

RC-126100 SOUTHERN RAILWAY COMPANY 1980 1

ORIGINAL

RC 126100

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ORIGINAL

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CLASS I RAILROADS
APPROVED BY GAO
B-180230 (R0470)
EXPIRES 3-31-83

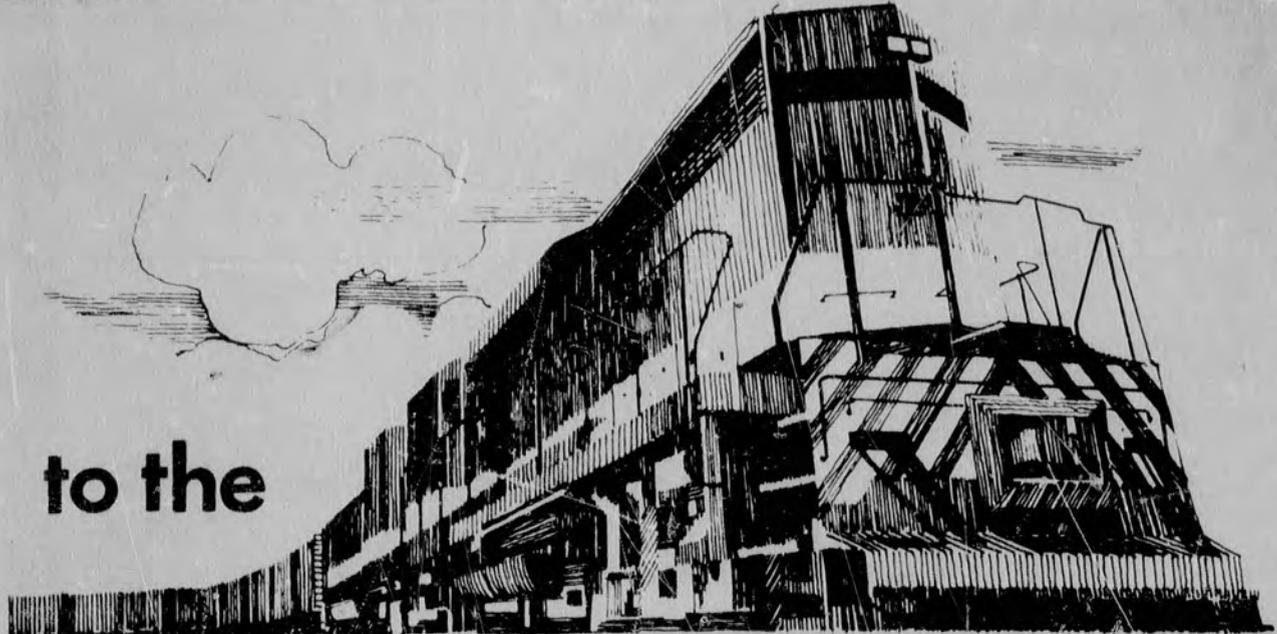
annual report

Class

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	RC000290 SOUTHERRAIL 1 0 0 126100 SOU SOUTHERN RAILWAY COMPANY 920 15TH ST NW WASHINGTON DC 20005
Correct name and address if different than shown.	Full name and address of reporting carrier. (Use mailing label on original, copy in full on duplicate.)



to the

Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1980

NOTICE

1. This Form for annual report should be filled out in triplicate and two copies returned to the Interstate Commerce Commission, Bureau of Accounts, P.O. Box 2040, Rockville Pike Station, Rockville, MD. 20852, by March 31, of the year following that for which the report is made. One copy should be retained in respondent's files. Attention is specially directed to the following provisions of Part I of the Interstate Commerce Act:

(49 U.S.C. 11145) The Commission is hereby authorized to require annual, periodical, or special reports from carriers, lessors, * * * (as defined in this section), to prescribe the manner and form in which such reports shall be made, and to require from such carriers, lessors, * * * specific and full, true, and correct answers to all questions upon which the Commission may deem information to be necessary, classifying such carriers, lessors, * * * as it may deem proper for any of these purposes. Such annual reports shall give an account of the affairs of the carrier, lessor, * * * in such form and detail as may be prescribed by the Commission.

(11145) Said annual reports shall contain all the required information for the period of twelve months ending on the 31st day of December in each year, unless the Commission shall specify a different date, and shall be made out under oath and filed with the Commission at its office in Washington within three months after the close of the year for which report is made, unless additional time be granted in any case by the Commission.

(11144) Any person who shall knowingly and willfully make, cause to be made, or participate in the making of, any false entry in any annual or other report required under this section to be filed, * * * or shall knowingly or willfully file with the Commission any false report or other document, shall be deemed guilty of a misdemeanor and shall be subject, upon conviction in any court of the United States of competent jurisdiction, to a fine of not more than five thousand dollars or imprisonment for not more than two years, or both such fine and imprisonment: * * *

(11501) Any carrier or lessor, * * * or any officer, agent, employee or representative thereof, who shall fail to make and file an annual or other report with the Commission within the time fixed by the Commission, or to make specific and full, true, and correct answer to any question within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

(11141) As used in this section * * * the term "carrier" means a common carrier subject to this part, and includes a receiver or trustee of such carrier; and the term "lessor" means a person owning a railroad, a water line, or a pipe line, leased to and operated by a common carrier subject to this part, and includes a receiver or trustee of such lessor, * * *

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

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

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

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

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

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

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

Operating companies are broadly classified, with respect to their operating revenues, according to the following general definitions:

Class I companies are those having annual operating revenues of \$50,000,000, or more. For this class, Annual Report Form R-1 is provided.

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

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

All switching and terminal companies will be designated class III railroads.

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

Commission means the Interstate Commerce Commission. Respondent means the person or corporation in whose behalf the report is made. The Year means the year ended December 31 for which the report is made. The Close of the Year means the close of business on December 31 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the close of the period covered by the report. The Beginning of the Year means the beginning of business on January 1 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the beginning of the period covered by the report. The Preceding Year means the year ended December 31 of the year next preceding the year for which the report is made. The Uniform System of Accounts for Railroad Companies means the system of accounts in Part 1201 of Title 49, Code of Federal Regulations, as amended.

Road Initials: SOU

Year 1980

ANNUAL REPORT

OF

SOUTHERN RAILWAY COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1980

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

(Name) John H. Dewey (Title) A.V.P. Corporate Accounts

(Telephone number) 202 (Area code) 383-4466 (Telephone number)

(Office address) 920 - 15th Street, N.W. Washington, D.C. 20005
(Street and number, city, State, and ZIP code)

SPECIAL NOTICE

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

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

<u>Docket</u>	<u>Title</u>	<u>Decision Date</u>
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ESTIMATE OF REPORTING BURDEN

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

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

Total hours (Estimated) 627

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A. SCHEDULES OMITTED BY RESPONDENT

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

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

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

Page	Schedule No.	Title
		None

B. IDENTITY OF RESPONDENT

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

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

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

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

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

2. Date of incorporation June 18, 1894

3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees

Organized under and by virtue of an act of the assembly of the State of Virginia approved February 20, 1894.

4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars.

No change during the year

STOCKHOLDERS REPORTS

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

Check appropriate box:

Two copies are attached to this report.

Two copies will be submitted _____ (date)

No annual report to stockholders is prepared.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ No Par per share, first preferred, \$ Par per share, second preferred, \$ None per share; debenture stock, \$ None per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? # If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges. See Note on Page 4E
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing See Note on Page
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 16,498,262 votes, as of See Note on Page 4E (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. 30,794 stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	PREFERRED Second (e)	First (f)
1	Bankers Trust Co.	New York, N.Y.	1,144,089	See Line 1 Page	4	4
2	The Chase Manhattan Bank	New York, N.Y.	1,141,607	See Line 2 Page	4	4
3	Morgan Guaranty Trust	New York, N.Y.	534,396	See Line 3 Page	4	4
4	Midwest Stock Exchange	Chicago, Ill.	492,813	See Line 4 Page	4A	4A
5	Trust Company Bank	Atlanta, Ga.	455,835	See Line 5 Page	4A	4A
6	Penn Virginia Equities Corp.	Philadelphia, Pa.	400,000	400,000		
7	First & Merchants Nat'l.	Richmond, Va.	375,571	See Line 7 Page	4A	4A
8	Bank of New York	New York, N.Y.	288,377	See Line 8 Page	4A	4A
9	Pacific Sec. Depos. Tr. Co.	San Francisco, Ca.	276,879	See Line 9 Page	4A	4A
10	National Bank of Detroit	Detroit, Mich.	262,713	See Line 10 Page	4B	4B
11	State Street Bank & Trust	Boston, Mass.	240,807	See Line 11 Page	4B	4B
12	Bradford Trust Co.	New York, N.Y.	234,705	See Line 12 Page	4B	4B
13	Riggs National Bank	Washington, D.C.	223,894	See Line 13 Page	4B	4B
14	Citibank	New York, N.Y.	213,981	See Line 14 Page	4B	4B
15	Manufacturers Hanover	New York, N.Y.	205,548	See Line 15 Page	4B	4B
16	Treasurer State of Ohio	Columbus, Ohio	200,000	200,000		
17	United California Bank	Los Angeles, Ca.	169,273	See Line 17 Page	4B	4B
18	Chemical Bank	New York, N.Y.	161,337	See Line 18 Page	4C	4C
19	Irving Trust Co.	New York, N.Y.	139,723	See Line 19 Page	4C	4C
20	Minnesota St. Bd. Investment	St. Paul, Minn.	137,000	See Line 20 Page	4C	4C
21	Wachovia Bank & Trust Co.	Winston-Salem	121,602	See Line 21 Page	4C	4C
22	Union Bank	Los Angeles, Ca.	120,040	See Line 22 Page	4C	4C
23	First Jersey Nat'l. Bank	Jersey City, N.J.	111,440	See Line 23 Page	4C	4C
24	New England Merchants Nat'l. Bk.	Boston, Mass.	100,930	See Line 24 Page	4C	4C
25	First Nat'l. Bk. of Boston	Boston, Mass.	100,158	See Line 25 Page	4D	4D
26	Wells Fargo Bank	San Francisco, Ca.	98,502	See Line 26 Page	4D	4D
27	First Nat'l. Bk. of Cinn.	Cincinnati, Ohio	86,575	See Line 27 Page	4D	4D
28	Mercantile Depos. & Tr. Co.	Baltimore, Md.	84,562	See Line 28 Page	4D	4D
29	Travelers Insurance Co.	Hartford, Ct.	82,349	See Line 29 Page	4D	4D
30	United Va. Bank/First Nat'l.	Lynchburg, Va.	79,865	See Line 30 Page	4D	4D

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 13,532,780
votes cast.
11. Give the date of such meeting. May 27, 1980
12. Give the place of such meeting. Richmond, Va.

NOTES AND REMARKS

In accordance with notification of the Interstate Commerce Commission dated February 14, 1974, as published in the Federal Register on February 22, 1974, "Annual Report of Carriers - Identity of Large Stockholders", registered holders are grouped under banks or other institutions for which the registered holder acts as Nominee.

	Total	Common	First Preferred
Line 1: <u>Bankers Trust Co., New York, N.Y.:</u>			
Cede & Co.	739,826	706,316	33,510
Sior & Co.	167,000	167,000	-
Batrus & Co.	136,752	136,752	-
Linvar & Co.	45,000	45,000	-
Eddy & Co.	14,377	14,377	-
Pepa & Co.	11,600	11,600	-
Infid & Co.	8,525	8,385	140
Frank & Co.	5,345	5,345	-
Farnum & Co.	4,680	4,680	-
Salkeld & Co.	3,000	3,000	-
Varlin & Co.	3,000	3,000	-
Guadi & Co.	2,584	684	1,900
Lazell & Co.	1,150	1,150	-
Falk & Co.	650	650	-
Subse & Co.	600	600	-
	<u>1,144,089</u>	<u>1,108,539</u>	<u>35,550</u>
Line 2: <u>The Chase Manhattan Bank:</u>			
Cede & Co.	1,137,307	1,135,513	1,794
Chasavco	4,000		4,000
Cudd & Co.	300	300	-
	<u>1,141,607</u>	<u>1,135,813</u>	<u>5,794</u>
Line 3: <u>Morgan Guaranty Trust Company of New York:</u>			
Cede & Co.	158,190	158,080	110
Kelly & Co.	77,710	77,710	-
Shaw & Co.	54,800	54,800	-
Scheu & Co.	54,455	54,455	-
Lynn & Co.	40,000	40,000	-
Ince & Co.	27,347	27,347	-
Powers & Co.	24,640	24,640	-
Genoy & Co.	19,274	19,274	-
Carson & Co.	17,460	17,460	-
Schopp & Co.	12,837	12,837	-
#Tepe & Co.	10,714	9,856	858

(Continued on Page 4-A)

NOTES AND REMARKS

(Continued from Page 4)

	<u>Total</u>	<u>Common</u>	<u>First Preferred</u>
Line 3: Morgan Guaranty Trust Company of New York			
Kingsley & Co.	10,477	10,477	-
Scort & Co.	8,853	8,853	-
Sifone & Co.	5,000	5,000	-
Morsavco & Co.	4,400	4,400	-
Tege & Co.	3,100	2,700	400
Reing & Co.	2,700	2,700	-
Lowell & Co.	2,327	2,327	-
Other Nominees	<u>112</u>	<u>112</u>	-
	<u>534,396</u>	<u>533,028</u>	<u>1,368</u>

Tepe & Co. also holds 25,208 shares of Common and 101,600 shares of Preferred for Southern Railway Company and affiliated Companies.

Line 4: <u>Midwest Stock Exchange:</u>			
Kray & Co.	431,262	423,209	8,053
Cede & Co.	61,551	61,551	-
	<u>492,813</u>	<u>484,760</u>	<u>8,053</u>

Line 5: <u>Trust Company Bank: (a)</u>			
Cede & Co.	411,925	411,925	-
Trustman	21,767	21,767	-
Tryus	12,059	12,059	-
Truname	5,194	5,174	20
Trustco	3,990	3,990	-
Other Nominee	900	900	-
	<u>455,835</u>	<u>455,815</u>	<u>20</u>

Line 7: <u>First & Merchants National Bank:</u>			
Map and Co. (a)	325,576	319,476	6,100
Cede & Co.	48,929	48,327	602
Cash & Company	1,050	1,050	-
Penaban and Company	16	16	-
	<u>375,571</u>	<u>368,869</u>	<u>6,702</u>

(a) 317,586 shares of Common stock are being held by Map & Co. as Nominee for First & Merchants National Bank, Trustee of Southern Railway Employee Stock Purchase Plan for employee accounts.

Line 8: <u>Bank of New York:</u>			
Cede & Co.	168,228	167,558	670
Ex & Co.	101,249	101,249	-
Hare & Co. N.Y.	10,100	10,100	-
Becker & Co.	8,700	8,700	-
Other Nominee	100	100	-
	<u>288,377</u>	<u>287,707</u>	<u>670</u>
Line 9: <u>Pacific Security Deposit Trust Co.</u>			
Pacifico & Co.	226,378	224,970	1,408
Cede & Co.	50,501	50,501	-
	<u>276,879</u>	<u>275,471</u>	<u>1,408</u>

NOTES AND REMARKS

Continued from Page 4-A)

	<u>Total</u>	<u>Common</u>	<u>First Preferred</u>
Line 10: <u>National Bank of Detroit:</u>			
Cede & Co.	257,305	257,305	-
Trussal	5,408	5,408	-
	<u>262,713</u>	<u>262,713</u>	-
Line 11: <u>State Street Bank and Trust Co.:</u>			
Cede & Co.	135,800	135,800	-
Touchstone & Co.	100,000	100,000	-
Swab & Co.	2,800	2,800	-
Dodge & Co.	1,100	1,100	-
Other Nominees	1,107	1,027	80
	<u>240,807</u>	<u>240,727</u>	<u>80</u>
Line 12: <u>Bradford Trust Co.:</u>			
Cede & Co.	231,917	230,207	1,710
Hudd & Co.	2,788	2,788	-
	<u>234,705</u>	<u>232,995</u>	<u>1,710</u>
Line 13: <u>Riggs National Bank:</u>			
Cede	79,000	79,000	-
Palico	61,053	61,053	-
Broshaw & Co.	37,456	37,416	40
Eamco	31,335	30,925	410
Lenmar & Co.	15,050	15,050	-
	<u>223,894</u>	<u>223,444</u>	<u>450</u>
Line 14: <u>Citibank:</u>			
Cede & Co.	152,410	135,515	16,894
Cadre & Co.	36,271	36,271	-
Gerlach & Co.	25,300	24,500	800
	<u>213,981</u>	<u>196,287</u>	<u>17,694</u>
Line 15: <u>Manufacturers Hanover Trust:</u>			
Cede & Co.	178,304	175,824	2,480
Ides & Co.	15,000	15,000	-
Sigler & Co.	11,000	11,000	-
Loriot & Co.	1,230	1,230	-
Bober & Co.	14	14	-
	<u>205,548</u>	<u>203,068</u>	<u>2,480</u>
Line 17: <u>United California Bank:</u>			
Phoenix & Co.	89,300	89,300	-
Virg & Co.	49,900	49,860	40
Montgomery Co.	10,810	10,770	40
Lys & Co.	9,837	7,230	2,607
Parkway & Co.	4,700	4,700	-
Troy & Co.	3,300	3,300	-
Prima Co.	1,426	1,426	-
	<u>169,273</u>	<u>166,586</u>	<u>2,687</u>

NOTES AND REMARKS

(Continued from Page 4-B)

	Total	Common	First Preferred
Line 18: <u>Chemical Bank:</u>			
Cede & Co.	60,360	60,150	210
Cummings & Co.	33,400	33,400	-
J. C. Orr & Co.	30,442	30,442	-
C.A. England & Co.	16,701	16,350	351
Jenkins & Co.	11,004	11,004	-
H. A. Whitten & Co.	8,230	8,230	-
Cee Bee Co.	600	-	600
Merrick & Co.	600	600	-
	<u>161,337</u>	<u>160,176</u>	<u>1,161</u>
Line 19: <u>Irving Trust Co.:</u>			
Cede & Co.	75,428	73,257	2,171
Gilmet & Co.	44,600	44,600	-
Leslie & Co.	19,500	19,500	-
Orrin Henry & Co.	195	195	-
	<u>139,723</u>	<u>137,552</u>	<u>2,171</u>
Line 20: <u>Minnesota State Board of Investment:</u>			
Minnret & Co.	73,000	73,000	-
Traminn & Co.	27,000	27,000	-
Peraminn & Co.	24,000	24,000	-
Seraminn & Co.	13,000	13,000	-
	<u>137,000</u>	<u>137,000</u>	<u>-</u>
Line 21: <u>Wachovia Bank & Trust Co. N.A.:</u>			
Cede & Co.	118,942	118,622	320
Bull & Co.	2,660	2,060	600
	<u>121,602</u>	<u>120,682</u>	<u>920</u>
Line 22: <u>Union Bank:</u>			
Borla	120,000	120,000	-
Other Nominee	40	-	40
	<u>120,040</u>	<u>120,000</u>	<u>40</u>
Line 23: <u>First Jersey National Bank:</u>			
Cede & Co.	90,100	90,100	-
Crufic & Co.	11,200	11,200	-
Fic & Co.	10,000	10,000	-
Dean & Co.	140	-	140
	<u>111,440</u>	<u>111,300</u>	<u>140</u>
Line 24: <u>New England Merchants Nat'l. Bank:</u>			
Endicott & Co.	28,550	28,750	-
Fenno & Co.	18,000	18,000	-
Galt & Company	15,865	15,865	-
Bonyman & Co.	13,215	13,215	-
Stackpole & Co.	10,760	10,760	-
Barry & Co.	10,200	10,200	-
Mart & Co.	3,000	3,000	-
Other Nominees	1,340	1,340	-
	<u>100,930</u>	<u>100,930</u>	<u>-</u>

NOTES AND REMARKS

(Continued from Page 4-C)

	<u>Total</u>	<u>Common</u>	<u>First Preferred</u>
Line 25: <u>First National Bank of Boston:</u>			
Prescott & Co.	58,200	58,200	-
Neb & Co.	18,000	18,000	-
Cede & Co.	8,946	8,020	926
Herald & Co.	5,200	5,200	-
Joy & Co.	5,200	5,200	-
Apple & Co.	3,332	3,332	-
Other	1,280	1,280	-
	<u>100,158</u>	<u>99,232</u>	<u>926</u>
Line 26: <u>Wells Fargo Bank:</u>			
Cede & Co.	79,962	79,302	660
Indem & Co.	18,000	18,000	-
Other Nominees	540	500	40
	<u>98,502</u>	<u>97,802</u>	<u>700</u>
Line 27: <u>First National Bank of Cincinnati:</u>			
Firstcinco	34,225	34,225	-
Cinpenco	19,252	19,200	52
Cocinco	14,004	14,004	-
White & Company	9,594	9,594	-
Pitehplan	9,000	9,000	-
Habco	500	500	-
	<u>86,575</u>	<u>86,523</u>	<u>52</u>
Line 28: <u>Mercantile-Safe Deposit and Trust Co.:</u>			
Safe & Co.	63,977	63,801	176
Nap & Co.	12,560	12,560	-
Metrus & Co.	6,225	6,225	-
Cede & Co.	1,800	1,800	-
	<u>84,562</u>	<u>84,386</u>	<u>176</u>
Line 29: <u>Travelers Insurance Company</u>			
Bea & Co.	30,881	30,881	-
Wun & Co.	21,262	21,262	-
Cee & Co.	16,538	16,538	-
Aye & Co.	13,668	13,668	-
	<u>82,349</u>	<u>82,349</u>	-
Line 30: <u>United Virginia Bk./First Nat'l. Lynchburg:</u>			
Cede & Co.	79,815	79,815	-
Gilsac & Co.	50	50	-
	<u>79,865</u>	<u>79,865</u>	-

NOTES AND REMARKS

(Continued from Page 3)

- Item 5 - Should dividends become delinquent for six quarters the Preferred stock voting as a class may elect two Directors so long as any default continues.
- Item 6 - Books are not closed, but the stock records of the Company were updated as of December 31, 1980, to furnish data for our Annual reports.
- Item 7 - As of December 31, 1980, there were outstanding 17,769,478 shares of stock of two classes. Of this number 1,271,216 shares are not entitled to vote, being shares of unexchanged Preferred and Common stock and shares of Preferred and Common stock held by certain of the subsidiaries of Southern Railway Company, and/or held by certain trustees and exchange agents in connection with various mergers and acquisitions.

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	8,802	3,546
2	702	Temporary Cash Investments (Sch. 300)	125,814	90,561
3	703	Special Deposits (Sch. 300)	20	1,042
		Accounts Receivable		
4	705	- Interline and Other Balances	9,289	7,933
5	706	- Customers	78,522	69,155
6	707, 704	- Other	22,733	18,442
7	709, 708	- Accrued Accounts Receivables	80,273	73,959
8	708.5	- Receivables from Affiliated Companies	75,335	56,421
9	709.5	- Less: Allowance for Uncollectible Accounts	(3,546)	(2,552)
10	710, 711, 714	Prepayments (and working funds) (Sch. 300)	2,431	2,430
11	712	Materials and Supplies	78,776	65,511
12	713	Other Current Assets (Sch. 300)	45,381	45,075
13		Total Current Assets	523,830	431,503
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	8,681	6,735
15	721, 721.5	Investments and Advances; Affiliated Companies (Sch. 310)	654,000	620,808
16	737, 738	Property used in other than Carrier Operations (less depreciation \$ 4,681). (Sch. 325)	10,509	8,135
17	739, 741	Other Assets (Sch. 329)	216	1,324
18	743, 744	Other Deferred Debits (Sch. 329)	8,396	10,326
19		Total Other Assets	681,802	647,328
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)	686,910	653,690
21		Equipment	1,317,504	1,192,269
22		Unallocated Items	106,282	101,217
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 335, 351, 342, 339)	(560,400)	(527,786)
24		Net road and Equipment	1,550,296	1,419,390
25		Total Assets	2,755,928	2,498,221

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Begin- ning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)	1,986	1,993
27	752	Accounts Payable; Interline and Other Balances	5,471	3,611
28	753, 754	Other Accounts Payable	31,459	32,262
29	755, 756	Interest and Dividends Payable	14,871	12,964
30	757	Payables to Affiliated Companies	30,304	14,242
31	759	Accrued accounts Payable (Sch. 370)	173,486	146,602
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 370)	45,292	31,470
33	763	Other Current Liabilities (Sch. 370)	55,183	55,626
34	764	Equipment obligations and other long-term debt due within one year	51,299	47,963
35		Total Current Liabilities	409,351	346,733
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	189,534	200,648
37	766	Equipment obligations	412,464	361,947
38	766.5	Capitalized Lease Obligations	14,958	16,591
39	768	Debt in default		
40	769	Accounts payable; Affiliated Companies	1,762	1,762
41	770.1, 770.2	Unamortized debt premium	(1,472)	(758)
42	781	Interest in default		
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	271,895	237,994
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	39,448	39,180
46		Total Noncurrent Liabilities	928,589	857,364
		<u>Shareholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)	225,639	
48		Common Stock	165,708	164,911
49		Preferred Stock	59,931	59,931
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)	86,157	82,018
		Retained Earnings:		
52	797	Appropriated (221)		
53	798	Unappropriated (220)	1,106,192	987,264
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock		
56		Net Stockholders Equity	1,417,988	1,294,124
57		Total Liabilities and Shareholders Equity	2,755,928	2,498,221

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

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

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

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

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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: Total expense includes current service cost plus amortization of prior service cost over a forty year period. All pension funding expense is accrued to accounts. These procedures are consistent with prior year.

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. Value of assets exceed the value of the vested benefits \$ -0-

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

(i) If funding is by insurance, give name of insuring company Chase Manhattan Bank N.A., Morgan Guaranty Trust Co. of N.Y., Bankers Trust Co.

(ii) If funding is by trust agreement, list trustee(s) July 15, 1980

Date of trust agreement or latest amendment July 15, 1980

If respondent is affiliated in any way with the trustee(s), explain affiliation: None

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

(e) (i) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates? Specify. Yes _____ No X

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

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

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

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

(a) Deferred maintenance \$ _____

(b) Delayed capital improvements \$ _____

6. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ 4,292

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$ 4,021

Note for Item 4:-

Two voluntary funds, the Southern Railway Tax Eligible Good Government Fund and the Southern Railway Good Government Fund were organized by a group of Southern Railway employees in June, 1972 under the Federal Election Campaign Act of 1971. Each fund is registered with the Federal Election Commission.

Continued on following page

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

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

(a) Changes in Valuation Accounts NONE

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

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

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

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

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

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

NOTES AND REMARKS

(Continued from Page 7)

Item 7 - Respondent carried a service interruption policy with The Imperial Insurance Company Limited, under which it will be entitled to daily indemnity in the amount of \$1,246 for certain work stoppage losses. In the event such losses are sustained by other railroads holding similar policies, respondent may be obligated to pay additional premiums amounting to not more than 20 times the above daily rate during the year.

BALANCE
SHEET

8A

Southern Railway Company and Consolidated Subsidiaries

	December 31,	
	1980	1979
	(Thousands of Dollars)	
ASSETS		
Current assets		
Cash	\$ 13,572	\$ 8,312
Short-term securities at cost which approximates market	248,825	198,284
Accounts receivable	128,139	113,942
Accrued receivables from other railroads	111,393	107,177
Materials and supplies	110,072	94,298
	<u>612,001</u>	<u>522,013</u>
Investments in and advances to affiliates	9,424	10,498
Other assets	27,413	28,683
Properties less accumulated depreciation	2,515,977	2,325,669
	<u>\$3,164,815</u>	<u>\$2,886,863</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Current maturities of long-term debt	\$ 83,009	\$ 78,289
Accounts payable	93,417	81,971
Accrued liabilities to other railroads	131,052	121,370
Income and other taxes	63,391	43,814
Estimated liability for vacations earned	31,119	28,035
Other current liabilities	51,383	46,274
	<u>453,371</u>	<u>399,753</u>
Long-term debt	894,455	841,461
Reserves and other liabilities	50,966	44,963
Deferred income taxes	423,726	382,397
	<u>1,822,518</u>	<u>1,668,574</u>
Shareholders' equity:		
Serial preferred stock	54,851	54,851
Common stock	154,171	153,374
Capital surplus	59,196	55,058
Income retained in the business	1,074,079	955,006
	<u>1,342,297</u>	<u>1,218,289</u>
	<u>\$3,164,815</u>	<u>\$2,886,863</u>

The company reporting to the Interstate Commerce Commission in this report is a part of the Southern Railway Company and Consolidated Subsidiaries, which is comprised of 37 regulated carriers and 19 other companies. Financial reporting to shareholders and the general public is made on a consolidated basis and the above balance sheet is included in this report in order to put the financial data of the reporting company into proper perspective relative to the Southern Consolidated System.

8B
STATEMENT
OF
INCOME

Southern Railway Company and Consolidated Subsidiaries

	1980	1979	1978
	(Dollars in Thousands Except Per Share)		
Railway operating revenues:			
Freight	\$1,597,451	\$1,426,998	\$1,222,592
Other	40,261	40,272	38,079
	<u>1,637,712</u>	<u>1,467,270</u>	<u>1,260,671</u>
Interest income	30,665	27,721	19,064
Rental income (net of expense)	6,974	6,205	6,567
Gain on sale of properties	11,597	8,703	7,699
Gain on acquisition of bonds	3,814	2,120	1,365
Other income	5,362	6,689	6,350
Total income	<u>1,695,924</u>	<u>1,518,708</u>	<u>1,301,716</u>
Railway operating expenses:			
Way and structures	262,032	269,071	230,861
Equipment	294,805	271,477	233,796
Transportation	616,407	527,133	448,034
General and administrative	152,283	141,236	131,670
	<u>1,345,527</u>	<u>1,208,917</u>	<u>1,044,361</u>
Miscellaneous deductions	11,595	18,405	14,400
Interest expense	74,821	68,327	62,035
Total expenses	<u>1,432,043</u>	<u>1,295,649</u>	<u>1,120,796</u>
Income before income taxes	<u>263,881</u>	<u>223,059</u>	<u>180,920</u>
Federal and state income taxes			
Current	41,534	28,952	25,481
Deferred	41,329	33,485	28,120
	<u>82,963</u>	<u>62,437</u>	<u>53,601</u>
Net consolidated income	<u>\$ 180,918</u>	<u>\$ 160,622</u>	<u>\$ 127,319</u>
Per average common share outstanding	\$11.57	\$10.39	\$8.35

The company reporting to the Interstate Commerce Commission in this report is a part of the Southern Railway Company and Consolidated Subsidiaries, which is comprised of 37 regulated carriers and 19 other companies. Financial reporting to shareholders and the general public is made on a consolidated basis and the above income statement is included in this report in order to put the financial data of the reporting company into proper perspective relative to the Southern Consolidated System.

210. RESULTS OF OPERATIONS

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

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

3. List dividends from investments accounted for under the

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

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

5. Report dollars in thousands.

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year	Freight-Related Revenues & Expenses (d)	Passenger-Related Revenues & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income:				
1	(101) Freight **	\$ 1,026,567	\$ 918,379	\$	\$
2	(102) Passenger **		385		
3	(103) Passenger-Related		44		
4	(104) Switching	4,572	3,726		
5	(105) Water Transfers				
6	(106) Demurrage	12,904	14,906		
7	(110) Incidental	2,098	1,395		
8	(121) Joint Facility-Credit	966	988		
9	(122) Joint Facility-Debit	3	4		
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities)	1,047,104	939,819		
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations				
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)	1,047,104	939,819		
14	(531) Railway operating expenses	901,251	807,399		
15	*Net revenue from railway operations	145,853	132,420		
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	1,166	1,284		
17	(510) Miscellaneous rent income	1,228	1,019		
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income	720	784		
20	(514) Interest income	13,141	12,443		
21	(516) Income from sinking and other funds	1,472	2,025		
22	(517) Release of premiums of funded debt	13	22		
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	10,170	5,367		
	Income from affiliated companies:				
25	Dividends	57,177	60,316		
26	Equity in undistributed earnings (losses)	36,301	20,666		
27	Total other income (lines 16-26)	121,388	103,926		
28	Total income (lines 15, 27)	267,241	236,346		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	253	213		
30	(535) Taxes on property used in other than carrier operations	677	422		
31	(543) Miscellaneous rent expense	7	9		
32	(544) Miscellaneous taxes				
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges	4,095	8,851		
37	(553) Uncollectible accounts	60	75		
38	Total miscellaneous deductions (lines 29-37)	5,092	9,570		
39	Income available for fixed charges (lines 28, 38)	262,149	226,776		

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
FIXED CHARGES			
	(546) Interest on funded debt:	\$	\$
40	(a) Fixed interest not in default	51,112	44,989
41	(b) Interest in default		
42	(547) Interest on unfunded debt	251	222
43	(548) Amortization of discount on funded debt	388	369
44	Total fixed charges (lines 40-43)	51,751	45,580
45	Income after fixed charges (lines 39, 44)	210,398	181,196
OTHER DEDUCTIONS			
	(546) Interest on funded debt:		
46	(c) Contingent interest		
UNUSUAL OR INFREQUENT ITEMS			
47	(555) Unusual or infrequent items (debit) credit		
48	Income (loss) for continuing operations (before income taxes)	210,398	181,196
PROVISIONS FOR INCOME TAXES			
	(556) Income taxes on ordinary income:		
49	Federal income taxes	(5,840)	(8,362)
50	State income taxes	2,488	2,375
51	Other income taxes		
52	(557) Provision for deferred income taxes	28,467	22,275
53	Income from continuing operations	185,283	164,908
DISCONTINUED OPERATIONS			
54	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$ _____)		
55	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$ _____)		
55A	Income before extraordinary items	185,283	164,908
EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES			
56	(570) Extraordinary items (Net)		
57	(590) Income taxes on extraordinary items		
58	(591) Provision for deferred taxes - Extraordinary items		
59	Total extraordinary items (lines 56-58)		
60	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$ _____)		
61	Net income	185,283	164,908
*Reconciliation of net railway operating income (NROI)			
62	Net revenues from railway operations	145,853	
63	(556) Income taxes on ordinary income	(3,352)	
64	(557) Provision for deferred income taxes	(28,467)	
65	Income from lease of road and equipment	46	
66	Rent for leased roads and equipment	1,632	
67	Net railway operating income	122,364	
**Report hereunder the charges to the revenue accounts representing payments made to others for-			
68	Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates \$ _____		
	(a) Of the amount reported for "Net revenue from railway operations", _____% (to nearest whole number) represents payments for collection and delivery of LCL freight either in TOFC trailers or otherwise. The percentage reported is (Check one): Actual () Estimated ()		
69	Switching services when performed in connection with line-haul transportation of freight on the basis of switching tariffs and allowances out of freight rates, including the switching of empty cars in connection with a revenue movement \$ _____		None
	Substitute highway motor service in lieu of line-haul rail service performed under tariffs published by rail carriers (does not include traffic moved on joint rail-motor rates):		
70	(a) Payments for transportation of persons \$ _____		None
71	(b) Payments for transportation of freight shipments \$ _____		None
NOTE.-Gross charges for protective services to perishable freight, without deduction for any proportion thereof credited to Account No. 101, "Freight" (not required from switching and terminal companies):			
72	Charges for service for the protection against heat \$ _____		None
73	Charges for service for the protection against cold \$ _____		None

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

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

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

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

Line No.	Item (a)	Retained earnings—Unappropriated (b)	Equity in undistributed earnings (losses) of affiliated companies (c)
1	Balances at beginning of year _____	\$ 670,221	\$ 317,043
2	(601.5) Prior period adjustments to beginning retained earnings _____		
	CREDITS		
3	(602) Credit balance transferred from earnings _____	148,982	36,301
4	(603) Appropriations released _____	241	
5	(606) Other credits to retained earnings _____		
6	Total _____	149,223	36,301
	DEBITS		
7	(612) Debit balance transferred from income _____		
8	(616) Other debits to retained income _____	2,384	
9	(620) Appropriations for sinking and other reserve funds _____		
10	(621) Appropriations for other purposes _____	241	
11	(623) Dividends: Common stock _____	60,855	
12	Preferred stock ¹ _____	3,116	
13	Total _____	66,596	
14	Net increase (decrease) during year (Line 6 minus line 13) _____	82,627	36,301
15	Balances at close of year (Lines 1, 2 and 14) _____	752,848	353,344
16	Balance from line 15(c) _____	353,344	xxxxxx
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year _____	1,106,192	xxxxxx
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606 _____		xxxxxx
19	Account 616 _____		xxxxxx

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

221. RETAINED EARNINGS - APPROPRIATED

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

Line No.	Class of appropriation (a)	Credits during year (b)	Debits during year (c)	Balance at close of year (d)
		\$	\$	\$
1	Additions to property through retained income _____			
2	Funded debt retired through retained income _____			
3	Sinking fund reserves _____			
4	Incentive per diem funds _____	241	241	-0-
5	Miscellaneous fund reserves _____			
6	Other appropriations (specify):			
7				
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL	241	241	-0-

225. TRANSFERS FROM GOVERNMENT AUTHORITIES

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

Line No.	Description (a)	Amount (b)	Applied to current operations (c)	Deferred to future periods (d)	Applied to contributed capital (e)
	Source and description of transfers	\$	\$	\$	\$
1					
2					
3	Not Applicable				
4					
5					
6					
7	Total received during year _____				
8	Cumulative total of Government transfers-beginning of year _____		XXXXX	XXXXX	XXXXX
9	Cumulative total of Government transfers-end of year _____		XXXXX	XXXXX	XXXXX

230. CAPITAL STOCK

PART I. CAPITAL STOCK

sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent under such circumstances as required, them to be considered as held alive, and not canceled or retired, they are considered to be nominally outstanding.

5. Report dollars in thousands.

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.

2. Present in column (b) the par or stated value of each issue. If none, so state.

3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.

4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

Line No.	Class of Stock (a)	Par Value (b)	Authorized (c)	Number of Shares			Book Value at End of Year	
				Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	None	50,000,000	16,571,369	502	16,570,867	\$165,708	\$ 5
2								
3	Preferred							
4								
5	No Par Series A Preferred	None	10,000,000	1,198,611		1,198,611	59,931	
6								
7	Series A Preference	None	10,000,000					
8								
9								
10	TOTAL	XXXX	70,000,000	17,769,980	502	17,769,478	\$225,639	\$ 5

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during year.

2. Column (a) presents the items to be disclosed.

3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).

4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

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

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

7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year		\$ 59,931	16,491,173	\$164,911		\$	\$ 82,018
12	Capital Stock Sold ¹	1,198,611		80,196	802	10,998	110	4,139
13	Capital Stock Reacquired					11,500	115	
14	Capital Stock Canceled							
15	Stock Dividends							
16	Balance at Close of Year	1,198,611	59,931	16,571,369	165,713	(502)	\$ (5)	\$ 86,157

¹ By footnote state the purpose of the issue and authority. Employee Stock Purchase Plan. Finance Docket #27561, Finance Docket #29321F. Employee Tax Reduction Act Stock Ownership Plan - Finance Docket #28454. Dividend Reinvestment Plan and Employee Tax Reduction Act Stock Ownership Plan - Finance Docket #29348F

240. STATEMENT OF CHANGES IN FINANCIAL POSITION

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

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

Report dollars in thousands.

SOUTHERN RAILWAY COMPANY AND CONSOLIDATED SUBSIDIARIES

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL			
Working capital provided by operations:			
1	Net income (loss) before extraordinary items	\$180,918	\$160,622
2	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:		
3	Retirement of nondepreciable property	1,819	2,433
4	Loss (gain) on sale or disposal of tangible property		
5	Depreciation and amortization expenses	92,408	90,137
6	Net increase (decrease) in deferred income taxes	41,329	33,485
7	Net increase (decrease) in parent's share of subsidiary's undistributed income for the year		
7	Net increase (decrease) in noncurrent portion of estimated liabilities	6,003	5,765
Other (specify):			
8	Gain on acquisition of bonds	(3,614)	(2,120)
9	Miscellaneous items	404	1,493
10			
11			
12			
13	Total working capital from operations before extraordinary items	319,267	291,815

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued
Southern Railway Company and Consolidated Subsidiaries

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL—Continued			
14	Add funds generated by reason of discontinued operations, extraordinary items, prior period adjustments, and changes in accounting principles	\$	\$
15	Total working capital from operations	319,267	291,815
Working capital from sources other than operating:			
16	Proceeds from issuance of long-term liabilities	140,397	146,208
17	Proceeds from sale/disposition of carrier operating property	31,876	23,828
18	Proceeds from sale/disposition of other tangible property	156	11,997
19	Proceeds from sale/repayment of investments advances	5,857	8,131
20	Net decrease in sinking and other special funds (GROSS)		
21	Proceeds from issue of capital stock		
Other (specify):			
22	Miscellaneous decrease in other assets and investments	2,839	920
23	Gain on disposition of other tangible property included in net income	(11,204)	(8,494)
24			
25			
26			
27	Total working capital from sources other than operating	169,921	182,590
28	Total sources of working capital	489,188	474,405

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded
 Southern Railway Company and Consolidated Subsidiaries

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL		
29	Amount paid to acquire/retire long-term liabilities	\$ 87,403	\$ 79,732
30	Cash dividends declared	59,461	51,710
31	Purchase price of carrier operating property	304,267	317,504
32	Purchase price of other tangible property	940	3,304
33	Purchase price of long-term investments and advances	651	3,549
34	Net increase in sinking or other special funds	922	
35	Purchase price of acquiring treasury stock		
	Other (specify):		
36	Redemption - Serial preference stock		
37	Other (sources) uses - net	-	1,439
38		(826)	1,757
39			
40			
41			
42			
43			
44			
45	Total application of working capital	452,818	458,995
46	Net increase (decrease) in working capital	\$ 36,370	\$ 15,410

241. CHANGES IN WORKING CAPITAL

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

SOUTHERN RAILWAY COMPANY AND CONSOLIDATED SUBSIDIARIES

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments	\$ 262,397	\$ 206,596	\$ 55,801
2	Net receivables	239,532	221,119	18,413
3	Prepayments	110,072	94,298	15,774
4	Materials and supplies			
5	Other current assets not included above			
6	Notes payable and matured obligations	(333,272)	(299,564)	(33,708)
7	Accounts payable	(83,009)	(78,289)	(4,720)
8	Current equipment obligations and other debt	(37,090)	(21,900)	(15,190)
9	Other current liabilities not included above	158,630	122,260	36,370
10	Net increase (decrease) in working capital			

245. WORKING CAPITAL INFORMATION

1. Report below the information requested with respect to the referenced accounts.
2. Give the amount of issues from stock during the year for lines 1 thru 5 as it pertains to account 712, "Material and supplies".
3. Report on lines 6 and 7 only the amount applicable to common-carrier transportation service included in accounts 707 and 754.
4. Report on lines 8 and 9 the amount included in account balances for 760, 761, 761.5, 556, 762. (Do not include taxes levied in lieu of property taxes).
5. Report dollars in thousands.

Line No.	Item (a)	Amount (b)
1	Construction and additions and betterments _____	\$ 61,893
2	Common-carrier operating purposes _____	259,623
3	Used by other than respondent's lessor companies _____	5,113
4	Total _____	326,629
5	Portion of balance in the material and supplies account at end of year that represents scrap and obsolete material _____	20
6	Account 707. Accounts receivable; other _____	3,355
7	Account 754. Accounts payable; other _____	38
8	Account 760. Federal income taxes accrued	31,799
9	Account 761. State and other income taxes accrued	5,290
10	Account 761.5 Other taxes accrued	26,802
11	Account 556. Income taxes on ordinary income	8,783
12	Account 762. Deferred income tax credits	-0-

NOTES AND REMARKS

Southern Railway Company and Consolidated Subsidiaries

300. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	702	Federal Farm Credit Bank - DEB Various Maturities	\$ 9,790
2		Govt. Natl. Mtge.Assn - P/N Various Maturities	10,000
3		United States Treasury - Notes Various Maturities	20,004
4			
5	709	Rental Due For System Equipment	22,510
6		Freight Waybill - Estimate	44,609
7		Reserve E&I Accrued Not Vouchered	5,053
8			
9	712	M&S - Storehouse	38,779
10		M&S - Rdwy - New Miscellaneous OTM	10,174
11		M&S - Rdwy - Cross Ties at Treating Plants	10,392
12			
13	713	Advance Charges on Forwarded Traffic	1,105
14		Rental - Mobile & Birmingham RR Co.	1
15		Received - Prepaid	44,275
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			

301. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

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

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

NONE

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

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

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

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

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

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

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

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

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

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

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

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

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

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

12. Report dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

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

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

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

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

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

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

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	A1	VII	The Ala. Grt. Sou. RR Co.	Pfd. F 100.00
2				The Ala. Grt. Sou. RR Co.	Ord. F 100.00
3				Algers, Winslow & Western Ry.	Com. 50.00
4				The A. & C. A. L. Ry. Co.	Com. 100.00
5				Atlantic & E. Caro. Ry. Co.	Com. 100.00
6				Augusta & Cummerville RR Co.	Com. 25.00
7				Birmingham Terminal Co.	Com. 66.67
8				Blue Ridge Railway Co.	Com. 100.00
9				Camp Lejeune Railroad Co.	Com. 100.00
10				Cent. of Georgia RR Co.	Com. 100.00
11				Cent. Try. Ry. & Stge. Co.	Com. 50.00
12				Chattanooga Station Co.	Cap. N 33.33
13				The C. N. O. & T. P. Ry. Co.	Com. 100.00
14				Danville & Western Ry. Co.	Com. N 100.00
15				Elberton Southern Ry. Co.	Com. H 100.00
16				Fruit Growers Express Co.	Com. 6.62
17				The Ga. Mid. Ry. Co.	Com. N 100.00
18				The Ga. Nor. Ry. Co.	Com. 100.00
19				Ga. Sou. & Fla. Ry. Co.	2nd Pfd. 100.00
20				Ga. Sou. & Fla. Ry. Co.	Com. C N 100.00
21				HPRAS & S RR Co.	Com. F N 85.73
22				Interstate Railroad Co.	Cap. 100.00
23				Ky. & Ind. Term. RR Co.	Com. 33.33
24		A2		Knox & Ohio	Com. F N 100.00
25		A1		Mobile & Bghm. RR Co.	Pfd. F M
26				Mobile & Bghm. RR Co.	Com. F 51.1
27				No. & Por. Belt L. RR Co.	Com. 14.29
28				Norfolk Southern Ry. Co.	Com. 100.00
29				The N. Caro. Mid. RR Co.	Cap. F 97.36
30				No. Charleston Term. Co.	Cap. 33.33
31		A2		Ore Belt RR Co.	Com. F N 100.00
32		A1		R. F. & P. RR Co.	Div. Oblig.
33				Sou. Ry. - Carolina Div.	Com. C 100.00
34				State University RR Co.	Com. N. 54.2
35				St. Johns River Term. Co.	Com. 100.00
36				Tenn. Ala. & Ga. Ry. Co.	Com. 100.00
37				Tenn. Railway Co.	Com. 100.00
38				Term. RR Assoc. of St. L.	Com. N. 6.25
39				Transylvania RR Co.	Com. 97.16
40		A2		Va. Mid. Ry. Co.	Com. F N 100.00

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

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

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

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

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

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

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

12. Report dollars in thousands.

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$ 9,190			\$ 9,190			\$ 1,082	1
19,894			19,894			2,505	2
731	508		1,239				3
4,242			4,242				4
525			525				5
18			18				6
25			25				7
15			15			50	8
25			25				9
34,563			34,563			26,000	10
19			19			1	11
							12
53,563			53,563			10,764	13
							14
50			50				15
436			436				16
							17
2,811			2,811			504	18
101			101			1,453	19
323			323			4,895	20
							21
14,850			14,850			2,560	22
25			25				23
							24
17			17				25
45			45				26
8			8				27
19,566			19,566			4,000	28
53			53			27	29
35			35			2	30
							31
3,029			3,029			521	32
4,935			4,935				33
							34
30			30				35
5,679			5,679				36
750			750				37
							38
67			67				39
							40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1	721	A1	VII	Va. & Southwestern Ry. Co.	Com. 100.00
2				Yadkin Railroad Co.	Com. F 74.40
3				Total A1	
4					
5	721	A2	VII	Chattanooga Term. Ry. Co.	Cap. 100.00
6				Memphis & Chas. RR Co. N	Com. F 100.00
7				Memphis & Chas. RR Co. N	Com. M2 100.00
8				Sou. Reg. Coal Trans., Inc.	Cap. 100.00
9				Total A2	
10					
11	721	A3	VI	Arrowood-Sou. Exec. Park Inc.	Cap. 100.00
12				Charlotte-Southern Corp.	Com. 100.00
13				Citico Realty Co.	Cap. 49.50
14				Lenoir Car Works	Cap. 100.00
15				The National Investment Co.	Com. 100.00
16				Richmond-Washington Co.	Com. 16.67
17				Sou. Reg. Ind. Realty, Inc.	Com. 100.00
18				Sou. Reg. Inv. Co.	Cap. 100.00
19				Terminal Properties, Inc.	Com. 50.00
20			VII	Trailer Train Co.	Cap. 2.44
21			VIII	Sou. Reg. Dist. Services, Inc.	Com. 100.00
22					
23			X	Atlanta Terminal Co.	Com. 66.67
24				Macon Terminal Co.	Cap. 33.33
25				The Pullman Co.	Com. 3.06
26				Sou. Rail Term. of Ala., Inc.	Cap. 100.00
27				Sou. Rail Term. of N.C., Inc.	Com. 100.00
28				Sou. Reg. Materials Supply, Inc.	Com. 100.00
29				NWS Enterprises, Inc.	Cap. 50.00
30				Total A3	
31				Total 721-A	
32					
33	721	B1	VII	Cent. Trans. Ry. & Stge. Co. 1st	
34				Mtg. Gold Extd. 5% J-1-1-1959	J&J-1
35				Danville & Western Ry. Co.	
36				1st Mtge. 5% F-12-31-2000	J&J-1
37				Elberton Southern Ry. Co.	
38				1st Mtge. 5% F-1-1-1959	J&J-1
39				H. P. R. A. & S. RR Co.	
40				1st Mtge. 5% F-12-31-2000	J&J-1

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$ 4,000	\$	\$	\$ 4,000	\$	\$	\$	1
1			1				2
179,621	508		180,129			54,364	3
							4
45			45			2	5
							6
							7
1			1				8
46			46			2	9
							10
1			1				11
1			1				12
5			5				13
1,464			1,464				14
500			500				15
445			445			197	16
440			440				17
5,059			5,059			3,332	18
1			1				19
133			133				20
945			945				21
							22
1,281			1,281				23
437			437				24
93		93					25
1			1				26
1			1				27
1			1				28
1			1				29
	1						30
10,808	1	93	10,716			3,529	31
190,475	509	93	190,891			57,893	32
							33
							34
10			10			1	35
							36
44			44			50	37
							38
150			150			13	39
							40
21			21			19	

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1	721	B1	VII	Kentucky & Indiana Term. RR Co.	
2				1st Mtge. 4-7/8% 3-1-1986	M&S-1
3				Mobile & Birmingham RR Co.	
4				1st Mtge. 4% F-3-1-1998	M&S-1
5				Mobile & Birmingham RR Co.	
6				Prior Lien 5% F-3-1-1998	M&S-1
7				The No. Caro. Mid RR Co.	
8				1st Mtge. 6% F B-7-1-1995	J&J-1
9				Sou. Ry. Co. in Miss.	
10				1st Mtge. 5% F-7-1-1995	J&J-1
11				Virginia & Southwestern Ry. Co.	
12				4-1/4% Gen. Mtge. Bonds 3-13-1983	M&S-15
13				Yadkin Railroad Co.	
14				1st Mtge. 5% 1-12-31-2000	J&J-1
15				Total B1	
16					
17	721	B2	VII	Memphis & Chas. Ry. Co.	
18				1st Mtge. 6% M2 4-1-1998	A&O-1
19				Total 721-B	
20					
21					
22					
23	721	D	VII	Dan. & West. Ry. Co.	
24				Ctf. of Ind. Demand N	Oct. 1
25				H.P.R.A.&S RR Co.	
26				Ctf. of Ind. 5% 7-1-1904 N	J&J-1
27				H.P.R.A.&S. RR Co.	
28				Ctf. of Ind. 5% Demand N	J&J-1
29				H.P.R.A.&S. RR Co.	
30				Ctfs. of Ind. 5% Demand N	Demand
31				H.P.R.A.&S RR Co.	
32				Ctfs. of Ind. 5% Demand N	A&O-1
33				Sou. Ry. - Carolina Div.	
34				Ctfs. of Ind. 4% 7-1-1952 N	J&J-1
35				Sou. Ry.-Carolina Div.	
36				Notes 5% Demand N	Demand
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	1
93	60	33	120			3	2
							3
1,192			1,192			48	4
							5
596			596			30	6
							7
343			348			48	8
							9
50			50				10
							11
5	200	200	5				12
							13
51			51			30	14
2,560	260	233	2,587			242	15
							16
							17
700			700				18
3,260	260	233	3,287			242	19
							20
							21
							22
							23
						E 48	24
							25
						10	26
							27
						8	28
							29
						1	30
							31
						4	32
							33
							34
							35
						38	36
							37
							38
							39
							40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1	721	D1	VII	Yadkin Railroad Co.	
2				Ctf. of Ind. 5% 7-1-1904 N	J&J-1
3				Yadkin Railroad Co.	
4				Ctfs. of Ind. 5% Demand N	J&J-1
5				Yadkin Railroad Co.	
6				Ctfs. of Ind. 5% Demand N	Demand
7				Total D1	
8					
9	721	D3	VI	Sou. Reg. Ind. Realty, Inc.	
10				Ctfs. of Ind. Demand	No Int.
11			VII	Trailer Train Co.	
12				Notes 6-1/2% 1-1-1997	J&D-15
13				Trailer Train Co.	
14				Notes 7-1/2% 1-1-1999	J&D-15
15			VIII	Sou. Reg. Dist. Services, Inc.	
16				Total D3	
17				Total 721-D	
18					
19	721	E1	VII	The Atlanta & Char. Air L. Ry. Co.	
20				Augusta and Summerville	
21				Birmingham Terminal Co.	
22				Birmingham Terminal Co.	
23				Central Transfer Ry. & Stge. Co.	
24				The Georgia Northern Ry. Co.	
25				Ga. Sou. & Fla. Ry. Co.	
26				Kentucky & Indiana Term. RR Co.	
27				Kentucky & Indiana Term. RR Co.	
28				Nor. & Ports Belt Line RR Co.	
29				North Charleston Terminal Co.	
30				Southern Ry. -Carolina Division	
31				Terminal Railroad Assoc. of St. Louis	
32					
33			X	NWS Enterprises, Inc.	
34				Total E1	
35					
36					
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	
							1
							2
						26	3
						32	4
							5
						3	6
						170	7
							8
							9
123			123				10
							11
292			292			19	12
							13
289			289			22	14
4,679		4,679				322	15
5,383		4,679	704			363	16
5,383		4,679	704			533	17
							18
4,529		83	4,446			66	19
47			47				20
							21
							22
7	3	1	9				23
6,314		1,000	5,314				24
731			731			88	25
1,196	72		1,268				26
72			72			2	27
125			125			4	28
95			95			3	29
3,228			3,228				30
112	85	179	18				31
							32
	10		10				33
16,456	170	1,263	15,363			163	34
							35
							36
							37
							38
							39
							40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1	721	E3	VI	Arrowood-Southern Company	
2				Arrowood Sou. Exec. Park, Inc.	
3				Citico Realty Co.	
4				The National Investment Co.	
5				The National Investment Co.	
6				Sou. Reg. Ind. Realty, Inc.	
7			X	Southern Rail Terminals, Inc.	
8				Southern Rail Terminals of Alabama, Inc.	
9			VI	Terminal Properties, Inc.	
10			X	Southern Rail Terminals of North Carolina, Inc.	
11				Total E3	
12				Total 721-E	
13					
14				Grand Total 721	
15					
16					
17					
18					
19					
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21					
22					
23					
24					
25					
26					
27					
28					
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31					
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34					
35					
36					
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	
219			219			33	1
1,508			1,508				2
2,788			2,788				3
5,008		1,028	3,980				4
28,449	98,079	94,831	31,697				5
4,471			4,471				6
193			198				7
45,550			45,550				8
88,191	98,079	95,859	90,411			33	9
104,647	98,249	97,122	105,774			196	10
303,765	99,018	102,127	300,656			58,864	11
							12
							13
							14
							15
							16
							17
							18
							19
							20
							21
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							23
							24
							25
							26
							27
							28
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							30
							31
							32
							33
							34
							35
							36
							37
							38
							39
							40

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

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

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

of Accounts.)

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

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

of acquisition.

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

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	Carriers: (List specifics for each company)						
1	The Alabama Grt. Sou. RR Co.	\$ 72,011	\$	\$ 5,619	\$	\$	\$ 77,630
2	The A. & C. A. L. Ry. Co.	(140)		141			1
3	Atlantic & E. Caro. Ry. Co.	(243)		(166)			(409)
4	Augusta & Summerville RR Co.	24					24
5	Birmingham Terminal Co.	12					12
6	Blue Ridge Railway Co.	108		(2)			106
7	Camp Lejeune RR Co.	(111)		(7)			(118)
8	Central of Georgia RR Co.	129,622		2,531			132,153
9	Cent. Transfer Ry. & Storage Co.	6					6
10	Chattanooga Station Co.	(15)		9			(6)
11	Chattanooga Terminal Ry. Co.	17					17
12	The C.M.O. & T.P. Ry. Co.	38,648		9,320			47,968
13	Danville & Western Ry. Co.	2,626		422			3,048
14	Elberton Southern Ry. Co.	484		36			520
15	Georgia Midland Ry. Co.	1,051		(18)			1,033
16	Georgia Northern Ry. Co.	(225)		3,403			3,178
17	Georgia Sou. & Florida Ry. Co.	31,672		4,999			36,671
18	H.P.R.A. & S. RR Co.	(932)		93			(839)
19	Interstate RR Co.	(4,201)		723			(3,478)
20	Kentucky & Indiana Terminal RR Co.	131					131
21	Macon Terminal Co.	(173)		3			(170)
22	Memphis & Charleston Ry. Co.	(3,030)		(54)			(3,084)
23	Mobile & Birmingham RR Co.	959					959
24	Norfolk & Portsmouth-Belt Line RR Co.	452		101			553
25	Norfolk Southern Ry. Co.	26,045		6,153			32,198
26	North Carolina Midland RR Co.	863					863
27	North Charleston Term. Co.	1					1

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

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

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

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

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

5. For definitions of "carrier" and "noncarrier," see general instructions.
 (DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	(a)	(b)	(c)	(d)	(e)	(f)	(g)
		Carriers: (List specifics for each company)	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
			\$	\$	\$	\$	\$	\$
1		Stock						
2	Sou. Ry. Carolina Division	Common	3,300		128			3,428
3	St. John's River Terminal Co.	Common	2,281		(131)			2,150
4	State University RR Co.	Common	177		35			212
5	Tenn. Ala. & Ga. Ry. Co.	Common	(3,207)		14			(3,193)
6	Tennessee Railway Co.	Common	(151)		464			313
7	Transylvania RR Co.	Common	719		57			776
8	Virginia & Southwestern Ry. Co.	Common	(1,589)		163			(1,426)
9	Yadkin RR Co.	Common	(45)		195			150
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20								
21								
22								
23								
24								
25	Total		297,147		34,231			331,378
26	Noncarriers: (Show totals only for each column)		19,896		2,070			21,966
27	Total (Lines 25 and 26)		317,043		36,301			353,344

NOTES AND REMARKS

References for Pages 22, 23, 23A, 23B, 23C, 23D, 23E and 23F:

721a - Column (d)

C-Pledged under Southern Railway Company 1st and General Mortgage.

F-Pledged under Southern Railway Company First Consolidated Mortgage.

H-Certain securities of the Elberton Southern Railway Company along with others belonging to The Atlanta and Charlotte Air Line Railway Company are held by the Southern Railway Company under the terms of lease agreement dated March 26, 1881; and the 1,020 shares of stock of Elberton Southern Railway Company standing in M. M. Davenport's name belong to The Atlanta and Charlotte Air Line Railway Company, and are held by Southern Railway Company, under the terms of the lease referred to.

M2-Pledged under Southern Railway Company Memphis Division First Mortgage.

N-Book Value less than \$1,000

- Column (e) Other parties to joint control;

Augusta & Summerville Railroad Co.	C. of Ga. RR Co. 25%. L&N RR Co. 12 $\frac{1}{2}$ % SCL RR Co. 37 $\frac{1}{2}$ %
Atlanta Terminal Company	C. of G. RR Co. 33-1/3%
Birmingham Terminal Company	A.G.S. RR Co., C. of Ga. RR Co., each 16-2/3%.
Central Transfer Ry. & Storage Co.	L&N RR Co. 50%.
Chattanooga Station Company	C.N.O.&T.P. Ry. Co., A.G.S. RR Co., each 33-1/3%.
Kentucky & Indiana Term. RR Co.	B&O RR Co., C.I. & L. Ry. Co., each 33-1/3%.
Macon Terminal Company	C. of Ga. RR Co., GS&F Ry. Co., each 33-1/3%.
North Charleston Terminal Co.	S.C.L. RR Co. 66-2/3%.
Norfolk & Portsmouth Belt Line	C&O Ry. Co., N.S. Ry. Co., each 14.29%; N&W Ry. Co. & S.C.L. RR Co., each 28.57%.
Terminal RR Association of St. Louis	L&N RR Co., St. L.-S.F. Ry. Co., B.N. RR Co., N&W Ry. Co., B&O RR Co., M.K. & T. RR Co., C.R.I. & P. Ry. Co., and St. L.S.W. Ry. Lines, each 6-1/4%; ICG RR Co., ConRail 12-1/2% each; M.P. RR Co. 18-3/4%.
Richmond-Washington Company	B&O RR Co., C&O Ry. Co., each 20%; S.C.L. 40%
Pullman Company	53 Railroad Companies.
Fruit Growers Express Company	18 other Railroad Companies.

M - Control is obtained by ownership of common capital stock and contractual voting rights for all preferred stock.

NOTES AND REMARKS

References for Pages 22, 23, 23A, 23B, 23C, 23D, 23E and 23F:

721-B - Column (d)

F-Pledged under Southern Railway Company First Consolidated Mortgage.

J-By agreement between Trustee and Owners of Bonds, failure to pay at or after maturity shall not be considered an act of default, and said Trustee shall not be under any duty or obligation to enforce collection thereof.

M-2 Pledged under Southern Railway Company Memphis Division First Mortgage.

721D - Column (1)

E-Interest payable up to 5% per annum when earned and declared by Board of Directors.

315. SPECIAL FUNDS AND OTHER INVESTMENTS

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

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

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

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

Line No.	Account No. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company or government and description of security held; also lien reference, if any (d)	Balance at close of year (e)	Book value of investment made during the year (f)
1					\$	\$
2						
3						
4						
5						
6						
7						
8						
9						
10				NOT APPLICABLE TO RESPONDENT		
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
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45						
46						

315. SPECIAL FUNDS AND OTHER INVESTMENTS—Continued

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

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

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

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

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

8. Report dollars in thousands.

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Adjustment at end of year (Account 723)	Allowance for unrealized loss on noncurrent marketable equity securities (Account 724)		Dividends or interest during year credited to income	Line No.
Book value (g)	Profit or (Loss) (h)		Changes during year (j)	Balance at close of year (k)		
\$	\$	\$	\$	\$	\$	
						1
						2
						3
						4
						5
						6
						7
						8
						9
						10
						11
						12
						13
						14
						15
						16
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						26
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						28
						29
						30
						31
						32
						33
						34
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						43
						44
						45
						46

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

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

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

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	Total book value of investments at close of year	Book value of investments made during year
(a)	(b)	(c)	(d)	
1	A1	Southern Railway Company *Pfd.	\$ 2,991	\$
2		Southern Railway Company *Com.	1,196	
3		Mobile & Birmingham RR Co. Pfd.	233	
4		Mobile & Ohio Stock Trust Certificates	8	36
5		North Carolina Railroad Co. Cap.	72	
6	A3	Arrowood-Southern Company Com.	100	
7		Southern Rail Terminals, Inc. Com.	5	
8	B1	The Ga. Midland RR Co. 1st Mtge. 3% Bonds	1,471	
9		Southern Ry. Co. 1st Cons. Mtge. 5% Bonds	5	
10		Sou. Ry. Co. 1st & Gen. Mtge. 4-5/8% Bonds	11	
11	E3	Arrowood-Southern Company	3,226	
12		Southern Region Industrial Realty, Inc.	10,693	
13	A1	Southern Railway Company Com.	5,059	
14		Southern Railroad Company of Va. Cap.	10	10
15				
16				
17				
18				
19				
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21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
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44				
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47				
48				
49				

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

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

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

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

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Extent of control (g)	Names of subsidiaries in connection with things owned or controlled through them (h)	Line No.
Book Value (e)	Selling price (f)			
\$	\$	%	The National Investment Company	1
			"	2
			"	3
28	28		"	4
			"	5
			"	6
			"	7
			"	8
			"	9
1,000	1,000		"	10
			"	11
			"	12
			Southern Region Investment Company	13
		100	NWS Enterprises, Inc.	14
				15
				16
				17
				18
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				49

325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS

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

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

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

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

Line No.	Item (Kind and location of property, and nature of business, if any) (a)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)	Balance of close of year (See ins. 3) (e)
1			\$	\$	\$
2					
3					
4					
5					
6					
7	NOT APPLICABLE TO RESPONDENT				
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22	Total	X X X X			

NOTES AND REMARKS

325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS—Continued

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

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

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

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

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

8. Report dollars in thousands.

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 506, 534, 535 AND 544 DURING THE YEAR				C. ACCUMULATED DEPRECIATION (ACCOUNT 738)					
Revenues or income (f)	Expenses (g)	Taxes (h)	Net profit for year (L loss) (i)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)	Line No.
\$	\$	\$	\$	\$	\$	\$	\$	%	
									1
									2
									3
									4
									5
									6
									7
									8
									9
									10
									11
									12
									13
									14
									15
									16
									17
									18
									19
									20
									21
								XXXXX	22

NOTES AND REMARKS

329. OTHER ASSETS AND OTHER DEFERRED DEBITS

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1			\$
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14		Not Applicable to Respondent	
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
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36			
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41			
42			
43			
44			
45			

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

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

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

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

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

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

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

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

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

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

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

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

11. Show dollars in thousands.

NOTES AND REMARKS

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Line No.	Account (a)	(Dollars in thousands) (b)	Expenditures	
			during the year for original road and equipment, and road extensions (c)	during the year for purchase of existing lines, reorganizations, etc. (d)
		Balance at beginning of year		
1	(1) Engineering	\$ 12,491	\$	\$
2	(2) Land for transportation purposes	12,368		
3	(3) Grading	94,644		
4	(4) Other right-of-way expenditures	1,462		
5	(5) Tunnels and subways	5,528		
6	(6) Bridges, trestles, and culverts	68,602		
7	(7) Elevated structures			
8	(8) Ties	17,149		
9	(9) Rails	57,777		
10	(10) Other track material	47,596		
11	(11) Ballast	20,735		
12	(12) Track laying and surfacing	23,956		
13	(13) Fences, snowsheds, and signs	1,131		
14	(16) Station and office buildings	47,968		
15	(17) Roadway buildings	3,329		
16	(18) Water stations	129		
17	(19) Fuel stations	1,561		
18	(20) Shops and enginehouses	16,152		
19	(22) Storage warehouses			
20	(23) Wharves and docks	35		
21	(24) Coal and ore wharves			
22	(25) TOFC/COFC terminals	5,671		
23	(26) Communication systems	8,578		
24	(27) Signals and interlockers	42,477		
25	(29) Power plants	229		
26	(31) Power-transmission systems	1,650		
27	(35) Miscellaneous structures	694		
28	(37) Roadway machines	33,732		
29	(39) Public improvements—Construction	6,949		
30	(44) Shop machinery	13,479		
31	(45) Power-plant machinery	942		
32	Other (specify and explain)			
33	Total expenditures for road	547,014		
34	(52) Locomotives	258,700		
35	(53) Freight-train cars	841,860		
36	(54) Passenger-train cars	2,460		
37	(55) Highway revenue equipment	38,753		
38	(56) Floating equipment			
39	(57) Work equipment	31,419		
40	(58) Miscellaneous equipment	19,077		
41	Total expenditures for equipment	1,192,269		
42	(76) Interest during construction	14,040		
43	(77) Other expenditures—General	2,528		
44	Total general expenditures	16,568		
45	Total	1,755,851		
46	(80) Other elements of investment	59,772		
47	(90) Construction work in progress	20,669		
48	Grand Total	1,836,292		

330 ROAD AND EQUIPMENT PROPERTY (See Instructions)

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$ 25	\$ 82	\$ (57)	\$ 12,434	1
46	(140)	186	12,554	2
1,543	348	1,195	95,839	3
(22)		(22)	1,440 ✓	4
(3)		(3)	5,525	5
2,786	330	2,456	71,058	6
				7
263	263		17,149	8
4,363	409	3,954	61,731	9
4,041	660	3,181	50,777	10
509	139	370	21,105	11
357	454	(127)	23,829	12
52	2	50	1,181	13
9,609	1,655	7,954	55,922	14
2,075	2	2,073	5,402	15
			129	16
667	1	666	2,227	17
275	124	151	16,303	18
				19
			35	20
				21
302	17	285	5,956	22
1,125	120	1,005	9,583	23
996	199	797	43,274	24
(39)	1	(40)	189	25
(75)	43	(118)	1,532	26
52	35	17	711	27
2,918	590	2,328	36,060	28
15	14	1	6,950	29
1,492	323	1,169	14,648	30
27	61	(34)	908	31
				32
33,399	5,962	27,437	574,451	33
41,271	3,536	37,735	296,435	34
93,061	20,963	72,098	913,958	35
	1,942	(1,942)	518	36
16,857	1,886	14,971	53,724	37
				38
396	(30)	426	31,845	39
3,292	1,345	1,947	21,024	40
154,877	29,642	125,235	1,317,504	41
	117	(117)	13,923	42
	14	(14)	2,514	43
	131	(131)	16,437	44
188,276	35,735	152,541	1,908,392	45
	2,376	(2,376)	57,396	46
7,688		7,688	28,357	47
195,964	38,111	157,853	1,994,145	48

330A. IMPROVEMENTS ON LEASED PROPERTY (See Instruction)

Line No.	Account <i>(Dollars in thousands)</i>	Balance at beginning of year	Expenditures during the year for original road and equipment, and road extensions	Expenditures during the year for purchase of existing lines, re-organizations, etc.
	(a)	(b)	(c)	(d)
1	(1) Engineering	\$ 2,294	\$	\$
2	(2) Land for transportation purposes	1,257		
3	(3) Grading	15,839		
4	(4) Other right-of-way expenditures	147		
5	(5) Tunnels and subways	3		
6	(6) Bridges, trestles, and culverts	14,571		
7	(7) Elevated structures			
8	(8) Ties	3,761		
9	(9) Rails	18,621		
10	(10) Other track material	15,692		
11	(11) Ballast	5,037		
12	(12) Track laying and surfacing	5,677		
13	(13) Fences, snowsheds, and signs	143		
14	(16) Station and office buildings	2,822		
15	(17) Roadway buildings	266		
16	(18) Water stations	12		
17	(19) Fuel stations	210		
18	(20) Shops and enginehouses	3,387		
19	(22) Storage warehouses			
20	(23) Wharves and docks	13		
21	(24) Coal and ore wharves			
22	(25) TOFC/COFC terminals	1,102		
23	(26) Communication systems	441		
24	(27) Signals and interlockers	12,786		
25	(29) Power plants	27		
26	(31) Power-transmission systems	364		
27	(35) Miscellaneous structures	465		
28	(37) Roadway machines			
29	(39) Public improvements—Construction	1,735		
30	(44) Shop machinery			
31	(45) Power-plant machinery	4		
32	Other (specify and explain)			
33	Total expenditures for road	106,676		
34	(52) Locomotives			
35	(53) Freight-train cars			
36	(54) Passenger-train cars			
37	(55) Highway revenue equipment			
38	(56) Floating equipment			
39	(57) Work equipment			
40	(58) Miscellaneous equipment			
41	Total expenditures for equipment			
42	(76) Interest during construction	2,443		
43	(77) Other expenditures—General	368		
44	Total general expenditures	2,811		
45	Total	109,487		
46	(80) Other elements of investment	121		
47	(90) Construction work in progress	1,276		
48	Grand Total	110,884		

230A. IMPROVEMENTS ON LEASED PROPERTY--Continued

Expenditures for additions and betterments during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
\$ (14)	\$ 6	\$ (20)	\$ 2,274	1
			1,257	2
88	(140)	228	16,067	3
			147	4
			3	5
630	2	628	15,199	6
				7
131	10	121	3,882	8
1,758	14	1,744	20,365	9
1,108	96	1,012	16,704	10
289	(1)	290	5,327	11
166	20	146	5,823	12
18		18	161	13
39	22	17	2,839	14
			266	15
	1	(1)	11	16
7		7	217	17
237	2	235	3,622	18
				19
			13	20
				21
	1	(1)	1,101	22
344	17	327	768	23
1,267	400	867	13,653	24
	20	(20)	7	25
66	6	60	424	26
36	(6)	42	507	27
				28
39		39	1,774	29
44		44	44	30
			4	31
				32
6,253	470	5,783	112,459	33
				34
				35
				36
				37
				38
				39
				40
	(11)	11	2,454	41
	(2)	2	370	42
	(13)	13	2,824	43
6,253	457	5,796	115,283	44
	8	(8)	113	45
(121)		(121)	1,155	46
6,132	465	5,667	116,551	47
				48

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

1. Show in columns (b) and (c), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (d) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (e) and (g) show the composite rates used in computing the depreciation charges for the month of December; and on lines 28 and 36 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and account Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote.

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

3. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is included in account Nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

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

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

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

Line No.	Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
	ROAD	\$	\$	%	\$	\$	%
1	(1) Engineering	12,360	12,198	1.17	496	496	.81
2	(3) Grading	94,187	93,945	.06	3,629	3,629	.14
3	(4) Other right-of-way expenditures						
4	(5) Tunnels and subways	5,528	5,525	.45			
5	(6) Bridges, trestles, and culverts	68,182	69,125	1.17	3,390	3,390	2.01
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	1,117	1,125	2.00	33	33	3.03
8	(16) Station and office buildings	47,409	51,996	5.71	796	796	2.26
9	(17) Roadway buildings	3,052	5,125	3.84	11	11	--
10	(18) Water stations	119	119	3.45	4	4	--
11	(19) Fuel stations	1,547	1,709	2.74	16	16	--
12	(20) Shops and enginehouses	16,024	15,949	2.64	15	15	--
13	(22) Storage warehouses						
14	(23) Wharves and docks	35	35	3.13			
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	5,669	5,691	2.58			
17	(26) Communications systems	8,483	8,572	3.60	125	125	--
18	(27) Signals and interlockers	42,277	42,777	2.44	441	441	1.59
19	(29) Power plants	229	195	5.19	1	1	--
20	(31) Power transmission systems	1,646	1,527	2.51	47	47	2.13
21	(35) Miscellaneous structures	688	693	3.50	10	10	--
22	(37) Roadway machines	33,927	35,415	5.00			
23	(39) Public improvements—Construction	6,939	6,942	.65	630	630	.48
24	(44) Shop machinery	13,431	13,871	3.17			
25	(45) Power plant machinery	942	887	3.52	5	5	--
26	All other road accounts						
27	Amortization (other than defense projects)	425	425	--			
28	Total road	364,216	373,846	2.25	9,649	9,649	1.12
	EQUIPMENT						
29	(52) Locomotives	258,385	288,700	4.54			
30	(53) Freight-train cars	840,431	913,959	3.14			
31	(54) Passenger-train cars	2,460	518	-0-			
32	(55) Highway revenue equipment	38,753	53,803	7.73			
33	(56) Floating equipment						
34	(57) Work equipment	31,145	31,392	4.38			
35	(58) Miscellaneous equipment	19,077	20,875	10.40			
36	Total equipment	1,190,251	1,309,247	3.78			
37	GRAND TOTAL	1,554,467	1,683,093		9,649	9,649	

A/C 54 (Col. B) includes \$2,460 non-depr. & (Col. C) includes \$518 non-depr. (Col. D) includes \$1 adj. (Col. E) includes \$1,433 non-depr. (Col. F) includes \$225 Cr. adj. and \$1,427 non-depr. (Col. G) includes \$1,427 non-depr. (Col. H) includes \$1,427 non-depr. (Col. I) includes \$1,427 non-depr. (Col. J) includes \$1,427 non-depr. (Col. K) includes \$1,427 non-depr. (Col. L) includes \$1,427 non-depr. (Col. M) includes \$1,427 non-depr. (Col. N) includes \$1,427 non-depr. (Col. O) includes \$1,427 non-depr. (Col. P) includes \$1,427 non-depr. (Col. Q) includes \$1,427 non-depr. (Col. R) includes \$1,427 non-depr. (Col. S) includes \$1,427 non-depr. (Col. T) includes \$1,427 non-depr. (Col. U) includes \$1,427 non-depr. (Col. V) includes \$1,427 non-depr. (Col. W) includes \$1,427 non-depr. (Col. X) includes \$1,427 non-depr. (Col. Y) includes \$1,427 non-depr. (Col. Z) includes \$1,427 non-depr. (Col. AA) includes \$1,427 non-depr. (Col. AB) includes \$1,427 non-depr. (Col. AC) includes \$1,427 non-depr. (Col. AD) includes \$1,427 non-depr. (Col. AE) includes \$1,427 non-depr. (Col. AF) includes \$1,427 non-depr. (Col. AG) includes \$1,427 non-depr. (Col. AH) includes \$1,427 non-depr. (Col. AI) includes \$1,427 non-depr. (Col. AJ) includes \$1,427 non-depr. (Col. AK) includes \$1,427 non-depr. (Col. AL) includes \$1,427 non-depr. (Col. AM) includes \$1,427 non-depr. (Col. AN) includes \$1,427 non-depr. (Col. AO) includes \$1,427 non-depr. (Col. AP) includes \$1,427 non-depr. (Col. AQ) includes \$1,427 non-depr. (Col. AR) includes \$1,427 non-depr. (Col. AS) includes \$1,427 non-depr. (Col. AT) includes \$1,427 non-depr. (Col. AU) includes \$1,427 non-depr. (Col. AV) includes \$1,427 non-depr. (Col. AW) includes \$1,427 non-depr. (Col. AX) includes \$1,427 non-depr. (Col. AY) includes \$1,427 non-depr. (Col. AZ) includes \$1,427 non-depr. (Col. BA) includes \$1,427 non-depr. (Col. BB) includes \$1,427 non-depr. (Col. BC) includes \$1,427 non-depr. (Col. BD) includes \$1,427 non-depr. (Col. BE) includes \$1,427 non-depr. (Col. BF) includes \$1,427 non-depr. (Col. BG) includes \$1,427 non-depr. (Col. BH) includes \$1,427 non-depr. (Col. BI) includes \$1,427 non-depr. (Col. BJ) includes \$1,427 non-depr. (Col. BK) includes \$1,427 non-depr. (Col. BL) includes \$1,427 non-depr. (Col. BM) includes \$1,427 non-depr. (Col. BN) includes \$1,427 non-depr. (Col. BO) includes \$1,427 non-depr. (Col. BP) includes \$1,427 non-depr. (Col. BQ) includes \$1,427 non-depr. (Col. BR) includes \$1,427 non-depr. (Col. BS) includes \$1,427 non-depr. (Col. BT) includes \$1,427 non-depr. (Col. BU) includes \$1,427 non-depr. (Col. BV) includes \$1,427 non-depr. (Col. BW) includes \$1,427 non-depr. (Col. BX) includes \$1,427 non-depr. (Col. BY) includes \$1,427 non-depr. (Col. BZ) includes \$1,427 non-depr. (Col. CA) includes \$1,427 non-depr. (Col. CB) includes \$1,427 non-depr. (Col. CC) includes \$1,427 non-depr. (Col. CD) includes \$1,427 non-depr. (Col. CE) includes \$1,427 non-depr. (Col. CF) includes \$1,427 non-depr. (Col. CG) includes \$1,427 non-depr. (Col. CH) includes \$1,427 non-depr. (Col. CI) includes \$1,427 non-depr. (Col. CJ) includes \$1,427 non-depr. (Col. CK) includes \$1,427 non-depr. (Col. CL) includes \$1,427 non-depr. (Col. CM) includes \$1,427 non-depr. (Col. CN) includes \$1,427 non-depr. (Col. CO) includes \$1,427 non-depr. (Col. CP) includes \$1,427 non-depr. (Col. CQ) includes \$1,427 non-depr. (Col. CR) includes \$1,427 non-depr. (Col. CS) includes \$1,427 non-depr. (Col. CT) includes \$1,427 non-depr. (Col. CU) includes \$1,427 non-depr. (Col. CV) includes \$1,427 non-depr. (Col. CW) includes \$1,427 non-depr. (Col. CX) includes \$1,427 non-depr. (Col. CY) includes \$1,427 non-depr. (Col. CZ) includes \$1,427 non-depr. (Col. DA) includes \$1,427 non-depr. (Col. DB) includes \$1,427 non-depr. (Col. DC) includes \$1,427 non-depr. (Col. DD) includes \$1,427 non-depr. (Col. DE) includes \$1,427 non-depr. (Col. DF) includes \$1,427 non-depr. (Col. DG) includes \$1,427 non-depr. (Col. DH) includes \$1,427 non-depr. (Col. DI) includes \$1,427 non-depr. (Col. DJ) includes \$1,427 non-depr. (Col. DK) includes \$1,427 non-depr. (Col. DL) includes \$1,427 non-depr. (Col. DM) includes \$1,427 non-depr. (Col. DN) includes \$1,427 non-depr. (Col. DO) includes \$1,427 non-depr. (Col. DP) includes \$1,427 non-depr. (Col. DQ) includes \$1,427 non-depr. (Col. DR) includes \$1,427 non-depr. (Col. DS) includes \$1,427 non-depr. (Col. DT) includes \$1,427 non-depr. (Col. DU) includes \$1,427 non-depr. (Col. DV) includes \$1,427 non-depr. (Col. DW) includes \$1,427 non-depr. (Col. DX) includes \$1,427 non-depr. (Col. DY) includes \$1,427 non-depr. (Col. DZ) includes \$1,427 non-depr. (Col. EA) includes \$1,427 non-depr. (Col. EB) includes \$1,427 non-depr. (Col. EC) includes \$1,427 non-depr. (Col. ED) includes \$1,427 non-depr. (Col. EE) includes \$1,427 non-depr. (Col. EF) includes \$1,427 non-depr. (Col. EG) includes \$1,427 non-depr. (Col. EH) includes \$1,427 non-depr. (Col. EI) includes \$1,427 non-depr. (Col. EJ) includes \$1,427 non-depr. (Col. EK) includes \$1,427 non-depr. (Col. EL) includes \$1,427 non-depr. (Col. EM) includes \$1,427 non-depr. (Col. EN) includes \$1,427 non-depr. (Col. EO) includes \$1,427 non-depr. (Col. EP) includes \$1,427 non-depr. (Col. EQ) includes \$1,427 non-depr. (Col. ER) includes \$1,427 non-depr. (Col. ES) includes \$1,427 non-depr. (Col. ET) includes \$1,427 non-depr. (Col. EU) includes \$1,427 non-depr. (Col. EV) includes \$1,427 non-depr. (Col. EW) includes \$1,427 non-depr. (Col. EX) includes \$1,427 non-depr. (Col. EY) includes \$1,427 non-depr. (Col. EZ) includes \$1,427 non-depr. (Col. FA) includes \$1,427 non-depr. (Col. FB) includes \$1,427 non-depr. (Col. FC) includes \$1,427 non-depr. (Col. FD) includes \$1,427 non-depr. (Col. FE) includes \$1,427 non-depr. (Col. FF) includes \$1,427 non-depr. (Col. FG) includes \$1,427 non-depr. (Col. FH) includes \$1,427 non-depr. (Col. FI) includes \$1,427 non-depr. (Col. FJ) includes \$1,427 non-depr. (Col. FK) includes \$1,427 non-depr. (Col. FL) includes \$1,427 non-depr. (Col. FM) includes \$1,427 non-depr. (Col. FN) includes \$1,427 non-depr. (Col. FO) includes \$1,427 non-depr. (Col. FP) includes \$1,427 non-depr. (Col. FQ) includes \$1,427 non-depr. (Col. FR) includes \$1,427 non-depr. (Col. FS) includes \$1,427 non-depr. (Col. FT) includes \$1,427 non-depr. (Col. FU) includes \$1,427 non-depr. (Col. FV) includes \$1,427 non-depr. (Col. FW) includes \$1,427 non-depr. (Col. FX) includes \$1,427 non-depr. (Col. FY) includes \$1,427 non-depr. (Col. FZ) includes \$1,427 non-depr. (Col. GA) includes \$1,427 non-depr. (Col. GB) includes \$1,427 non-depr. (Col. GC) includes \$1,427 non-depr. (Col. GD) includes \$1,427 non-depr. (Col. GE) includes \$1,427 non-depr. (Col. GF) includes \$1,427 non-depr. (Col. GG) includes \$1,427 non-depr. (Col. GH) includes \$1,427 non-depr. (Col. GI) includes \$1,427 non-depr. (Col. GJ) includes \$1,427 non-depr. (Col. GK) includes \$1,427 non-depr. (Col. GL) includes \$1,427 non-depr. (Col. GM) includes \$1,427 non-depr. (Col. GN) includes \$1,427 non-depr. (Col. GO) includes \$1,427 non-depr. (Col. GP) includes \$1,427 non-depr. (Col. GQ) includes \$1,427 non-depr. (Col. GR) includes \$1,427 non-depr. (Col. GS) includes \$1,427 non-depr. (Col. GT) includes \$1,427 non-depr. (Col. GU) includes \$1,427 non-depr. (Col. GV) includes \$1,427 non-depr. (Col. GW) includes \$1,427 non-depr. (Col. GX) includes \$1,427 non-depr. (Col. GY) includes \$1,427 non-depr. (Col. GZ) includes \$1,427 non-depr. (Col. HA) includes \$1,427 non-depr. (Col. HB) includes \$1,427 non-depr. (Col. HC) includes \$1,427 non-depr. (Col. HD) includes \$1,427 non-depr. (Col. HE) includes \$1,427 non-depr. (Col. HF) includes \$1,427 non-depr. (Col. HG) includes \$1,427 non-depr. (Col. HH) includes \$1,427 non-depr. (Col. HI) includes \$1,427 non-depr. (Col. HJ) includes \$1,427 non-depr. (Col. HK) includes \$1,427 non-depr. (Col. HL) includes \$1,427 non-depr. (Col. HM) includes \$1,427 non-depr. (Col. HN) includes \$1,427 non-depr. (Col. HO) includes \$1,427 non-depr. (Col. HP) includes \$1,427 non-depr. (Col. HQ) includes \$1,427 non-depr. (Col. HR) includes \$1,427 non-depr. (Col. HS) includes \$1,427 non-depr. (Col. HT) includes \$1,427 non-depr. (Col. HU) includes \$1,427 non-depr. (Col. HV) includes \$1,427 non-depr. (Col. HW) includes \$1,427 non-depr. (Col. HX) includes \$1,427 non-depr. (Col. HY) includes \$1,427 non-depr. (Col. HZ) includes \$1,427 non-depr. (Col. IA) includes \$1,427 non-depr. (Col. IB) includes \$1,427 non-depr. (Col. IC) includes \$1,427 non-depr. (Col. ID) includes \$1,427 non-depr. (Col. IE) includes \$1,427 non-depr. (Col. IF) includes \$1,427 non-depr. (Col. IG) includes \$1,427 non-depr. (Col. IH) includes \$1,427 non-depr. (Col. II) includes \$1,427 non-depr. (Col. IJ) includes \$1,427 non-depr. (Col. IK) includes \$1,427 non-depr. (Col. IL) includes \$1,427 non-depr. (Col. IM) includes \$1,427 non-depr. (Col. IN) includes \$1,427 non-depr. (Col. IO) includes \$1,427 non-depr. (Col. IP) includes \$1,427 non-depr. (Col. IQ) includes \$1,427 non-depr. (Col. IR) includes \$1,427 non-depr. (Col. IS) includes \$1,427 non-depr. (Col. IT) includes \$1,427 non-depr. (Col. IU) includes \$1,427 non-depr. (Col. IV) includes \$1,427 non-depr. (Col. IW) includes \$1,427 non-depr. (Col. IX) includes \$1,427 non-depr. (Col. IY) includes \$1,427 non-depr. (Col. IZ) includes \$1,427 non-depr. (Col. JA) includes \$1,427 non-depr. (Col. JB) includes \$1,427 non-depr. (Col. JC) includes \$1,427 non-depr. (Col. JD) includes \$1,427 non-depr. (Col. JE) includes \$1,427 non-depr. (Col. JF) includes \$1,427 non-depr. (Col. JG) includes \$1,427 non-depr. (Col. JH) includes \$1,427 non-depr. (Col. JI) includes \$1,427 non-depr. (Col. JJ) includes \$1,427 non-depr. (Col. JK) includes \$1,427 non-depr. (Col. JL) includes \$1,427 non-depr. (Col. JM) includes \$1,427 non-depr. (Col. JN) includes \$1,427 non-depr. (Col. JO) includes \$1,427 non-depr. (Col. JP) includes \$1,427 non-depr. (Col. JQ) includes \$1,427 non-depr. (Col. JR) includes \$1,427 non-depr. (Col. JS) includes \$1,427 non-depr. (Col. JT) includes \$1,427 non-depr. (Col. JU) includes \$1,427 non-depr. (Col. JV) includes \$1,427 non-depr. (Col. JW) includes \$1,427 non-depr. (Col. JX) includes \$1,427 non-depr. (Col. JY) includes \$1,427 non-depr. (Col. JZ) includes \$1,427 non-depr. (Col. KA) includes \$1,427 non-depr. (Col. KB) includes \$1,427 non-depr. (Col. KC) includes \$1,427 non-depr. (Col. KD) includes \$1,427 non-depr. (Col. KE) includes \$1,427 non-depr. (Col. KF) includes \$1,427 non-depr. (Col. KG) includes \$1,427 non-depr. (Col. KH) includes \$1,427 non-depr. (Col. KI) includes \$1,427 non-depr. (Col. KJ) includes \$1,427 non-depr. (Col. KK) includes \$1,427 non-depr. (Col. KL) includes \$1,427 non-depr. (Col. KM) includes \$1,427 non-depr. (Col. KN) includes \$1,427 non-depr. (Col. KO) includes \$1,427 non-depr. (Col. KP) includes \$1,427 non-depr. (Col. KQ) includes \$1,427 non-depr. (Col. KR) includes \$1,427 non-depr. (Col. KS) includes \$1,427 non-depr. (Col. KT) includes \$1,427 non-depr. (Col. KU) includes \$1,427 non-depr. (Col. KV) includes \$1,427 non-depr. (Col. KW) includes \$1,427 non-depr. (Col. KX) includes \$1,427 non-depr. (Col. KY) includes \$1,427 non-depr. (Col. KZ) includes \$1,427 non-depr. (Col. LA) includes \$1,427 non-depr. (Col. LB) includes \$1,427 non-depr. (Col. LC) includes \$1,427 non-depr. (Col. LD) includes \$1,427 non-depr. (Col. LE) includes \$1,427 non-depr. (Col. LF) includes \$1,427 non-depr. (Col. LG) includes \$1,427 non-depr. (Col. LH) includes \$1,427 non-depr. (Col. LI) includes \$1,427 non-depr. (Col. LJ) includes \$1,427 non-depr. (Col. LK) includes \$1,427 non-depr. (Col. LL) includes \$1,427 non-depr. (Col. LM) includes \$1,427 non-depr. (Col. LN) includes \$1,427 non-depr. (Col. LO) includes \$1,427 non-depr. (Col. LP) includes \$1,427 non-depr. (Col. LQ) includes \$1,427 non-depr. (Col. LR) includes \$1,427 non-depr. (Col. LS) includes \$1,427 non-depr. (Col. LT) includes \$1,427 non-depr. (Col. LU) includes \$1,427 non-depr. (Col. LV) includes \$1,427 non-depr. (Col. LW) includes \$1,427 non-depr. (Col. LX) includes \$1,427 non-depr. (Col. LY) includes \$1,427 non-depr. (Col. LZ) includes \$1,427 non-depr. (Col. MA) includes \$1,427 non-depr. (Col. MB) includes \$1,427 non-depr. (Col. MC) includes \$1,427 non-depr. (Col. MD) includes \$1,427 non-depr. (Col. ME) includes \$1,427 non-depr. (Col. MF) includes \$1,427 non-depr. (Col. MG) includes \$1,427 non-depr. (Col. MH) includes \$1,427 non-depr. (Col. MI) includes \$1,427 non-depr. (Col. MJ) includes \$1,427 non-depr. (Col. MK) includes \$1,427 non-depr. (Col. ML) includes \$1,427 non-depr. (Col. MN) includes \$1,427 non-depr. (Col. MO) includes \$1,427 non-depr. (Col. MP) includes \$1,427 non-depr. (Col. MQ) includes \$1,427 non-depr. (Col. MR) includes \$1,427 non-depr. (Col. MS) includes \$1,427 non-depr. (Col. MT) includes \$1,427 non-depr. (Col. MU) includes \$1,427 non-depr. (Col. MV) includes \$1,427 non-depr. (Col. MW) includes \$1,427 non-depr. (Col. MX) includes \$1,427 non-depr. (Col. MY) includes \$1,427 non-depr. (Col. MZ) includes \$1,427 non-depr. (Col. NA) includes \$1,427 non-depr. (Col. NB) includes \$1,427 non-depr. (Col. NC) includes \$1,427 non-depr. (Col. ND) includes \$1,427 non-depr. (Col. NE) includes \$1,427 non-depr. (Col. NF) includes \$1,427 non-depr. (Col. NG) includes \$1,427 non-depr. (Col. NH) includes \$1,427 non-depr. (Col. NI) includes \$1,427 non-depr. (Col. NJ) includes \$1,427 non-depr. (Col. NK) includes \$1,427 non-depr. (Col. NL) includes \$1,427 non-depr. (Col. NM) includes \$1,427 non-depr. (Col. NN) includes \$1,427 non-depr. (Col. NO) includes \$1,427 non-depr. (Col. NP) includes \$1,427 non-depr. (Col. NQ) includes \$1,427 non-depr. (Col. NR) includes \$1,427 non-depr. (Col. NS) includes \$1,427 non-depr. (Col. NT) includes \$1,427 non-depr. (Col. NU) includes \$1,427 non-depr. (Col. NV) includes \$1,427 non-depr. (Col. NW) includes \$1,427 non-depr. (Col. NX) includes \$1,427 non-depr. (Col. NY) includes \$1,427 non-depr. (Col. NZ) includes \$1,427 non-depr. (Col. OA) includes \$1,427 non-depr. (Col. OB) includes \$1,427 non-depr. (Col. OC) includes \$1,427 non-depr. (Col. OD) includes \$1,427 non-depr. (Col. OE) includes \$1,427 non-depr. (Col. OF) includes \$1,427 non-depr. (Col. OG) includes \$1,427 non-depr. (Col. OH) includes \$1,427 non-depr. (Col. OI) includes \$1,427 non-depr. (Col. OJ) includes \$1,427 non-depr. (Col. OK) includes \$1,427 non-depr. (Col. OL) includes \$1,427 non-depr. (Col. OM) includes \$1,427 non-depr. (Col. ON) includes \$1,427 non-depr. (Col. OO) includes \$1,427 non-depr. (Col. OP) includes \$1,427 non-depr. (Col. OQ) includes \$1,427 non-depr. (Col. OR) includes \$1,427 non-depr. (Col. OS) includes \$1,427 non-depr. (Col. OT) includes \$1,427 non-depr. (Col. OU) includes \$1,427 non-depr. (Col. OV) includes \$1,427 non-depr. (Col. OW) includes \$1,427 non-depr. (Col. OX) includes \$1,427 non-depr. (Col. OY) includes \$1,427 non-depr. (Col. OZ) includes \$1,427 non-depr. (Col. PA) includes \$1,427 non-depr. (Col. PB) includes \$1,427 non-depr. (Col. PC) includes \$1,427 non-depr. (Col. PD) includes \$1,427 non-depr. (Col. PE) includes \$1,427 non-depr. (Col. PF) includes \$1,427 non-depr. (Col. PG) includes \$1,427 non-depr. (Col. PH) includes \$1,427 non-depr. (Col. PI) includes \$1,427 non-depr. (Col. PJ) includes \$1,427 non-depr. (Col. PK) includes \$1,427 non-depr. (Col. PL) includes \$1,427 non-depr. (Col. PM) includes \$1,427 non-depr. (Col. PN) includes \$1,427 non-depr. (Col. PO) includes \$1,427 non-depr. (Col. PP) includes \$1,427 non-depr. (Col. PQ) includes \$1,427 non-depr. (Col. PR) includes \$1,427 non-depr. (Col. PS) includes \$1,427 non-depr. (Col. PT) includes \$1,427 non-depr. (Col. PU) includes \$1,427 non-depr. (Col. PV) includes \$1,427 non-depr. (Col. PW) includes \$1,427 non-depr. (Col. PX) includes \$1,427 non-depr. (Col. PY) includes \$1,427 non-depr. (Col. PZ) includes \$1,427 non-depr. (Col. QA) includes \$1,427 non-depr. (Col. QB) includes \$1,427 non-depr. (Col. QC) includes \$1,427 non-depr. (Col. QD) includes \$1,427 non-depr. (Col. QE) includes \$1,427 non-depr. (Col. QF) includes \$1,427 non-depr. (Col. QG) includes \$1,427 non-depr. (Col. QH) includes \$1,427 non-depr. (Col. QI) includes \$1,427 non-depr. (Col. QJ) includes \$1,427 non-depr. (Col. QK) includes \$1,427 non-depr. (Col. QL) includes \$1,427 non-depr. (Col. QM) includes \$1,427 non-depr. (Col. QN) includes \$1,427 non-depr. (Col. QO) includes \$1,427 non-depr. (Col. QP) includes \$1,427 non-depr. (Col. QQ) includes \$1,427 non-depr. (Col. QR) includes \$1,427 non-depr. (Col. QS) includes \$1,427 non-depr. (Col. QT) includes \$1,427 non-depr. (Col. QU) includes \$1,427 non-depr. (Col. QV) includes \$1,427 non-depr. (Col. QW) includes \$1,427 non-depr. (Col. QX) includes \$1,427 non-depr. (Col. QY) includes \$1,427 non-depr. (Col. QZ) includes \$1,427 non-depr. (Col. RA) includes \$1,427 non-depr. (Col. RB) includes \$1,427 non-depr. (Col. RC) includes \$1,427 non-depr. (Col. RD) includes \$1,427 non-depr. (Col. RE) includes \$1,427 non-depr. (Col. RF) includes \$1,427 non-depr. (Col. RG) includes \$1,427 non-depr. (Col. RH) includes \$1,427 non-depr. (Col. RI) includes \$1,427 non-depr. (Col. RJ) includes \$1,427 non-depr. (Col. RK) includes \$1,427 non-depr. (Col. RL) includes \$1,427 non-depr. (Col. RM) includes \$1,427 non-depr. (Col. RN) includes \$1,427 non-depr. (Col. RO) includes \$1,427 non-depr. (Col. RP) includes \$1,427 non-depr. (Col. RQ) includes \$1,427 non-depr. (Col. RR) includes \$1,427 non-depr. (Col. RS) includes \$1,427 non-depr. (Col. RT) includes \$1,427 non-depr. (Col. RU) includes \$1,427 non-depr. (Col. RV) includes \$1,427 non-depr. (Col. RW) includes \$1,427 non-depr. (Col. RX) includes \$1,427 non-depr. (Col. RY) includes \$1,427 non-depr. (Col. RZ) includes \$1,427 non-depr. (Col. SA) includes \$1,427 non-depr. (Col. SB) includes \$1,427 non-depr. (Col. SC) includes \$1,427 non-depr. (Col. SD) includes \$1,427 non-depr. (Col. SE) includes \$1,427 non-depr. (Col. SF) includes \$1,427 non-depr. (Col. SG) includes \$1,427 non-depr. (Col. SH) includes \$1,427 non-depr. (Col. SI) includes \$1,427 non-depr. (Col. SJ) includes \$1,427 non-depr. (Col. SK) includes \$1,427 non-depr. (Col. SL) includes \$1,427 non-depr. (Col.

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

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

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

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

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

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

6. Thousand dollar Reporting Rule.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD						
1	(1) Engineering	992	144	1,384	51		2,469
2	(3) Grading	1,333	56		2		1,387
3	(4) Other, right-of-way						
4	(5) Tunnels and subways	381	25				406
5	(6) Bridges, trestles, and culverts	19,384	803	15	264	5,083	14,855
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	1,006	22		2	409	617
8	(16) Station and office buildings	15,401	2,980	34	1,161	528	16,726
9	(17) Roadway buildings	691	124	860	1		1,674
10	(18) Water stations	(79)	4	164			89
11	(19) Fuel stations	228	44	237		1	508
12	(20) Shops and enginehouses	2,685	422	918	120		3,905
13	(22) Storage warehouses						
14	(23) Wharves and docks	35				4	31
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	609	147		17	63	676
17	(26) Communication systems	716	308	1,342	145	2	2,219
18	(27) Signals and interlockers	12,339	1,039	63	257	2,177	11,007
19	(29) Power plants	110	12	4	5		121
20	(31) Power-transmission systems	823	40		43	308	512
21	(35) Miscellaneous structures	371	24		35	81	279
22	(37) Roadway machines	15,307	1,717	2	584	7,649	8,793
23	(39) Public improvements—Construction	657	45		13		689
24	(44) Shop machinery*	698	419	1,999	301	1	2,814
25	(45) Power-plant machinery*	200	32		59	7	166
26	All other road accounts						
27	Amortization (other than defense projects)	425		8,932			9,357
28	Total road	74,312	8,407	15,954	3,060	16,313	79,300
	EQUIPMENT						
29	Amortization equipment			81,836		379	81,457
30	(52) Locomotives	129,995	11,776		2,438	44,718	94,615
31	(53) Freight-train cars	262,884	28,019	196	14,803	29,540	246,756
32	(54) Passenger-train cars	598			48		550
33	(55) Highway revenue equipment	17,685	4,061		1,490	7,578	12,678
34	(56) Floating equipment						
35	(57) Work equipment	18,591	1,365	411	509	--	19,858
36	(58) Miscellaneous equipment	6,610	2,113	379	1,138	--	7,964
37	Total equipment	436,363	47,334	82,822	20,426	82,215	463,878
38	GRAND TOTAL	510,675	55,741	98,776	23,486	98,528	543,178

Note: Equipment reserve adjustments of \$81,457 made in accordance with ICC

*Chargeable to account 305, order dated 7/16/80 effective 1/1/80.

339. ACCRUED LIABILITY - LEASED PROPERTY

1. Disclose the required information relating to credits and debits of Account 772, "Accrued liability-leased property," during the year concerning road and equipment leased from others.

2. In column (c), enter amounts charged to operating expenses; in column (e), enter debits to account arising from retirements; in column (f), enter amounts paid to lessor.

3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.

4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.

5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses and in column (f) show payments made to the lessor in settlement thereof.

6. Dollars in thousands.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering	73	4				77
2	(3) Grading	168	5				173
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	1,939	68				2,007
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	25	1				26
8	(16) Station and office buildings	533	18			2	549
9	(17) Roadway buildings	4					4
10	(18) Water stations	3					3
11	(19) Fuel stations	8					8
12	(20) Shops and enginehouses	9	1	1			11
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals						
17	(26) Communication systems	108					108
18	(27) Signals and interlockers	237	7				244
19	(29) Power plants						
20	(31) Power-transmission systems	20	1				21
21	(35) Miscellaneous structures	9					9
22	(37) Roadway machines						
23	(39) Public improvements--Construction	39	3				42
24	(44) Shop machinery						
25	(45) Power-plant machinery			1			1
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road	3,175	108	2		2	3,283
	EQUIPMENT						
29	(52) Locomotives						
30	(53) Freight-train cars						
31	(54) Passenger-train cars						
32	(55) Highway revenue equipment			NONE			
33	(56) Floating equipment						
34	(57) Work equipment						
35	(58) Miscellaneous equipment						
36	Total equipment						
37	GRAND TOTAL	3,175	108	2		2	3,283

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

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

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

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

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

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

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

Line No.	(Dollars in thousands) Account (a)	Depreciation base		Annual composite rate (percent) (d)
		At beginning of year	At close of year (c)	
	ROAD	\$	\$	%
1	(1) Engineering	2,295	2,278	1.17
2	(3) Grading	15,839	16,052	.06
3	(4) Other right-of-way expenditures			
4	(5) Tunnels and subways	3	3	-
5	(6) Bridges, trestles and culverts	14,542	14,785	1.16
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs	142	161	1.24
8	(16) Station and office buildings	2,820	2,806	1.89
9	(17) Roadway buildings	265	265	3.77
10	(18) Water stations	12	11	-
11	(19) Fuel stations	211	217	2.76
12	(20) Shops and enginehouses	3,386	3,463	2.60
13	(22) Storage warehouses			
14	(23) Wharves and docks	13	13	
15	(24) Coal and ore wharves			
16	(25) TOFC/COFC terminals	1,102	1,101	2.54
17	(26) Communications systems	439	509	2.36
18	(27) Signals and interlockers	12,760	13,211	2.40
19	(29) Power plants	27	24	4.17
20	(31) Power transmission systems	362	423	1.89
21	(35) Miscellaneous structures	467	507	3.16
22	(37) Roadway machines			
23	(39) Public improvements-Construction	1,734	1,735	.63
24	(44) Shop machinery			
25	(45) Power plant machinery	4	4	
26	All other road accounts			
27	Amortization (other than defense projects)			
28	Total road	56,424	57,568	1.32
	EQUIPMENT			
29	(52) Locomotives			
30	(53) Freight-train cars			
31	(54) Passenger-train cars	NONE		
32	(55) Highway revenue equipment			
33	(56) Floating equipment			
34	(57) Work equipment			
35	(58) Miscellaneous equipment			
36	Total equipment			
37	GRAND TOTAL	56,424	57,568	1.32

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

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

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

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

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

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

6. Thousand dollar Reporting Rule.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to others (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering	211	27	3	15		226
2	(3) Grading	483	10				493
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	6,057	171	69	75		6,222
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	74	2				76
8	(16) Station and office buildings	542	53		13		582
9	(17) Roadway buildings	95	10		1		104
10	(18) Water stations	7		1	1		7
11	(19) Fuel stations	63	6				69
12	(20) Shops and enginehouses	561	90		2		649
13	(22) Storage warehouses						
14	(23) Wharves and docks	13					13
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	187	28		1		214
17	(26) Communication systems	109	12		17		104
18	(27) Signals and interlockers	5,549	317		361	42	5,463
19	(29) Power plants	12	1		20		(7)
20	(31) Power-transmission systems	250	8		6		252
21	(35) Miscellaneous structures	274	16		(6)		296
22	(37) Roadway machines						
23	(39) Public improvements-Construction	186	11				197
24	(44) Shop machinery						
25	(45) Power-plant machinery	(1)		2			1
26	All other road accounts						
27	Total road	14,672	762	75	506	42	14,961
	EQUIPMENT						
28	(52) Locomotives						
29	(53) Freight-train cars						
30	(54) Passenger-train cars			NONE			
31	(55) Highway revenue equipment						
32	(56) Floating equipment						
33	(57) Work equipment						
34	(58) Miscellaneous equipment						
35	Total equipment						
36	GRAND TOTAL	14,672	762	75	506	42	14,961

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

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

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

3. In column (d) show the composite rates used in computing

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

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

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

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

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

351. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT LEASED TO OTHERS

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

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

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

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

5. Thousand dollar Reporting Rule.

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

352A. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (by Company)

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

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

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

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

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

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

7. Report dollars in thousands.

Line No.	Class (Sec Ins. 2)	Name of company	Miles of road owned (Sec Ins. 4)	Investments in property (See Ins. 5)	Depreciation and amortization of defense projects (See Ins. 6)
	(a)	(b)			(e)
1	R	Southern Railway Company	3,900	\$ 2,110,696	\$ 560,400
2					
3	L	Transylvania Railroad Company	21	84	
4	L	The Atlanta & Charlotte Air Line Ry. Co.	253	20,060	
5	L	Elberton Southern Railway Co.	50	433	
6	L	The Georgia Midland Railway Co.	78	2,338	296
7	L	Memphis and Charleston Railway Co.		1,142	302
8	L	Mobile and Birmingham Railroad Co.	147	3,378	1,227
9	L	The North Carolina Midland RR Co.	54	1,721	190
10	L	Southern Railway - Carolina Div.	639	13,959	
11	L	Virginia & Southwestern Railway Co.	99	5,345	
12	L	North Carolina Railroad	219	5,224	1,259
13					
14	O	Central Transfer and Storage Co.		12	
15	O	Columbus & Greenville RR Co.	10	70	2
16	O	Athens Belt Line		8	
17	O	Richmond Fredericksburg & Potomac RR		31	2
18	O	Georgia Railroad & Ranking Co.		295	4
19	O	Baltimore and Ohio Railroad		4	
20					
21					
22		TOTAL	5,548	2,164,800	563,682
23					
24		Less Lines Leased to or Operated by Other Companies:			
25					
26	R	The Alabama Great Southern RR Co.	10	254	15
27	R	Norfolk Southern Railway Co.	10	456	
28	R	The CNO&TP Railway Co.		8	
29	R	Norfolk & Western Railway Co.		36	
30	R	Gloss-Sheffield Steel & Iron Co.		9	
31	R	Ky. and Ind. Terminal RR Co.		109	
32	R	Ware Shoals Railroad Co.	5	101	
33	R	Chesapeake and Ohio RR	9	551	
34	R	St. Louis - San Francisco		17	
35	R	Augusta & Summerfield RR		17	
36	R	Louisville & Nashville RR		5	
37		TOTAL	34	1,563	15
38					
39		TOTAL	5,514	2,163,237	563,667

352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE
(By Property Accounts)

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

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

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

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

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

5. Report dollars in thousands.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)
1	(1) Engineering	\$ 14,664	\$ 1,782	\$	\$ 5
2	(2) Land for transportation purposes	13,691	2,685		259
3	(3) Grading	111,611	15,626		19
4	(4) Other right-of-way expenditures	1,587	6		
5	(5) Tunnels and subways	5,528	16		
6	(6) Bridges, trestles, and culverts	85,996	10,213		38
7	(7) Elevated structures				
8	(8) Ties	20,938	3,069		13
9	(9) Rails	81,884	8,871		32
10	(10) Other track material	67,379	2,645		12
11	(11) Ballast	26,363	3,508		11
12	(12) Track laying and surfacing	29,578	3,831		13
13	(13) Fences, snowsheds, and signs	1,332	135		
14	(16) Station and office buildings	58,661	1,835		
15	(17) Roadway buildings	5,667	163		1
16	(18) Water stations	140	19		
17	(19) Fuel stations	2,444	86		
18	(20) Shops and enginehouses	19,925	433		
19	(22) Storage warehouses				
20	(23) Wharves and docks	48	19		
21	(24) Coal and ore wharves				
22	(25) TOFC/COFC terminals	7,057			
23	(26) Communication systems	10,347	793		
24	(27) Signals and interlockers	56,819	3,306		1
25	(29) Power plants	197	14		
26	(31) Power-transmission systems	1,955	171		
27	(35) Miscellaneous structures	1,213	66		
28	(37) Roadway machines	36,060	1		
29	(39) Public improvements—Construction	8,715	1,701		2
30	(44) Shop machinery	14,692			
31	(45) Power-plant machinery	912	5		
32	Leased property capitalized rentals (explain)				
33	Other (specify & explain)				
34	Total expenditures for road	685,403	60,999		416
35	(52) Locomotives	296,435			
36	(53) Freight-train cars	913,958			
37	(54) Passenger-train cars	518			
38	(55) Highway revenue equipment	53,724			
39	(56) Floating equipment				
40	(57) Work equipment	31,845			
41	(58) Miscellaneous equipment	21,024			
42	Total expenditures for equipment	1,317,504			
43	(76) Interest during construction	16,334	3,390		3
44	(77) Other expenditures—General	2,873	526		1
45	Total general expenditures	19,207	3,916		4
46	Total	2,022,114	64,915		420
47	(80) Other elements of investment	57,510	(11,248)		
48	(90) Construction work in progress	29,509	17		
49	Grand Total	2,109,133	53,684		420

355. OTHER ELEMENTS OF INVESTMENT

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

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

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

(Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)	Credits during the year (d)
1	Write off of current year's portion of account		\$	\$
2	number 80 which is being amortized over a 30 year			
3	period - there are 14 years remaining	798		2,384
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49				
50	TOTALS _____	XXX		2,384
51	NET CHANGES _____	XXX		2,384

360. LEASES—GENERAL INSTRUCTIONS AND DEFINITIONS

A. General Instructions

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

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

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

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

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

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

B. Definitions

- (1) **Capital Leases** are those leases which meet one or more of the following four criteria:
 - The lease transfers ownership of the property to the lessee by the end of the lease term.
 - The lease contains a bargain purchase option.
 - The lease term is equal to 75 percent or more of the estimated economic life of the property, and
 - The present value at the beginning of the lease term of the minimum lease payments equals or exceeds 90 percent of the fair value of the leased property to the lessor at the inception of the lease less any related investment tax credit retained by the lessor.
- (2) **Operating leases** are those leases which do not meet any of the four criteria pertaining to capital leases.
- (3) **Minimum lease payments** are the payments that the lessee is obligated to make or can be required to make in connection with the leased property. Executory costs such as insurance, maintenance and taxes in connection with the leased property shall be excluded from minimum lease payments.
- (4) **Present value minimum lease payments** are lease payments that the lessee is obligated to make or can be required to make, exclusive of executory cost. Moreover, these payments are reduced by amounts representing interest, calculated at the companies' incremental borrowing rate or the implicit rate computed by the lessor.
- (5) **Noncancelable lease/sublease** is one that has an initial or remaining term of one year or more and is noncancelable, or is cancelable only upon the occurrence of some remote contingency or upon the payment of a substantial penalty.
- (6) **Contingent rentals**, for the purposes of this report, are rentals paid during the reporting year which depend on some factor other than the passage of time such as rentals based on usage or sales.

361. CAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

Disclose total lease payments for the years shown. Then, disclose amounts representing (1) executory costs and (2) interest to derive the present value of minimum lease payments. An explanation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. Report dollars in thousands.

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later Years (g)	Total (h)
1	Lease payments	\$ 5,879	\$ 2,810	\$ 2,641	\$ 2,641	\$ 2,423	\$ 19,392	\$ 29,907
	Less: Executory costs:							
2	- Taxes							
3	- Maintenance							
4	- Insurance							
5	- Other							
6	Total executory costs (2-5)	5,879	2,810	2,641	2,641	2,423	19,392	29,907
7	Minimum lease payments (1,6)	2,117	1,240	1,156	1,069	979	4,936	9,380
8	Less: Amount representing interest	3,762	1,570	1,485	1,572	1,444	14,456	20,527
9	Present value of minimum lease payments (line 7, 8)							

PART II. TOTAL RENTAL EXPENSES

Complete this part if gross rental expense in the most recent reporting year exceeds one percent of operating revenue. Otherwise, show total rental expenses reduced by rentals received from sub-leases for the current year. Also, show amounts expected to be received on all noncancelable sub-lease rentals for the year beginning after the current year as required.

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

PART III. CLASSES OF CAPITAL LEASES

Complete this part only if the present values of the minimum lease commitments are more than five percent of the sum of the long-term debt due after one year. Otherwise, show the present values of minimum lease commitments in the aggregate for the major classes of properties presented. Subtract amounts representing the accumulated amortization to derive at "Net capitalized lease assets."

Line No.	Classes of leased property (a)	Present value		
		Current year (b)	Prior year (c)	Total (d)
14	Structures			
15	Revenue equipment			
16	Shop and garage equipment			
17	Service cars and equipment			
18	Noncarrier operating property			
19	Other: (Specify)			
20				
21	Gross capitalized assets			
22	Less: Accumulated amortization			
23	Net capitalized lease assets	\$ 36,486	\$ 61,310	\$ 97,796

362. NONCAPITALIZED CAPITAL LEASES
PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

Disclose total lease payments for the years shown. Then, disclose amounts representing (1) executory costs and (2) interest to derive the present values of minimum lease payments. An explanation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. Report dollars in thousands.

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

PART II. TOTAL RENTAL EXPENSES

Complete this part if gross rental expense in the most recent reporting year exceeds one percent of operating revenue. Otherwise, show total rental expenses reduced by rentals from sublease rentals for the year beginning after the current year as required.

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

362. NONCAPITALIZED CAPITAL LEASES—Continued

PART III. INCOME IMPACT

1. If the impact on net income is less than three percent of the average net income for the most recent three years, a statement to this effect will suffice to complete this schedule. Otherwise, show the impact on net income for each period for which an income statement is presented if all noncapitalized financing leases were capitalized, related assets were amortized on a straight-line basis and interest cost was accrued on the basis of the outstanding lease liability. The amounts of amortization and interest cost shall be separately identified.

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

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

PART IV. CLASSES OF CAPITAL LEASES

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

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

363. OPERATING LEASES

PART I. FUTURE MINIMUM RENTAL PAYMENTS

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

Line No.	Items (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
1	Minimum lease payments required	\$ 2,739	\$ 2,598	\$ 1,601	\$ 1,601	\$ 1,601	\$ 12,977	\$ 20,378
2	Minimum noncancelable sublease rentals							
3	Net minimum lease payments	2,739	2,598	1,601	1,601	1,601	12,977	20,378

PART II. TOTAL RENTAL

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

Line No.	Expenses (a)	Current year (b)	Prior year (c)
4	Minimum lease payments required	\$	\$ 3,252
5	Contingent rentals		
6	Less: Sublease rentals	2,739	
7	Total rental expense	2,739	3,252

364. LESSEE DISCLOSURE

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

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

Line No.	
1	(a)
2	Rental payments are based on lapse of time except in the use of rental for
3	equipment which is based on the number of units leased and the lapse of time.
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9	(b)
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17	(c)
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25	(d)
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33	(e)
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370. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

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

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

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	759	Rental of foreign lines equipment	\$ 28,677
2		Estimated liability for vacation earned	26,487
3		Foreign lines proportion of received traffic	48,955
4			
5	763	Prepaid in transit	53,420
6		Advance charges on received traffic	464
7		Advance payments tracks & highway crossings	1,281
8			
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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			
2			\$
3			
4			
5			
6			
7			
8			
9			
10		NOT APPLICABLE TO RESPONDENT	
11			
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410. RAILWAY OPERATING EXPENSE

Road Initials: SOU Year 1980

Ln. No.	Name of railway operating expense account	Freight						Total
		Salaries & Wages (b)	Matls., tools, suppl., fuels & lubricants (c)	Purchased Services (d)	General (e)	Total freight expenses (f)	Pas-sen-ger (g)	
	(a)							(h)
	WAY AND STRUCTURES:							
	ADMINISTRATION:							
1	Track	11,002	1,796	247	1,934	14,979	N/A	14,979
2	Bridge and Building	1,296	239	39	1,240	1,814	N/A	1,814
3	Signal	1,966	180	10	61	2,217	N/A	2,217
4	Communication	1,961	181	11	55	2,208	N/A	2,208
5	Other	51	41	31	19	142	N/A	142
	REPAIR AND MAINTENANCE:							
6	Roadway-Running	3,796	1,709	1,466	20	6,991	N/A	6,991
7	Roadway-Switching	169	61	-65	1	166	N/A	166
8	Tunnels & Subways-Running		4	13		17	N/A	17
9	Tunnels & Subways-Switching				417	6,086	N/A	6,086
10	Bridges & Culverts-Running	3,300	1,195	1,174		135	N/A	135
11	Bridges & Culverts-Switching	20	20	95		18,984	N/A	18,984
12	Ties-Running	N/A	18,984	N/A		1,314	N/A	1,314
13	Ties-Switching	N/A	1,314	N/A		14,003	N/A	14,003
14	Rail-Running	N/A	14,003	N/A		-22	N/A	-22
15	Rail-Switching	N/A	-22	N/A		10,253	N/A	10,253
16	Other Track Material-Running	N/A	10,253	N/A		658	N/A	658
17	Other Track Material-Switching	N/A	658	N/A		5,105	N/A	5,105
18	Ballast-Running	N/A	5,105	N/A		401	N/A	401
19	Ballast-Switching	N/A	401	N/A		40,207	N/A	40,207
20	Track Laying & Surfacing-Running	30,756	53	6,852	2,546	3,423	N/A	3,423
21	Track Laying & Surfacing-Switching	2,010	118	1,295		1,505	N/A	1,505
22	Road Property Damaged-Running	613	876	12	4	91	N/A	91
23	Road Property Damaged-Switching	37	53	1		2,805	N/A	2,805
24	Road Property Damaged-Other	1,380	1,224	-37	238	2,899	N/A	2,899
25	Signals & Interlockers-Running	1,380	1,237	41	241	4,466	N/A	4,466
26	Signals & Interlockers-Switching	1,138	1,098	1,876	354	12	N/A	12
27	Communications Systems	3	5	4		4,009	N/A	4,009
28	Electric Power Systems	10	1,650	2,349		52	N/A	52
29	Highway Grade Crossings-Running	1	38	13		1,638	N/A	1,638
30	Highway Grade Crossings-Switching	121	206	1,294	17	867	N/A	867
31	Station & Office Buildings	120	248	499		406	N/A	406
32	Shop Buildings-Locomotives	57	72	277		651	N/A	651
33	Shop Buildings-Freight Cars	134	401	114	2		N/A	
34	Shop Buildings-Other Equipment							

Initial Expense 1590
12 added back to Net Income
Subtracted from 0.2

410. RAILWAY OPERATING EXPENSE

Ln. No.	Name of railway operating expense account	Freight							Total
		(b)	(c)	(d)	(e)	(f)	(g)		
	(a)	Salaries & Wages	Matls., tools, suppl., fuels & lubri-cants	Pur-chased Ser-vices	General	Total freight expenses	Pas-sen-ger		
	WAY AND STRUCTURES: (Cont.)								
	REPAIR AND MAINTENANCE: (Cont.)								
101	Locomotive Servicing Facilities	10	-3	-8	1	1,259	N/A	1,259	
102	Miscellaneous Buildings & Structures	16	-101	1,338	6		N/A		
103	Coal Terminals						N/A		
104	Ore Terminals						N/A		
105	Other Marine Terminals						N/A		
106	TOFC/COFC Terminals	15	320	299	2	636	N/A	636	
107	Motor Vehicle Load & Dist Facilities		4	2		6	N/A	6	
108	Facilities For Other Spec Svc Oper						N/A		
109	Roadway Machines	2,349	4,190	743	213	7,495	N/A	7,495	
110	Small Tools & Supplies		6,372	259	68	6,699	N/A	6,699	
111	Snow Removal	42	7	17		66	N/A	66	
112	Fringe Benefits-Running	N/A	N/A	N/A	13,294	13,294	N/A	13,294	
113	Fringe Benefits-Switching	N/A	N/A	N/A	805	805	N/A	805	
114	Fringe Benefits-Other	N/A	N/A	N/A	203	203	N/A	203	
115	Casualties & Insurance-Running	N/A	N/A	N/A	2,356	2,356	N/A	2,356	
116	Casualties & Insurance-Switching	N/A	N/A	N/A	143	143	N/A	143	
117	Casualties & Insurance-Other	N/A	N/A	N/A	37	37	N/A	37	
118	Lease Rentals-Dr-Running	N/A	N/A	1,097	N/A	1,097	N/A	1,097	
119	Lease Rentals-Dr-Switching	N/A	N/A	399	N/A	399	N/A	399	
120	Lease Rentals-Dr-Other	N/A	N/A	583	N/A	583	N/A	583	
121	Lease Rentals-(Cr)-Running	N/A	N/A	-4	N/A	-4	N/A	-4	
122	Lease Rentals-(Cr)-Switching	N/A	N/A	-1	N/A	-1	N/A	-1	
123	Lease Rentals-(Cr)-Other	N/A	N/A		N/A		N/A		
124	Joint Facility Rent-Dr-Running	N/A	N/A	2,645	N/A	2,645	N/A	2,645	
125	Joint Facility Rent-Dr-Switching	N/A	N/A	1,099	N/A	1,099	N/A	1,099	
126	Joint Facility Rent-Dr-Other	N/A	N/A		N/A		N/A		
127	Joint Facility Rent-(Cr)-Running	N/A	N/A	-701	N/A	-701	N/A	-701	
128	Joint Facility Rent-(Cr)-Switching	N/A	N/A	-222	N/A	-222	N/A	-222	
129	Joint Facility Rent-(Cr)-Other	N/A	N/A	-434	N/A	-434	N/A	-434	
130	Other Rents-Dr-Running	N/A	N/A		N/A		N/A		
131	Other Rents-Dr-Switching	N/A	N/A		N/A		N/A		
132	Other Rents-Dr-Other	N/A	N/A		N/A		N/A		
133	Other Rents-(Cr)-Running	N/A	N/A	449	N/A	449	N/A	449	

410. RAILWAY OPERATING EXPENSE

Ln. No.	Name of railway operating expense account	Freight							Total
		Salaries & Wages (b)	Matls., tools, suppl., fuels & lubricants (c)	Purchased Services (d)	General (e)	Total freight expenses (f)	Pas-senger (g)		
	(a)								
	WAY AND STRUCTURES: (Cont.)								
	REPAIR AND MAINTENANCE: (Cont.)								
134	Other Rents-(Cr)-Switching	N/A	N/A	N/A	N/A	N/A	N/A	6,343	N/A
135	Other Rents-(Cr)-Other	N/A	N/A	N/A	N/A	N/A	N/A	381	N/A
136	Depreciation-Running	N/A	N/A	N/A	N/A	N/A	N/A	95	N/A
137	Depreciation-Switching	N/A	N/A	2,169	N/A	N/A	N/A	2,169	N/A
138	Depreciation-Other	N/A	N/A	204	N/A	N/A	N/A	204	N/A
139	Joint Facility-Dr-Running	N/A	N/A	74	N/A	N/A	N/A	74	N/A
140	Joint Facility-Dr-Switching	N/A	N/A	-944	N/A	N/A	N/A	-944	N/A
141	Joint Facility-Dr-Other	N/A	N/A	-55	N/A	N/A	N/A	-55	N/A
142	Joint Facility-(Cr)-Running	N/A	N/A	-14	N/A	N/A	N/A	-14	N/A
143	Joint Facility-(Cr)-Switching	N/A	N/A	257	N/A	N/A	N/A	257	N/A
144	Joint Facility-(Cr)-Other	41	80	196	N/A	N/A	N/A	378	N/A
145	Dismant Retired Road Prop-Running	173	54	397	N/A	N/A	N/A	423	N/A
146	Dismant Retired Road Prop-Switching	-37	55	62	N/A	N/A	N/A	415	N/A
147	Dismant Retired Road Prop-Other	26	49	1	1,842	1,979	1,842	1,979	N/A
148	Other-Running	2	3	1	6,174	6,180	6,174	6,180	N/A
149	Other-Switching			1	46	48	46	48	N/A
150	Other-Other			1					N/A
151	Total Way and Structures	63,958	74,432	27,519	38,158	204,067	38,158	204,067	N/A
	EQUIPMENT:								
	LOCOMOTIVES:								
201	Administration	2,621	106	16	40	2,783	40	2,783	N/A
202	Repair & Maintenance	12,194	12,893	7,538	-536	32,089	-536	32,089	N/A
203	Machinery Repair		2,004	1,050		3,054		3,054	N/A
204	Equipment Damaged	232	245	143		620		620	N/A
205	Fringe Benefits	N/A	N/A	N/A	3,755	3,755	3,755	3,755	N/A
206	Other Casualties & Insurance	N/A	N/A	N/A	859	859	859	859	N/A
207	Lease Rentals-Dr	N/A	N/A	-519	N/A	-519	N/A	-519	N/A
208	Lease Rentals-(Cr)	N/A	N/A	6	N/A	6	N/A	6	N/A
209	Joint Facility Rent-Dr	N/A	N/A	-12	N/A	-12	N/A	-12	N/A
210	Joint Facility Rent-(Cr)	N/A	N/A	10,929	N/A	10,929	N/A	10,929	N/A
211	Other Rents-Dr	N/A	N/A	-9,515	N/A	-9,515	N/A	-9,515	N/A
212	Other Rents-(Cr)	N/A	N/A	N/A	11,809	11,809	11,809	11,809	N/A
213	Depreciation	N/A	N/A	566	N/A	566	N/A	566	N/A
214	Joint Facility-Dr	N/A	N/A	-21	N/A	-21	N/A	-21	N/A
215	Joint Facility-(Cr)	N/A	N/A	-149	N/A	-149	N/A	-149	N/A
216	Repairs Billed to Others-(Cr)	N/A	N/A						N/A

410. RAILWAY OPERATING EXPENSE

Ln. No.	Name of railway operating expense account	Freight						Total					
		(a)	(b)	(c)	(d)	(e)	(f)		(g)	(h)			
	EQUIPMENT: (Cont.)												
	LOCOMOTIVES: (Cont.)												
217	Dismantling Retired Property												
218	Other		177	11	9	92	9	N/A					9
219	Total Locomotives		15,224	15,259	10,049	16,019	288	N/A					288
	FREIGHT CARS:												
220	Administration		4,642	262	43	84	5,031	N/A					5,031
221	Repair & Maintenance		17,535	21,851	19,749	-973	58,162	N/A					58,162
222	Machinery Repair		2	24	39		65	N/A					65
223	Equipment Damaged		83	103	93		279	N/A					279
224	Fringe Benefits		N/A	N/A	N/A	8,369	8,369	N/A					8,369
225	Other Casualties & Insurance		N/A	N/A	N/A	2,931	2,931	N/A					2,931
226	Lease Rentals-Dr		N/A	N/A	2,605	N/A	2,605	N/A					2,605
227	Lease Rentals-(Cr)		N/A	N/A	-266	N/A	-266	N/A					-266
228	Joint Facility Rent-Dr		N/A	N/A	3	N/A	3	N/A					3
229	Joint Facility Rent-(Cr)		N/A	N/A	-7	N/A	-7	N/A					-7
230	Other Rents-Dr		N/A	N/A	124,549	N/A	124,549	N/A					124,549
231	Other Rents-(Cr)		N/A	N/A	-95,873	N/A	-95,873	N/A					-95,873
232	Depreciation		N/A	N/A	N/A	28,405	28,405	N/A					28,405
233	Joint Facility-Dr		N/A	N/A	163	N/A	163	N/A					163
234	Joint Facility-(Cr)		N/A	N/A	-12	N/A	-12	N/A					-12
235	Repairs Billed to Others-(Cr)		N/A	N/A	-18,700	N/A	-18,700	N/A					-18,700
236	Dismantling Retired Property		-1	-1	441		439	N/A					439
237	Other		395	26	23	225	669	N/A					669
238	Total Freight Cars		22,656	22,265	32,850	39,041	116,812	N/A					116,812
	OTHER EQUIPMENT:												
301	Administration		468	18	2	28	516	N/A					516
	Repair & Maintenance:												
302	Trucks, Trailers & Containers-Rev Svc			305	2,257		2,562	N/A					2,562
303	Floating Equipment-Revenue Service							N/A					
304	Passenger & Other Revenue Equipment		66	25	131		222	N/A					222
305	Computers & Data Processing Systems				1,406		1,406	N/A					1,406
306	Machinery			22	8		30	N/A					30
307	Work & Other Non-Revenue Equipment		2,263	2,302	4,041	13	8,619	N/A					8,619
308	Equipment Damaged							N/A					
309	Fringe Benefits		N/A	N/A	N/A	1,435	1,435	N/A					1,435
310	Other Casualties & Insurance		N/A	N/A	N/A	378	378	N/A					378
311	Lease Rentals-Dr		N/A	N/A	1,899	N/A	1,899	N/A					1,899
312	Lease Rentals-(Cr)		N/A	N/A		N/A		N/A					

410. RAILWAY OPERATING EXPENSE

Ln. No.	Name of railway operating expense account	Freight						Total freight expenses	Pas- sen- ger	Total
		(b)	(c)	(d)	(e)	(f)	(g)			
	(a)									
	TRANSPORTATION: (Cont.)									
	YARD OPERATIONS: (Cont.)									
422	Controlling Operations	2,802	22	71	13	2,908	N/A	2,908		
423	Yard & Terminal Clerical	8,930	65	138	52	9,185	N/A	9,185		
424	Oper Switches, Signals, Retarders, Humps		20	40	12	72	N/A	72		
425	Locomotive Fuel		12,635			12,635	N/A	12,635		
426	Electric Power Purch/Prod-Motive Power	345	356	19	-14	706	N/A	706		
427	Servicing Locomotives	N/A	N/A	N/A			N/A			
428	Freight Lost or Damaged-Solely Related									
429	Clearing Wrecks	189			46	235	N/A	235		
430	Fringe Benefits	N/A	N/A	N/A	9,241	9,241	N/A	9,241		
431	Other Casualties & Insurance	N/A	N/A	N/A	3,004	3,004	N/A	3,004		
432	Joint Facility-Dr	N/A	N/A	6,641	N/A	6,641	N/A	6,641		
433	Joint Facility-(Cr)	N/A	N/A	-733	N/A	-733	N/A	-733		
434	Other	38	30	75	91	234	N/A	234		
435	Total Yard Operations	56,230	13,678	7,161	13,036	90,105	N/A	90,105		
	TRAIN AND YARD OPERATIONS COMMON:									
501	Cleaning Car Interiors			84	N/A	84	N/A	84		
502	Adjusting & Transferring Loads	3		526	N/A	529	N/A	529		
503	Car Loading Devices & Grain Doors		-6		N/A	-6	N/A	-6		
504	Freight Lost or Damaged-All Other	N/A	N/A	N/A	8,579	8,579	N/A	8,579		
505	Fringe Benefits	N/A	N/A	N/A			N/A			
506	Total Train & Yard Operations Common	3	-6	610	8,579	9,186	N/A	9,186		
	SPECIALIZED SERVICE OPERATIONS:									
507	Administration	666	11	3	60	740	N/A	740		
508	Pickup & Delivery & Marine Line Haul		24	702	2	728	N/A	728		
509	Loading & Unloading & Local Marine	3	75	2,837	8	2,923	N/A	2,923		
510	Protective Services		7	1,003	1	1,011	N/A	1,011		
511	Freight Lost or Damaged-Solely Related	N/A	N/A	N/A			N/A			
512	Fringe Benefits	N/A	N/A	N/A	180	180	N/A	180		
513	Casualties & Insurance	N/A	N/A	N/A	2	2	N/A	2		
514	Joint Facility-Dr	N/A	N/A	N/A	N/A		N/A			
515	Joint Facility-(Cr)	N/A	N/A	-1	N/A	-1	N/A	-1		
516	Other			4		4	N/A	4		
517	Total Specialized Services Operations	669	117	4,548	253	5,587	N/A	5,587		
	ADMINISTRATIVE SUPPORT OPERATIONS:									
518	Administration	900	80	45	142	1,167	N/A	1,167		

410. RAILWAY OPERATING EXPENSE

Ln. No.	Name of railway operating expense account	Freight							Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	
	TRANSPORTATION: (Cont.)								
	ADMIN. SUPPORT OPERATIONS: (Cont.)								
519	Empl Performing Clerical & Acctg Fcns	17,429	691	2,001	641	20,762	N/A	20,762	
520	Communication Systems Operation	1,226	5	1,356	28	2,615	N/A	2,615	
521	Loss & Damage Claims Processing	1,172	15	-20	97	1,264	N/A	1,264	
522	Fringe Benefits	N/A	N/A	N/A	3,314	3,314	N/A	3,314	
523	Casualties & Insurance	N/A	N/A	N/A	1,076	1,076	N/A	1,076	
524	Joint Facility-Dr	N/A	N/A	17	N/A	17	N/A	17	
525	Joint Facility-(Cr)	N/A	N/A	27	N/A	27	N/A	27	
526	Other	14	11	33	85	85	N/A	85	
527	Total Admin. Support Operations	20,741	802	3,426	5,331	30,300	N/A	30,300	
528	Total Transportation	184,659	125,272	19,929	67,643	397,503	N/A	397,503	
	GENERAL AND ADMINISTRATIVE:								
601	Officers-General Administration	2,479	65	371	500	3,415	N/A	3,415	
602	Accounting, Auditing & Finance	9,261	26	-271	210	9,226	N/A	9,226	
603	Management Services & Data Processing	5,872	50	96	408	6,426	N/A	6,426	
604	Marketing	3,896	12	68	285	4,261	N/A	4,261	
605	Sales	7,317	49	204	976	8,546	N/A	8,546	
606	Industrial Development	563	5	18	95	681	N/A	681	
607	Personnel & Labor Relations	3,135	619	70	509	4,333	N/A	4,333	
608	Legal & Secretarial	3,361	13	2,333	433	6,140	N/A	6,140	
609	Public Relations & Advertising	521	1,351	1,871	131	3,874	N/A	3,874	
610	Research & Development	1,741	145	84	362	2,332	N/A	2,332	
611	Fringe Benefits	N/A	N/A	N/A	14,799	14,799	N/A	14,799	
612	Casualties & Insurance	N/A	N/A	N/A	1,503	1,503	N/A	1,503	
613	Writedown of Uncollectible Accounts	N/A	N/A	N/A	11	11	N/A	11	
614	Property Taxes	N/A	N/A	N/A	10,276	10,276	N/A	10,276	
615	Other Taxes Except Corp Income or P/R	N/A	N/A	N/A	12,950	12,950	N/A	12,950	
616	Joint Facility-Dr	N/A	N/A	535	N/A	535	N/A	535	
617	Joint Facility-(Cr)	N/A	N/A	2,166	N/A	2,166	N/A	2,166	
618	Other	7,234	1,949	-7,545	3,236	14,585	N/A	14,585	
619	Total General and Administrative	45,380	4,284	102,928	46,684	103,893	N/A	103,893	
620	Total Carrier Operating Expenses	334,742	244,188		219,393	901,251	N/A	901,251	

412. WAY AND STRUCTURES

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 changes 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.

6. Line 14, account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
1	1	Engineering	\$ 194	\$ 30	\$
2	2	Land for transportation purposes	N/A	N/A	
3	3	Grading	100	292	
4	4	Other right-of-way expenditures			
5	5	Tunnels and subways	26		
6	6	Bridges, trestles and culverts	1,138	N/A	
7	7	Elevated structures		N/A	
8	8	Ties	N/A	263	
9	9	Rails	N/A	(102)	
10	10	Other track material	N/A	556	
11	11	Ballast	N/A	125	
12	12	Track laying and surfacing	N/A	462	
13	13	Fences, snowsheds and signs	25	N/A	
14	16	Station and office buildings	612	N/A	
15	17	Roadway buildings	137	N/A	
16	18	Water stations	4	N/A	
17	19	Fuel stations	53	N/A	
18	20	Shops and enginehouses	525	N/A	
19	22	Storage warehouses		N/A	
20	23	Wharves and docks		N/A	
21	24	Coal and ore wharves		N/A	
22	25	TOFC/COFC terminals	175	N/A	
23	26	Communications systems	347	N/A	
24	27	Signals and interlockers	1,433	N/A	
25	29	Power plants	13	N/A	
26	31	Power transmission systems	51	N/A	
27	35	Miscellaneous structures	109	N/A	
28	37	Roadway machines	1,732	N/A	
29	39	Public improvements; construction	60	1	
30	45	Power plant machines	32	N/A	
31	76	Interest during construction	N/A	117	N/A
32	77	Other expenditures; general	N/A	13	N/A
33	80	Other elements of investment	N/A		N/A
34	-	Other lease/rentals	53		2,523
35	-	Total	6,819	1,757	2,523

Notes: Amounts added for lessor roads \$292,000 & 77,000 for Forest (738)

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)	Dividend on stocks (d)	Cash (e)
1		\$	\$	\$	\$
2					
3					
4					
5	Not applicable to Respondent				
6					
7					
8					
9					
10	Total				

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

1. Report freight expenses only.
2. Report in this supporting schedule rental information by car type and other freight carrying equipment relating to the 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 19 columns (b) through (e) and; line 19 columns (f) through (i) respectively) should balance with Schedule 410, 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 those 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 Columns (c), (d), (g), and (h) rentals for railroad owned cars prescribed by the Commission in Ex Parte No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.
6. Report in Columns (c) 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), and (h).
7. Mechanical designations for each car type are shown in Schedule 710.
7. Thousand dollar reporting rate.

Line No.	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per Diem Basis				GROSS AMOUNTS PAYABLE Per Diem Basis			
		Private Line Cars (b)	Mileage (c)	Basic (d)	Incentive (e)	Private Line Cars (f)	Mileage (g)	Basic (h)	Incentive (i)
CAR TYPES:									
1	Box-Plain 40 Foot	\$	3,073	\$ 5,316	409	\$	638	\$ 860	67
2	Box-plain 50 Foot and Longer		3,606	11,401	804		4,785	12,856	1,290
3	Box-Equipped		6,214	21,354	80		5,146	13,952	243
4	Gondola-Plain		1,364	3,824	695		1,911	2,797	340
5	Gondola-Equipped		130	468	XXX		332	1,148	XXX
6	Hopper-Covered		2,609	7,929	XXX		3,182	8,227	XXX
7	Hopper-Open Top-General Service		2,218	7,782	XXX		3,319	8,975	XXX
8	Hopper-Open Top-Special Service		763	2,255	XXX		1,547	2,691	XXX
9	Refrigerator-Mechanical		-	6	XXX		352	877	XXX
10	Refrigerator-Non-Mechanical		335	954	XXX		802	2,456	XXX
11	Flat TOFC/COFC		101	193	XXX		257	881	XXX
12	Flat Multi-Level		774	2,754	XXX		59	733	XXX
13	Flat-General Service		166	276	XXX		151	278	XXX
14	Flat-Other		309	1,108	XXX		628	1,885	XXX
15	Tank-Under 22,000 Gallons		-	-	XXX		-	-	XXX
16	Tank-22,000 Gallons and Over		-	-	XXX		-	-	XXX
17	All Other Freight Cars		524	1,379	XXX		399	1,890	XXX
18	Total Freight Train Cars		22,186	71,996,999	1,988		23,508	63,060,506	1,940
19	Auto Racks		-	4,700	XXX		-	2,583	XXX
OTHER FREIGHT CARRYING EQUIPMENT									
20	Refrigerated trailers		-	-	XXX		-	5	XXX
21	Other trailers		-	8,592	XXX		-	2,219	XXX
22	Refrigerated containers		-	-	XXX		-	-	XXX
23	Other containers		-	-	XXX		-	-	XXX
24	Total Trailers & containers		2,286	8,592	XXX		-	2,235	XXX
25	Grand Total (Lines 19, & 24)		24,472	80,491,529	1,988		23,508	65,344,818	1,940

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 form 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, the Sum of lines 302 through 307 plus 320. When using the line data referred to in this instruction it should be noted that lines 216, 235 and 320 of Schedule 410 are credit balances.
4. Depreciation expense for each class of equipment by car type shall be reported in column (c). The annual charge for each equipment account reported in column (c) of Schedule 335 will equal the combined aggregate totals of line item charges comprising the corresponding equipment account as reported in column (c). For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415 and this reporting will relate to Schedules 340 and 342. 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 with 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 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, 35-22-00, 35-23-00, 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 column (c) of Schedule 332 should equal the combined aggregate totals of line items comprising the equipment depreciation bases of column (f).
8. Accumulated depreciation for each class of equipment shall be reported in column (g). The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items comprising the corresponding equipment accounts reported in column (g).
9. Depreciation adjustment for prior over and/or underdepreciation of each equipment type shall be reported in column (h) as a debit or credit to the appropriate line item, the net adjustment shall equal the equipment amortization reported in column (c) of Schedule 335.

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

SEE INSTRUCTIONS ON PAGE 65

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation		Retirements (e)
			Owned (c)	Capitalized lease (d)	
	LOCOMOTIVES:				
1	Diesel Locomotive - Yard	\$ 3,427	\$ 537	\$	\$ (1)
2	Diesel Locomotive - Road	28,516	9,172	2,067	(24)
3	Other Locomotive - Yard				
4	Other Locomotive - Road				(25)
5	TOTAL	31,943	9,709	2,067	
	FREIGHT TRAIN CARS:				
6	Box-Plain 40 Foot	6,243	2,761		
7	Box-Plain 50 Foot and Longer	5,937	2,820		
8	Box-Equipped	7,464	6,017	439	(35)
9	Gondola-Plain	3,664	1,485		
10	Gondola-Equipped	168	269		
11	Hopper-Covered	4,841	2,586	786	
12	Hopper-Open Top-General Service	4,932	3,815		
13	Hopper-Open Top-Special Service	1,934	1,462		
14	Refrigerator-Mechanical	854			
15	Refrigerator-Nonmechanical	10	82		
16	Flat TOFC/COFC	219	70		
17	Flat Multi-level	298	830		
18	Flat-General Service	457	47		
19	Flat-Other	712	550		
20	All Other Freight Cars	1,258	1,544		
21	Cabooses	372	456		
22	Auto Racks	99	1,988		
23	Miscellaneous Accessories		12		
24	TOTAL FREIGHT TRAIN CARS	39,462	26,794	1,225	(35)
	OTHER EQUIPMENT-REVENUE FREIGHT HIGHWAY EQUIPMENT				
25	Refrigerated Trailers				(1)
26	Other Trailers	1,959	4,043		
27	Refrigerated Containers		10		
28	Other Containers				
29	Bogies		8		
30	Chasis				
31	Other Highway Equipment (Freight)				(1)
32	TOTAL HIGHWAY EQUIPMENT	1,959	4,061		
	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)	180			
37	Computer & Data Processing Equipment	1,406	2,461		
38	Machinery - Locomotives ¹	3,051	33		
39	Machinery - Freight Cars ²	65	386		
40	Machinery - Other Equipment ³	30			
41	Work & Other Non-revenue Equipment	8,549	3,478		
42	TOTAL OTHER EQUIPMENT	13,281	6,358		
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	86,645	46,922	3,292	(61)

¹The data to be reported on line 38, in column (b) 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 (b) is the amount reported in Schedule 410, column (f), line 222 reduced by the allocable portions of line 2¹

³The data to be reported on line 40, in column (b) is the amount reported in Schedule 410, column (f), lines 302 through 306 reduced by the allocable portion of line 320.

Lease and rentals (Net) (e)	Depreciation base as of 12/31		Accumulated depreciation as of 12/31		Depreciation Adjustment net during year (k)
	Owned (g)	Capitalized lease (h)	Owned (i)	Capitalized lease (j)	
\$ 96	17,585	\$	5,520	\$	
799	245,828	25,287	77,161	11,934	
895	263,413	25,287	82,681	11,934	
	56,946		18,114		
	115,529		16,145		
	213,441	8,113	63,500	1,362	
	56,618		22,207		
	10,960		898		
	126,936	10,918	28,987	8,871	
	126,357		46,931		
	52,285		5,955		
	175		79		
2,357	2,809		1,671		
	2,143		563		
	26,082		1,032		
	2,162		2,001		
	19,760		8,303		
(18)	40,542		12,478		
	10,907		4,093		
	31,084		3,434		
	192		72		
2,339	894,928	19,031	236,523	10,233	
299	53,574		12,556		
	128		68		
	101		54		
299	53,803		12,678		
	518		550		
729	22,540		10,386		
	1,644		334		
	12,227		2,480		
867	52,267		27,822		
1,596	89,196		41,572		
5,129	1,301,340	44,318	373,454	22,167	

*The data to be reported on lines 38, 39, and 40 in columns (f), (g), and (h), is the investment recorded in property account 44 allocated to Locomotives, Freight Cars, and Other Equipment.

*The depreciation to be reported on lines 38, 39, and 40 in column (e) is calculated by multiplying the investment in each element by the effective composite rate for property account 44.

417. SPECIALIZED SERVICE SUBSCHEDULE - TRANSPORTATION

Instructions:

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

5. The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2. Floating operations conducted within a general terminal or harbor area should be reported in column (c), line 3.
6. Report in column (g), line 3, the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc., to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expense incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers or connecting carriers. Report in column (F) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.
7. Report on line 4, column (b), the expenses related to heating and refrigeration of TOFC/COFC trailers and containers (net debits and credits). The expenses on line 4, column (h) relate to refrigerator cars only.
8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations and livestock feeding operations only.
9. Thousand dollar Reporting Rule.

Line No.	Items (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	\$ 740								\$ 740
2	Pick up & delivery, marine line haul	728						N/A		728
3	Loading and unloading and local marine	2,293					630	N/A		2,923
4	Protective services	2								1,011
5	Freight lost or damaged-solely related							1,009		
6	Fringe benefits	180								180
7	Casualty and insurance	2								2
8	Joint facility - Debit	(1)								(1)
9	Joint facility - Credit	4								4
10	Other									
11	Total	3,948					630	1,009		5,587

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

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

Line No.	Name of Account (a)	Amount (b)
	WAY AND STRUCTURES	\$
	Administration	
1	Track _____	
2	Bridge and Building _____	
3	Signal _____	
4	Communication _____	
5	Other _____	
	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 _____	
13	Ties - Switching _____	
14	Rail - Running _____	
15	Rail - Switching _____	
16	Other Track Material - Running _____	
17	Other Track Material - Switching _____	
18	Ballast - Running _____	
19	Ballast - Switching _____	
20	Track laying and surfacing - Running _____	406
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 _____	
26	Signals and Interlockers - Switching _____	
27	Communications systems _____	3
28	Electric Power Systems _____	
29	Highway Grade Crossings - Running _____	
30	Highway Grade Crossings - Switching _____	
31	Station and Office Buildings _____	17
32	Shop Buildings - Locomotives _____	
33	Shop Buildings - Other Equipment _____	

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	Repair and Maintenance—Continued	\$
101	Locomotive Servicing Facilities _____	9
102	Miscellaneous Buildings and Structures _____	
109	Roadway Machines _____	
110	Small Tools and Supplies _____	
111	Snow Removal _____	
112	Fringe Benefits - Running _____	
113	Fringe Benefits - Switching _____	
114	Fringe Benefits - Other _____	
115	Casualties and Insurance - Running _____	
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 _____	(1)
125	Joint Facility Rent - Debit - Switching _____	
126	Joint Facility Rent - Debit - Other _____	
127	Joint Facility Rent - (Credit) - Running _____	5
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 _____	2
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 _____	441

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	EQUIPMENT	
	Locomotives	
201	Administration _____	1
202	Repair and Maintenance _____	46
203	Machinery Repair _____	
204	Equipment Damaged _____	
205	Fringe Benefits _____	
206	Other Casualties and Insurance _____	
207	Lease Rentals - Debit _____	
208	Lease Rentals - (Credit) _____	
209	Joint Facility Rent - Debit _____	
210	Joint Facility Rent - (Credit) _____	
211	Other Rents - Debit _____	
212	Other Rents - (Credit) _____	3
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 _____	50
	Other Equipment	
301	Administration _____	
	Repair and Maintenance:	
304	Passenger and Other Revenue Equipment _____	41
305	Computers and Data Processing System _____	
306	Machinery _____	
307	Work and Other Non-Revenue Equipment _____	1
308	Equipment Damaged _____	
309	Fringe Benefits _____	
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 _____	
323	Total Other Equipment _____	42
324	TOTAL EQUIPMENT _____	92

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	TRANSPORTATION	\$
	Train Operation	
401	Administration _____	27
402	Engine Crews _____	1,199
403	Train Crews _____	1,179
404	Dispatching Trains _____	
405	Operating Signals and Interlockers _____	
406	Operating Drawbridges _____	
407	Highway Crossing Protection _____	
408	Train Inspection and Lubrication _____	
409	Locomotive Fuel _____	513
410	Electric Power Purchased or Produced for Motive Power _____	
411	Servicing Locomotives _____	
412	Freight Lost or Damaged - Solely Related _____	
413	Clearing Wrecks _____	
414	Fringe Benefits _____	
415	Other Casualties and Insurance _____	15
416	Joint Facility - Debit _____	
417	Joint Facility - (Credit) _____	1
418	Other _____	22
419	Total Train Operations _____	2,956
	Yard Operations	
420	Administration _____	9
421	Switch Crews _____	
422	Controlling Operations _____	
423	Yard and Terminal Clerical _____	
424	Operating Switches, Signals, Retarders and Humps _____	
425	Locomotive Fuel _____	8
426	Electric Power Purchased or Produced for Motive Power _____	
427	Servicing Locomotives _____	
428	Freight Lost or Damaged - Solely Related _____	
429	Clearing Wrecks _____	
430	Fringe Benefits _____	
431	Other Casualties and Insurance _____	5
432	Joint Facility - Debit _____	
433	Joint Facility - (Credit) _____	
434	Other _____	6
435	Total Yard Operations _____	23

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Concluded

Line No.	Name of Account (a)	Amount (b)
	Train and Yard Operations Common	\$
501	Cleaning Car Interiors _____	
504	Freight Lost or Damaged - all other _____	
505	Fringe Benefits _____	
506	Total Train and Yard Operations Common _____	
	Administrative Support Operations	
518	Administration _____	3
519	Employees Performing Clerical and Accounting Functions _____	278
520	Communication Systems Operation _____	
521	Loss and Damage Claims Processing _____	
522	Fringe Benefits _____	
523	Casualties and Insurance _____	2
524	Joint Facility - Debit _____	
525	Joint Facility - (Credit) _____	
526	Other _____	2
527	Total Administrative Support Operations _____	285
528	TOTAL TRANSPORTATION _____	3,269
	GENERAL AND ADMINISTRATIVE	
601	Officers - General Administration _____	\$ 56
602	Accounting, Auditing and Finance _____	29
603	Management Services and Data Processing _____	
604	Marketing _____	
605	Sales _____	
607	Personnel and Labor Relations _____	
608	Legal and Secretarial _____	
609	Public Relations and Advertising _____	
610	Research and Development _____	
611	Fringe Benefits _____	
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 _____	
619	TOTAL GENERAL AND ADMINISTRATIVE _____	85
620	TOTAL REMUNERATIONS _____	3,887

430. MISCELLANEOUS RENT INCOME

1. This may be omitted if the total represents less than 10% of net income.
 2. Give particulars of rents receivable accrued for use of all properties not otherwise specified under rents receivable*. This account is for rent income from property not operated by the respondent but the cost of which is properly included in cost of road and equipment. It should not
- *See text of Account 510, "Miscellaneous rent income".

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

Line No.	Description of Property		Name of lessee (c)	Amount of Rent (d)
	Name (a)	Location (b)		
1				\$
2				
3				
4				
5				
6	Not Applicable to Respondent			
7				
8				
9				
10			Total	

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				
5				
6				
7	NOT APPLICABLE TO RESPONDENT			
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				\$	\$
2					
3					
4					
5		NONE			
6					
7					
8					
9					
10			Total		

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.	\$ 171,175	\$ 28,807	\$	\$ 199,982
2	Accelerated amortization of facilities Sec. 168. I.R.C.	10,373	(815)		9,558
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	45,045	(1,977)		43,068
4	Amortization of rights of way, Sec. 185 I.R.C.	3,488	971		4,459
5	Other (Specify) State income tax	4,465	1,740		6,205
6	Amort. of O.J.T. Facilities, Sec. 188	633	(12)		621
7	Contested property taxes		(1,424)		(1,424)
8	Gain on reacquisition of bonds		1,576		1,576
9	Investment tax credit Other	2,815	(399)	5,434	7,850
10	TOTALS	237,994	28,467	5,434	271,895

*Footnotes:

11. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit _____ \$ 30,855
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 _____ \$ _____
 - (2) Deduct amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes _____ \$ _____
 - (3) Balance of current year's credit used to reduce current year's tax accrual _____ \$ _____
 - (4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual _____ \$ _____
 - (5) Total decrease in current year's tax accrual resulting from use of investment tax credits _____ \$ _____

Not Applicable to Respondent

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	\$ 3,804	South Dakota	\$	41
2	Alaska		Tennessee	3,252	42
3	Arizona		Texas		43
4	Arkansas		Utah		44
5	California		Vermont		45
6	Colorado		Virginia	3,152	46
7	Connecticut		Washington		47
8	Delaware		West Virginia		48
9	Florida		Wisconsin		49
10	Georgia	5,009	Wyoming		50
11	Hawaii		District of Columbia	117	51
12	Idaho		Other		
13	Illinois	826	Canada		52
14	Indiana	946	Mexico		53
15	Iowa		Puerto Rico		54
16	Kansas				55
17	Kentucky	794			
18	Louisiana	21	Total—Other than U.S. Government Taxes	26,390	56
19	Maine				
20	Maryland		B. U.S. Government Taxes		
21	Massachusetts		Kind of tax (a)	Amount (b)	
22	Michigan				
23	Minnesota			\$	
24	Mississippi	228	Income taxes:		
25	Missouri		Normal tax and surtax	(5,840)	57
26	Montana		Excess profits		58
27	Nebraska		Total—Income taxes	(5,840)	59
28	Nevada		Old-age retirement*	48,580	60
29	New Hampshire		Unemployment insurance	3,626	61
30	New Jersey		All other United States Taxes		62
31	New Mexico		Total—U.S. Government Taxes	46,366	63
32	New York		Grand Total—Railway Tax Accruals		
33	North Carolina	5,172		72,756	64
34	North Dakota				
35	Ohio				
36	Oklahoma		*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon		Hospital insurance	\$ 3,181	65
38	Pennsylvania		Supplemental annuities	3,608	66
39	Rhode Island				
40	South Carolina	3,069			

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	\$ 3,804	South Dakota	\$	
2	Alaska		Tennessee	3,252	41
3	Arizona		Texas		42
4	Arkansas		Utah		43
5	California		Vermont		44
6	Colorado		Virginia	3,152	45
7	Connecticut		Washington		46
8	Delaware		West Virginia		47
9	Florida		Wisconsin		48
10	Georgia	5,009	Wyoming		49
11	Hawaii		District of Columbia	117	50
12	Idaho				51
13	Illinois	826	Other		
14	Indiana	946	Canada		52
15	Iowa		Mexico		53
16	Kansas		Puerto Rico		54
17	Kentucky	794			55
18	Louisiana	21	Total—Other than U.S. Government Taxes	26,390	56
19	Maine				
20	Maryland		B. U.S. Government Taxes		
21	Massachusetts		Kind of tax (a)	Amount (b)	
22	Michigan				
23	Minnesota				
24	Mississippi	228	Income taxes:	\$	
25	Missouri		Normal tax and surtax	(5,840)	57
26	Montana		Excess profits		58
27	Nebraska		Total—Income taxes	(5,840)	59
28	Nevada		Old-age retirement*	48,580	60
29	New Hampshire		Unemployment insurance	3,626	61
30	New Jersey		All other United States Taxes		62
31	New Mexico		Total—U.S. Government Taxes	46,366	63
32	New York		Grand Total—Railway Tax Accruals	72,756	64
33	North Carolina	5,172			
34	North Dakota				
35	Ohio				
36	Oklahoma		*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon		Hospital insurance	\$ 3,021	65
38	Pennsylvania		Supplemental annuities	3,608	66
39	Rhode Island				
40	South Carolina	3,069			

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	603	Appropriations released - release of	\$	\$
2		appropriation for incentive per diem		241
3				
4				
5	616	Other debits to retained income -	2,384	
6		Account 80 write off		
7				
8	621	Appropriations for other purposes - net		
9		incentive per diem	241	
10				
11				
12				
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MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

NOTES AND REMARKS

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 guaranties 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	The Company, together with other major railroads has agreed to advance funds as might be required to meet principal and interest payments on certain equipment obligations of Trailer Train Company and American Rail Box Car Company, but only in the event that charges for the use of the equipment currently at an adequate rate, are insufficient to provide for such principal and interest payments.	\$
2		
3	At December 31, 1980, \$263,610 of equipment trusts and conditional sale agreements of this Company have been assumed by affiliated companies. Should these affiliated companies fail to perform, it will be necessary for this Company to pay these obligations.	
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501. GUARANTIES AND SURETYSHIPS

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

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

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1			\$ Principal	
2				
3	Ky. & Indiana Term. RR. Co.	Kentucky & Indiana Terminal RR Co.		
4	Principal: The B&O RR Co.	1st Mtge. 4-7/8% Bonds dated		
5	CT&L Ry. Co., Sou. Ry. Co.	3/1/1961. maturing 3/1/1986		
6	Guarantors		4,033	A
7				
8	Terminal RRR Assoc.	Terminal Railroad Association		
9	of St. Louis, Principal;	of St. Louis; Refunding & Improvements		
10	B&O RR B.N. RR Co.,	Mtge. 4% Bonds dated 7/1/1944,		
11	CRI&P Ry. ConRail	maturing 7/1/2019	7,787	B
12	Corp., ICG RR Co.	Refunding & Improvements Mtge.		
13	L&N RR, MKT RR Co.	2-7/8% Bonds, dated 10/1/1945		
14	MP RR Co., N&W RR Co.	maturing 10/1/1985	24,562	C
15	SL&SF Ry. Co. St. L. S. W.	Revolving Credit Agreement dated		
16	Ry. Co., Sou. Ry. Co.	February 13, 1973	1,821	A
17	Guarantors			
18				
19				
20	V&SW Ry. Co.: Principal	Va. and Southwestern Ry. Co., Gen. Mtge.		
21	Sou. Ry. Co., Guarantor	4-1/4% Bonds dated 3/15/1958.		
22		maturing 3/15/1983	617	D
23	Atlanta & Char. Airline	Southern Ry. Co., The Atlanta & Char.		
24	Ry. Co. - Principal Sou.	Air Line Ry. Co., GS&F Ry. Co. & Sou.		
25	Ry. Co., Guarantor	Ry. - Caro. Div., 1st & Gen. Mtge. 4-5/8%		
26		Bonds dated June 1, 1963, due		
27		June 1, 1988.	9,281	D
28				
29				
30				
31				
32				
33				
34				
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37				
38				

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

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
1	A-Joint and several	guaranty of principal and interest.	\$	
2	B-Several	guaranty of interest and sinking fund payments.		
3	C-Several	guaranty of principal, interest and sinking fund payments,		
4		also prorate share of any default by other guarantors.		
5	D-Guaranteed unconditionally	as to principal, interest and sinking		
6		fund installments.		
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	Sou.Ry.	M	2,517	265	12	368	364	790	4,316
2										
3	1J	Sou.Ry. 2/3	M						0	0
4		1/2	M				0	6	4	10
5		1/3	M						2	2
6		1/4	M					0	2	2
7		1/5	M					0		0
8	Total Class 1J		M				0	6	8	14
9	Total Class 1M&1JM			2,517	265	12	368	370	798	4,330
10										
11	1	Sou.Ry. 100%	B	1,424	1		76	183	132	1,816
12										
13	1J	Sou.Ry. 2/3	B				0			0
14		1/2	B	1			0	1	5	7
15		1/3	B						0	0
16	Total Class 1JB			1				1	5	7
17	Total Class 1B&1JB			1,425	1		76	184	137	1,823
18	Total Class 1M&1B&1JB			3,942	266	12	444	554	935	6,153
19										
20										
21	3A	100%	M	502	150	2	50	113	225	1,042
22	3AJ	1/2	M				0	1	2	3
23	Total Class 3AM&3AJM			502	150	2	50	114	227	1,045
24										
25	3A	100%	B	129			8	17	12	166
26	Total Class 3AM&3AB&3AJM			631	150	2	58	131	239	1,211
27										
28	3B	100%	M	231	56	1	38	27	49	402
29										
30	3BJ	1/3	M			5	1		76	82
31		1/2	M						1	1
32	Total Class 3BJM					5	1		77	83
33	Total Class 3BM&3BJM			231	56	6	39	27	126	485
34										
35										
36	4A	100%	M	430	2	1	37	60	89	619
37										
38	4AJ	1/2	M						4	4
39		1/3	M					3		3
40	Total Class 4AJM							3	4	7
41	Total Class 4AM&4AJM			430	2	1	37	63	93	626
42										
43	4A	100%	B	280			9	26	4	319
44	Total Class 4AM&4AB			710	2	1	46	89	97	945
45										
46	5	100%	M	184	88	31	19	10	297	629
47		100%	B	100			6	32	22	160
48	Total Class 5M&5B			284	88	31	25	42	319	789
49										
50										
51										
52										
53										
54										
55	Total Main Line	XXX		3,864	561	52	513	584	1,541	7,115
56	Total Branch Lines	XXX		1,934	1	-	99	259	175	2,468
57	Grand Total	XXX		5,798	562	52	612	843	1,716	9,583
58	Miles of road or track electrified included in preceding grand total	XXX								

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

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

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

Line No.	Class	Name of road or track	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turn-outs			
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	
1	1	Sou. Ry. Co.	B	9.04			0.84	0.37		10.25
2		"	B	9.91			0.19	1.24		11.34
3		"	M					1.46		1.46
4		"	B	5.17						5.17
5		"	M						3.20	3.20
6		"	M					0.23		0.23
7		"	M						1.01	1.01
8		"	M					0.64		0.64
9		"	B	9.98			1.27	0.83		12.08
10		"	M			0.11				0.11
11		"	M						0.06	0.06
12		"	B	10.64			0.14	3.25		14.03
13		"	B	3.76			0.13	1.11		5.00
14		"	B	1.84			0.03	0.25		2.12
15		"	B	0.02						0.02
16		"	M	0.25						0.25
17	3A	"	B	12.03				0.17		12.20
18	3A	"	B	28.55				0.63	0.33	29.51
19	1	"	B				0.03	0.31		0.34
20		"	B	9.30						9.30
21		"	B	4.36						4.36
Total				104.85		0.11	2.63	10.49	4.60	122.68

REFERENCES FOR SCHEDULE 701, MILEAGE OWNED BUT NOT OPERATED BY RESPONDENT AT CLOSE OF YEAR: -

Line 1 - Orange, Va., to Gordonsville, Va., 9.04 miles, leased to Chesapeake & Ohio Ry. Co. under agreement dated December 23, 1890, effective March 1, 1890, for 99 years and one month, renewable thereafter forever, at an annual rental of \$6,000.

Line 2 - Line from Anderson S.C., to Belton, S.C., 9.91 miles, leased to Blue Ridge Ry. Co., under agreement dated December 27, 1901, and supplemental agreement dated April 1, 1940 decreases rental to \$5,000.00, from April 1, 1940. (Assigned to Carolina and Northwestern Agreement dated July 1, 1951).

Line 3 - Track near Seneca, S.C., leased to Blue Ridge Ry. Co., under agreement dated April 27, 1918, terminable upon end of control of A&C Air Line by Southern Railway Co. Rental \$600.00 per annum. (Assigned to Caro. & N.W.Ry. Agreement dated July 1, 1951).

Line 4 - Ware Shoals Junction, S.C., to End of Line, 5.17 Miles, operated by Ware Shoals Railroad Company under agreement dated August 23, 1908, for which no rent was charged.

Line 5 - Yard Tracks at Louisville, Ky., leased to Kentucky and Indiana Terminal R.R. Co., under agreement dated January 26, 1917, supplemental agreements of March 30, 1921 and October 10, 1958, terminable upon 18 months notice. Rental \$5,252. per annum.

Continued on Page 86

705. CHANGES DURING THE YEAR

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

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

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

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

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

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

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

INCREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
			Miles of road	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	5	B	40						40	
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13	Total Increase		40						40	

DECREASES IN MILEAGE

14	1	M					3	3	6	
15	1	B	43			1	6	4	54	
16	1	B	19						19	
17	3A	M					3	1	4	
18	3B	M						24	24	
19	4A	M						1	1	
20										
21										
22										
23										
24										
25	Total Decrease		62			1	12	33	108	

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

Owned by respondent:

Miles of road constructed _____ Miles of road abandoned 62

Owned by proprietary companies:

Miles of road constructed _____ Miles of road abandoned _____

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

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

NOTES AND REMARKS

(Continued from Page 83)

REFERENCE FOR SCHEDULE 701, MILEAGE OWNED BUT NOT OPERATED BY RESPONDENT AT CLOSE OF YEAR-

- Line 6 - Track at Durham, N.C., - .23 mile - Leased to Norfolk & Western Railway under agreement dated May 1, 1905, to continue during life of 99 year lease between Southern Railway and North Carolina Railroad. Rental \$240.00 per annum.
- Line 7 - Side track at Columbia, S.C., leased to Columbia Union Station Co., under agreement dated February 1, 1902, for the period February 1, 1902 to February 1, 1952. Rental \$400.00 per annum and agreement dated July 24, 1933, terminable 60 days notice. Rental \$231.80 per annum, plus 4% per annum on additions and betterments.
- Line 8 - Side track at Augusta, Ga., leased to Augusta & Summerville RR under agreement dated April 7, 1928, for the period March 21, 1928 to March 20, 1946. Rental \$300.00 per annum. Supplemental agreement October 12, 1955.
- Line 9 - York, Ala. to Lilita, Ala. 9.98 miles leased to The Alabama Great Southern R.R. Co. Agreement dated August 1, 1951, effective same date. Rental \$10.00 per annum.
- Line 10 - Irondale Jct., Ala. - 0.11 miles A.G.S. RR Passenger connection-Agreement Pending.
- Line 11 - Operated by Central of Georgia R.R. Agreement September 21, 1961.
- Line 12 - Gurnee Jct. to Blocton, Ala. - 11.43 miles not operated - Transfer 0.79 mile main to way switching at Blocton leaving 10.64 miles. -- Transfer 0.31 mile way switching to line 21, track leased to Woodstock & Blocton Ry. Co. to serve A. E. Burgess and Co. to Blocton.
- Line 13 - Seymour, Ala. to Piper, Ala. - 3.76 miles not permanently abandoned but at present not operated.
- Line 14 - Ardela, Ala. to Belle Ellen, Ala. - 1.84 miles not permanently abandoned, but at present not operated.
- Line 15 - Clarksville, Va. - 0.02 miles Joint Turnout Connection to N.F.&D. Railway.
- Line 16 - Leeds, Ala., New Main Connection between C. of Ga. and Sou. Ry. Co. - 0.25 miles.
- Line 17 - McDonough to Griffin, Ga. - 12.03 miles not operated.
- Line 18 - Moccasin Gap to Bristol, Va. - 28.55 miles not operated.
- Line 19 - Blocton, Ala. - Track leased to Woodstock & Blocton Ry. Co. to serve A. E. Burgess Co., 0.31 mile and turnout constructed by Sou. Ry. Co. connecting to T.C.I. & R. R. Co., 0.03 mile.
- Line 20 - Aiken to Trenton, S. C. 9.30 miles not operated.
- Line 21 - Parrish to Highlevel, Ala. 4.36 miles not operated.

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 (l); 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 (l).
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 trams of cars that are self-propelled are to be included as self-propelled equipment.

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

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

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

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

**710. INVENTORY OF EQUIPMENT
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS**

Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year				Units retired from service of respondent whether owned or leased, including re-purchased units or leased from others	Owned and used	Leased from others	Total in service of respondent (col. 8, & 9)	Aggregate capacity of units reported in col. 10 (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rewritten into property accounts	All other units including re-classification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
	Locomotive Units	760	39				785		785	1,925,150	19	
1	Diesel-Freight ___ A units											
2	Diesel-Freight ___ B units											
3	Diesel-Passenger ___ A units											
4	Diesel-Passenger ___ B units											
5	Diesel-Multiple purpose ___ A units											
6	Diesel-Multiple purpose ___ B units	83					77		77	105,100		
7	Diesel-Switching ___ A units	5										
8	Diesel-Switching ___ B units	848					362		862	2,030,250	19	
9	Total (lines 1 to 8)		39									
10	Electric Locomotives											
11	Other self-powered units											
12	Total (lines 9, 10 and 11)	848	39				862		862	2,030,250	19	
13	Auxiliary units	19					19		19	XXXX		
14	Total Locomotive Units (lines 12 and 13)	867	39				881		881	XXXX	19	

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

Line No.	Type or design of units	Before Jan. 1, 1960	Between				Between 1/1/75 and 12/31/79	TOTAL
			Jan. 1, 1960, and Dec. 31, 1964	Jan. 1, 1965, and Dec. 31, 1969	Jan. 1, 1970, and Dec. 31, 1974	During Calendar Year		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	
15	Diesel	57	81	274	231	180	862	
16	Electric							
17	Other self-powered units							
18	Total (lines 15 to 17)	57	81	274	231	180	862	
19	Auxiliary units			9	4	6	19	
20	Total Locomotive Units (lines 18 and 19)	57	81	283	235	186	881	

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 (b)	Changes During the Year						Units at Close of Year											
			Units Installed			Units retired from service whether owned or leased, including re-classification			Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others								
			New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units re-written into property accounts (e)	All other units, including re-classification and second hand units purchased or leased from others (f)	Owned and used (h)													
	(a)																			
	PASSENGER-TRAIN CARS																			
	Non-Self-Propelled																			
21	Coaches [PA, PB, PBO]	36						23	13											
22	Combined cars								1											
	[All class C, except CSB]																			
23	Parlor cars [PBC, PC, PL, PO]																			
24	Sleeping cars [PS, PT, PAS, PDS]																			
25	Dining, grill and tavern cars																			
26	[All class D, PD]																			
27	Non-passenger carrying cars																			
	[All class B, CSB, M, PSA, IA]																			
28	Total (lines 21 to 27)	38						23	15											
	Self-Propelled Rail Motorcars																			
29	Electric passenger cars																			
	[EP, ET]																			
30	Electric combined cars [EC]																			
31	Internal combustion rail motorcars																			
	[ED, EG]																			
32	Other self-propelled cars																			
	Specify types:																			
33	Total (lines 29 to 32)																			
34	Total (lines 28 and 33)	38						23	15											
	COMPANY SERVICE CARS																			
35	Business cars [PV]	13						1	13											
36	Boarding outfit cars [MWX]	10						1	11											
37	Derrick and snow removal cars																			
	[MWU, MWV, MWV, MWK]	14							14											
38	Dump and ballast cars [MWB, MWD]	329						6	324											
39	Other maintenance and service equipment cars	1,758						79	1,819											
	Total (lines 35 to 39)	2,124						86	2,181											
40																				

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 (a)	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars (b)	All others (c)	Units Installed			
				New units purchased or built ¹ (d)	New or rebuilt units leased from others ¹ (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹ (f)	All other units, including reclassification and second hand units purchased or leased from others (g)
FREIGHT TRAIN CARS							
41	Plain Box Cars - 40' (B100-129)	8,514					4 41
42	Plain Box Cars - 50' (B200-229; B300-329)	6,510		299			17
43	Equipped Box Cars (All Code A)	8,577		153			88 43
44	Plain Gondola Cars (G092-392; G401-492)	3,518		375			40
45	Equipped Gondola Cars (All Codes C and E)	252		87			7
46	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)	6,137		290			10 56
47	Open Top Hopper Cars- General Service (All Code H)	8,084					19
48	Open Top Hopper Cars- Special Service (All Codes J and K)	1,444		157			2 48
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)	577		5			
50	Refrigerator Cars - Mechanical (R104, 110, 111, 112, 117, 118, R204, 210, 211, 212, 217, 218)	5					
51	Flat Cars - TOFC/COFC (F071-078; F871-978)	99					
52	Flat Cars - Multi-level (All Code V)	761					20 52
53	Flat Cars - General Service (F101-109; F201-209)	519					7
54	Flat Cars - Other (F111-189; 211-289; 301-389; 401-540)	927					8 54
55	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)		48				
56	Tank Cars - 22,000 Gallons & Over (T-6, T-7, T-8, T-9)						
57	All Other Freight Cars (F191-199; 291; 391; L006-048; L070, L080, L090 - All "L" with second numeric 6; L161-L764; T-770; All Class S)	2,214		461			267 57
58	Total (lines 41 to 57)	48,138	48	1,827			489
59	Caboose (All N)	XXXX	439	12			
60	Total (lines 58, 59)	48,138	487	1,839			489
'Box unequipped, XF boxcars and plain gondolas (which relate to incentive per diem orders).		New units purchased or built			Units rebuilt or acquired		
		General funds	Incentive funds	General funds	Incentive funds		

710. INVENTORY OF EQUIPMENT--Continued

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

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

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

Changes during year (Concluded)	Units At Close of Year						Line No.	
	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others		
			Time-mileage cars	All other				
Units retired from service of respondent whether owned or leased including re-classification	(h)	(i)	(k)	(l)	(m)	(n)		
	1,563	6,955	6,955		382,525		41	
	271	6,555	6,555		463,688		42	
	167	8,172	479	8,651	640,835	25	43	
	363	3,570	3,570		283,686		44	
	2	344	344		31,148		45	
	64	6,373	6,373		632,494	79	46	
	341	7,762	7,762		709,298		47	
	17	1,586	1,586		142,435		48	
	5	122	455	577	38,646		49	
		5	5		297		50	
	1	98	98		7,546		51	
	21	760	760		42,085		52	
	64	462	462		35,626		53	
	36	899	899		77,264	21	54	
		48	48	48	4,800		55	
							56	
	363	2,579	2,579		185,271		57	
	3,278	46,290	934	47,224 ⁴⁷¹⁷⁶	48	3,677,644	125	58
	2	449		xxxx	449	xxxxxxxxxxx	16	59
	3,280	46,739	934	47,224 ⁴⁷¹⁷⁶	449-497	3,677,644	141	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	29					
65	Dry van	4,680		1,400			1
66	Flat bed	3					
67	Open top	41					
68	Mechanical refrigerator						
69	Bulk	3					
70	Insulated	5					
71	Platform removable sides						
72	Other trailer or container						
73	Tractor						
74	Truck						
75	Total (lines 64 to 74)	4,761		1,400			1

NOTES AND REMARKS

710. INVENTORY OF EQUIPMENT—Concluded

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

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Pier diem	All other			
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
			XXXX				61
			XXXX				62
			XXXX				63
2	27		27				64
211	5,678	192	5,870		449,557		65
	3		3				66
	41		41		820		67
							68
	3		3		60		69
	5		5		100		70
							71
							72
							73
							74
213	5,757	192	5,949		450,537		75

NOTES AND REMARKS

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

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

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

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

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

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

6. All unequipped boxcars 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	3500 RS GP50 Diesel Elec.Locos-0440	36	4,615	28,593,036	P
2	2000 RS GP39X Diesel Elec. Locos-0440	3	380	2,090,203	P
3					
4	70 T. 52'6" Insulated Box Cars	158	6,472	9,755,387	P
5	100 T. 3600 c.f.covered Hopper Cars	299	9,880	13,697,165	P
6	100 T. 7526 c.f.woodchip Hopper Cars	87	3,817	5,557,096	P
7	100 T. 4750 C.f. Covered Hopper Cars	290	8,880	14,260,955	P
8	70 T. 50' Pulpwood Cars	460	13,806	17,330,704	P
9	100 T. 7526 c.f. Woodchip Gond.Cars	87	3,377	4,207,447	P
10	100 T. 3600 c.f. Quick Dump Hopper Cars	70	2,664	4,041,375	P
11	70 T. 52'6" Gondola Box Cars	376	12,034	14,914,768	P
12					
13					
14					
15	Dry Van 40' Trailers	1,400	8,400	16,854,635	P
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	TOTAL	3,266	XXXX	131,302,771	XXXX

REBUILT UNITS

26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38	TOTAL	3,266	XXXX	131,302,771	XXXX
39	GRAND TOTAL		XXXX		XXXX

RC-126100

SOUTHERN RAILWAY COMPANY

1980

3

Road Initials: SOU

Year 19 80

95

NOTES AND REMARKS

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 _____			
17	Number installed during the year _____			
18	Number retired during the year _____			
19	Number available at close of year _____			

*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			XXX.XXX	6
XXXXXX				XXXXXX	XXX.XXX	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
			598	1,339		16
			10	202		17
			2	176		18
			606	1,365		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		XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX		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	Southern Region Motor Transport, Inc	Indirect control of	June 17, 1963
2		Capital stock through	
3		control of Central of	
4		Georgia Railroad	
5		Company.	
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

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

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.

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 13904 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.

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.

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	2,926.02	28.70	40		
2	B	1,289.69	10.75	43	22.7	23
3	C	1,616.20	2.91	30	6.6	140
4	D	621.41	0.37	25	10.3	310
5	E	2,190.86	-	-	-	-
6	F		XXXXXXXXXX	XXXXX	XXXXXX	
7	Potential abandonments	179.90	XXXXXXXXXX			
8	Total	8,824.08				473

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

Give particulars of ties laid during the year in new construction during the year.
In column (a) classify the ties as follows:

- (U) Wooden ties untreated when applied.
- (T) Wooden ties treated before application.
- (S) Ties other than wooden (steel, concrete, etc.). Indicate type in column (h).

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

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

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of cross-ties 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	255	\$ 50	\$				Relay
2	T	9,310	13.15	\$ 129	203,982	411.80	84	New
3	T							New
4	T	812						Relay
5	T	16,525	13.25	219	281,767	436.53	123	New
6	T							New
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	27,402	12.70	348	485,749	426.15	207	

Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid 3.49

Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 6.02

723. RAILS LAID IN REPLACEMENT

(1) Furnish the requested information concerning rails laid in replacement.

(2) The term "spot maintenance" in column (h) 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	205.70	0.00	6.68	1.04	214.38	1.04	3.3		
2	B	256.49	0.00	1.64	5.18	258.13	5.18	2.5		
3	C	4.64	0.00	325.92	11.19	330.56	11.19	3.7		
4	D	0.39	0.00	0.80	7.74	1.19	7.74	88.4		
5	E	0.00	0.00	14.58	9.18	14.58	9.18	0.0		
6	F	0.00	0.00	0.00	0.00	0.00	0.00	0.0		
7	Potential Abandonments	0.00	0.00	0.00	0.00	0.00	0.00	0.0		
8	Other									
9	TOTAL	467.22	0.0	351.62	34.33	818.84	34.33	4.0		

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 (a)	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS				
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lb.) (e)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)	
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)			
1	4	100	43	2	46.51					
2	2	132	45	30	666.67					
3	4	132	885	53	59.89					
4	4					100	121	6	49.59	
5	2					130	2			
6	4					131	7			
7	2					132	125	33	264.00	
8	4					132	1,172	59	50.34	
9										
10										
11										
12										
13										
14										
15										
16	Total	XXX	973	85	87.36	XXX	1,427	98	68.68	
17	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid							8.50		
18	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid							12.62		
19	Track-miles of welded rail installed this year							401.17	: total to date 3,923.96	

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 track, 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)
	<i>Pounds</i>			
1				
2	132	3,386.95		
3	131	331.04		
4	130	52.13		
5	115	1.22		
6	112	14.64		
7	100	862.55		
8	85	803.57		
9	75	104.98		
10	70	7.35		
11	60	4.22		
12	56	8.53		
13				
14				
15				
16				

726. SUMMARY OF TRACK MAINTENANCE

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

2. In column (d), (f), and (i) give the percentage of replacements to total units of property at year end.

Line No.	Track category (a)	Ties			Rail		Track surfacing		
		Number of ties replaced Switch and Cross-ties (Board Feet) (b)	Number of ties replaced Switch and Bridge Ties (Board Feet) (c)	Percent replaced (d)	Miles of rail replaced (rail-miles) (e)	Percent replaced (f)	Cubic yards of ballast placed (g)	Miles surfaced (h)	Percent surfaced (i)
1	A	164,096	1,432,396	5.4	215.42	3.7	659,204	909.8	31.1
2	B	183,269	631,989	4.7	263.31	10.2	262,266	358.3	27.8
3	C	349,734	800,456	7.5	341.75	10.6	337,002	461.6	28.6
4	D	16,590	294,905	6.4	8.93	0.7	90,905	119.1	19.2
5	E	95,137	1,053,282	1.5	23.76	0.5	83,835	62.6	2.9
6	F	--	--	--	0.00	0.0	--	--	--
7	Potential abandonments	0	0	0.0	0.00	0.0	3,479	0.0	0.0
8	Total	1,208,826	4,212,928	4.7	853.17	4.8	1,436,691	1,911.4	21.7

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		Track surfacing		
		Number of ties replaced Switch and Cross-ties (Board Feet) (b)	Number of ties replaced Switch and Bridge Ties (Board Feet) (c)	Percent replaced (d)	Miles of rail replaced (rail-miles) (e)	Percent replaced (f)	Cubic yards of ballast placed (g)	Miles surfaced (h)	Percent surfaced (i)
1	Current year	1,208,826	4,212,928	4.7	853.17	4.8	1,436,691	1,911.4	21.7
2	First preceding	1,151,108	3,474,911	4.5	864.00	4.9	1,330,962	1,763.6	19.8
3	Second preceding	1,336,532	3,689,241	5.2	677.74	3.8	941,556	1,750.8	19.7
4	Third preceding	944,670	2,814,505	3.6	642.98	3.6	825,148	1,193.1	13.5
5	Fourth preceding	1,774,529	4,197,468	6.8	379.24	2.1	270,370	1,352.3	15.1
6	Fifth preceding	959,112	2,917,795	3.7	247.34	1.4	917,778	1,005.2	11.3
7	Sixth preceding	1,325,623	3,728,266	5.4	904.01	5.1	1,138,296	1,472.0	16.5
8	Seventh preceding	1,169,112	3,938,911	4.6	623.90	3.5	987,111	1,293.5	14.5
9	Eighth preceding	1,117,682	4,666,481	5.9	747.28	4.2	874,593	1,505.0	16.9
10	Ninth preceding	1,182,943	3,304,142	5.8	539.95	3.0	854,741	1,313.8	14.8

REMARKS

728. DEFERRED MAINTENANCE-TRACKS

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

Line No.	Type of Track (a)	Monetary Amount of Deferred Maintenance	
		End of the Year (b)	Beginning of the Year (c)
1	A	\$	\$
2	B		
3	C		
4	D Less than 1 Million GTM per mile of road per year	4,660,105	5,823,038
5	E		
6	F		
7	Potential Abandonments	1,123,340	1,276,807
8	Total Tracks	5,783,445	7,169,845
Selected Track Maintenance			
9	Crossties	End of the Year	Beginning of the Year
10	Rail (TONS)	144,137	178,783
11	Ballast (Cu. Yards)	3,054	3,763
		100,319	124,433

Remarks: Deferred Maintenance on the Combined Southern Class 1 Railroads*

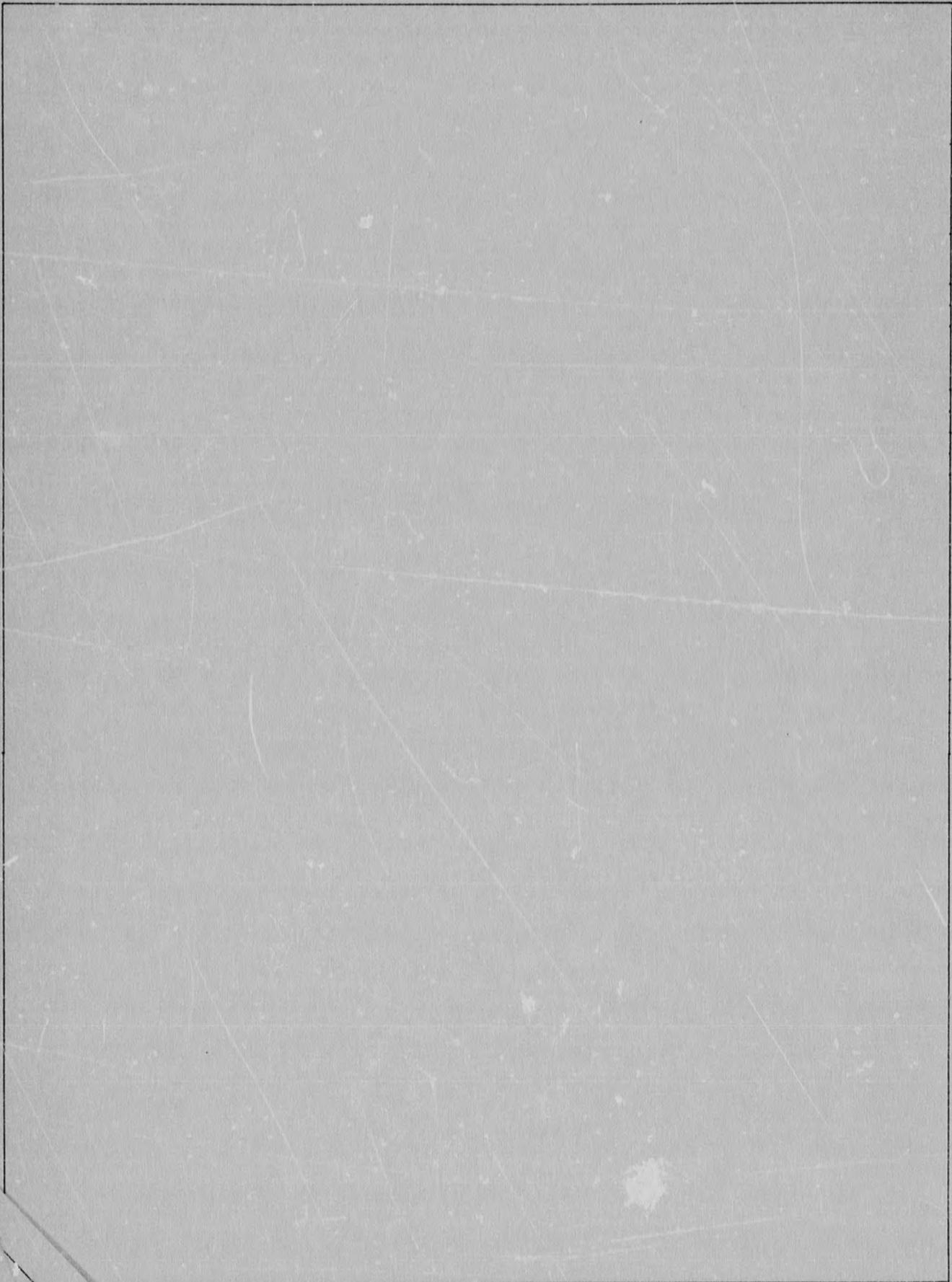
using the life of materials to determine standard maintenance requirements.

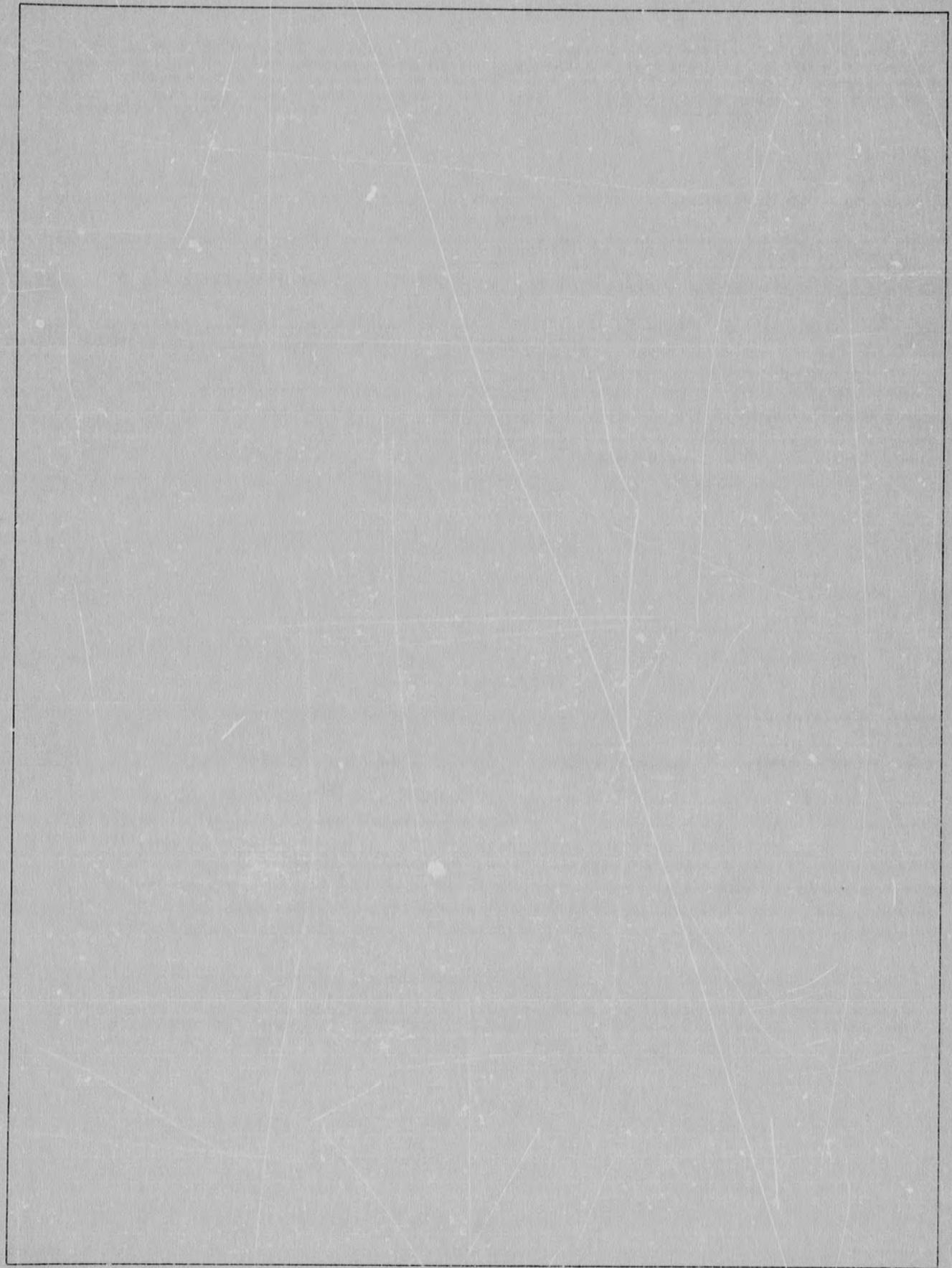
* Includes:

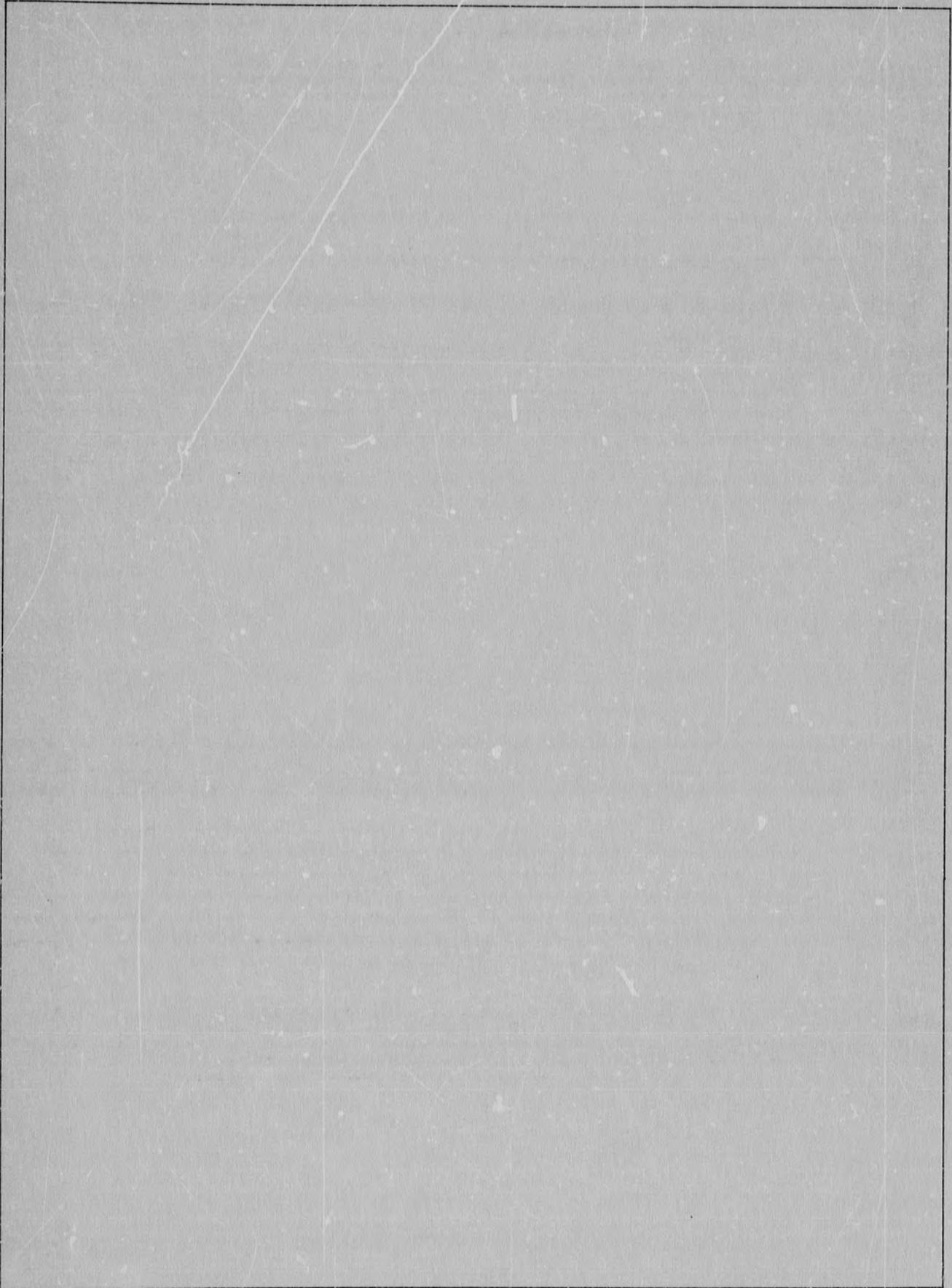
- Southern Railway Company
- Alabama Great Southern Railroad Company
- Central of Georgia Railroad Company
- Cincinnati, New Orleans and Texas Pacific Railway Company

NOTES AND REMARKS









750. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

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

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

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight _____	130,819,959			
2	Passenger _____				
3	Yard switching _____	15,780,451			
4	Total _____	146,600,410			
5	Cost of Fuel* _____	\$ 117,250	\$	\$	\$
6	Work Train _____	816,144			

B. RAIL MOTORCARS

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

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

760. GRADE CROSSINGS
A—Railroad With Railroad

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

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

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

Line No.	Number of crossings (a)	Interlocking (b)	Auto-matic signals (auto-matic in-locking) (c)	Deraills on one line, no protection on other (d)	Hand-operated signals, without inter-locking (e)	Gates (f)	Total specially protected (g)	Total not specially protected (h)	Grand total (i)
1	Number at beginning of year	21	4		4	10	39	84	123
2	Crossing added: New crossings								
3	Change in protection								
4	Crossings eliminated: Separation of grade								
5	Change in protection								
6	Other causes								
7	Number at close of year	21	4		4	10	39	84	123
	Number at Close of Year by States:								
8	Virginia	1					1	9	10
9	North Carolina				2	2	4	9	13
10	South Carolina	3					3	12	15
11	Georgia	6	2		1	3	12	13	25
12	Alabama	7				1	8	25	33
13	Mississippi								0
14	Tennessee	2			1		3	10	13
15	Kentucky	1	1			1	3		3
16	Indiana	1	1			3	5	1	6
17	Illinois							5	5
18									
19									
20									
21									
22									
23									
24									
25									

760. GRADE CROSSINGS—Continued
B—Railroad With Highway

1. A highway grade crossing is to be regarded as a single crossing of all of the tracks within the adjacent owned or leased right(s) of way of the railroad(s) at the point of intersection with a publicly maintained highway, street or avenue at the same grade to the extent that the tracks are located within the limits of a single set of grade crossing signs or protective devices having an integrated set of actuating circuits.

2. Not to be included are crossings of tracks with private roads leading to or within industrial plants, or with other roads or driveways not dedicated to public use. All crossings of tracks at grade with public roads and streets should be included if any railroad operations are conducted thereover by the reporting company whether or not the track is located on railroad right-of-way.

3. A private grade crossing which becomes public during the year should be reported as a new grade crossing. A grade crossing of a dual or multi-lane highway should be reported as one crossing. In the classification of protection, a crossing having more than one of the classes of protection listed below should be reported once only, using the furthest left column that applies. To avoid

duplicate reporting of jointly owned, jointly maintained or jointly used crossings, one railroad shall be designated the reporting road by mutual agreement of the interested parties.

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

TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE

Line No.	Item of Annual Change (a)	Automatic gates with flashing lights (b)		Automatic flashing light signals (c)		Gates manually operated (d)		Watchmen only (e)		Audible signals only (h)	Other automatic signals (i)	Total indicating warning of train approach (j)	"Railroad crossing" crossbuck (k)	Cross-buck 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	Less than 24 hours per day	24 hours per day	Less than 24 hours per day	24 hours per day	Less than 24 hours per day										
1	Number at beginning of year											1,311	5,054	455			6,820
2	Added: By new, extended or relocated highway	547		764									5				6
3	By new, extended or relocated railroad													5			6
4	Total added													5			6
5	Eliminated: By closing or relocation of highway																1
6	By relocation or abandonment of railroad																17
7	By separation of grades																2
8	Total eliminated																20
9	Changes in protection: Number of each type added																122
10	Number of each type deducted																(122)
11	Net of all changes																-14
12	Number at close of year											1,415	4,936	455			6,806
13	Number at close of year by States:																
14	Virginia											124	422				546
15	North Carolina										415	1,110		9			1,835
16	South Carolina										192	1,043		37			1,272
17	Georgia										172	689		186			1,047
18	Alabama										149	583		165			897
19	Mississippi										8			30			38
20	Tennessee										182			47			609
21	Kentucky										37			5			89
22	Illinois										77			121			201
23	Indiana										58			211			272
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	950	566	1,516
2	Added: By new, extended or relocated highway	12		12
3	By new, extended or relocated railroad			
4	By elimination of grade crossing		2	2
5	Total added	12	2	14
6	Deducted: By closing or relocation of highway			
7	By relocation or abandonment of railroad			
8	Total deducted			
9	Net of all changes	12	2	+14
10	Number at close of year	962	568	1,530
	Number at close of year by States:			
✓ 146	Virginia	118	68	186
✓ 133	North Carolina	278	173	451
✓ 140	South Carolina	186	68	254
✓ 110	Georgia	133	54	187
✓ 142	Tennessee	118	128	246
✓ 117	Kentucky	23	25	48
✓ 10	Alabama	81	28	109
✓ 124	Mississippi	4	4	8
✓ 113	Illinois	13	4	17
✓ 114	Indiana	8	16	24
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 rail transportation of persons or items at other than tariff rates, or the purchase of equipment under conditional sales plans without the issuance of securities by respondent, making such statements in the following order:

- (a) Freight or transportation companies or lines.
- (b) Other railway companies.
- (c) Steamboat or steamship companies.
- (d) Telegraph companies.
- (e) Telephone companies.
- (f) Equipment purchased under conditional sales contracts.
- (g) Routing traffic of affiliated companies.
- (h) Other contracts.

2. Under item 1(b), include particulars of joint facility arrangements entered into during the year by the respondent, including those maintained or operated by other carriers as well as those maintained or operated by respondent. For each joint facility, give a brief statement of the basis or 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 commuter or other passenger-train services.

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

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

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

9. Compliance with the requirements of this schedule does not relieve the respondent of the duty placed upon common carriers by section 6(5), Part I, of the Interstate Commerce Act, which reads as follows:

"Every common carrier subject to this part shall also file with said Commission copies of all contracts, agreements, or arrangements with other common carriers in relation to any traffic affected by the provisions of this part to which it may be a party. Provided, however, that the Commission, by regulations, may provide for exceptions from the requirements of this paragraph in the case of any class or classes of contracts, agreements, or arrangements, the filing of which, in its opinion, is not necessary in the public interest."

Class	With	Date	Description
(f)	Morgan Guaranty Trust Company Trustee	2/15/80	165 70-Ton 52' 6" Insulated Boxcars 376 70-Ton 52' 6" Gondola Cars 104 70-Ton 50' 6" RUF Boxcars
(f)	Citibank, N.A.	4/15/80	158 70-Ton 52' 6" CUF Insulated Boxcars 195 70-Ton 50' 6" RUF Box Cars
(f)	Manufacturers Hanover Trust Company, Trustee	7/ 1/80	265 70-Ton 50' Pulpwood Cars
(f)	Chemical Bank Trustee	8/15/80	183 70-Ton 50' Pulpwood Cars 87 100-Ton 7,526 Cu. Ft. Gondola Cars 87 100-Ton 7,526 Cu. Ft. Hopper Cars 2 GP50 Diesel Electric Locomotives
(f)	Morgan Guaranty Trust Company Trustee	10/15/70	147 100-Ton 480 Cu. Ft. Covered Hopper Cars 70 100-Ton 3,600 Cu. Ft. Bottom Dump Hopper Cars 7 GP50 Diesel-Electric Locomotives
(f)	Citibank, N.A. Trustee	12/15/80	46 100-Ton 4,800 Cu. Ft. Covered Hopper Cars 11 GP50 Diesel-Electric Locomotives
(f)	Greyhound Leasing and Financial Corporation	2/ 1/80	48 Diesel Electric Locomotives 496 100-Ton 5,325 Cu. Ft. Covered Hopper Cars

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

	(a) Nature of bid	(b) Date Published	(c) Contract number	(d) No. of bidders	(e) Method of awarding bid	(f) Date filed with the Commission	(g) Company awarded bid
1	Equipment Trust #2	April 1, 3, 8	101	4	lowest interest cost	5/12/80	A Consortium including Merrill Lynch, Pierce, Fenner & Smith, Inc.
2	of 1980	11, 1980					(One Liberty Plaza, 165 Broadway New York, N. Y. 10080), a subsidiary of Merrill Lynch & Co. of which Ralph F. Leach (a Director of Southern Railway Company) is a director.
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13							
14	Equipment Trust #4	Aug. 5, 8, 12 & 15, 1980	103	4	lowest interest cost	9/11/80	Same as above
15	of 1980						
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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.

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	Total salaries, payments and other compensation		\$	\$
2	per annum received from Southern Railway System			
3	Companies were:			
4				
5	H. H. Hall	President & Chief	350	188
6		Executive Officer		
7		(200 prior to 10/1/80)		
8		(275 prior to 12/1/80)		
9	G. S. Paul	Exec.V.P.-Administration	200	257
10		(180 prior to 12/1/80)		
11	A. B. McKinnon	Exec.V.P.-Law & Acctg.	200	91
12		(180 prior to 12/1/80)		
13	E. L. Dearhart	Exec.V.P.-Marketing	180	176
14		(150 prior to 3/1/80)		
15	E. B. Burwell	Exec.V.P.-Operations	160	78
16		(100 prior to 12/1/80)		
17	K. A. Stoecker	Sr.V.P.-Finance	150	121
18		(115 prior to 3/1/80)		
19	E. G. Kreyling, Jr.	Sr.V.P.-Marketing Svcs.	100	78
20	W. W. Simpson	V.P.-Engineering	97	78
21		(88 prior to 12/1/80)		
22	J. L. Jones	V.P.-Mgmt. Info. Svcs.	97	57
23		(88 prior to 12/1/80)		
24	E. T. Breathitt, Jr.	V.P.-Public Affairs	92	48
25		(85 prior to 12/1/80)		
26	J. L. Tapley	V.P.-Law	88	45
27		(80 prior to 12/1/80)		
28	D. R. McArdle	V.P. & Controller	86	40
29		(80 prior to 12/1/80)		
30	S. D. Guy	V.P. - Sales	83	62
31		(75 prior to 12/1/80)		
32	P. R. Rudder	V.P.-Transportation	83	35
33		(75 prior to 12/1/80)		
34	R. S. Geer	V.P.-Industrial Dev.	81	75
35		(75 prior to 12/1/80)		
36	D. H. Watts	V.P.-Personnel	81	41
37		(75 prior to 12/1/80)		
38				

900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

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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:

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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	R. E. Franklin	President-CofGa.	\$ 80	\$ 102
2	W. D. McLean	V.P.-Real Estate & Ins.	75	100
3	J. G. Moore	AVP-Mechanical	75	76
4		(68 prior to 8/16/80)		
5	R. E. Loomis	AVP-Labor Relations	72	49
6		(64 prior to 11/16/80)		
7	W. G. Handfield	AVP-Taxation	71	26
8		(65 prior to 11/16/80)		
9	H. R. Moore	Gen.Mgr.-Eastern Lines	70	93
10	W. F. Geeslin	AVP-Public Relations	70	61
11		(65 prior to 11/16/80)		
12	G. C. Durand	AVP-Data Processing	70	34
13		(64 prior to 11/16/80)		
14	H. L. Rose	AVP-Majnt.W&S	69	52
15		(62 prior to 8/16/80)		
16	R.E.L. deButts	AVP-Law	69	30
17		(63 prior to 2/16/80)		
18	T. E. Gurley	Gen.Mgr.-Western Lines	67	19
19		(60 prior to 11/16/80)		
20	J. P. Duncan, Jr.	AVP-Agri.Bus.Svcs.	66	82
21		(60 prior to 2/16/80)		
22	H. H. Bradley	AVP-Transportation	66	38
23	W. F. Mitchell, Jr.	General Solicitor	66	37
24		(60 prior to 2/16/80)		
25	M. P. Rogers	Chief Surgeon	65	54
26		(59 prior to 5/16/80)		
27	N. B. Coggins, Jr.	AVP-Pur.& Matl.Mgmt.	65	53
28		(60 prior to 11/16/80)		
29	R. A. Wimbish	General Solicitor	65	18
30		(58 prior to 11/16/80)		
31	R. D. Hedberg	AVP -Personnel Adm.	64	57
32	J. H. Dewey	AVP-Corporate Accts.	64	35
33		(58 prior to 11/16/80)		
34	R. A. Wharton	Gen.Mgr.-Intermodal	64	24
35		(55 prior to 2/16/80)		
36		(59 prior to 8/16/80)		
37				
38				

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.

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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	G. M. Williams	AVP & Treasurer	\$ 62	\$ 43
2		(57 prior to 5/16/80)		
3	J. T. Hudson	AVP-Comms. & Sigs.	62	35
4		(55 prior to 8/16/80)		
5	W. C. Antoine	Gen.Solicitor-Taxes	61	21
6		(56 prior to 2/16/80)		
7	D. B. Weinstein	AVP-Systems	59	36
8		(53 prior to 11/16/80)		
9	F. M. Kaylor	AVP-Safety&Frt.Claim Svcs.	58	26
10		(54 prior to 8/16/80)		
11	H. E. Wilson	Regional Sales Manager	57	34
12		(53 prior to 5/16/80)		
13	J. A. Bistline	Asst. to President	56	86
14	L. S. Presson, Jr.	Asst.Chief Mech.Officer	56	37
15		(50 prior to 2/16/80)		
16	L. W. Cranmer	Chief Pilot	56	29
17		(51 prior to 2/16/80)		
18	J. W. Forbes	Resident-V.P.-Raleigh	55	26
19		(50 prior to 8/16/80)		
20	A. E. Hinson	Director-Research & Tests	54	32
21		(49 prior to 11/16/80)		
22	D. S. Dabbs	Director-Rates & Routes	50	25
23	M. H. Hammett	Supt.-Motive Power	47	30
24		(42 prior to 2/16/80)		
25	L. S. Crane	(Former Chairman & Chief Executive Officer, Retired Effective 10/1/80)	-	335
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29	E. A. Evers	AVP-Markets Mgmt (Retired 12/1/80)	-	81
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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. While the Chairman & Chief Exec. Officer, President and Bd. of Directors have the right to exercise control of the accounting of this Company, they have delegated to the Comptroller the supervision of the books of account and the control of the manner in which such books are kept. (To be made by the officer having control of the accounting of the respondent)

~~XXXXXX~~ State of DISTRICT OF COLUMBIA OATH

~~XXXXXX~~ County of CITY OF WASHINGTON

John H. Dewey makes oath and says that he is A.V.P. Corporate Accounts

(Insert here name of the affiant)

(Insert here the official title of the affiant)

Of SOUTHERN RAILWAY 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 80, to and including December 31, 19 80

John H. Dewey
(Signature of affiant)

Subscribed and sworn to before me, a NOTARY PUBLIC in and for the State and county above named, this 26th day of March, 19 81

My commission expires My Commission Expires February 14, 1985

Use an
L.S.
impression seal

Kathleen R. McLaren
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of _____

County of _____

_____ makes oath and says that he is _____

(Insert here name of the affiant)

(Insert here the official title of the affiant)

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

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

_____, 19____, to and including _____, 19____.

(Signature of affiant)

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

My commission expires _____

Use an
L.S.
impression seal

(Signature of officer authorized to administer oaths)

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