) 7
53			(5) 79	(B) 11
54				(C) 2
55	A. I. Weber	Senior General Attorney	75	(A) 3
56				(B) 11
57				(C) 2

900. COMPENSATION OF OFFICERS, DIRECTORS, ETC. - CONTINUED

(1) Includes payment as follows:

(a) Southern Pacific Transportation Company - as Chairman	\$295,000
(a) St. Louis Southwestern Railway Company - as Chairman of Board	45,000
(a) Southern Pacific Transportation Company - as Chairman	335,000
(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
(b) Southern Pacific Transportation Company - as President	205,000
(b) St. Louis Southwestern Railway Company - as President	10,000

(2) Salary as of February 1, 1979.

(3) Salary as of June 1, 1979.

(4) Effective August 1, 1979.

(5) Salary as of October 1, 1979.

(6) Effective December 1, 1979.

(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.

Southern Pacific Stock Option Plan

There were no options granted during 1979 to employees of Southern Pacific Transportation Company.

Options exercised during 1979: 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 \$50,000.

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

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				
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15				
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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

E. L. Johnson makes oath and says that he is 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

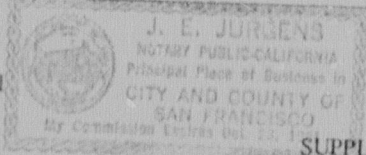
January 1, 19 79, to and including December 31, 19 79

E. L. Johnson
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 24th day of March, 19 80

My commission expires

Use an
L.S.
impression seal



(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of 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

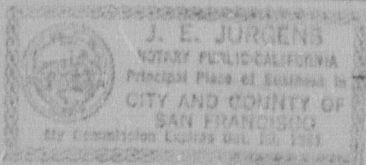
January 1, 19 79, to and including December 31, 19 79

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 24th day of March, 19 80

My commission expires

Use an
L.S.
impression seal



(Signature of officer authorized to administer oaths)

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