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UNION PACIFIC FRUIT EXPRESS COMPANY 1978

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REFRIGERATOR CAR LINES

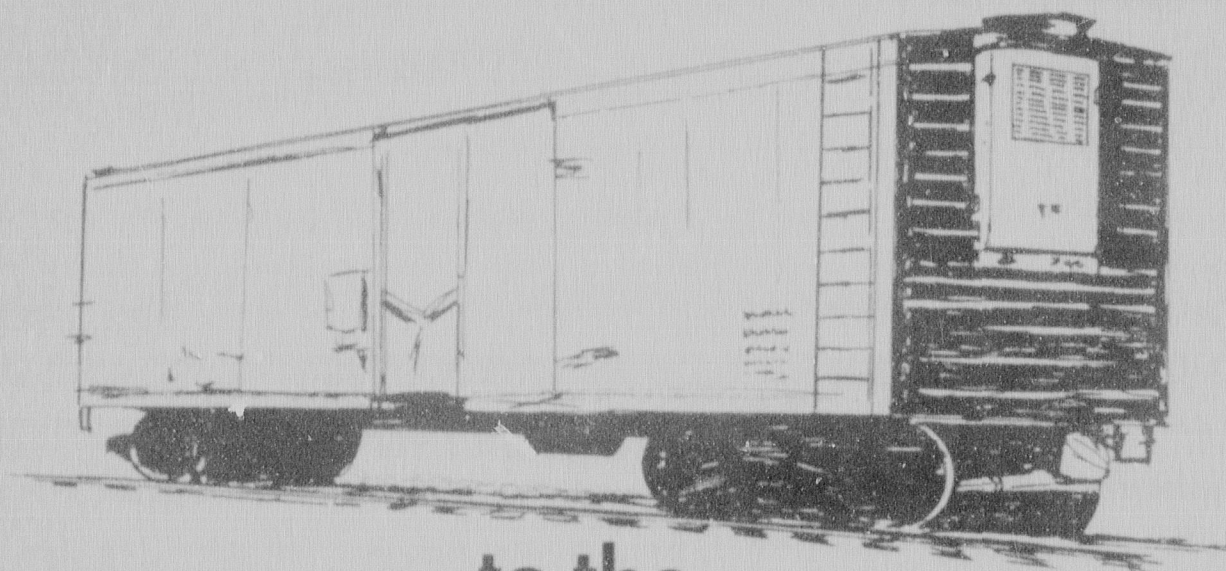
annual report

INTERSTATE
COMMERCE COMMISSION
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ADMINISTRATIVE SERVICES
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	UNION PACIFIC FRUIT EXPRESS COMPANY 1416 DODGE STREET OMAHA, NEBRASKA 68179
Correct name and address if different than shown.	Full name and address of reporting carrier. (Use mailing label on original, copy in full on duplicate.)



to the
Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1978

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; but it should be understood that mention is not made of necessary substitutions of dates, or in general, of such other things as simple modifications intended to make requirements clearer, other minor adjustments, and typographical corrections.

Page 4: Schedule 200: Comparative General Balance Sheet - Asset Side

Provision is made for reporting allowances for net unrealized loss on noncurrent marketable equity securities.

Page 5: Schedule 200: Comparative General Balance Sheet, Liability Side

Provision is made for reporting "unamortized discount and interest on long-term debt," and "unrealized loss on noncarrier marketable equity securities."

Page 6: Comparative Balance Sheet - Explanatory Notes

A new note has been added providing for reporting marketable equity securities. This note is to be completed only by carriers earning \$10 million or more in gross operating revenues.

TABLE OF CONTENTS

	Schedule No.	Page		Schedule No.	Page
Organization and Control	100	1	Amounts Payable to Affiliated Companies	268	22
Stockholders reports	108	3	Loans and Notes Payable	271	22
Comparative General Balance Sheet Statement	200	4	Federal Income and Other Taxes Accrued	275	23
Explanatory Notes		6	Other Liabilities	280	23
Income Account	300	7	Other Deferred Credits	281	23
Explanatory Notes		7-A	Capital Stock	285	24
Retained Income			Capital Surplus	291	24
Appropriated	304	7-B	Contingent Assets and Liabilities	295	25
Unappropriated	305	7-B	Dividend Appropriations	298	25
Compensating Balances and Short-Term			Operating Revenues	310	26
Borrowing Arrangements	205	7-C	Operating Expenses	320	27
Special Deposits	206	7-D	Carline Tax Accruals	350	28
Property and Equipment	211	9	Analysis of Federal Income and Other Taxes Deferred	350-A	28
Accrued Depreciation-Property and Equipment	212	10	Rent Payable for Cars	383	29
Depreciation Base and Rates-Property and Equipment	213	10	Abstracts of Leasehold Contracts	383-A	29
Miscellaneous Physical Property	214	11	Miscellaneous Items in Income and Retained Income		
Sinking, Capital, Insurance, and Other Reserve Funds	216	12	Accounts for the Year	396	29
Investments in Securities and Advances	217	13	Rolling Stock Owned	417	30
Investments in Common Stocks of Affiliated Companies	217-A	14	Rolling Stock Leased from Others	418	30
Rental Expense of Lessee	219	15	Rolling Stock Owned but Leased to Others	419	30
Minimum Rental Commitments	220	16	Mileage of Rolling Stock	450	31
Lessee Disclosure	221	17	Protective Service Stations	460	31
Lease Commitments—Present Value	222	18	Statistics of Car Line Operations	531	32
Income Impact—Lessee	223	19	Employees, Service and Compensation	561	32
Loans and Notes Receivable	225	20	Compensation of Officers, Directors, Etc.	562	33
Other Assets	226	20	Payments for Services Rendered by other than Employees	563	33
Other Deferred Charges	227	20	Competitive Bidding—Clayton Antitrust Act	570	34
Funded Debt and Other Obligations	261	21	Oath		35
Equipment Covered by Equipment Obligations	265	22			

ANNUAL REPORT

100. ORGANIZATION AND CONTROL

1. State full and exact name of respondent making this report:

Union Pacific Fruit Express Company

2. Name, title, telephone number, and address of person to whom correspondence concerning this report should be addressed:

J. P. DeaseyController402271-23431416 Dodge StreetOmahaNebraska

3. Address of office where accounting records are maintained:

1416 Dodge StreetOmahaNebraska4. Respondent is CorporationOperations commenced April 1, 1978

5. If a partnership, state the names and address of each partner, including silent or limited, and their interests:

NameAddressProportion of interestNot applicable

6. If a corporation, association, or other similar form of enterprise:

A. Incorporation or organization was—

In the State of Utahon December 7, 1977

B. The directors' names, addresses, and terms of office are:

J. C. KenefickOmaha, NESeptember 10, 1979R. L. RichmondOmaha, NESeptember 10, 1979W. P. BarrettOmaha, NESeptember 10, 1979C. B. SchaeferOmaha, NESeptember 10, 1979T. B. Graves, Jr.Omaha, NESeptember 10, 1979H. E. GrauOmaha, NESeptember 10, 1979

C. The names and titles of principal general officers are:

J. C. KenefickPresidentR. L. RichmondVice PresidentW. P. BarrettVice PresidentC. B. SchaeferVice PresidentT. B. Graves, Jr.Vice PresidentW. F. SuretteVice PresidentJ. J. SpellacySecretaryH. B. ShuttleworthTreasurer

7. Voting power, elections and stockholders:

A. Total voting securities outstanding:

(1) Common 100 000 shares 100 000 votes(2) Preferred None shares None votes(3) Preferred None shares None votes(4) Other securities None shares None votesB. Does any class of securities carry any special privileges in any elections or in the control of corporate action? No If so, describe each such class or issue, showing the character and extent of such privileges.C. Date of the latest closing of the stock book, or listing of stockholders, if within 1 year prior to the actual filing of this report Not applicable If book is not closed or list prepared within year indicated, check here ☒ and answer

item 7-D as of December 31, of the year of this report.

D. State for each class of stock the total number of stockholders of record, corresponding to the answer to item 7-C.

Common 1

1st preferred

2d preferred

Other

100. ORGANIZATION AND CONTROL—Continued

8. Give names and addresses of ten stockholders of the respondent who at the date of latest closing of stock book or compilation of list of stockholders had the highest voting powers in the respondent company, showing also for each the number of votes which he would have had a right to cast on that date had a meeting then been in order.

Line No.	Name of security holder (a)	Address (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED			
				Common (d)	1st preferred (e)	2d preferred (f)	Other securities (g)
1	Union Pacific Railroad	345 Park Avenue					
2	Company	New York, N.Y. 10022	100 000	100 000			
3							
4							
5							
6							
7							
8							
9							
10							

9. If the respondent was formed as a result of consolidations or mergers during the year, name all constituent companies, and give specific reference to charters or general laws governing each organization, date and authority for each consolidation and each merger received from a regulatory body, and date of consummation:

Not applicable

10. If respondent was reorganized during the year, give name of original corporation and the laws under which it was organized, or name of owner or partners, the reason for the reorganization, and date of reorganization:

Not applicable

11. If respondent was subject to a receivership during the year state—

- A. Date of receivership
- B. Court of jurisdiction under which operations were conducted
- C. Date when possession under it was acquired
- D. Name of receiver, receivers, or trustee

Not applicable

12. If any individual, individuals, association, or corporation held control, as trustee, other than receivership, over the respondent at the close of the year, state—

- A. Date of trusteeship
- B. Authority for trusteeship
- C. Name of trustee
- D. Name of beneficiary or beneficiaries
- E. Purpose of trust

Not applicable

13. List of companies under common control with respondent:

Line No.	
1	None
2	
3	
4	
5	
6	
7	
8	
9	
10	
11	
12	

100. ORGANIZATION AND CONTROL—Concluded

14. Furnish complete list showing all companies controlled by respondent, either directly or indirectly. List under each directly controlled company the companies controlled by it and under each such company others of more remote control. Each step of control should be appropriately indented from the left margin. After each company state the percentage, if any, of the voting power represented by securities owned by the immediately controlling company.

Line No.	
1	None
2	
3	
4	
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8	
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10	
11	
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21	
22	

15. Furnish complete list showing corporations controlling the respondent. Commence with the company which is most remote and list under each such company the company immediately controlled by it. Each step of control should be appropriately indented from the left margin. After each company state the percentage, if any, of the voting power represented by securities owned by the immediately controlling company. Where any company listed is immediately controlled by or through two or more companies jointly, list all such companies and list the controlled company under each of them, indicating its status by appropriate cross references.

Line No.	
1	Union Pacific Railroad Company 100%
2	
3	
4	
5	
6	
7	
8	
9	
10	
11	
12	
13	
14	

108. STOCKHOLDERS REPORTS

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

Check appropriate box:

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

200. COMPARATIVE GENERAL BALANCE SHEET—ASSET SIDE

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

short column (b) should be deducted from those in column (c) in order to obtain corresponding entries for column (a). All contra entries hereunder should be indicated in parentheses.

Line No.	Balance (a)	Item (b)	Balance at close of year (c)
	\$		\$
		CURRENT ASSETS	
1		(701) Cash	87 432
2		(702) Temporary cash investments	
3		(703) Special deposits (p. 7-D)	
4		(704) Loans and notes receivable (p. 20)	21 350
5		(705) Mileage accounts receivable	1 419 076
6		(707) Miscellaneous accounts receivable	
7		(708) Interest and dividends receivable	3 544 661
8	546 031	(709) Accrued accounts receivable	750
9		(710) Working fund advances	34 168
10	8 534	(711) Prepayments	2 132 461
11	2 457 935	(712) Material and supplies	
12		(713) Other current assets	
13		(714) Deferred income tax charges (p. 28)	7 239 898
14	3 012 500	Total current assets	
		SPECIAL FUNDS	
		(b) Total book assets at close of year	(b) Respondent's own values included in (b)
15		(715) Sinking funds (p. 12)	
16		(716) Capital and other reserve funds (p. 12)	
17		(717) Insurance and other funds (p. 12)	
18		Total special funds	
		INVESTMENTS	
19	6 993 230	(721) Investments in affiliated companies (p. 13)	9 087 462
20		Undistributed earnings from certain investments in account 721 (p. 13A)	
21		(722) Other investments (p. 13)	
22		(723) Reserve for adjustment of investment in securities—Credit	
23		(724) Allowance for net unrealized loss on noncurrent marketable equity securities—Credit	9 087 462
24	6 993 230	Total investments	
		PROPERTIES	
25	12 112 561	(731) Cars or protective service property (p. 9)	11 114 194
26		(733) Acquisition adjustment	
27		Total cars or protective service property	11 114 194
28		(735) Accrued depreciation—Cars or protective service property (p. 10)	(299 322)
29		(736) Amortization of defense projects—Cars or protective service property	
30		Recorded depreciation and amortization (accounts 735 and 736)	11 413 516
31	12 112 561	Total cars or protective service property less recorded depreciation and amortization	45 139
32	45 139	(737) Miscellaneous physical property (p. 11)	1 828
33		(738) Accrued depreciation—Miscellaneous physical property (p. 11)	43 311
34		Miscellaneous physical property less recorded depreciation (account 737 less 738)	11 456 827
35	12 157 700	Total properties less recorded depreciation and amortization (line 28 plus line 31)	
		OTHER ASSETS AND DEFERRED CHARGES	
36	436 799	(741) Other assets (p. 20)	1 675
37		(743) Other deferred charges (p. 20)	25 479
38		(744) Accumulated deferred income tax charges (p. 28)	
39	436 799	Total other assets and deferred charges	27 154
40	24 600 229	Total Assets	27 811 341

For a compensating balance in a security instrument, see Schedule 205.

SEE COMPARATIVE BALANCE SHEET—EXPLANATORY NOTES ON PAGE 6

200. COMPARATIVE GENERAL BALANCE SHEET—LIABILITY SIDE

For instructions covering this schedule, see the notes pertaining to General Balance Sheet Accounts in the Uniform System of Accounts. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be

restated to conform with the accounting requirements followed in column (c). The entries in the other columns (b) should be deducted from those in column (b) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parentheses.

Line No.	Balance (a)	Item (b)	Balance at close of year (c)
	4-1-78		
	\$	CURRENT LIABILITIES	\$
41		(751) Loans and notes payable (p. 22)	
42		(753) Audited accounts and wages payable	339 170
43	51 108	(754) Miscellaneous accounts payable	260 181
44		(755) Interest matured unpaid	71 088
45		(756) Dividends matured unpaid	
46		(757) Unmatured interest accrued	52 246
47		(758) Unmatured dividends declared	
48		(759) Accrued accounts payable	1 799 806
49		(760) Federal income taxes accrued (p. 23)	1 001 000
50		(761) Other taxes accrued (p. 23)	863 724
51		(762) Deferred income tax credits (p. 28)	
52		(763) Other current liabilities	
53	51 108	Total current liabilities (exclusive of long-term debt due within one year)	4 387 215
		LONG-TERM DEBT DUE WITHIN ONE YEAR	
54	775 183	(764) Equipment obligations and other debt (pp. 15 and 16)	775 183
		LONG-TERM DEBT DUE AFTER ONE YEAR	
55	3 482 877	(765) Funded debt unmatured	2 988 795
56		(766) Equipment obligations	
57		(766.5) Capitalized lease obligations	
58		(767) Receivers' and Trustees' securities	
59		(768) Debt in default	
60		(769) Amounts payable to affiliated companies (p. 22)	
61		(770.1) Unamortized discount on long-term debt	
62	3 482 877	(770.2) Unamortized premium on long-term debt	2 988 795
63		Total long-term debt due after one year	
		RESERVES	
64		(771) Pension and welfare reserves	
65		(773) Equalization reserves	
66		(774) Casualty and other reserves	
67		Total reserves	
		OTHER LIABILITIES AND DEFERRED CREDITS	
68		(781) Interest in default	
69		(782) Other liabilities (p. 23)	223 896
70		(784) Other deferred credits (p. 23)	3 625 949
71	3 668 949	(785) Accumulated deferred income tax credits (p. 28)	3 849 845
72	3 668 949	Total other liabilities and deferred credits	
		SHAREHOLDERS' EQUITY	
		Capital stock (Par or stated value)	
73	1 000 000	(791) Capital stock issued—Total	1 000 000
74	x x x x	Common stock (p. 24)	x x x x
75	x x x x	Preferred stock (p. 24)	x x x x
76		(792) Stock liability for conversion	
77		(793) Discount on capital stock	
78	1 000 000	Total capital stock	1 000 000
		Capital surplus	
79		(794) Premiums and assessments on capital stock (p. 24)	13 622 111
80	13 622 112	(795) Paid-in surplus (p. 24)	13 622 111
81		(796) Other capital surplus (p. 24)	
82	13 622 112	Total capital surplus	13 622 111
		Retained income	
83		(797) Retained income—Appropriated (p. 74)	1 188 192
84		(798) Retained income—Unappropriated (p. 74)	
85		(798.1) Net unrealized loss on noncurrent marketable equity securities	1 188 192
86		Total retained income	
		TREASURY STOCK	
87		(798.5) Less: Treasury stock	15 810 303
88	14 622 112	Total shareholders' equity	27 811 341
89	22 600 229	Total Liabilities and Shareholders' Equity	

COMPARATIVE BALANCE SHEET—EXPLANATORY NOTES

Estimated accumulated net Federal income tax reduction realized since December 31, 1949 under section 168 (formerly section 124-A) of the Internal Revenue Code because of accelerated amortization of emergency facilities in excess of recorded depreciation \$ None

Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below \$ 3 623 949

— Accelerated depreciation since December 31, 1955, under section 167 of the Internal Revenue Code.

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

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

Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended \$ None

If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit at beginning of year \$ _____

Add investment tax credits applied to reduction of current year's tax liability but deferred for accounting purposes \$ _____

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual (_____)

Other adjustments (indicate nature such as recapture on early disposition) \$ _____

Total deferred investment tax credit at close of year \$ _____

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

Investment tax credit carryover at year end \$ None

Cost of pension plan 1/

Past service costs determined by actuaries at year end \$ _____

Total pension costs for year: _____

Normal costs \$ _____

Amortization of past service costs \$ _____

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

1. Changes in Valuation Accounts Not applicable

	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current year)	\$	\$	\$	
as of / /				XXXXXX
(Previous year)			XXXXXX	
as of / /			XXXXXX	XXXXXX

2. At / / , gross unrealized gains and losses pertaining to marketable equity securities were as follows:

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

3. 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.

1/ Note: Footnote information with respect to pension plans of respondent, is included as part of similar information in explanatory notes to Statement of Financial Position of Form R-1 for Union Pacific Railroad Company including its Leased Lines.

300. INCOME ACCOUNT

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts.
 2. All contra entries hereunder should be indicated in parenthesis.
 3. Line 10 includes only dividends from investments accounted for under the cost method.

Line 15 includes only dividends accounted for under the equity method. Line 16 includes the undistributed earnings from investments accounted for under the equity method. Line 17 represents the earnings (losses) of investee companies accounted for under the equity method.

Line No.	Item	Amount (in \$)
	ORDINARY ITEMS	
	CAR LINES OPERATING INCOME	
1	(501) Car line operating revenues (p. 26)	30 688 421
2	(531) Car line operating expenses (p. 27)	17 706 555
3	(532) Car line tax accruals (p. 28)	3 151 992
4	(532.5) Provision for deferred taxes (p. 28)	(43 000)
5	(533) Rent payable for cars (p. 29)	8 030 209
6	Car line operating income (or loss)	1 842 665
	OTHER INCOME	
7	(502) Revenues from miscellaneous operations (p. 11)	
8	(710) Miscellaneous rent income	
9	(511) Income from nonoperating property	738
10	(513) Dividend income (from investments under cost only)	
11	(514) Interest income	
12	(516) Income from sinking and other reserve funds	
13	(517) Release of premiums on funded debt	
14	(519) Miscellaneous income	600
15	Dividend income (from investments under equity only)	\$
16	Undistributed earnings (losses)	X X X X X X
17	Equity in earnings (losses) of affiliated companies (lines 15, 16)	X X X X X X
18	Total other income	1 338
19	Total income (or loss)	1 844 003
	MISCELLANEOUS DEDUCTIONS FROM INCOME	
20	(534) Expenses of miscellaneous operations (p. 11)	
21	(535) Taxes on miscellaneous operating property (p. 11)	
22	(543) Miscellaneous rents	
23	(544) Miscellaneous tax accruals	
24	(551) Miscellaneous income charges	405 290
25	Total miscellaneous deductions	405 290
26	Income available for fixed charges (or loss)	1 438 713
	FIXED CHARGES AND OTHER DEDUCTIONS	
27	(546) Interest on funded debt	250 521
28	(a) Fixed interest not in default	
29	(b) Interest in default	
30	(c) Contingent interest	
31	(547) Interest on unfunded debt	
32	(548) Amortization of discount on funded debt	250 521
33	Total fixed charges and other deductions	
34	(553) Unusual or infrequent items - Net (Debit) credit*	1 188 192
35	Income (loss) from continuing operations	
	DISCONTINUED OPERATIONS	
36	(555) Income (loss) from operations of discontinued segments*	
37	(557) Gain (loss) on disposal of discontinued segments*	
38	Total income (loss) from discontinued operations (lines 36, 37)	
39	Income (loss) before extraordinary items (lines 35, 38)	
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES	
40	(570) Extraordinary items-Net (Debit) credit (p. 29)	
41	(590) Income taxes on extraordinary items-Debit (credit) (p. 29)	
42	(591) Provision for deferred taxes-Extraordinary items (p. 28)	
43	Total extraordinary items (lines 40-42)	
44	(592) Cumulative effect of changes in accounting principles*	
45	Total extraordinary items and accounting changes-(Debit) credit (lines 43, 44)	
46	Net income (loss) (lines 39, 45)	1 188 192

See footnotes on page 7A

300. INCOME ACCOUNT - Concluded

* Less applicable income taxes of:

- 553 Unusual or infrequent items-Net-(Debit) credit _____
 555 Income (loss) from operations of discontinued _____
 557 Gain (loss) on disposal of discontinued segments _____
 592 Cumulative effect of changes in accounting principles _____

INCOME ACCOUNT—EXPLANATORY NOTES

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

Flow-through X Deferral _____42. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit \$ None

43. If deferral method was elected, indicate amount of investment tax credit utilized as a reduction of tax liability for current year _____

44. Deduct amount of current year's investment tax credit applied (reduction of tax liability but deferred for accounting purposes) (_____)

45. Balance of current year's investment tax credit used to reduce current year's tax accrual \$ _____

46. Add amount of prior years' deferred investment tax credits being amortized and used to reduce current year's tax accrual \$ _____

47. Total decrease in current year's tax accrual resulting from use of investment tax credits \$ _____

If the net effect of any of the above footnotes results in an increase in Federal income taxes, the increase should be shown in parenthesis.

304. RETAINED INCOME—APPROPRIATED

1. Give an analysis in the form called for below of account No. 797, "Retained income—Appropriated."

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 income and retained income			
2	Funded debt retired through income and retained income			
3	Sinking fund reserves			
4	Miscellaneous fund reserves			
5	Retained income—Appropriated not specifically invested			
6	Other appropriations (specify):			
7				
8				
9				
10	TOTAL	None	None	None

305. RETAINED INCOME—UNAPPROPRIATED

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

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 balances), column (c), should agree with line 17, column (b) of schedule 300.

6. Include in column (b) only amounts applicable to Retained Income exclusive of any amounts included in column (c).

Line No.	Item (a)	Unappropriated retained income (b)	Equity in undistributed earnings (losses) of affiliated companies (c)
		\$	\$
1	Balance at beginning of year		
	CREDITS		
2	(601-1) Prior period adjustments to beginning retained income account (Credit)		
3	(602) Credit balance transferred from income (p. 7)	1 188 192	
4	(606) Other credits to retained income		
5	(622) Appropriations released		
6	Total	1 188 192	
	DEBITS		
7	(611-1) Prior period adjustments to beginning retained income account (Debit)		
8	(612) Debit balance transferred from income (p. 7)		
9	(616) Other debits to retained income		
10	(620) Appropriations for sinking and other reserve funds		
11	(621) Appropriations for other purposes		
12	(623) Dividends (p. 70)		
13	Total		
14	Net increase (decrease) during year (Line 6 minus line 13)	1 188 192	
15	Balance at close of year (Lines 1 and 14)	1 188 192	
16	Balance from line 15 (c)		XXXXXXXXXX
17	Total unappropriated retained income and equity in undistributed earnings (losses) of affiliated companies at end of year	1 188 192	XXXXXXXXXX

Remarks:

	Amount of assigned Federal income tax consequences:	
18	Account 606	XXXXXXXXXX
19	Account 616	XXXXXXXXXX

Schedule 205.-COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

Using the following notes as a guideline, show the requirements of compensating balances and short-term borrowing arrangements if operating revenues are \$10 million or more. Footnote disclosure is required even though the arrangement is not reduced to writing.

1. Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.
2. Time deposits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.
3. Compensating balance arrangements need only be disclosed for the latest fiscal year.
4. Compensating balances under an agreement which legally restricts the use of such funds, and which constitute support for short-term borrowing arrangements, should be included in Schedule 206, account 703, Special deposits.
5. Compensating balances under an agreement which legally restricts the use of such funds and which constitute support for long-term borrowing arrangements and are reported in account 717, Insurance and other funds, should also be separately disclosed below.
6. Compensating balance arrangements are sufficiently material to require disclosure in footnotes when the aggregate of written and oral agreement balances amount to 5 percent or more of liquid assets (current cash balances, restricted and unrestricted plus marketable securities).
7. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed along with stated and possible sanctions whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

None

Schedule 206.—SPECIAL DEPOSITS

For other than compensating balances, state separately each item of \$10,000 or more reflected in account 703. Special deposits, at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items less than \$10,000." For compensating balances, state separately the total amounts held on behalf of respondent and held on behalf of others.

Line No.	Purpose of deposit (a)	Balance at close of year (b)
		\$
	Interest special deposits	
	None	
1		
2		
3		
4		
5		
6	Total	
	Dividend special deposits	
	None	
7		
8		
9		
10		
11		
12	Total	
	Miscellaneous special deposits	
	None	
13		
14		
15		
16		
17		
18	Total	
	Compensating balances legally restricted	
	None	
19	Held on behalf of respondent	
20	Held on behalf of others	
21	Total	

NOTES AND REMARKS

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211. PROPERTY AND EQUIPMENT

1. Give particulars of balances at the beginning and close of the year and of all changes during the year in Account 731, "Cars or protective service property." The balances by primary accounts should be stated in columns (b) and (f) and all changes made during the year should be analyzed in columns (c) to (e), inclusive.

2. The entries made in column (c) of this schedule should represent the cost to the respondent of constructing or acquiring cars or protective service property and equipment during the year and of making additions thereto and improvements thereon, as well as the cost during the year of making additions and improvements to physical property owned by the respondent and used for furnishing cars or protective service at, or before, the beginning of the year, and the amounts which represent the cost to the respondent during the year of additions and improvements to

transportation property leased from others under long-term contracts, in cases where such cost is not chargeable to the owning company.

3. Both the debit and credit involved in each transfer, adjustment, or clearance between cars or protective service property 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 cars or protective service property and equipment to operating expenses or other accounts, or vice versa, should be included in the column applicable to current items of like nature. Important adjustments should be fully explained in a footnote.

Company Formed 4/1/78

Line No.	Account (a)	Balance at beginning of year (b)	Additions during year (c)	Retirements during year (d)	Net charges during the year (e)	Balance at close of year (f)
1	(51) Land	\$ 23 139	\$	\$	\$	\$ 23 139
2	(52) Public improvements	6 448	30 303		30 303	36 751
3	(53) Rolling stock	9 712 466		1 018 892	(1 018 892)	8 693 574
4	(54) Miscellaneous equipment	77 128	1 742	3 227	(1 485)	75 643
5	(55) Tracks	280 444				280 444
6	(56) Carshop buildings and machinery	543 000				543 000
7	(57) Work equipment					
8	(58) Ice manufacturing plants					
9	(59) Natural ice plants					
10	(60) Ice storage plants					
11	(61) Precooling plants					
12	(62) Icing platforms					
13	(63) Transmission systems					
14	(64) Testing apparatus					
15	(65) Miscellaneous structures	113 290				113 290
16	(66) Mechanical protective service units	1 180 834		8 293	(8 293)	1 172 541
17	(67) Mechanical protective service facilities	175 812				175 812
18	Total property and equipment					
19	(70) Organization expenses					
20	Total Account 731	12 112 561	32 045	1 030 412	(998 367)	11 114 194

NOTES AND REMARKS

212. ACCRUED DEPRECIATION—PROPERTY AND EQUIPMENT

Give particulars of the credits and debits made to account No. 715, "Accrued depreciation—Cars or protective service facilities." during the year. If any entries are made for "Other credits" and "Other debits," state the facts concerning such entries. A debit balance in column (b) or (d) for any primary account should be shown in red and by appropriate symbol.

Line No.	Account (a)	Company Formed 4-1-78 Balance at beginning of year (b)	Charged to accounts No. 210, 212, 263, 264, 265, 266, 415 & 461 (c)	CREDITS Other credits (type (d))	Total credits (e)	Net charge from amortization of carrier property (f)	Other debits (type (g))	Total debits (h)	Balance at close of year (i)
1	(52) Public improvements	\$ 0	\$ 1,835	\$	\$ 1,835	\$	\$	\$	\$ 1,835
2	(53) Rolling stock	0	346,559		346,559	825,417		825,417	(478,858)
3	(54) Miscellaneous equipment	0	10,674		10,674	408		408	10,266
4	(55) Tracks	0	7,218		7,218				7,218
5	(56) Carshop buildings and machinery	0	38,389		38,389				38,389
6	(57) Work equipment								
7	(58) Ice manufacturing plants								
8	(59) Natural ice plants								
9	(60) Ice storage plants								
10	(61) Precooling plants								
11	(62) Ice platforms								
12	(63) Transmission systems								
13	(64) Testing apparatus	0	8,033		8,033				8,033
14	(65) Miscellaneous structures	0	101,550		101,550	247		247	101,303
15	(66) Mechanical protective service units	0	12,492		12,492				12,492
16	(67) Mechanical protective service facilities	0	526,750		526,750	826,072		826,072	(299,322)
17	TOTAL	0							

charges for December by the total base so used

213. DEPRECIATION BASE AND RATES—PROPERTY AND EQUIPMENT

year and then dividing the total by 12.
7. The annual composite depreciation percentage rates in column (c) should be computed by dividing total annual charges developed by applying annual percentage rates to the base used in computing the

1. Show in column (b) and (c) for each depreciable property account the balance at the beginning and end of the year, respectively, used in computing depreciation charges. The average depreciation base in column (d) should be determined by adding together the base used for each month during the year and then dividing the total by 12.

Line No.	Account (a)	Balance at beginning of year (b)	Balance at close of year (c)	Average balance for the year (d)	Annual depreciation rate (e)	Remarks (f)
A OWNED PROPERTY						
1	(52) Public improvements	\$ 6,448	\$ 36,751	\$ 33,385	7.29	
2	(53) Rolling stock	9,712,466	8,693,574	8,959,495	5.16	
3	(54) Miscellaneous equipment	77,128	75,643	78,318	18.21	
4	(55) Tracks	280,444	280,444	280,444	3.43	
5	(56) Carshop buildings and machinery	543,000	543,000	543,000	9.42	
6	(57) Work equipment					
7	(58) Ice manufacturing plants					
8	(59) Natural ice plants					
9	(60) Ice storage plants					
10	(61) Precooling plants					
11	(62) Ice platforms					
12	(63) Transmission systems					
13	(64) Testing apparatus	113,290	113,290	113,290	9.45	
14	(65) Miscellaneous structures	1,180,834	1,172,541	1,178,831	11.52	
15	(66) Mechanical protective service units	175,812	175,812	175,812	9.47	
16	(67) Mechanical protective service facilities	12,089,422	11,091,053	11,362,575	6.21	
17	TOTAL OWNED PROPERTY					

214. MISCELLANEOUS PHYSICAL PROPERTY

1. Give particulars of investments in physical property includible in account Nos. 737, "Miscellaneous physical property," the reserves in account 738, "Accrued depreciation—Miscellaneous physical property," income credited to account 502, "Revenues from miscellaneous operations," account 534, "Expenses of miscellaneous operations," and account 535, "Taxes on miscellaneous operating property."
 2. The description of the property in column (a) should give identification of it with a reasonable degree of particularity.

3. If actual money cost to the respondent was different from that shown in column (b), give full particulars in a footnote.
 4. If any property of the character provided for in this schedule was disposed of during the year, or by reclassification was transferred to or from the carrier property accounts, give particulars in a footnote.

Line No.	Description of property (a)	Book cost at close of year (Account 737) (b)	Depreciation reserve at close of year (Account 738) (c)	Total income during the year (Account 502) (d)	Total expenses during the year (Account 534) (e)	Total taxes applicable to the year (Account 535) (f)
1	Four Buildings, Air Comp-	\$ 45 139	\$ 1 828	\$	\$	\$
2	ressor, Storage Tank-					
3	Council Bluffs, Iowa					
4						
5						
6						
7						
8						
9						
10						
11						
12	TOTAL	45 139	1 828			

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

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

2. In column (b) give the name by which the fund is designated in the respondent's records; the kind of fund, such as sinking, capital, property insurance, pension, and relief; the rate of interest (if any); and the date of maturity.

3. Insert totals separately for each account. Such totals of columns (g) and (j)

should be the same as those stated in short columns (h1) and (h2), respectively, in the comparative general balance sheet statement.

4. Entries in column (g) should be the sums of corresponding entries in columns (d) and (e), less those shown in column (f), and the sum of entries in columns (h), (j), and (l) should equal those in column (g).

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

Line No.	Account No.	Name, kind, and purpose of fund (list on same line in second section and in same order as in first section)	Name of trustee or depository	Balance at beginning of year—Book value
	(a)	(b)	(c)	(d)
1		None		\$
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				

Line No.	ASSETS IN FUNDS AT CLOSE OF YEAR							
	Additions during the year—Book value	Withdrawals during the year—Book value	Balance at close of year—Book value	Cash	SECURITIES ISSUED OR ASSUMED BY RESPONDENT		OTHER SECURITIES AND INVESTED ASSETS	
					Par value	Book value	Par value	Book value
	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
1	\$	\$	\$	\$	\$	\$	\$	\$
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								

217. INVESTMENTS IN SECURITIES AND ADVANCES

1. Give details of the balance of securities and advances held by the respondent at the close of the year.
2. Classify in the following order: (1) Stocks, (2) Bonds, (3) Other securities, (4) Secured obligations, (5) Unsecured notes, and (6) Investment advances.

Line No.	Name of issuing company and description of security held	Class	Par value	Rate of interest or dividends	BALANCE AT CLOSE OF YEAR		
					Pledged	Unpledged	Book cost
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	All transactions between	5			\$	\$	\$
2	Respondent and Union Pacific					9 087 462	9 087 462
3	Railroad Company						
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
TOTAL							

Line No.	CHANGES DURING THE YEAR						INCOME DURING THE YEAR	
	ADDED		DISPOSED OF		Adjustments (Dr. Debit, Cr. Credit)	Net changes (Dr. Debit)	Kind	Amount
	Number of shares (h)	Book cost (i)	Number of shares (j)	Book cost (k)				
	(h)	(i)	(j)	(k)	(l)	(m)	(n)	(o)
1		\$ 31 559 465		\$ 29 465 233	\$	\$ 2 094 232	None	\$
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20								

217-A. Investments in Common Stocks of Affiliated Companies
Undistributed Earnings From Certain Investments in Affiliated Companies

1 Report below the details of all investments in common stocks included in account 721 Investments in Affiliated Companies which qualify for the equity method under instruction 37 in the Uniform System of Accounts for Refrigerator Car Lines.

2 Enter in column (c) the amount necessary to retroactively adjust those investments qualifying for the equity method of accounting in accordance with instruction 37 (b) (1) of the Uniform System of Accounts for Refrigerator Car Lines.

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

4 Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition. See instruction 37 (b) (4).

5 The total of column (g) must agree with column (c), line 20, schedule 200.

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments qualifying for equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)
1	None Carriers. (List specifics for each company)	\$	\$	\$	\$	\$	\$
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17	Noncarriers. (Show totals only for each column)						
18	Total (lines 16 and 17)						
	Total						

Schedule 219.—RENTAL EXPENSE OF LESSEE

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

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

Line No.	Type of lease	Current year 4-1-78 (a)	Prior year (b)
	Financing leases	\$	\$
1	Minimum rentals		
2	Contingent rentals		
3	Sublease rentals	\$	\$
4	Total financing leases		
	Other leases		
5	Minimum rentals	8 030 209	
6	Contingent rentals		
7	Sublease rentals	\$	\$
8	Total other leases	8 030 209	
9	Total rental expense of lessee	8 030 209	

NOTE: As used in Schedules 219 through 223, a "financing lease" is defined as a lease which, during the noncancellable lease period, either (a) covers 75% or more of the economic life of the property or (b) has terms which assure the lessor a full recovery of the fair market value (which would normally be represented by his investment) of the property at the inception of the lease plus a reasonable return on the use of the assets invested subject only to a limited risk in the realization of the residual interest in the property and the credit risks generally associated with secured loans.

Schedule 220.—MINIMUM RENTAL COMMITMENTS

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

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

Line No.	Year ended	A			B	
		Financing leases (b)	Other Leases (c)	Total (d)	Sublease rentals*	
					Financing leases (e)	Other leases (f)
1	1978			Not applicable		
2	1979					
3	1980					
4	1981					
5	1982					
6	1983-1987					
7	1988-1992					
8	1993-1997					
9	1988 +					

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

Schedule 221.—LESSEE DISCLOSURE

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

Relate in general terms: (a) the basis for calculating rental payments if dependent upon factors other than the lapse of time; the existence and terms of renewal or purchase options, escalation clauses, etc.; (b) the nature and amount of related guarantees made or obligations assumed; (c) 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	Not applicable
2	
3	
4	
5	
6	
7	
8	
9	
10	
11	
12	
13	
14	
15	
16	
17	
18	
19	
20	
21	
22	
23	
24	
25	
26	
27	
28	
29	
30	

Schedule 222—LEASE COMMITMENTS—PRESENT VALUE

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and (b) if the present value of the minimum lease commitments are more than five percent of the sum of the long-term debt, stockholders' equity and the present value of the minimum lease commitments, or if the impact on net income (as computed in schedule 223, Income impact—Lessee) is three percent or more of the average net income for the most recent three years.

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

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

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

Schedule 223.—INCOME IMPACT—LESSEE

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

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

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

Line No.	Item (a)	Current year (b)	Prior year (c)
1	Amortization of lease rights	\$	\$
2	Interest		
3	Rent expense		
4	Income tax expense		
5	Impact (reduction) on net income		

Not applicable

225. LOANS AND NOTES RECEIVABLE

1. Give particulars of the various debtors and of the character of the transactions involved in account No. 704, "Loans and notes receivable," which pertain or relate to the cars and protective service of the respondent.

2. In column (a) show the name of each several debtor in the account whose debit balance at the close of the year amounted to \$10,000 or more; for debtors whose balances were severally less than \$10,000, a single entry for each subaccount may

be made under the caption, "Minor accounts, each less than \$10,000." List every item in excess of \$10,000 and state its date of maturity.

3. In column (b) state the character of the transactions represented in the account between the debtor named and the respondent.

Line No.	Name of debtor (a)	Character of asset or transaction involved (b)	Date of issue or renewal (c)	Date of maturity (d)	Rate per annum of interest (e)	Amount at close of year (f)
1	None					\$
2						
3						
4						
5						
6						
7						
8						
9						
10						

226. OTHER ASSETS

Give an analysis of the amount included in account No. 741, "Other assets," at the close of the year, shown in detail each item or subaccount amounting to \$10,000 or more. Items less than \$10,000 may be combined into a single entry designated

"Minor items, each less than \$10,000." In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Description and character of items, and names of debtor (or class of debtors), if any (a)	Amount at close of year (b)
1	Minor items, each less than \$10,000	\$ 1,675
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
TOTAL		1,675

227. OTHER DEFERRED CHARGES

Give an analysis of the amount included in account No. 743, "Other deferred charges," at the close of the year, showing in detail each item or subaccount amounting to \$10,000 or more. Items less than \$10,000 may be combined into a sin-

gle entry designated, "Minor items, each less than \$10,000." In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Description and character of item or subaccount (a)	Amount at close of year (b)
1	Minor items, each less than \$10,000	\$ 25,479
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
TOTAL		25,479

261. FUNDED DEBT AND OTHER OBLIGATIONS

1. Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 766, "Debt in default," 767, "Receivers' and trustees' securities," 768, "Equipment obligations," and 769, "Equipment obligations and other debt due within 1 year," at the close of the year, together with interest accrued and interest paid during the year and total amount of matured interest in default, which pertain or relate to the cars and protective service of the respondent. Include receipts outstanding for funded debt with their respective issues. List entries under captions of account numbers and titles, and insert total for each account.

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

- (1) MORTGAGE BONDS
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures)
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.

(5) MISCELLANEOUS OBLIGATIONS.

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

(7) SHORT-TERM NOTES IN DEFAULT.

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

4. If the issue is an income bond, the entry in column (d) should be the annual maximum rate of interest specified by the indenture.

5. In column (f) enter the amount of bonds both nominally and actually issued up to the date of the report and not the amount authorized.

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

7. For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see Instruction 2, General Instructions Uniform System of Accounts.

8. Entries in column (k) should include interest accrued on funded debt required, matured during the year, even though no portion of the issue is outstanding at the close of the year.

9. In column (m) enter the total in account No. 81, "Interest in default," at the close of the year.

Line No.	Name and character of obligation (List on same line in second section and in same order as in first section)	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		Total amount nominally and actually issued
				Rate percent per annum	Dates due	
(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	764+766 Equipment Obligations					\$
2						
3	Conditional Sale Agreement Dated	3/1/68	3/1/83	7.25	3/1 9/1	5 900 144
4	March 1, 1968					
5						
6	Conditional Sale Agreement Dated	4/1/69	4/1/84	7.75	4/1 10/1	2 435 265
7	April 1, 1969					
8						
9	Conditional Sale Agreement Dated	5/1/70	7/1/85	9.88	1/1 7/1	3 194 711
10	May 1, 1970					
11						
12						
13						
14						
15						
16						

Line No.	Amount nominally issued and held or canceled	Total amount actually issued	Amount reacquired	Total amount actually outstanding	INTEREST		
					Accrued during year	Actually paid during year	Total amount in default
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
1	\$	\$	\$	\$	\$	\$	\$
2	-	5 900 144	4 394 574	1 505 570	87 918	61 839	-
3	-	2 435 265	1 616 607	818 658	50 714	34 852	-
4	-	3 194 711	1 754 961	1 439 750	111 889	81 604	-
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16		11 530 120	7 766 142	3 763 978	250 521	178 295	

263. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment included in the balance outstanding in accounts Nos. 764, "Equipment obligations and other debt due within 1 year," and 766, "Equipment obligations," which pertain or relate to the cars and protective service of the respondent, at the close of the year. In column (a) show the name for which the equipment obligation is designated and in column (b) show the classes of equipment and the number of units covered by the obligation together with other details of identification. In column (c) show the contract price at which the equipment is acquired, and in column (d) the amount of cash paid upon acceptance of the equipment.

ed and in column (b) show the classes of equipment and the number of units covered by the obligation together with other details of identification. In column (c) show the contract price at which the equipment is acquired, and in column (d) the amount of cash paid upon acceptance of the equipment.

Line No.	Description of equipment obligation (List names in the same order as in schedule 271) (a)	Description of equipment covered (b)	Contract price of equipment acquired (c)	Cash paid in acceptance of equipment (d)
1	Conditional Sale Agree-	Mechanical Freight Refrigerator Cars	\$ 5 900 144	\$
2	ment Dated March 1, 1968	(200)		
3				
4	Conditional Sale Agree-	Mechanical Freight Refrigerator Cars	2 435 265	608 816
5	ment Dated April 1, 1969	(100)		
6				
7	Conditional Sale Agree-	Mechanical Freight Refrigerator Cars	3 194 711	
8	ment Dated May 1, 1970	(100)		
9				
10				
11				
12				
13				
14				
15				
16				
17				

268. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

Give full particulars of amounts included in account No. 769, "Amounts payable to affiliated companies," in the Uniform System of Accounts. If any such amounts are evidenced by notes, each note should be separately shown in column (a). Entries in columns (c) and (d) should include

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

Line No.	Name of creditor company (a)	Rate of interest (b)	Balance at beginning of year (c)	Balance at close of year (d)	Interest accrued during year (e)	Interest paid during year (f)
1	None	%	\$	\$	\$	\$
2						
3						
4						
5						
6						
7						
8						
9						
10	Total					

271. LOANS AND NOTES PAYABLE

1. Give particulars of the various creditors and the character of the transactions involved in account No. 751, "Loans and notes payable," which pertain or relate to the cars and protective service of the respondent.

2. List every item in excess of \$10,000, giving the information indicated in the column headings.

3. For creditors whose balances were severally less than \$10,000, a single entry may be made

under a caption, "Minor accounts, each less than \$10,000."

4. Entries in columns (g) and (h) should include interest accruals and interest payments on loans and bills payable retired during the year, even though no portion of the issue remained outstanding at the close of the year.

Line No.	Name of creditor company (a)	Character of liability or of transaction (b)	Date of issue (c)	Date of maturity (d)	Face of interest (e)	Balance at close of year (f)	Interest accrued during year (g)	Interest paid during year (h)
1	None				eg. \$	\$	\$	\$
2								
3								
4								
5								
6								
7								
8	Total							

275. FEDERAL INCOME AND OTHER TAXES ACCRUED

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

Line No.	Kind of tax (a)	Balance at close of year (b)
1	Federal income taxes (532 or other accounts)	\$ 1 001 000
2	Federal excess profits taxes (532 or other accounts)	
3	Total (account 760)	1 001 000
4	Cars and protective service property taxes (532)	564 752
5	Railroad retirement and unemployment insurance taxes (532)	280 760
6	Social security taxes (532)	
7	Miscellaneous operating, property (535)	
8	Miscellaneous tax accruals (544)	
9	All other taxes	18 212
10	Total (account 761)	863 724

280. OTHER LIABILITIES

Give an analysis of the amount included in account No. 782, "Other liabilities," at the close of the year, showing in detail each item or sub-account amounting to \$10,000 or more. Items less than \$10,000 may be combined into a single entry designated, "Minor items, each less than

\$10,000." In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Description and character of item (a)	Name of creditor (or class of creditors) (b)	Amount at close of year (c)
1	None		\$
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			Total

281. OTHER DEFERRED CREDITS

Give an analysis of the balance in account No. 784, "Other deferred credits," as of the close of the year, showing in detail each item or sub-account amounting to \$10,000 or more. Items less than \$10,000 may be combined into a single entry designated, "Minor items, each less than

\$10,000." In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Description and character of item or sub-account (a)	Amount at close of year (b)
1	Value of mechanical cars destroyed on foreign railroads for which accounting is not complete	\$ 223 670
2	Minor items, each less than \$10 000	226
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		Total 223 896

285. CAPITAL STOCK

1. Give particulars of the various issues of capital stock outstanding of the respondent at the close of the year: Debenture stock, and (4) Receipts outstanding for installments paid.
2. Classify in the following order: (1) Common stock, (2) Preferred Stock, (3)

Line No.	Title, description and par value of issue, and rate of interest for preferred or debenture stock	RECEIVED AND HELD AT CLOSE OF THE YEAR		OUTSTANDING AT CLOSE OF THE YEAR	
		Number of shares (a)	Amount (b)	Number of shares (c)	Amount (d)
1	Common Stock			100 000	1 000 000
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20	TOTAL	X X X X		X X X X	1 000 000

291. CAPITAL SURPLUS

- Give an analysis in the form called for below of capital surplus accounts. In column (a) give a brief description of the item added or deducted and in column (b) insert the contra amount number to which the amount stated in column (c), (d) or (e) was charged or credited.

Line No.	Item (a)	Contra account number (b)	ACCOUNT NO.		
			74. Premiums and Assessments on Capital Stock (c)	76. Other Capital Surplus (d)	78. Paid-In Surplus (e)
1	Balance - 4-1-78	X X X			13 622 111
2	Additions during the year (describe):				
3					
4					
5					
6	Total additions during the year	X X X			
7	Deductions during the year (describe):				
8					
9					
10	Total deductions	X X X			
11	Balance at close of year	X X X			13 622 111

295. CONTINGENT ASSETS AND LIABILITIES

1. Give particulars with respect to contingent assets and contingent liabilities, at the close of the year, in accordance with Instruction 41 to the balance sheet of the Uniform System of Accounts that are not reflected in the accounts of the respondent and the value of the item amounts to \$50,000 or more.

2. In column (a) give a description of each item of contingent assets and liabilities under an in-

serted caption, "CONTINGENT ASSETS" or "CONTINGENT LIABILITIES," as appropriate, and in column (b) show the amount of each item; if unknown, so state and explain by footnote.

Line No.	Item (a)	Amount (b)
1	None	\$
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		

298. DIVIDEND APPROPRIATIONS

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

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

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

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

Line No.	Name of security on which dividend was declared (a)	RATE PERCENT OR PER SHARE		The value or number of shares of stock value on which dividend was declared (d)	Dividends (amounts) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
1	None			\$	\$		
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
				TOTAL			

310. OPERATING REVENUES

State the operating revenues of the respondent for the year, classified in accordance with the Uniform System of Accounts.

Line No.	Class of operating revenues (10)	Amount (11)	Remarks (12)
	I. CAR SERVICE		
		12 446 224	
1	(101) Car mileage	4 761 479	
2	(102) Car rental	404 040	
3	(104) Cleaning cars	64 530	
4	(108) Other car service revenue	17 676 273	
5	Total car service		
	II. ICING PROTECTIVE SERVICE		
6	(110) Ice and salt		
7	(111) Supervision		
8	(112) Refrigerating device damage		
9	(113) Top or body ice damage		
10	(114) Precooling		
11	(115) Other icing service revenue		
12	Total icing protective service		
	III. MECHANICAL PROTECTIVE SERVICE:	10 953 139	
13	(116) Mechanical protective service units	1 537 262	
14	(117) Inspecting, servicing, and supervision	141 943	
15	(118) Fuel	25 407	
16	(119) Other mechanical protective service revenue	12 657 751	
17	Total mechanical protective service		
	IV. HEATER SERVICE	198	
18	(120) Car heaters		
19	(121) Heater fuel	61 219	
20	(122) Servicing heaters		
21	(123) Supervision		
22	(124) Preheating cars	1 596	
23	(128) Other heater service revenue	63 013	
24	Total heater service		
	V. OTHER SERVICES	13 354	
25	(130) Ventilation service		
26	(132) Other ice and salt	278 030	
27	(133) Miscellaneous	291 384	
28	Total other services	30 688 421	
29	Total operating revenues		

320. OPERATING EXPENSES

State the operating expenses of the respondent for the year, classified in accordance with the Uniform System of Accounts.

Line No.	Class of operating expenses (a)	Amount (b)	Line No.	Class of operating expenses (a)	Amount (b)
	\$			\$	
	I. CAR SERVICE			V. HEATER SERVICE	
1	(201) Supervision	245 602	51	(351) Supervision	21 337
2	(203) Rents—Car service facilities	18 768	52	(353) Rents—Heater service facilities	2 352
3	(205) Car distribution	241 015	53	(357) Heater fuel	21 046
4	(208) Cleaning and conditioning cars	314 236	54	(358) Inspecting and servicing of heaters	5 452
5	(210) Car repairs	5 407 709	55	(360) Repairs—Heater service facilities	131
6	(211) Other repairs	154 312	56	(361) Preheating service	
7	(221) Injuries to persons	24 038	57	(371) Injuries to persons	38
8	(222) Insurance	26 286	58	(372) Insurance	19
9	(223) Stationery and printing	9 796	59	(373) Stationery and printing	722
10	(229) Other expenses	222 854	60	(379) Other expenses	3 155
11	(230) Equalization—Car repairs		61	(386) Depreciation—Heater service facilities	4 412
12	(236) Depreciation—Rolling stock	346 559	62	(388) Retirements—Heater service facilities	58
13	(237) Depreciation—Other car service facilities	49 950	63	Total heater service	58 721
14	(238) Retirements—Car service facilities			VI. MISCELLANEOUS	
15	Total car service	7 061 125	64	(401) Ventilation service	2 492
	II. ICING PROTECTIVE SERVICE		65	(405) Curtain service	
16	(251) Ice purchased		66	(408) Pipering cars	
17	(252) Ice produced		67	(410) Loss and damage claims	
18	(253) Rents—Icing facilities		68	(414) Diversions and reconsignments	184 764
19	(254) Icing operations		69	(415) Other expenses	61 320
20	(255) Repairs—Icing facilities		70	Total miscellaneous	248 576
21	(256) Injuries to persons			VII. GENERAL	
22	(257) Insurance		71	(450) Salaries and expenses of general officers and clerks	492 556
23	(258) Other expenses		72	(451) General office supplies and expenses	25 633
24	(265) Depreciation—Icing facilities		73	(452) Rents	1 996
25	(270) Retirements—Icing facilities		74	(454) Law expenses	17 745
26	(275) Salt		75	(459) Pensions and relief	78 619
27	Total icing protective service		76	(460) Insurance	8 728
	III. OTHER ICING SERVICE		77	(461) Stationery and printing	20 717
28	(281) Supervision		78	(462) Repairs—General	
29	(282) Rents—Icing service facilities		79	(465) Depreciation—General	
30	(283) Repairs—Icing service facilities		80	(466) Retirements—General	
31	(284) Precooling service		81	(469) Other expenses	256 638
32	(285) Injuries to persons		82	Total general	902 632
33	(286) Insurance		83	Total operating expenses	17 706 555
34	(287) Stationery and printing				
35	(290) Other expenses		84	Operating ratio (ratio of operating expenses to operating revenues)	57.70 percent
36	(295) Depreciation—Icing service facilities				
37	(296) Retirements—Icing service facilities				
38	Total other icing service				
	IV. MECHANICAL PROTECTIVE SERVICE				
39	(301) Supervision	863 860			
40	(302) Rents	58 586			
41	(303) Fuel	3 965 467			
42	(305) Inspecting and servicing	448 980			
43	(306) Supplies and repairs	3 728 132			
44	(307) Injuries to persons	14 419			
45	(308) Insurance	7 034			
46	(309) Stationery and printing	22 956			
47	(315) Other expenses	203 772			
48	(320) Depreciation—Mechanical service facilities	125 829			
49	(321) Retirements—Mechanical service facilities	(3 534)			
50	Total mechanical protective service	9 435 501			

350. CARLINE TAX ACCRUALS

1. Give the particulars called for with respect to taxes charged to account No. 532, "Carline tax accruals," of the respondent's Income Account for the year.

2. Substantial adjustments included in the amounts reported in column (b) should be explained in a footnote.

Line No.	Item (a)	Amount (b)
		\$
	A. Other than United States Government Taxes:	
1	Cars or protective service property taxes	569 408
2	State income taxes	18 200
3	All other taxes (other than U.S. Government)	2 377
4	Total other than U.S. Government taxes	589 985
	B. United States Government Taxes:	
5	Federal income taxes	1 095 000
6	Federal excess profits taxes	
7	Railroad retirement and unemployment insurance taxes	1 424 007
8	Social security taxes	
9	All other U.S. Government taxes	
10	Total U.S. Government taxes	2 519 007
11	Grand total taxes (account 532)	3 108 992

350-A. ANALYSIS OF FEDERAL INCOME AND OTHER TAXES DEFERRED

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 balance of accumulated deferred tax credits (debits) applicable to each particular in column (a).

3. Indicate in column (c) the net change in accounts 714, 744, 762 and 785 for the net tax effect of timing differences originating and reversing in the current accounting period.

4. The total of net credits (charges) for the current year in column (c) should agree with the contra charges (credits) to account 532.5, Provision for deferred taxes, and account 591, Provision for deferred taxes - extraordinary items, for the current year.

5. 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 carryforward or a loss carryback.

6. Indicate in column (e) the cumulative total of columns (b), (c), and (d). The total of column (e) must agree with the balances in accounts 714, 744, 762 and 785.

Line No.	Particulars (a)	Beginning of Year Balance (b)	Net Credits (Charges) for current Year (c)	Adjustments (d)	End of Year Balance (e)
		4-1-78			
1	Accelerated depreciation, Sec. 167 I.R.C. Guideline lives pursuant to Rev. Proc. 62-21	\$ 3 668 949	\$ (45 000)	\$	\$ 3 623 949
2	Accelerated amortization of facilities Sec. 168 I.R.C.	-	2 000		2 000
3	Other (Specify) _____				
4					
5					
6					
7	Investment tax credit				
8	TOTALS	3 668 949	(43 000)		3 625 949

383. RENT PAYABLE FOR CARS

1. Give particulars of rent for cars, which pertain or relate to the cars and protective service of the respondent, as defined in the Uniform System of Accounts.

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

3. Taxes and other amounts paid or payable by the respondent as a part of the stipulated compensation which are chargeable to accounts other than account 533, "Rent payable for cars," should be included in column (f), and specifically stated in

a footnote.

4. This account includes amounts payable accrued as rent for cars (including cars covered by the contract), and for specific cars held under lease or other agreement, by the terms of which exclusive use and control for operating purposes are secured.

5. If the respondent held under lease during all or any part of the year any cars upon which no rent payable accrued, give full particulars in a footnote.

Line No.	Name of lessor or owner and description of property (a)	Total rent accrued during year (b)	CLASSIFICATION OF RENT			
			Guaranteed interest on bonds (c)	Guaranteed dividend on stocks (d)	Depreciation (e)	All other (f)
1	Union Pacific	\$	\$	\$	\$	\$
2	Railroad Co.	8 030 209				
3						
4						
5						
6						
7						
8						
9						
10						
11						
12	Total	8 030 209				

383A. ABSTRACTS OF LEASEHOLD CONTRACTS

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

termination which pertain or relate to the cars and protective service of the respondent.

2. In lieu of the abstracts here called for, the respondent may file copies of lease agreements and give specific references to copies heretofore filed with the Commission.

NOTE.—Only changes during the year are required.

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

1. Give an analysis for all items, regardless of amount, included in accounts 570, "Extraordinary items," and 590, "Federal income taxes on extraordinary items."

2. Give an analysis for items in accounts 606, "Other credits to retained income," 616, "Other debits to retained income," 620, "Appropriations for sinking and other reserve funds," 621, "Appropriations for other purposes," and 622, "Ap-

propriations released," confined to items amounting to \$10,000 or more in any one account. Items less than this amount may be combined in a single entry in each account designated. Minor items, each less than \$10,000.

3. Insert a total for each account.

Line No.	Account No. (a)	Item (b)	Debits		Credits	
			(c)	(d)	(e)	(f)
1		None	\$		\$	
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						

417. ROLLING STOCK OWNED

1. Give particulars required of the various classes of rolling stock owned by respondent during the year.

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

Line No.	Kind of car (a)	UNITS ACQUIRED DURING THE YEAR			Number of units returned during the year (e)	Number of units owned at close of year (f)
		Number of units owned at beginning of year (b)	Number (c)	Total weight (tons) (d)		
1	*4-1-78 Refrigerator cars	674			13	661
2	Other cars (specify):					
3						
4						
5						
6						
7						
8						
9						
10						
11	Total	674			13	661

418. ROLLING STOCK LEASED FROM OTHERS

Give particulars relative to units of rolling stock which the respondent leased from others.

Line No.	Name of lessor (a)	UNITS HELD AT CLOSE OF YEAR		Rent payable during the year (d)	Amounts receivable from lessor as refund (e)
		Kind (b)	Number (c)		
1	Union Pacific Railroad Co.	Refrigerator Cars	4 668	\$ 8 030 209	\$
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12	Total		4 668	8 030 209	

419. ROLLING STOCK OWNED BUT LEASED TO OTHERS

1. Give particulars relative to units of rolling stock owned by the respondent but leased to others.

the year and may combined all other lessees in a single entry designated "Lessees" in number having less than 200 units at the close of the year.

2. This analysis may be confined to reporting each lessee having 200 or more cars at the close of

This analysis may be continued to reporting on lessee having more than one lease.					
Line No.	Name of lessee (a)	UNITS LEASED AT CLOSE OF YEAR		Rent receivable (d)	Amount payable to lessee as refund (e)
		Kind (b)	Number (c)		
1				\$	\$
2		Not Applicable			
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15		Total			

450. MILEAGE OF ROLLING STOCK

State the mileage made by cars owned by the respondent during the year. If not separable between loaded and empty include same in column (d), "Not separable" and explain in a footnote the reason therefor.

Line No.	Kind of car (a)	Loaded (b)	Empty (c)	Not separable (d)	Total (e)
1	Refrigerator cars	54 165 595	36 893 467	#	70 698 972
2	Other cars (specify):				161 758 034
3					
4					
5					
6					
7					
8					
9					
10					
11	Total	54 165 595	36 893 467	70 698 972	161 758 034

460. PROTECTIVE SERVICE STATIONS

Give a list of the protective service stations owned, leased from others, or operated by the respondent at the close of the year, and nature of service performed thereat. Show owned as Class A, leased as Class B, and operated as Class C.

Line No.	Class (a)	Location and description (b)	Service performed (c)
1		Stations are listed in the individual	Protective service
2		carriers tariffs	against heat or cold
3			
4			
5			
6			
7			
8			
9			
10			

Not separated in reports from railroads.

531. STATISTICS OF CAR LINE OPERATIONS

Give the various statistical items called for concerning the car line operations during the year.

Line No.	Description	QUANTITY		Amount of revenue receivable	Number of cars serviced
		Unit	Amount or number		
	(a)	(b)	(c)	(d)	(e)
	Icing protective service:			\$	
1	Ice delivered in bunkers of cars	Ton	2	0	0
2	Ice delivered on top of load in body of cars	Ton	0	0	0
3	Salt delivered in bunkers of cars	100#	0	0	0
4	Supervision per icing in bunkers of cars	X X X	X X X X X X X X	0	0
5	Supervision per icing in body of cars	X X X	X X X X X X X X	0	0
6	Supervision—no ice supplied	X X X	X X X X X X X X	0	0
7	Repairs to refrigerating devices	X X X	X X X X X X X X	0	0
8	Repairs of damage caused by top of body ice	X X X	X X X X X X X X	0	0
9	Precooling cars	X X X	X X X X X X X X	0	0
10	Other icing protective service revenue	X X X	X X X X X X X X	0	0
	Mechanical protective service:				
11	Units	X X X	X X X X X X X X	10 953 139	0
12	Supervision per inspection of cars & Trailers	X X X	X X X X X X X X	1 537 262	224 280
13	Fuel	X X X	X X X X X X X X	141 943	0 0
14	Other mechanical protective service revenue	X X X	X X X X X X X X	25 407	0
	Heater service:				
15	Inspection—Car heaters	X X X X	X X	198	2 137
16	Inspection—Heater fuel	X X X	X X X X X X X X		
17	Inspection—Servicing of heaters	X X X	X X X X X X X X	61 219	2 137
18	Inspection—Supervision incident to heater service	X X X	X X X X X X X X		
19	Preheating cars	X X X	X X X X X X X X		
20	Other heater service revenue	X X X	X X X X X X X X	1 596	
	Other services:				
21	Ventilation service	X X X	X X X X X X X X	13 354	57
22	Other ice and salt	X X X	X X X X X X X X		
23	Miscellaneous (specify) Service & Repr. Trlrs.	X X X	X X X X X X X X	278 030	0 0
24	\$26 431. Service livestock \$25 909.				
25	Diversions \$225 496, Other misc.				
26	\$194				

561. EMPLOYEES, SERVICE AND COMPENSATION

Give particulars of the number of employees of various classes in the service of the respondent on June 30 and December 31 of the year, and of compensation paid therefor for the year. This schedule does not include old-age retirement, and unemployment insurance taxes. See schedule 275 for such taxes.

Line No.	Classification	Number of Employees in Service At End of Month Named		Total compensation
		June 30	Dec. 31	
	(a)	(b)	(c)	(d)
				\$
1	Car service maintenance employees			
2	Protective service employees	583	603	7 447 764
3	Solicitation employees			
4	Administrative and general employees	42	41	555 910
5	Other employees (specify):			
6				
7				
8				
9	4/1/78 thru 12/31/78	Total	625	644
				\$ 8 003 674

Not applicable
Not available

562. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

Give the name, position, salary, and other compensation, such as bonus, commissions, gift, reward, or fee, of each of the five persons named in Schedule 300 of this report to whom the respondent paid the largest amount during the year covered by this report in compensation for current or past service over and above necessary expenses incurred in discharge of duties, and in addition, all other officers, directors, persons, or employees, if any, to whom the respondent similarly paid \$20,000 or more. If more convenient, this schedule may be filled out for a group of companies considered as one system and shown only in the report of the principal company in the system, with references thereto in the reports of the other companies. Any large "other compensation" should be explained in a footnote. If salary of an individual was changed during the year,

show values before each change as well as at close of year. If an officer, director, etc., receives compensation from more than one person furnishing cars or protective service (whether a subsidiary or not) or from a subsidiary company, reference to this fact should be made if his aggregate compensation amounts to \$20,000 or more, and the detail as to division of the salary should be stated. His salary column is meant the annual rate in which an employee is paid, rather than the amount actually paid for a part of a year when the salary is changed. Also, when a 10-percent (or other percent) reduction is made, the net rate and not the basic rate should be shown.

1/ E. J. Patten - Annual rate to July 1, 1978 = \$19,968

2/ K. E. Weber - Annual rate to September 1, 1978 = \$20,520

Line No.	Name of person (a)	Title (b)	Salary per annum as of close of year (See instructions) (c)	Other compensation during the year (d)
1	A. E. Chiasson	General Manager	\$ 50,825	\$ 4,020
2	D. F. Mealey	Director-Per Admin.	30,300	2,253
3	A. J. Amato	Asst. General Manager	35,160	965
4	J. J. Tipner	Manager-Perish. Services	29,100	751
5	H. E. Welch	Mgr.-Perish. Car Fleet	21,720	525
6	J. F. Isonhart	Mgr.-Perish. Gen'l Acctg.	23,340	1,498
7	C. Maier	Staff Engineer	22,560	1,448
8	E. J. Patten	Office Manager	21,168 1/	467
9	R. K. Thermahlen	Mgr.-Per. Rev. Acctg.	22,044	1,334
10	W. S. Hinckley	Mgr.-Per. Labor Rel.	24,000	540
11	A. L. Vinci	Mgr.-Per. Data Process.	21,000	394
12	J. D. Kennedy	Asst. to Dir. Per. Admin.	22,260	538
13	B. V. Reper	Mgr.-Perish. Services	25,920	853
14	J. A. Nolan	Mgr.-Perish. Services	23,220	822
15	D. D. Fullmer	Materials Mgr.	23,160	521
16	E. E. Gilkison	Supt.-Per Car Shops	24,420	627
17	L. J. Antonucci	Supt.-Per Car Shops	24,420	641
18	J. W. Gerdes	Materials Mgr.	22,200	545
19	K. E. Weber	Staff Ass't to GM	21,720 2/	213

563. PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES

1. In the form below give information concerning payments, fees, retainers, brokerage, commissions, gifts, donations, assessments, bonuses, pensions, subscriptions, allowance for expenses, or any form of payment amounting in the aggregate to \$10,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person (other than one of respondent's employees covered in schedule 562) in this annual report for services or as a donation, except that with respect to contributions under \$10,000 which are made in connection with other persons furnishing cars or protective service under a joint arrangement in payment for the performance of services or as a donation, each such contribution shall be reported, irrespective of the amount thereof, if the total amount paid by all contributors for the performance of the particular service is equal to the sum of \$10,000 or more, which person or persons render to the cars and protective service of the respondent.

2. To be included are, among others, payments directly or indirectly, for legal, medical, engineering, advertising, valuation, accounting, scientific, financial, educational, entertainment, charitable, advisory, detective, detective, developmental, research, appraisal, registration, purchasing, architectural, and hospital services; payments for expert testimony and for building wage disputes; and payments for services of banks, bankers, trust companies, insurance companies, brokers, insurers, promoters, advisors, consultants, accountants, investigators, inspectors, and efficiency engineers. Payments to the various railway associations, commissions, committees, bureaus, boards, and other organizations maintained jointly by railroads shall also be included. The enumeration of these kinds of payments should not be understood as excluding other payments for services not included below.

3. To be excluded are: Rent of buildings or other property, taxes payable to the Federal, State, or local governments; payments for heat, light, power, telegraph, and telephone services; and payments for services which both as to their nature and amount may reasonably be regarded as ordinarily connected with the routine operation, maintenance, or construction of cars or protective service property, but any special and unusual payments for services should be reported. Payments of \$10,000 or more to organizations maintained jointly by persons with other persons are not to be excluded even if their services are regarded as routine.

4. If more convenient, this schedule may be filled out for a group of persons considered as one system and shown only in the report of the principal person in the system with references thereto in the reports of the other roads.

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

Line No.	Name of recipient (a)	Nature of service (b)	Amount of payment (c)
1	Pacific Fruit Express Co.	Post-split-off accounting services	\$ 125 000
2	" " " "	50% of Haskins & Sells	
3		pre-split-off auditing services	10 000
4	U.P.R.R. Employee Hosp. Assn.	Services for sick and injured employees	17 146
5	Western Railroad Assn.	Prop'n of salaries & expenses of the Assn. & copies of tariffs supplied	798
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			

Schedule 570.—COMPETITIVE BIDDING — CLAYTON ANTITRUST ACT

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

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

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

Line No.	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1	None						
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
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21							
22							
23							
24							
25							
26							
27							
28							
29							
30							

OATH

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

State of NebraskaCounty of DouglasJ. P. Deasey

(Insert here the name of the affiant)

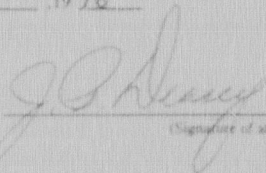
Controller

(Insert here the official title of the affiant)

of Union Pacific Fruit Express Company

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

that it is his duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept; that he has carefully examined the said report and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he believes that all other statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent during the period of time from and including

April 1, 1978 to and including December 31, 1978


(Signature of affiant)

Subscribed and sworn to before me, a

Notary Public

in and for the State and

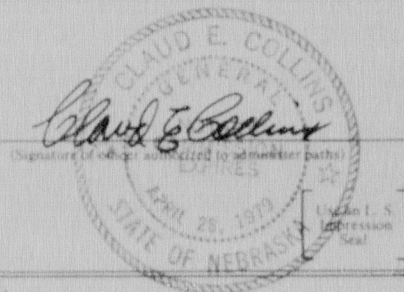
county above named, this

2nd

day of

April1979

My commission expires

April 28, 1979

(For the use of the Interstate Commerce Commission only)

Examination:

Date _____

By _____

Memo of error _____

Correspondence:

Date _____

Subject _____

Answer needed _____

Answer received _____

Correction:

Date _____

Authority _____

Subject _____