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UNION PACIFIC R.R.

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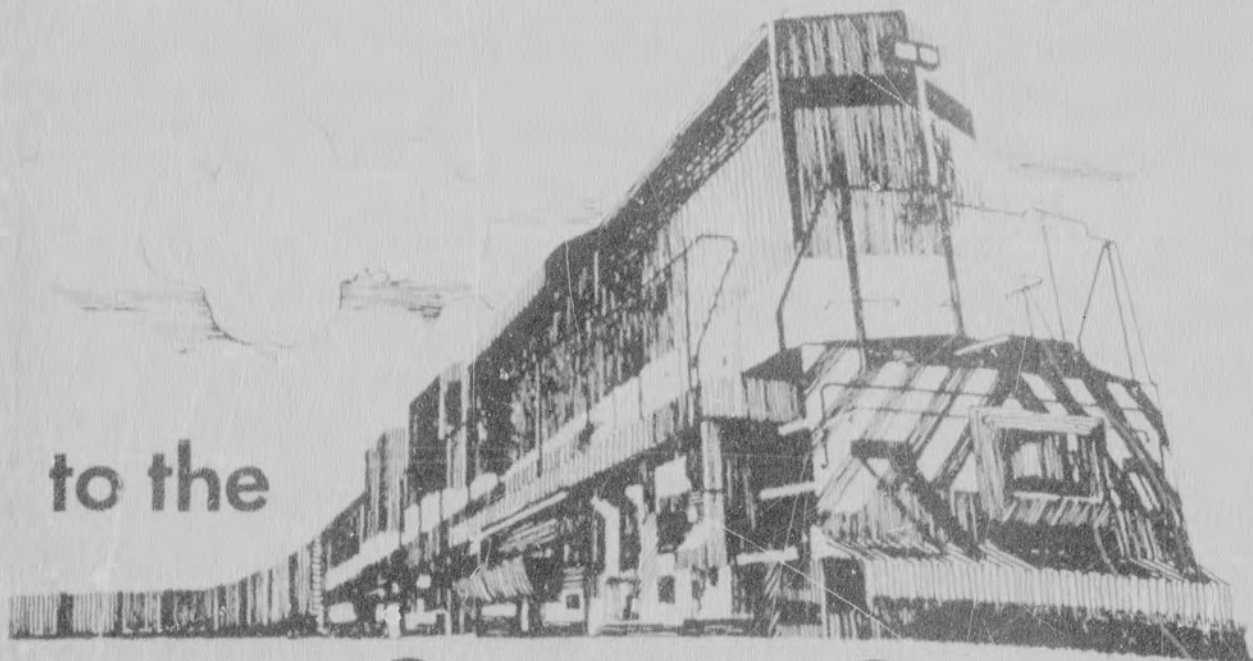
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CLASS 1 RAILROADS

APPROVED BY GAO
B-100230 (RD470)
Expires 12-31-81

annual report

	RCO00395 UNION PACI 1 0 1 139300 UNION PACIFIC R.R. INCLUDING ITS LEASED 345 PARK AVE NEW YORK NY 10022
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

ANNUAL REPORT

OF

UNION PACIFIC RAILROAD COMPANY

including its Leased Lines

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1978

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

(Name) C. A. Rose (Title) Vice President and Controller

(Telephone number) 212 826-8217
(Area code) (Telephone number)

(Office address) 345 Park Avenue, New York, N.Y. 10022
(Street and number, city, State, and ZIP code)

SPECIAL NOTICE

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

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

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

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

ESTIMATE OF REPORTING BURDEN

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

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

Total hours (Estimated) _____

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A. SCHEDULES OMITTED BY RESPONDENT

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

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

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

Page	Schedule No.	Title
		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 * Union Pacific Railroad Company

2. Date of incorporation July 1, 1897

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

Utah, Chapter 1 of the Laws of 1897 entitled, "An Act to provide for the formation of railroad corporations" as affected by other laws of Utah and in particular the laws governing railroads as set forth in Title 56 of the Utah Code, and business corporations as set forth in Title 16 of the Utah Code.
(See additional footnote on Page 4A)

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.
None

5. Class of switching and terminal company

[See section No. 7 on inside of front cover]

Not applicable.

STOCKHOLDERS REPORTS

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

Check appropriate box:

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____
(date)

☒ No annual report to stockholders is prepared.

* This is a consolidated report of Union Pacific Railroad Company and its Leased Lines. For names of companies in consolidation, see Page 4A.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ 10 per share; first preferred, \$ 10 per share; second preferred, \$ — per share, debenture stock, \$ — 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? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing April 15, 1939, for meeting of stockholders May 9, 1939.
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. 29,913,015 votes, as of December 31, 1978
(Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. one stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. *If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.*

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	Second (e)	First (f)
1	Union Pacific Corporation	New York, N.Y.	29 913 015	22 428 715		7 484 300
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
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28						
29						
30						

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 29,913,015
votes cast.

11. Give the date of such meeting. May 9, 1978

12. Give the place of such meeting. Salt Lake City, Utah

NOTES AND REMARKS

NOTES AND REMARKS

Notes for Item 1, Page 2

Names of all companies included in the system returns:

Union Pacific Railroad Company
Oregon Short Line Railroad Company
Oregon-Washington Railroad & Navigation Company
Los Angeles & Salt Lake Railroad Company
The St. Joseph and Grand Island Railway Company

All of the lines of these companies are operated by the Union Pacific Railroad Company, the properties of the other companies having been leased to the operating company effective January 1, 1936. Certain additional information pertaining to the individual companies is shown in supplementary schedules appended to the consolidated report.

Note for Item 3, Page 2

The original charter was filed July 1, 1897. For reference to amendments thereof see reports for years ended December 31, 1947, 1948, 1953 and 1956.

On May 14, 1968, Article 3 of the Charter, setting forth the purposes of incorporation, was amended; on May 20, 1968, a copy of such amendment was filed with the Commission in Finance Docket No. 25115 and on December 31, 1968, the Charter was restated to reflect all prior amendments. The restated Charter was amended effective June 24, 1971 to provide for dissenters' rights in connection with the merger of U.P.R.R. Co. with UPCO Corp. and to provide for perpetual corporate existence.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year 1/ (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	7 637	14 123
2	702	Temporary Cash Investments (Sch. 300)		
3	703	Special Deposits (Sch. 300)	58	58
		Accounts Receivable		
4	705	- Interline and Other Balances	2 063	5 579
5	706	- Customers	37 958	30 944
6	707, 704	- Other	12 943	11 630
7	709, 708	- Accrued Accounts Receivables	120 023	108 592
8	708.5	- Receivables from Affiliated Companies	29 303	664
9	709.5	- Less: Allowance for Uncollectible Accounts		
10	711, 714	Prepayments (and working funds) (Sch. 300)	30 870	20 698
11	712	Materials and Supplies	69 249	58 741
12	713	Other Current Assets (Sch. 300)	5 591	4 628
13		Total Current Assets	315 695	255 657
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	32 210	142 334
15	721, 721.5	Investments and Advances: Affiliated Companies (Sch. 310)	55 668	51 245
16	737, 738	Property used in other than Carrier Operations (less depreciation \$ 3 322). (Sch. 325)	10 289	10 223
17	739, 741	Other Assets (Sch. 329)	9 873	6 570
18	743, 744	Other Deferred Debits (Sch. 329)	7 575	5 397
19		Total Other Assets	115 615	215 769
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)	1 244 976	1 194 410
21		Equipment	1 901 962	1 800 459
22		Unallocated Items	5 947	2 902
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 332, 342, 352, 355)	(684 269)	(663 500)
24		Net road and Equipment	2 468 616	2 334 271
25		Total Assets	2 899 926	2 805 697

NOTES AND REMARKS

1/ Restated in accordance with the Uniform System of Accounts effective 1-1-78.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year 1/ (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)		1 627
27	752	Accounts Payable: Interline and Other Balances	2 069	
28	753, 754	Other Accounts Payable	44 743	30 533
29	755, 756	Interest and Dividends Payable	15 796	14 964
30	757	Payables to Affiliated Companies	13 821	109 184
31	759	Accrued accounts Payable (Sch. 370)	121 262	102 093
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 379)	74 445	40 494
33	763	Other Current Liabilities (Sch. 370)	19 692	6 611
34	764	Equipment obligations and other long-term debt due within one year	46 553	49 973
35		Total Current Liabilities	338 381	355 479
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	43 279	43 279
37	766	Equipment obligations	514 103	516 654
38	766.5	Capitalized Lease Obligations		
39	768	Debt in default		
40	769	Accounts payable, Affiliated Companies	25 580	17 320
41	770.1, 770.2	Unamortized debt premium	(802)	(818)
42	781	Interest in default		
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	495 304	476 011
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	62 104	50 230
46		Total Noncurrent Liabilities	1 139 568	1 102 676
		<u>Stockholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)	224 297	224 297
48		Common Stock		
49		Preferred Stock	74 860	74 860
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)	11 635	11 635
		Retained Earnings:		
52	797	Appropriated (221)	3 813	17 691
53	798	Unappropriated (220) 2/	1 107 372	1 019 059
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock		
56		Net Stockholders Equity	1 421 977	1 347 542
57		Total Liabilities and Shareholders Equity	2 899 926	2 805 697

NOTES AND REMARKS

1/ Restated in accordance with the Uniform System of Accounts effective 1-1-78.

2/ Includes consolidation surplus of \$39,586 representing the difference between the par and face value of securities of the L.A. & S.L.R.R. Co. and the St.J.&G.I. Ry. Co. owned by the other companies (and excluded as intercompany items from this consolidated Statement of Financial Position) as carried on the books of such issuing companies (less discount on the bonds charged to Retained Earnings-Unappropriated but added back in consolidating the accounts), and the amounts at which the securities are carried on the books of the owning companies.

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 mortgage 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 Not Applicable \$

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 See Note 6 on Page 8

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. \$ 8,579

(c) Is any part of pension plan funded? Specify Yes ☒ No ☐

(i) If funding is by insurance, give name of insuring company Not Applicable

(ii) If funding is by trust agreement, list trustee(s) Citibank, N. A.

Date of trust agreement or latest amendment May 1, 1978

If respondent is affiliated in any way with the trustee(s), explain affiliation: Not Applicable

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement See Note 1 on Page 8A

(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 ☒

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 ☒ No ☐ If yes, who determines how stock is voted? Trustee

4. State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610) YES ☐ NO ☒ See Note 2 on Page 8A

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 \$ None

(b) Delayed capital improvements \$ None

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.

None

(a) Changes in Valuation Accounts

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

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

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

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

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

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

NOTES AND REMARKS

(Dollars in Thousands)

6. The Company has a non-contributory funded pension plan for salaried employees plus an unfunded supplemental plan for officers and supervisors. At December 31, 1977, the date of the latest actuarial valuation, the actuarially computed value of vested benefits of the funded plan exceeded the value of the pension plan assets by \$8 579 for the respondent and its wholly-owned subsidiaries. Charges to operating expenses by the respondent and its wholly-owned subsidiaries included \$15 265 (\$11 540 under the funded plan and \$3 725 under the unfunded plan) in 1978 and \$15 219 (\$11 380 under the funded plan and \$3 839 under the unfunded plan) in 1977. Charges to operating expenses by the respondent only were \$14 785 and \$14 881 in 1978 and 1977, respectively. Such charges applicable to the funded plans include prior service costs which are being amortized over thirty (30) years.
7. Respondent carried service interruption and supplementary service interruption policies with the Imperial Insurance Company Limited, under which it will be entitled to indemnity in the amount of \$1 672 per day 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 in the maximum amount of \$33 424.

Continued on following page.

NOTES AND REMARKS

(Dollars in Thousands)

8. The Board of Directors of the Railroad has determined to restrict as to dividends \$131.1 million of the retained earnings of the Railroad which represents (a) the amount by which the estimated fair value of the Railroad's investment in its non-transportation subsidiaries, as determined by the Board of Directors of the Railroad, exceeded the net book value of such investment which was transferred to Union Pacific Corporation by means of a dividend in June 1971 (\$110.1 million) and (b) the amount by which the fair market value exceeded the book value of certain investment securities which were transferred to Union Pacific Corporation by means of a dividend in November 1972 (\$21.0 million).

Footnotes to Page 7.

- | | |
|--|--------------------------------------|
| 1. Mount Hood Railway Company | Union Pacific Fruit Express Company |
| Rocky Mountain Energy Company | Union Pacific Motor Freight Company |
| Spokane International Railroad Company | Upland Industries Corporation |
| Union Pacific Corporation | Yakima Valley Transportation Company |

Charges reflected in the actuarial report are separately determined for each company and are based on the entry age normal method. Under this method, projected benefits, liabilities and expenses are determined for each employee included in the current valuation.

2. Union Pacific Corporation, Respondent's parent company, is the sponsor of The Fund For Effective Government (the "Fund"), a separate segregated fund utilized for political purposes established and operated in accordance with the Federal Election Campaign Act of 1971, as amended (the "Act"). The administrative expenses of the Fund are paid by Union Pacific Corporation. Certain of Respondent's executive and administrative personnel have been solicited from time to time by the Fund consistent with the Act and certain executive officers of Respondent are members of the Fund's managing Finance Committee.

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 (c)	Freight-Related Revenues & Expenses (d)	Passenger-Related Revenues & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$1 465 557	\$1 276 120	\$1 465 557	\$
2	(102) Passenger **	48	56	48	
3	(103) Passenger-Related	27	32	27	
4	(104) Switching	14 738	15 171	14 738	
5	(105) Water Transfers				
6	(106) Demurrage	7 834	4 769	7 834	
7	(110) Incidental	2 839	2 561	2 839	
8	(121) Joint Facility Credit	274	506	274	
9	(122) Joint Facility-Debit	(2)	1	(2)	
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities)	1 491 315	1 299 216	1 491 315	
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)	1 491 315	1 299 216	1 491 315	
14	(531) Railway operating expenses	1 238 947	1 083 517	1 238 947	
15	*Net revenue from railway operations	252 368	215 699	252 368	
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	239	312		
17	(510) Miscellaneous rent income	2 736	2 625		
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income	1	1		
20	(514) Interest income	3 358	2 615		
21	(516) Income from sinking and other funds	994	628		
22	(517) Release of premiums of funded debt	116	124		
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	1 762	6 339		
	Income from affiliated companies:				
25	Dividends				
26	Equity in undistributed earnings (losses)	4 342	2 199		
27	Total other income (lines 16-26)	13 548	14 843		
28	Total income (lines 15, 27)	265 916	230 542		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	250	232		
30	(535) Taxes on property used in other than carrier operations				
31	(543) Miscellaneous rent expense	25	31		
32	(544) Miscellaneous taxes	221	279		
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization	3	4		
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges	6 925	2 181		
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)	7 424	2 727		
39	Income available for fixed charges (lines 28, 38)	258 492	227 815		

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	42 177	39 939
41	(b) Interest in default		
42	(547) Interest on unfunded debt	1 660	5 333
43	(548) Amortization of discount on funded debt	385	375
44	Total fixed charges (lines 40-43)	44 222	45 647
45	Income after fixed charges (lines 39-44)	214 270	182 168
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
46	(c) Contingent interest		
	UNUSUAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit	214 270	182 168
48	Income (loss) for continuing operations (before income taxes)		
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:		
49	Federal income taxes	50 617	21 368
50	State income taxes	5 432	4 814
51	Other income taxes	55	27
52	(557) Provision for deferred income taxes	16 315	39 697
53	Income from continuing operations	141 801	116 262
	DISCONTINUED OPERATIONS		
54	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
55	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
56	(570) Extraordinary items (Net)		
57	(590) Income taxes on extraordinary items		
58	(591) Provision for deferred taxes - Extraordinary items		
59	Total extraordinary items (lines 56-58)		
60	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
61	Net income	141 801	116 262
	*Reconciliation of net railway operating income (NROI)		
62	Net revenues from railway operations	252 368	
63	(556) Income taxes on ordinary income	(56 154)	
64	(557) Provision for deferred income taxes	(16 315)	
65	Income from lease of road and equipment	(125)	
66	Rent for leased roads and equipment	68	
67	Net railway operating income	179 842	
	**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 \$ 7 543		
	(a) Of the amount reported for "Net revenue from railway operations", 0 % (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 \$ 10 089		
	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	\$	
71	(b) Payments for transportation of freight shipments	\$ 157	
	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	\$ 14 898	
73	Charges for service for the protection against cold	(6)	

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

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

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

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

Line No.	Item	Retained earnings—Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year	\$ 999 219	\$2/ 19 840
2	(601.5) Prior period adjustments to beginning retained earnings	.	
	CREDITS		
3	(602) Credit balance transferred from earnings	137 459	4 342
4	(603) Appropriations released	17 238	
5	(606) Other credits to retained earnings	3/ 2 622	
6	Total	157 319	4 342
	DEBITS		
7	(612) Debit balance transferred from income		
8	(616) Other debits to retained income		3/ 2 622
9	(620) Appropriations for sinking and other reserve funds	3 360	
10	(621) Appropriations for other purposes		
11	(623) Dividends: Common stock	64 371	
12	Preferred stock ¹	2 995	
13	Total	70 726	2 622
14	Net increase (decrease) during year (Line 6 minus line 13)	86 593	1 720
15	Balances at close of year (Lines 1, 2 and 14)	1 085 812	21 560
16	Balance from line 15(c)	21 560	XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	1 107 372	XXXXX
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606		XXXXX
19	Account 616		XXXXX

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

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

2/ Adjusted to agree with equity in undistributed earnings reflected in account 721 at beginning of year.

3/ Reclassification of undistributed earnings due to dissolution of Pacific Fruit Express Co. See Schedule 310A on Page 24.

221. RETAINED EARNINGS- APPROPRIATED

Give an analysis in the form called for below of account No. 791, "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	3 360	17 238	3 813
5	Miscellaneous fund reserves			
6	Other appropriations (specify)			
7				
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL	3 360	17 238	3 813

225. TRANSFERS FROM GOVERNMENT AUTHORITIES

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

Line No.	Description (a)	Amount (b)	Applied to current operations (c)	Deferred to future periods (d)	Applied to contributed capital (e)
	Source and description of transfers	\$	\$	\$	\$
1	NONE				
2					
3					
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

NOTES AND REMARKS

230. CAPITAL STOCK

PART I. CAPITAL STOCK

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

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

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

6. (Dollars in thousands, except Par Value)

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common							
2	U. P. R. R. Co.	10	29 617 870	22 428 715		22 428 715	224 287	
3	O. S. L. R. R. Co.	100	1 000 000	1 000 000	1 000 000			
4	O-W. R. R. & N. Co.	100	500 000	500 000	500 000			
5	L. A. & S. I. R. R. Co.	100	250 000	250 000	250 000			
6	St. J. & G. I. Ry. Co.	100	46 000	46 000	45 900	100	10	
7	Des Chutes R. R. Co.	100	1 000	1 000	1 000			
8	Total Common	XXXXXX	31 414 870	24 225 715	1 796 900	22 428 815	224 297	
9	Pref: U. P. R. R. Co.	10	20 000 000	7 484 300		7 484 300	74 843	
10	St. J. & G. I. Ry. Co.-1st	100	55 000	54 994	54 868	126	13	
11	St. J. & G. I. Ry. Co.-2nd	100	50 000	35 000	34 956	44	4	
12	Total St. J. & G. I. Ry. Co.	XXXXXX	105 000	89 994	89 824	170	17	
13	Total Preferred	XXXXXX	20 105 000	7 574 294	89 824	7 484 470	74 860	
14								
15								
16								
17								
18								
19								
20	TOTAL	XXXXXX	51 519 870	31 800 009	1 886 724	29 913 285	299 157	

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	7,484,470	\$ 74,860	22,428,815	\$ 224,297	1,886,724	\$ 188,672	\$ 11,635
12	Capital Stock Sold ¹							
13	Capital Stock reacquired							
14	Capital Stock Canceled							
15	Stock Dividends							
16	Balance at Close of Year	7,484,470	74,860	22,428,815	224,297	1,886,724	188,672	11,635

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

2/ Intercompany held

249. 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 retire-

ments.
Report dollars in thousands.

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL			
	Working capital provided by operations:		
1	Net income (loss) before extraordinary items	141 801	116 262
2	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital		
3	Retirement of nondepreciable property	3 144	1 957
4	Loss (gain) on sale or disposal of tangible property	(296)	839
5	Depreciation and amortization expenses	86 654	83 458
6	Net increase (decrease) in deferred income taxes	19 293	39 697
7	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	(4 342)	(2 199)
	Net increase (decrease) in noncurrent portion of estimated liabilities	1 695	2 338
	Other (specify)		
8			
9			
10			
11			
12			
13			
	Total working capital from operations before extraordinary items	247 949	242 352

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prev. 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	247 949	242 352
16	Working capital from sources other than operating:		
17	Proceeds from issuance of long-term liabilities	50 765	140 362
18	Proceeds from sale/disposition of carrier operating property	19 120	6 539
19	Proceeds from sale/disposition of other tangible property		
20	Proceeds from sale/repayment of investments advances	280	722
21	Net decrease in sinking and other special funds	109 938	
21	Proceeds from issue of capital stock		
	Other (specify):		
22	Advances from affiliated companies	8 260	1 685
23	Miscellaneous changes in financial position	11 943	7 390
24			
25			
26		200 306	156 698
27	Total working capital from sources other than operating		
28	Total sources of working capital	448 255	399 050

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL	\$	\$
29	Amount paid to acquire/retire long-term liabilities	53 316	50 543
30	Cash dividends declared	67 366	65 795
31	Purchase price of carrier operating property	250 076	203 837
32	Purchase price of other tangible property		
33	Purchase price of long-term investments and advances		
34	Net increase in sinking or other special funds	361	613
35	Purchase price of acquiring treasury stock		58 988
	Other (specify)		
36			
37			
38			
39			
40			
41			
42			
43			
44			
45	Total application of working capital	371 119	379 776
46	Net increase (decrease) in working capital	77 136	19 274

241. CHANGES IN WORKING CAPITAL

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

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments	\$ 7 637	\$ 14 123	\$ (6 486)
2	Net receivables	202 290	157 409	44 881
3	Prepayments	13 871	6 677	7 194
4	Materials and supplies	69 249	58 741	10 508
5	Other current assets not included above	22 648	18 707	3 941
6	Notes payable and matured obligations			
7	Accounts payable	197 691	258 401	(60 710)
8	Current equipment obligations and other debt	46 553	49 973	(3 420)
9	Other current liabilities not included above	94 137	47 105	47 032
10	Net increase (decrease) in working capital	(22 686)	(99 822)	77 136

245. WORKING CAPITAL INFORMATION

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

Line No.	Item (a)	Amount (b)
1	Construction and additions and betterments _____	\$ 17 709
2	Common-carrier operating purposes _____	258 378
3	Used by other than respondent's lessor companies _____	2 062
4	Total _____	278 149
5	Portion of balance in the material and supplies account at end of year that represents scrap and obsolete material _____	867
6	Account 707. Accounts receivable, other _____	6 324
7	Account 754. Accounts payable, other _____	742
8	Account 761. State and other income taxes accrued _____	5 482
9	Account 556. Income taxes on ordinary income _____	

NOTES AND REMARKS

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	709	Freight settlements in suspense	\$ 101 847
2	711	Funded pension plan costs	12 328
3	712	Repairable locomotive and freight car parts	20 342
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
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301. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

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

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

NONE

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

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

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

(A) Stocks:

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

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

(C) Other secured obligations:

(D) Unsecured notes:

(E) Investment advances:

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

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

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

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

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

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

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

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

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

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

12. Report dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

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

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

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

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

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

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

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control 1/ (e)
	(a)	(b)	(c)	(d)	
1	721	A-1		<u>STOCKS - CARRIERS - ACTIVE</u>	
2			VII	Camas Prairie R. R. Co.	50.00
3			VII	Denver Union Terminal Ry. Co.	16.67
4			VII	Kansas City Terminal Ry. Co.	8.33
5			VII	Longview Switching Co.	33.33
6			VII	Mount Hood Railway Co.	100.00
7			VII	Ogden Union Ry. & Depot Co.	50.00
8			VII	Pacific Fruit Express	50.00
9			VII	Portland Terminal R. R. Co.	40.00
10			VII	Portland Traction Co.	50.00
11			VII	The Pullman Co.	6.00
12			VII	St. Joseph Terminal R. R. Co.	50.00
13			VII	Spokane International R. R. Co.	100.00
14			VII	Trailer Train Co.	2.44
15			VII	Union Pacific Fruit Express Co.	100.00
16			VII	Union Pacific Motor Freight Co.	100.00
17			VII	Yakima Valley Transportation Co.	100.00
18				Total Class A	
19					
20	721	B-1		<u>BONDS - CARRIERS - ACTIVE</u>	
21			VII	Mount Hood Railway Co. Deb.	
22				Due Oct. 31, 1998	
23					
24	721	C-1		<u>OTHER SECURED OBLIGATIONS - CARRIERS - ACTIVE</u>	
25			VII	Certificate of Int. in Pacific Fruit Express Co.	
26				Conditional Sale Agreement 1979 - 1984	
27			VII	Certificate of Int. in Union Pacific Fruit Express	
28				Co. and Pacific Fruit Express Conditional Sale	
29				Agreement 1979 - 1984	
30				Total Class C	
31					
32	1/Explanation of joint control:				
33	Line	2		-BN Inc., O-WRR&N (50% each)	
34	"	3		-AT&SF Ry., BN Inc., CRI&PRR, C&S Ry., D&RGWR & UPRR (16.67% each)	
35	"	4		-AT&SF Ry., BN Inc., C&NWT Co., CMStP&PRR, CRI&PRR, ICGRR, KCS Ry.,	
36				MPRR, M-K-TRR, StL-SF Ry., UPRR and N&W Ry. (8.33% each)	
37	"	5		-BN Inc., CMStP&PRR and UPRR (33.33% each)	
38	"	9		-BN Inc., and O-WRR&N (40% each); SPT Co. (20%)	
39	Lines	7 & 10		-SPT Co. and UPRR (50% each)	
40	Line	11		-Various companies	
	"	12		-AT&SF Ry., StJ&GI Ry. (50% each)	
	"	14		-Proprietary companies, subject to change	

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)	
\$	\$	\$	\$	\$	\$	\$	
50			50				1
5			5				2
183			183				3
1			1				4
500			500				5
13			13				6
12 000		3/ 12 000					7
1 879			1 879				8
1 951			1 951				9
748			748				10
2/			2/				11
6 633			6 633				12
112			112				13
	3/ 14 622		14 622				14
5			5				15
546			546				16
24 626	14 622	12 000	27 248				17
							18
							19
							20
480			480				21
							22
							23
							24
605		3/ 605					25
							26
	3/ 605	4/ 99	506				27
605	605	704	506				28
							29
							30
							31
							32
							33
							34
							35
							36
							37
							38
							39
							40
2/ Carried at a nominal value of \$1.00							
3/ Effective April 1, 1978 the assets of the Pacific Fruit Express Co. were equally divided between the Southern Pacific Transportation Company and the Union Pacific R. R. Co. with the Union Pacific portion becoming the wholly-owned subsidiary, Union Pacific Fruit Express Co.							
4/ Matured during the year.							

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also her reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	D-1		<u>UNSECURED NOTES - CARRIERS - ACTIVE</u>	
2			VII	St. Joseph Terminal R. R. Co.	
3				Demand	
4			VII	Trailer Train Co.	
5				4-1997 & 1-1999	
6				Total Class D	
7					
8	721	E-1		<u>INVESTMENT ADVANCES - CARRIERS - ACTIVE</u>	
9			VII	Camas Prairie R. R. Co.	
10			VII	Denver Union Terminal R. R. Co.	
11			VII	Harbor Belt Line R. R. Co.	
12			VII	Kansas City Terminal R. R. Co.	
13			VII	Longview Switching Co.	
14			VII	Ogden Union Ry. & Depot Co.	
15			VII	St. Joseph Terminal R. R. Co.	
16			VII	Yakima Valley Transportation Co.	
17				Total Class E	
18					
19					
20				Grand Total - Account 721	
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of: Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	
							1
							2
175			175			11	3
							4
578			578			40	5
753			753			51	6
							7
							8
486	25		511			23	9
647		96	551				10
15			15			1	11
2 223	275		2 498				12
31			31				13
1 326		79	1 247			64	14
153		6	147			11	15
60	61		121				16
4 941	361	5/ 181	5 121			99	17
							18
							19
31 405	15 588	12 885	34 108			212	20
							21
							22
							23
							24
							25
							26
							27
							28
							29
							30
							31
							32
							33
							34
							35
							36
							37
							38
							39
							40

5/ Repayment of advances

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)							
1	Ogden Union Railway & Depot Co.		33	\$	1	\$		34
2	Mount Hood Railway Company		91		58			149
3	Pacific Fruit Express Company		2 783		(161)		1/ (2 622)	
4	Portland Terminal Railroad Company		505		54			559
5	Portland Traction Company		374		117			491
6	Spokane International Railroad Company		10 694		2 910			13 604
7	Union Pacific Motor Freight Company		5 141		208			5 349
8	Yakima Valley Transportation Company		219		(33)			186
9	Union Pacific Fruit Express Company				1/ 1 188			1 188
10								
11	TOTAL		19 840		4 342		(2 622)	21 560
12								
13								
14								
15								
16								
17								
18								
19								
20								
21								
22								
23								
24	1/ Due to dissolution of Pacific Fruit Express Company and formation of Union Pacific Fruit Express							
25	Company effective April 1, 1978. See Note 3 on Page 23.							
26								
27								

NOTES AND REMARKS

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 trustee, in lieu of cash deposits required under the governing instrument are not to be reported.

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

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	Balance at close of year	Book value of investment made during the year
	(a)	1/ (b)	1/ (c)	(d)	(e)	(f)
1	722			Information not reported as per	\$	\$
2				Instruction number 1.		
3						
4				<u>Sinking Funds:</u>		
5	715			The Chase Manhattan Bank(NA) Succ.Trustee,		
6				Ref.Mtge. 2 1/2% Bonds, Series C-Sinking		
7				Fund for redemption of UPRRCo. Ref. Mtge.		
8				Bonds or Bonds of Lessor Cos.		430
9						
10				<u>Capital Funds:</u>		
11	716			The Chase Manhattan Bank(NA)Succ. Trustee,		
12				Ref.Mtge. Release Account-Funds deposited		
13				with Trustee of UPRRCo.Ref.Mtge. for		
14				value of mortgage property sold to be		
15				held until capital expenditures of equal		
16				ledger value are certified to Trustee.		56
17						
18				Chase Manhattan Bank(NA), Citibank, N.A.,		
19	716			Morgan Guaranty Trust Co. of New York,		
20				and Chemical Bank, Trustees of funds		
21				deposited in lieu of value of equipment		
22				destroyed under equipment financing		
23				obligations.	12 216	2 269
24						
25	716			Chase Manhattan Bank(NA), Citibank, N.A.,		
26				Morgan Guaranty Trust Co. of New York,		
27				and Chemical Bank, Trustees of funds		
28				representing unspent proceeds from sale		
29				of equipment financing obligations.	9 227	50 550
30						
31	716			Funds deposited at Morgan Guaranty		
32				Trust Co. of New York covering Incentive		
33				Per Diem collections and interest		
34				earned thereon invested by Trustee in		
35				U. S. Treasury Bills.	8 637	3 538
36						
37	716			Funds deposited covering unexpended		
38				Ex Parte 305 revenues.		88 700
39						
40				<u>Insurance & Other Reserve Funds:</u>		
41	717			Cash deposited with Barclay Bank		
42				International Limited, Grand Cayman,		
43				British West Indies, for service		
44				interruption insurance.	1 672	183
45						
46				1/ Not applicable.		

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
430						8
						9
						10
						11
						12
						13
						14
						15
60						16
						17
						18
						19
						20
						21
						22
1 305					881	23
						24
						25
						26
						27
						28
101 398					3 219	29
						30
						31
						32
						33
						34
30 242					1 415	35
						36
						37
122 235						38
						39
						40
						41
						42
						43
					114	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 com, any 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	A-3	Allied Stores Corp.	\$ 74	\$
2		American Home Products Corp.	114	114
3		American Standard, Inc.		
4		Avon Products, Inc.	189	
5		Boeing Co.	33	
6		Boise Cascade Corp.	66	
7		Burlington Industries, Inc.	91	
8		Central Telephone & Utilities Corp.	155	
9		Cincinnati Milacron, Inc.	104	
10		Congoleum Corp.	69	
11		Crown Zellerbach Corp.	152	
12		Digital Equipment Corp.	50	
13		Engelhard Minerals & Chemicals Corp.	98	
14		Exxon Corp.	120	
15		Federal National Mortgage Assn.	111	
16		General Motors Corp.	181	
17		General Public Utilities Corp.	116	
18		Gulf Oil Corp.	120	
19		Halliburton Co.	103	
20		Inland Steel Co.	118	
21		International Business Machines Corp.	252	130
22		International Telephone & Telegraph Co.		
23		Monarch Capital Corp.	118	
24		National City Corp.	89	
25		Panhandle Eastern Pipe Line Co.	108	
26		Perkin Elmer Corp.	109	
27		Procter & Gamble Co.	70	
28		R. J. Reynolds Industries	155	55
29		Reynolds Metals Co.		
30		Schering-Plough Corp.	120	
31		Sears Roebuck & Co.	107	
32		Superior Oil Co.	135	
33		Tenneco, Inc.	89	
34		Tines-Mirror Co.	90	90
35		Union Carbide Corp.		
36		United Technologies Corp.	110	
37	B-3	U. S. Treasury Obligations	941	
38	D-3	Promissory and Demand Notes	4,993	20,267
39				
40				
41				
42				
43				
44				
45				
46				
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	Names of subsidiaries in connection with things owned or controlled through them	Line No.
Book Value (e)	Selling price (f)			
\$	\$	(g) 1/	(h)	
			Union Pacific Foundation	1
			" " "	2
123	116		" " "	3
			" " "	4
46	116		" " "	5
			" " "	6
			" " "	7
			" " "	8
33	60		" " "	9
30	49		" " "	10
			" " "	11
			" " "	12
			" " "	13
			" " "	14
			" " "	15
			" " "	16
			" " "	17
			" " "	18
			" " "	19
			" " "	20
			" " "	21
108	95		" " "	22
			" " "	23
			" " "	24
26	24		" " "	25
			" " "	26
			" " "	27
111	91		" " "	28
			" " "	29
45	23		" " "	30
			" " "	31
			" " "	32
			" " "	33
171	105		" " "	34
			" " "	35
			" " "	36
19 008	19 008		" " "	37
			" " "	38
				39
				40
				41
				42
				43
				44
				45
			1/ Not reported due to insignificance of holding.	46
				47
				48
				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	Information not reported as per Instruction No. 1 above.				
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22	Total	X X X X			

NOTES AND REMARKS

325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS—Continued

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

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

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

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

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

8. Report dollars in thousands.

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 506, 534, 535 AND 544 DURING THE YEAR				C. ACCUMULATED DEPRECIATION (ACCOUNT 738)					Line No.
Revenues or income (f)	Expenses (g)	Taxes (h)	Net profit for year (L loss) (i)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)	
\$	\$	\$	\$	\$	\$	\$	\$	%	1
									2
									3
									4
									5
									6
									7
									8
									9
									10
									11
									12
									13
									14
									15
									16
									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		Information not reported as per above Instructions.	5
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			
31			
32			
33			
34			
35			
36			
37			
38			
39			
40			
41			
42			
43			
44			
45			

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

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

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

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

4. In columns (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 terms 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

Footnotes from pages 34 and 35:

1/ Includes property transfers in accordance with ICC Order 36367 dated 6-24-77

Col. b Line 32

Col. e Line 12

Col. f Line 32

Acct 38 \$183

Acct 12 \$29

Acct 38 \$183 Debited Operating Expense
Acct 43 29

2/ W. O. 14544 - \$211 Rolla, Colo. Acquired 41.6 acres
W. O. 42569 - \$146 Thenard Jct., Calif. Acquired 1.5 acres

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Line No.	Account	(Dollars in thousands)	Balance at beginning of year	Expenditures during the year for original road and equipment, and road extensions	Expenditures during the year for purchase of existing lines, reorganizations, etc.
	(a)		(b)	(c)	(d)
1	(1) Engineering		\$ 20 599	\$	\$
2	(2) Land for transportation purposes		32 131		
3	(3) Grading		154 159		
4	(4) Other right-of-way expenditures		954		
5	(5) Tunnels and subways		20 606		
6	(6) Bridges, trestles, and culverts		82 504		
7	(7) Elevated structures				
8	(8) Ties		54 587		
9	(9) Rails		101 708		
10	(10) Other track material		86 634		
11	(11) Ballast		35 804		
12	(12) Track laying and surfacing		53 296		
13	(13) Fences, snowsheds, and signs		8 074		
14	(16) Station and office buildings		66 330		
15	(17) Roadway buildings		11 826		
16	(18) Water stations		1 780		
17	(19) Fuel stations		5 990		
18	(20) Shops and enginehouses		50 485		
19	(22) Storage warehouses				
20	(23) Wharves and docks		71		
21	(24) Coal and ore wharves				
22	(25) TOFC/COPC terminals		4 293		
23	(26) Communication systems		25 761		
24	(27) Signals and interlockers		91 714		
25	(29) Power plants		1 108		
26	(31) Power-transmission systems		3 622		
27	(35) Miscellaneous structures		1 033		
28	(37) Roadway machines		41 433		
29	(39) Public improvements—Construction		17 079		
30	(44) Shop machinery		31 190		
31	(45) Power-plant machinery		2 917		
32	Other (specify and explain)		1/ 212		
33	Total expenditures for road		1 007 900		
34	(52) Locomotives		444 690		
35	(53) Freight-train cars		1 297 400		
36	(54) Passenger-train cars				
37	(55) Highway revenue equipment				
38	(56) Floating equipment				
39	(57) Work equipment		41 425		
40	(58) Miscellaneous equipment		13 060		
41	Total expenditures for equipment		1 796 575		
42	(76) Interest during construction		25 107		
43	(77) Other expenditures—General		4 639		
44	Total general expenditures		29 746		
45	Total		2 834 221		
46	(80) Other elements of investment		127 899		
47	(90) Construction work in progress		35 651		
48	Grand Total		2 997 771		

Please see footnotes on Page 33.

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)	
\$ (14)	\$ 393	\$ (407)	\$ 20 192	1
2/ 703	84	619	32 750	2
1 436	3 102	(1 666)	152 493	3
48	3	45	999	4
4		4	20 610	5
1 661	365	1 296	83 800	6
994	292	702	55 289	7
3 639	520	3 119	104 827	8
5 799	618	5 181	91 815	9
637	262	375	36 179	10
1/ 1 891	457	1 434	54 730	11
112	126	(14)	8 060	12
3 627	2 474	1 163	67 493	13
1 574	81	1 493	13 319	14
9	42	(33)	1 747	15
514	(117)	631	6 621	16
1 352	(70)	1 422	51 907	17
			71	18
				19
522	7	515	4 808	20
2 938	596	2 342	28 103	21
2 984	101	2 883	94 597	22
28	(38)	66	1 174	23
346	28	318	3 940	24
20	2	18	1 051	25
5 938	2 607	3 331	44 764	26
432	78	354	17 433	27
2 654	404	2 250	33 440	28
261	60	201	3 118	29
40 119	1/ 212	(212)		30
75 945	12 689	27 430	1 035 330	31
100 363	27 284	48 661	493 351	32
	51 069	49 294	1 346 694	33
				34
				35
				36
				37
1 628	485	1 143	42 568	38
4	1 857	(1 853)	11 207	39
177 940	80 695	97 245	1 893 820	40
	350	(350)	24 757	41
	67	(67)	4 572	42
	417	(417)	29 329	43
218 059	93 801	124 258	2 958 479	44
	1 161	(1 161)	126 738	45
32 017		32 017	67 668	46
250 076	94 962	155 114	3 152 885	47
				48

Please see footnotes on Page 33

330A. IMPROVEMENTS ON LEASED PROPERTY (See Instruction)

Line No.	Account (Dollars in thousands)	Balance at beginning of year	Expenditures during the year for original road and equipment, and road extensions	Expenditures during the year for purchase of existing lines, reorganizations, etc.
	(a)	(b)	(c)	(d)
1	(1) Engineering	\$ None	\$	\$
2	(2) Land for transportation purposes			
3	(3) Grading			
4	(4) Other right-of-way expenditures			
5	(5) Tunnels and subways			
6	(6) Bridges, trestles, and culverts			
7	(7) Elevated structures			
8	(8) Ties			
9	(9) Rails			
10	(10) Other track material			
11	(11) Ballast			
12	(12) Track laying and surfacing			
13	(13) Fences, snowsheds, and signs			
14	(16) Station and office buildings			
15	(17) Roadway buildings			
16	(18) Water stations			
17	(19) Fuel stations			
18	(20) Shops and enginehouses			
19	(22) Storage warehouses			
20	(23) Wharves and docks			
21	(24) Coal and ore wharves			
22	(25) TOFC/COFC terminals			
23	(26) Communication systems			
24	(27) Signals and interlockers			
25	(29) Power plants			
26	(31) Power-transmission systems			
27	(35) Miscellaneous structures			
28	(37) Roadway machines			
29	(39) Public improvements—Construction			
30	(44) Shop machinery			
31	(45) Power-plant machinery			
32	Other (specify and explain)			
33	Total expenditures for road			
34	(52) Locomotives			
35	(53) Freight-train cars			
36	(54) Passenger-train cars			
37	(55) Highway revenue equipment			
38	(56) Floating equipment			
39	(57) Work equipment			
40	(58) Miscellaneous equipment			
41	Total expenditures for equipment			
42	(76) Interest during construction			
43	(77) Other expenditures—General			
44	Total general expenditures			
45	Total			
46	(80) Other elements of investment			
47	(90) Construction work in progress			
48	Grand Total			

330A. IMPROVEMENTS ON LEASED PROPERTY--Continued

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$	\$	\$	\$	1
				2
				3
				4
				5
				6
				7
				8
				9
				10
				11
				12
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				48

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

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

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

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

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

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

6. Thousand dollar Reporting Rule.

Line No.	Account	Balance at beginning of year	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year
			Charges to operating expenses	Other credits	Retirements	Other debits	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
ROAD							
1	(1) Engineering	3 101	237		97		3 241
2	(3) Grading	2 204	142		78		2 268
3	(4) Other, right-of-way	213	25		1		237
4	(5) Tunnels and subways	2 825	142				2 967
5	(6) Bridges, trestles, and culverts	34 833	1 083		365		35 551
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	3 320	170		121		3 369
8	(16) Station and office buildings	9 392	1 118		2 191		8 319
9	(17) Roadway buildings	2 381	248		79		2 550
10	(18) Water stations	1 373	43		23		1 393
11	(19) Fuel stations	754	200		(121)		1 075
12	(20) Shops and enginehouses	7 004	1 068		(78)		8 150
13	(22) Storage warehouses						
14	(23) Wharves and docks	49	2				51
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	506	102		7		601
17	(26) Communication systems	4 835	525		457		4 903
18	(27) Signals and interlockers	25 528	2 572		47		28 053
19	(29) Power plants	68	24		(38)		130
20	(31) Power-transmission systems	1 602	139		19		1 722
21	(35) Miscellaneous structures	174	22		1		195
22	(37) Roadway machines	6 062	2 030		2 514		5 578
23	(39) Public improvements—Construction	3 520	255		51		3 724
24	(44) Shop machinery*	1 208	1 178		308		2 078
25	(45) Power-plant machinery*	(57)	107		60		(10)
26	All other road accounts	3			3		
27	Amortization (other than defense projects)						
28	Total road	110 898	11 432		6 185		116 145
EQUIPMENT							
29	(52) Locomotives	131 388	25 569		20 242		136 715
30	(53) Freight-train cars	380 370	46 272		35 770		390 872
31	(54) Passenger-train cars						
32	(55) Highway revenue equipment						
33	(56) Floating equipment						
34	(57) Work equipment	17 446	1 986		242		19 190
35	(58) Miscellaneous equipment	9 438	1 237		1 634		9 041
36	Total equipment	538 642	75 064		57 888		555 818
37	GRAND TOTAL	649 540	86 496		64 073		671 963

Please see note on Page 47A.

335A. 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 leased 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 lessee and lessor.

2. In column (a), classify each company in this schedule as respondent (R), lessor railroad (L), tractive 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 15, 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, "Depreciation," and 785, "Amortization," applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded.

7. Report dollars in thousands.

Line No.	Class (See Ins. 2)	Name of company	Miles of road owned (See Ins. 4)	Investments in property (See Ins. 5)	Depreciation and amortization of defense projects (See Ins. 6)
	(a)	(b)	(c)	(d)	(e)
1	R	Union Pacific Railroad Company	3 472	5 2 558 873	5 607 038
2	L	Oregon Short Line Railroad Company	2 313	203 165	29 101
3	L	Oregon-Washington RR & Navigation Company	1 712	211 601	26 577
4	L	Los Angeles & Salt Lake RR Company	1 012	141 385	18 877
5	L	The St. Joseph & Grand Island Ry. Co.	241	34 785	2 216
6	P	Des Chutes Railroad Company - South Jct			
7		to Metolius and at Bend, Oregon	1/ 24	3 076	460
8		Total U.P.R.R. Co. and Leased Lines	8 774	3 152 885	684 269
9					
10		Add: Leased from Others			
11	O	U. S. Government-Sable to Bunell, Colo.,			
12		used under contract	1/	1 2/	4/
13	O	City of Kansas City, Kansas - tracks	1/	3/ 423	4/
14	O	Burlington Northern Inc., Spokane, Wn. - trks.	1/	3/ 46	4/
15	O	St. Joseph Terminal RR Co., St. Joseph,			
16		Mo. - Repair shops		5/	4/
17	O	Upland Industries Corp. Denver, Colo.,			
18		Tracks Realty, etc.	1/	3/ 431	4/
19	O	Upland Industries Corp. Ogden, UT. auto			
20		unloading facilities, Trackage, etc.	1/	2/	4/
21	O	D. & R.G.W.R.R.Co., Murray, Utah - Tracks		5/	4/
22		Total additions	1	890	
23					
24		Deduct: Leased to Others			
25	O	Sou. Pac. Trans. Co., West of Ogden, Utah	5	3/ 333	4/
26	O	Ogden Union Railway & Depot Co., Ogden, UT.	3	3/ 929	4/
27	O	Burlington Northern Inc., Garrison to			
28		Meaderville, Montana	52	3/ 821	4/
29		Total deductions	60	2 083	
30					
31		1/ Figures in Col. (c) are miles of road only, but contract or lease also			
32		covers trackage other than miles of road.			
33		2/ Value not known. No rental paid.			
34		3/ Actual value not known. Amounts reported in lieu thereof represents results			
35		of capitalizing annual rentals at 6% in accordance with instructions to			
36		respondent dated March 23, 1942 from I.C.C. Director of Statistics.			
37		4/ Amounts of depreciation and amortization accrued not known.			
38		5/ Actual value not known. No rental paid as trackage was not used during			
39		year 1978.			
		TOTAL	8 715	3 151 692	684 269

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

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

2. The amounts for respondent and for each group or class of companies and properties on line 49 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	9 086	11 030	77	
2	(2) Land for transportation purposes	11 931	20 803	16	
3	(3) Grading	65 921	85 350	1 223	
4	(4) Other right-of-way expenditures	594	404	1	
5	(5) Tunnels and subways	15 435	5 139	36	
6	(6) Bridges, trestles, and culverts	39 157	45 134	510	
7	(7) Elevated structures				
8	(8) Ties	27 600	26 606	84	
9	(9) Rails	51 066	53 167	591	
10	(10) Other track material	46 309	45 154	351	
11	(11) Ballast	22 379	13 676	126	
12	(12) Track laying and surfacing	26 105	28 516	111	
13	(13) Fences, snowsheds, and signs	3 126	4 922	13	
14	(16) Station and office buildings	42 265	25 203	25	
15	(17) Roadway buildings	8 370	4 938	11	
16	(18) Water stations	885	861	1	
17	(19) Fuel stations	3 064	3 556	1	
18	(20) Shops and enginehouses	29 979	21 927		
19	(22) Storage warehouses		71		
20	(23) Wharves and docks				
21	(24) Coal and ore wharves				
22	(25) TOFC/COFC terminals	1 061	3 746		
23	(26) Communication systems	15 009	13 453	13	
24	(27) Signals and interlockers	49 234	44 779	209	
25	(29) Power plants	823	350	1	
26	(31) Power-transmission systems	2 285	1 654		
27	(35) Miscellaneous structures	473	578		
28	(37) Roadway machines	44 757	8		
29	(39) Public improvements—Construction	8 095	9 335	3	
30	(44) Shop machinery	21 125	12 315		
31	(45) Power-plant machinery	1 910	1 208		
32	Leased property capitalized rentals (explain)				1/ (1 193)
33	Other (specify & explain)				
34	Total expenditures for road	548 044	483 883	3 403	(1 193)
35	(52) Locomotives	493 351			
36	(53) Freight-train cars	1 346 370	324		
37	(54) Passenger-train cars				
38	(55) Highway revenue equipment				
39	(56) Floating equipment				
40	(57) Work equipment	40 666	1 902		
41	(58) Miscellaneous equipment	11 207			
42	Total expenditures for equipment	1 891 594	2 226		
43	(76) Interest during construction	11 816	12 827	115	
44	(77) Other expenditures—General	2 127	2 423	21	
45	Total general expenditures	13 943	15 250	136	
46	Total	2 453 581	501 359	3 539	
47	(80) Other elements of investment	66 524	60 677	(463)	
48	(90) Construction work in progress	38 768	28 900		
49	Grand Total	2 558 873	590 936	3 076	(1 193)

1/ Please see Page 40A for footnote.

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NOTES AND REMARKS

Note referring to Schedule 335B, Page 40.

- 1/ Excludes amounts by primary accounts for item shown on Schedule 335-A with 3/ "Actual value not known. Amounts reported in lieu thereof represent results of capitalizing annual rental at 6% in accordance with instructions to respondent dated March 23, 1942, from I.C.C. Director of Statistics."

NOTES AND REMARKS

339. OTHER ELEMENTS OF INVESTMENT

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

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

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

(Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)	Credits during the year (d)
1	Dana to Rawlins Retirement	551	\$	\$ 153
2				
3	North Platte Retirement	551		117
4				
5	Minor items each less than \$100	551		485
6				
7	Charges to Property Investment	731		406
8				
9				
10				
11				
12				
13				
14				
15				
16				
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21				
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47				
48				
49				
50	TOTALS	XXX		1 161
51	NET CHANGES	XXX		1 161

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

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

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

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

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

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

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

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

Line No.	Account (a)	DEPRECIATION BASE		Annual composite rate (percent) (d)
		Beginning of year (b)	Close of year (c)	
	ROAD	\$	\$	\$
1	(1) Engineering		NONE	
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			
12	(20) Shops and enginehouses			
13	(22) Storage warehouses			
14	(23) Wharves and docks			
15	(24) Coal and ore wharves			
16	(25) TOFC/COFC terminals			
17	(26) Communication systems			
18	(27) Signals and interlockers			
19	(29) Power plants			
20	(31) Power transmission systems			
21	(35) Miscellaneous structures			
22	(37) Roadway machines			
23	(39) Public improvements—Construction			
24	(44) Shop machinery			
25	(45) Power-plant machinery			
26	All other road accounts			
27	Total road			
	EQUIPMENT			
28	(52) Locomotives			
29	(53) Freight-train cars			
30	(54) Passenger-train cars			
31	(55) Highway revenue equipment			
32	(56) Floating equipment			
33	(57) Work equipment			
34	(58) Miscellaneous equipment			
35	Total equipment			
36	GRAND TOTAL			XXXX

342. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT LEASED TO OTHERS

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

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

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

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

5. Thousand dollar Rounding 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			NONE			
2	(3) Grading						
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts						
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs						
8	(16) Station and office buildings						
9	(17) Roadway buildings						
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals						
17	(26) Communications systems						
18	(27) Signals and interlockers						
19	(29) Power plants						
20	(31) Power-transmission systems						
21	(35) Miscellaneous structures						
22	(37) Roadway machines						
23	(39) Public improvements—Construction						
24	(44) Shop machinery						
25	(45) Power-plant machinery						
26	All other road accounts						
27	Total road						
	EQUIPMENT						
28	(52) Locomotives						
29	(53) Freight-train cars						
30	(54) Passenger-train cars						
31	(55) Highway revenue equipment						
32	(56) Floating equipment						
33	(57) Work equipment						
34	(58) Miscellaneous equipment						
35	Total equipment						
36	GRAND TOTAL						

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

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

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

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

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

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

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

Line No.	(Dollars in thousands)		OWNED AND USED			LEASED FROM OTHERS		
	Account (a)		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		21 082	20 953	1.13			
2	(3) Grading		152 261	156 654	.09			
3	(4) Other right-of-way expenditures		827	991	2.00			
4	(5) Tunnels and subways		20 647	20 649	.70			
5	(6) Bridges, trestles, and culverts		79 839	84 043	1.15			
6	(7) Elevated structures							
7	(13) Fences, snowsheds, and signs		8 067	8 179	2.00			
8	(16) Station and office buildings		61 456	61 101	1.82			
9	(17) Roadway buildings		10 858	11 341	2.22			
10	(18) Water stations		1 490	1 477	2.86			
11	(19) Fuel stations		5 503	5 793	3.57			
12	(20) Shops and enginehouses		49 118	49 399	2.17			
13	(22) Storage warehouses							
14	(23) Wharves and docks		90	90	2.00			
15	(24) Coal and ore wharves							
16	(25) TOFC/COFC terminals		3 121	3 090	3.30			
17	(26) Communications systems		21 449	23 704	2.33			
18	(27) Signals and interlockers		90 548	94 948	2.70			
19	(29) Power plants		1 110	1 092	2.13			
20	(31) Power transmission systems		3 778	3 720	3.70			
21	(35) Miscellaneous structures		939	965	2.33			
22	(37) Roadway machines		34 548	40 194	5.29			
23	(39) Public improvements—Construction		13 040	13 496	1.98			
24	(44) Shop machinery		26 841	27 787	4.29			
25	(45) Power plant machinery		3 467	3 294	3.13			
26	All other road accounts							
27	Amortization (other than defense projects)							
28	Total road		610 079	632 960	1.81			
	EQUIPMENT							
29	(52) Locomotives		443 610	479 810	5.47			
30	(53) Freight-train cars		1 291 807	1 345 827	3.54			
31	(54) Passenger-train cars							
32	(55) Highway revenue equipment							
33	(56) Floating equipment							
34	(57) Work equipment		41 192	42 070	4.79			
35	(58) Miscellaneous equipment		13 060	11 324	9.89			
36	Total equipment		1 789 669	1 879 031	4.10			
37	GRAND TOTAL		2 399 748	2 511 991	XXXX			

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

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

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

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

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

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

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

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

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

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

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

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

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

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

6. Thousand dollar Reporting Rule.

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

355. ACCRUED LIABILITY - LEASED PROPERTY

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

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

NOTES AND REMARKS

(Dollars in Thousands)

Note referring to Schedule 332, Page 38:

Difference between credits in Column (c) "Road" Schedule 332 and charges to Operating Expense Accounts represents:

Depreciation on property owned and used, leased to others, not included in Operating Expense \$39.

Depreciation on property jointly owned and not used account cessation of passenger service \$16.

Note referring to Schedule 350, Page 44:

Variations of annual composite rates shown in Column (d) result from changes in relative value of property included in the depreciation base. Depreciation base for accounts 1, 3, 4, 5, and 39 includes non-depreciable property.

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NOTES AND REMARKS

360. LEASES—GENERAL INSTRUCTIONS AND DEFINITIONS

A. General Instructions

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

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

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

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

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

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

B. Definitions

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

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

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

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

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

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

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

36.2. 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 36.4. 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	None						
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 subleases for the current year. Also, show amounts expected to be received on all noncancelable sublease rentals for the year beginning after the current year as required.

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
10	Present value of minimum lease payments from Part I above	\$	\$	\$	\$	\$	\$	\$
11	Contingent rentals	None	XXXX	XXXX	XXXX	XXXX	XXXXX	XXXXX
12	Minimum noncancelable sublease rentals		XXXX	XXXX	XXXX	XXXX	XXXXX	XXXXX
13	Net rental expense		XXXXX	XXXX	XXXX	XXXX	XXXXX	XXXXX

361. CAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

Disclose total lease payments for the years shown. Then, disclose amounts representing explanation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. Report dollars in thousands.

(1) executory costs and (2) interest to derive the present value of minimum lease payments. An

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	None						
4	- Maintenance							
5	- Insurance							
6	- Other							
7	Total executory costs (2-5)							
8	Minimum lease payments (1, 6)							
9	Less: Amount representing interest							
10	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	None	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 property.

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

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

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	None	
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)	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	\$ 2 664	\$ 3 076	\$	\$	\$	\$	\$ 5 740
2	Minimum noncancelable sublease rentals							
3	Net minimum lease payments	2 664	3 076					5 740

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	\$ 2 664	\$ 2 206
5	Contingent rentals	7 158	6 317
6	Less: Sublease rentals		
7	Total rental expense	9 822	8 523

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) Information not reported as per instruction in first paragraph.
2	
3	
4	
5	
6	
7	
8	
9	(b)
10	
11	
12	
13	
14	
15	
16	
17	(c)
18	
19	
20	
21	
22	
23	
24	
25	(d)
26	
27	
28	
29	
30	
31	
32	
33	(e)
34	
35	
36	
37	
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39	
40	

370. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

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

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

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	759	Estimated Amounts Payable Within One Year:	5
2		Loss and Damage - Freight Claims	14 104
3	759	Unaudited Bills Payable:	
4		Fuel & material received for which bills have not	
5		been received	18 365
6	759	Vacation Payments Due Employees	36 112
7			
8			
9			
10	763	Information not reported as per Instruction number 1	
11			
12			
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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.	Item (b)	Amount (c)
1		Information not reported as per above instruction.	5
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
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410. RAILWAY OPERATING EXPENSES

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

Line No.	Name of railway operating expense account	Freight						Passenger 1/ (c)	Total
		(a)	(b)	(c)	(d)	(e)	(f)		
			Salaries and wages	Material, tools, supplies, fuel, and lubricants	Purchased services	General	Total freight expense		
	WAY AND STRUCTURES								
	ADMINISTRATION								
1	Track		8 068	306		1 448	10 036		10 036
2	Bridge and Bulkhead		891	34		160	1 109		1 109
3	Signal		715	27		129	890		890
4	Communication		663	25		119	825		825
5	Other		6 500	246		1 167	8 085		8 085
	REPAIR AND MAINTENANCE								
6	Roadway - Running		2 445	654	3 026	115	6 241		6 241
7	Roadway - Switching		139	37	172	8	356		356
8	Tunnels and Subways - Running		1	11	9		21		21
9	Tunnels and Subways - Switching			1			1		1
10	Bridges and Culverts - Running		2 054	577	93	246	2 970		2 970
11	Bridges and Culverts - Switching		117	33	5	14	169		169
12	Ties - Running		N/A	8 627	N/A	N/A	8 627		8 627
13	Ties - Switching		N/A	492	N/A	N/A	492		492
14	Rail - Running		N/A	20 292	N/A	N/A	20 292		20 292
15	Rail - Switching		N/A	1 156	N/A	N/A	1 156		1 156
16	Other Track Material - Running		N/A	16 796	N/A	N/A	16 796		16 796
17	Other Track Material - Switching		N/A	957	N/A	N/A	957		957
18	Ballast - Running		N/A	3 060	N/A	N/A	3 060		3 060
19	Ballast - Switching		N/A	174	N/A	N/A	174		174
20	Track laying and surfacing - Running		50 073	346	1 528	1 612	53 559		53 559
21	Track laying and surfacing - Switching		2 853	20	87	91	3 051		3 051
22	Road Property Damaged - Running		3 028	410	299	156	3 893		3 893
23	Road Property Damaged - Switching		172	23	17	10	222		222
24	Road Property Damaged - Other		28	4	3	1	36		36
25	Signals and Interlockers - Running		5 152	3 558	192	477	9 379		9 379
26	Signals and Interlockers - Switching		293	203	11	27	534		534
27	Communications Systems		1 487	544	7	398	2 436		2 436
28	Electric Power Systems		232	136	8	49	425		425
29	Highway Grade Crossings - Running		1 001	491	84	53	1 629		1 629
30	Highway Grade Crossings - Switching		57	28	5	3	93		93
31	Station and Office Buildings		2 288	814	1 417	102	4 621		4 621
32	Shop Buildings - Locomotives		1 426	535	170	91	2 222		2 222
33	Shop Buildings - Freight Cars		492	184	59	32	767		767
34	Shop Buildings - Other Equipment							N/A	

410 RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	1 Freight					Passenger 1/100	Total freight expense	Total
		(a)	(b)	(c)	(d)	(e)			
101	WAY AND STRUCTURES - Continued								
102	REPAIR AND MAINTENANCE - Continued								
103	Locomotive Service Facilities		146	171	29	(19)		327	327
104	Miscellaneous Buildings and Structures		2 105	1 542	348	32		4 027	4 027
105	Coal Terminals						N/A		
106	Other Marine Terminals						N/A		
107	TOC/COC - Terminals						N/A		
108	Motor Vehicle Loading and Distribution Facilities						N/A		
109	Facilities for Other Specialized Service Operations						N/A		
110	Roadway Machines						N/A		
111	Small Tools and Supplies						N/A		
112	Snow Removal						N/A		
113	Fringe Benefits - Running						N/A		
114	Fringe Benefits - Other						N/A		
115	Casualties and Insurance - Running						N/A		
116	Casualties and Insurance - Switching						N/A		
117	Casualties and Insurance - Other						N/A		
118	Lease Rentals - Debit - Running						N/A		
119	Lease Rentals - Debit - Switching						N/A		
120	Lease Rentals - Debit - Other						N/A		
121	Lease Rentals - (Credit) - Running						N/A		
122	Lease Rentals - (Credit) - Switching						N/A		
123	Lease Rentals - (Credit) - Other						N/A		
124	Joint Facility Rent - Debit - Running						N/A		
125	Joint Facility Rent - Debit - Switching						N/A		
126	Joint Facility Rent - Debit - Other						N/A		
127	Joint Facility Rent - (Credit) - Running						N/A		
128	Joint Facility Rent - (Credit) - Switching						N/A		
129	Joint Facility Rent - (Credit) - Other						N/A		
130	Other Rents - Debit - Running						N/A		
131	Other Rents - Debit - Switching						N/A		
132	Other Rents - Debit - Other						N/A		
133	Other Rents - (Credit) - Running						N/A		
134	Other Rents - (Credit) - Switching						N/A		
135	Other Rents - (Credit) - Other						N/A		
136	Depreciation - Running						N/A		
137	Depreciation - Switching						N/A		
138	Depreciation - Other						N/A		
139	Joint Facility - Debit - Running						N/A		
140	Joint Facility - Debit - Switching						N/A		
141	Joint Facility - Debit - Other						N/A		
142	Joint Facility - (Credit) - Running						N/A		
143	Joint Facility - (Credit) - Switching						N/A		
144	Joint Facility - (Credit) - Other						N/A		
145	Discontinuing Retired Road Property - Running						N/A		
146	Discontinuing Retired Road Property - Switching						N/A		
147	Discontinuing Retired Road Property - Other						N/A		
148	Other - Running						N/A		
149	Other - Switching						N/A		
150	Other - Other						N/A		
151	Total Way and Structures		98 004	75 784	15 507	49 897		239 192	239 192

Please see footnote on Page 61.

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger 1/	Total
		(a)	(b)	(c)	(d)	(e)		
		\$	\$	\$	\$	\$	\$	\$
	EQUIPMENT							
	LOCOMOTIVES							
201	Administration	5 208		352	181	1 359		7 100
202	Repair and Maintenance	32 216		26 911	9 607	47		68 781
203	Machine Repair	1 387		1 088	105	(3)		2 577
204	Equipment Damaged	23		19	7			49
205	Fringe Benefits	N/A		N/A	N/A	12 089		12 089
206	Other Casualties and Insurance	N/A		N/A	N/A	640		640
207	Lease Rentals - Debit	N/A		N/A	440	N/A		440
208	Lease Rentals - (Credit)	N/A		N/A	(2 699)	N/A		(2 699)
209	Joint Facility Rent - Debit	N/A		N/A	179	N/A		179
210	Joint Facility Rent - (Credit)	N/A		N/A	(34)	N/A		(34)
211	Other Rents - Debit	N/A		N/A	11	N/A		11
212	Other Rents - (Credit)	N/A		N/A	(445)	N/A		(445)
213	Depreciation	N/A		N/A	N/A	25 569		25 569
214	Joint Facility - Debit	N/A		N/A	826	N/A		826
215	Joint Facility - (Credit)	N/A		N/A	(83)	N/A		(83)
216	Repairs Billed to Others - (Credit)	N/A		N/A	(15)	N/A		(15)
217	Dismantling Retired Property	2			1			3
218	Other					(59)		(59)
219	Total Locomotives	38 836	28 370		8 081	39 642		114 929
	FREIGHT CARS							
220	Administration	4 206		284	146	1 097	N/A	5 733
221	Repair and Maintenance	25 778		28 591	20 307	3 556	N/A	78 232
222	Machine Repair	249		196	19	(1)	N/A	463
223	Equipment Damaged	403		447	318		N/A	1 168
224	Fringe Benefits	N/A		N/A	N/A	9 763	N/A	9 763
225	Other Casualties and Insurance	N/A		N/A	N/A	903	N/A	903
226	Lease Rentals - Debit	N/A		N/A	626	N/A		626
227	Lease Rentals - (Credit)	N/A		N/A	(14 880)	N/A		(14 880)
228	Joint Facility Rent - Debit	N/A		N/A	12	N/A		12
229	Joint Facility Rent - (Credit)	N/A		N/A	(1)	N/A		(1)
230	Other Rents - Debit	N/A		N/A	118 972	N/A		118 972
231	Other Rents - (Credit)	N/A		N/A	(98 834)	N/A		(98 834)
232	Depreciation	N/A		N/A	N/A	46 272	N/A	46 272
233	Joint Facility - Debit	N/A		N/A	60	N/A		60
234	Joint Facility - (Credit)	N/A		N/A	N/A	N/A		N/A
235	Repairs Billed to Others - (Credit)	N/A		N/A	(22 991)	N/A		(22 991)
236	Dismantling Retired Property	712		70	224	1		(22 991)
237	Other					(633)		(633)
238	Total Freight Cars	31 348	29 588		3 978	60 958		125 872

410. RAILWAY OPERATING EXPENSE - Continual

Freight

Line No.	Name of railway operating expense account	(a)	Salaries and wages	(b)	Material, tools, supplies, fuels, and lubricants	(c)	Purchased services	(d)	General	(e)	Total freight expense	(f)	Passenger 1/	(g)	Total	(h)
			\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
301	EQUIPMENT - Continual OTHER EQUIPMENT															
	Administration		560		38		19		146		763					763
	Repair and Maintenance:															
	Trucks, Trailers, and Containers - Revenue Service															
302	Floating Equipment - Revenue Service															
303	Passenger and Other Revenue Equipment															
304	Computers and Data Processing Systems															
305	Machinery		522		410		517		83		32					32
306	Work and Other Non-Revenue Equipment		3 602		2 864		1 598		1 243		9 314					600
307	Equipment Damaged		9		7		4		699		719					970
308	Fringe Benefits		N/A		N/A		N/A		1 299		1 293					9 314
309	Other Casualties and Insurance		N/A		N/A		N/A		2 220		2 220					719
310	Lease Rentals - Debit		N/A		N/A		3 045		N/A		3 045					1 299
311	Lease Rentals - (Credit)		N/A		N/A		(22)		N/A		(22)					2 220
312	Joint Facility Rent - Debit		N/A		N/A		13		N/A		13					3 045
313	Joint Facility Rent - (Credit)		N/A		N/A		(121)		N/A		(121)					(22)
314	Other Rents - Debit		N/A		N/A		9 164		N/A		9 164					13
315	Other Rents - (Credit)		N/A		N/A		(2 232)		N/A		(2 232)					(121)
316	Depreciation		N/A		N/A		N/A		4 507		4 507					9 164
317	Joint Facility - Debit		N/A		N/A		221		N/A		221					(2 232)
318	Joint Facility - (Credit)		N/A		N/A		(5)		N/A		(5)					4 507
319	Repairs Filled to Others - (Credit)		N/A		N/A		1		N/A		1					221
320	Dismantling Retired Property		2		83		72		N/A		3					(5)
321	Other		94		3 429		12 323		(2)		247					3
322	Total Other Equipment		4 788		61 387		24 382		110 807		271 548					247
323	Total Equipment		74 972		61 387		24 382		110 807		271 548					30 747
324																271 548

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight						Passenger 1/	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$	\$
	TRANSPORTATION								
	TRAIN OPERATIONS								
401	Administration		10 724	1 261	491	2 093	14 569		14 569
402	Engine Crews		46 340	36	114	38	46 536		46 536
403	Train Crews		95 670	73	222	81	95 966		95 966
404	Dispatching Trains		5 112	1	43	30	5 192		5 192
405	Operating Signals and Interlockers		2 245	892	388	243	3 768		3 768
406	Operating Drawbridges		276	(3)	3		276		276
407	Highway Crossing Protection		193	2	5		200		200
408	Train Inspection and Lubrication		9 919	5 673	169	(30)	15 731		15 731
409	Locomotive Fuel		932	111 219	252	(21)	112 382		112 382
410	Electric Power Purchased or Produced for Motive Power		10	25	8		43		43
411	Servicing Locomotives		9 075	1 660	409	(14)	11 130		11 130
412	Freight Lost or Damaged - Solely Related		N/A	N/A	N/A	5 896	5 896		5 896
413	Clearing Wrecks		2 645	507	1 704	117	4 973		4 973
414	Fringe Benefits		N/A	N/A	N/A	40 877	40 877		40 877
415	Other Casualties and Insurance		N/A	N/A	N/A	8 991	8 991		8 991
416	Joint Facility - Debit		N/A	N/A	1 026	N/A	1 026		1 026
417	Joint Facility - (Credit)		N/A	N/A	(471)	N/A	(471)		(471)
418	Other		4 772	1 894	6 331	6 987	19 984		19 984
419	Total Train Operations		187 919	123 240	10 694	65 244	387 097		387 097
	YARD OPERATIONS								
420	Administration		4 288	505	196	838	5 827		5 827
421	Switch Crews		47 603	448	23	368	48 842		48 842
422	Controlling Operations		7 181	68	64	55	7 368		7 368
423	Yard and Terminal Clerical		14 129	133	126	109	14 497		14 497
424	Operating Switches, Signals, Retarders and Humps		1 395	13	12	11	1 431		1 431
425	Locomotive Fuel		57	6 872	15	(1)	6 943		6 943
426	Electric Power Purchased or Produced for Motive Power								
427	Servicing Locomotives		549	101	26	(1)	675		675
428	Freight Lost or Damaged - Solely Related		N/A	N/A	N/A	93	93		93
429	Clearing Wrecks		1 175	225	757	29	2 206		2 206
430	Fringe Benefits		N/A	N/A	N/A	16 364	16 364		16 364
431	Other Casualties and Insurance		N/A	N/A	N/A	8 127	8 127		8 127
432	Joint Facility - Debit		N/A	N/A	8 723	N/A	8 723		8 723
433	Joint Facility - (Credit)		N/A	N/A	(1 745)	N/A	(1 745)		(1 745)
434	Other		156		708	(2)	862		862
435	Total Yard Operations		76 533	8 365	9 305	26 010	120 213		120 213

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger 1/	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(h)
		\$	\$	\$	\$	\$	\$	\$
TRANSPORTATION - Continued:								
TRAIN AND YARD OPERATIONS COMMON:								
501	Cleaning Car Interiors		5 978	597	677	N/A	7 252	7 252
502	Adjusting and Transferring Loads		546		368	N/A	914	914
503	Car Loading Devices and Grain Doors		429	2 692	48	N/A	3 169	3 169
504	Freight Lost or Damaged - all other		N/A	N/A	N/A	9 602	9 602	9 602
505	Fringe Benefits		N/A	N/A	N/A	1 600	1 600	1 600
506	Total Train and Yard Operations Common		6 953	3 289	1 093	11 202	22 537	22 537
SPECIALIZED SERVICE OPERATIONS:								
507	Administration		169	15	6	25	215	215
508	Pickup & Delivery and Marine Line Haul							
509	Loading & Unloading and Local Marine		734	1	575		1 310	1 310
510	Protective Services				698		698	698
511	Freight Lost or Damaged - Safety Related							
512	Fringe Benefits		N/A	N/A	N/A	1 348	1 348	1 348
513	Casualties and Insurance		N/A	N/A	N/A	492	492	492
514	Joint Facility - Debit		N/A	N/A	N/A	32	32	32
515	Joint Facility - (Credit)		N/A	N/A	3	N/A	3	3
516	Other		1 364	1 075	35	58	2 532	2 532
517	Total Specialized Services Operations		2 267	1 091	1 317	1 955	6 630	6 630
ADMINISTRATIVE SUPPORT OPERATIONS:								
518	Administration		1 633	192	75	319	2 219	2 219
519	Employees Performing Clerical and Accounting Functions		25 133	881	3 549	1 266	30 829	30 829
520	Communication Systems Operation		1 833	15	427	173	2 448	2 448
521	Less and Damage Claims Processing		159	30	32	9	230	230
522	Fringe Benefits		N/A	N/A	N/A	6 228	6 228	6 228
523	Casualties and Insurance		N/A	N/A	N/A	130	130	130
524	Joint Facility - Debit		N/A	N/A	292	N/A	292	292
525	Joint Facility - (Credit)		N/A	N/A	(5)	N/A	(5)	(5)
526	Other		59		10	1 450	1 519	1 519
527	Total Administrative Support Operations		28 817	1 118	4 380	9 575	43 890	43 890
528	Total Transportation		302 489	137 103	26 789	113 986	580 367	580 367

Please see footnote on Page 61.

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account (a)	Freight					Passenger 1/ Tg	Total
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
		\$	\$	\$	\$	\$	\$	\$
	GENERAL AND ADMINISTRATIVE							
601	Officers - General Administration	18 490	1 013	1 968	4 401	25 872		25 872
602	Accounting, Auditing and Finance	15 868	848	1 708	5 508	23 932		23 932
603	Management Services and Data Processing	6 602	362	703	1 571	9 238		9 238
604	Marketing	5 464	89	314	926	6 793		6 793
605	Sales	9 028	147	519	1 528	11 222		11 222
606	Industrial Development	17	1	1		18	N/A	18
607	Personnel and Labor Relations	2 207	121	235	1 321	3 884		3 884
608	Legal and Secretarial	2 394	12	1 733	540	4 679		4 679
609	Public Relations and Advertising	70	22	2 546	535	3 173		3 173
610	Research and Development							
611	Fringe Benefits	N/A	N/A	N/A	18 122	18 122		18 122
612	Casualties and Insurance	N/A	N/A	N/A	138	138		138
613	Write-down of Uncollectible Accounts	N/A	N/A	N/A	515	515		515
614	Property Taxes	N/A	N/A	N/A	27 112	27 112		27 112
615	Other Taxes Except on Corporate Income or Payrolls	N/A	N/A	N/A	7 713	7 713		7 713
616	Joint Facility - Debit	N/A	N/A	440	N/A	440		440
617	Joint Facility - (Credit)	N/A	N/A	(3)	N/A	(3)		(3)
618	Other	1 805	151	290	2 746	4 992		4 992
619	Total General and Administrative	61 945	2 765	10 454	72 676	147 840		147 840
620	Total Carrier Operating Expenses	537 410	277 039	77 132	347 366	1 238 947		1 238 947

1/ Passenger information is not reported in accordance with exemption granted by the Bureau of Accounts, ICC, in letter dated October 25, 1976.

412. WAY AND STRUCTURES

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

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

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

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

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
1	1	Engineering	\$ 237	\$ 275	\$
2	2	Land for transportation purposes	N/A	N/A	
3	3	Grading	142	1 522	
4	4	Other right-of-way expenditures	25	3	
5	5	Tunnels and subways	142		
6	6	Bridges, trestles and culverts	1 083	N/A	
7	7	Elevated structures		N/A	
8	8	Ties	N/A	482	
9	9	Rails	N/A	(121)	
10	10	Other track material	N/A	169	
11	11	Ballast	N/A	186	
12	12	Track laying and surfacing	N/A	395	
13	13	Fences, snowsheds and signs	170	5	
14	16	Station and office buildings	849	22	
15	17	Roadway buildings	213	N/A	
16	18	Water stations	41	N/A	
17	19	Fuel stations	200	N/A	
18	20	Shops and enginehouses	1 068	1	
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	102	N/A	
23	26	Communications systems	525	N/A	
24	27	Signals and interlockers	2 572	N/A	
25	29	Power plants	24	N/A	
26	31	Power transmission systems	139	N/A	
27	35	Miscellaneous structures	22	N/A	
28	37	Roadway machines	2 030	N/A	
29	39	Public improvements; construction	255	13	
30	45	Power plant machines	107	N/A	
31	76	Interest during construction	N/A	156	N/A
32	77	Other expenditures; general	N/A	36	N/A
33	80	Other elements of investment	N/A		(57)
34	-	Other lease/rentals	9 946	3 144	(57)
35	-	Total			

410. RAILWAY OPERATING EXPENSES

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

Line No.	Name of railway operating expense account	Freight						Passenger 1/100	Total
		(a)	(b)	(c)	(d)	(e)	(f)		
		\$	\$	\$	\$	\$	\$		\$
	WAY AND STRUCTURES								
	ADMINISTRATION								
1	Truck	8 068	306		214	1 448	10 036		10 036
2	Bridge and Building	891	34		24	160	1 109		1 109
3	Signal	715	27		19	129	890		890
4	Communication	663	25		18	119	825		825
5	Other	6 500	246		172	1 167	8 085		8 085
	REPAIR AND MAINTENANCE								
6	Roadway - Running	2 446	654		3 026	115	6 241		6 241
7	Roadway - Switching	139	37		172	8	356		356
8	Tunnels and Subways - Running	1	11		9		21		21
9	Tunnels and Subways - Switching						1		1
10	Bridges and Culverts - Running	2 054	577		93	246	2 970		2 970
11	Bridges and Culverts - Switching	117	33		5	14	169		169
12	Truck - Running	N/A	8 627		N/A	N/A	8 627		8 627
13	Truck - Switching	N/A	492		N/A	N/A	492		492
14	Rail - Running	N/A	20 292		N/A	N/A	20 292		20 292
15	Rail - Switching	N/A	1 156		N/A	N/A	1 156		1 156
16	Other Track Material - Running	N/A	16 796		N/A	N/A	16 796		16 796
17	Other Track Material - Switching	N/A	957		N/A	N/A	957		957
18	Ballast - Running	N/A	3 060		N/A	N/A	3 060		3 060
19	Ballast - Switching	N/A	174		N/A	N/A	174		174
20	Track laying and surfacing - Running	50 073	346		1 528	1 612	53 559		53 559
21	Track laying and surfacing - Switching	2 853	20		87	91	3 051		3 051
22	Road Property Damaged - Running	3 028	410		299	156	3 893		3 893
23	Road Property Damaged - Switching	172	23		17	10	222		222
24	Road Property Damaged - Other	28	4		3	1	36		36
25	Signals and Interlockers - Running	5 152	3 558		192	477	9 379		9 379
26	Signals and Interlockers - Switching	293	203		11	27	534		534
27	Communications Systems	1 487	544		7	398	2 436		2 436
28	Electric Power Systems	232	136		8	49	425		425
29	Highway Grade Crossings - Running	1 001	491		84	53	1 629		1 629
30	Highway Grade Crossings - Switching	57	28		5	3	93		93
31	Station and Office Buildings	2 288	814		1 417	102	4 621		4 621
32	Shop Buildings - Locomotives	1 426	535		170	91	2 222		2 222
33	Shop Buildings - Freight Cars	492	184		59	32	767		767
34	Shop Buildings - Other Equipment							N/A	

410. RAILWAY OPERATING EXPENSE - Continued

Road Income UP Year 19 78

Line No.	Name of railway operating expense account	Expense						Total
		(a)	(b)	(c)	(d)	(e)	(f)	
			Salaries and wages	Materials, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense	Passenger $\frac{1}{(f)}$
			(b)	(c)	(d)	(e)	(f)	(h)
			\$	\$	\$	\$	\$	\$
101	WAY AND STRUCTURES - Continued							
102	REPAIR AND MAINTENANCE - Continued							
103	Locomotive Service Facilities		146	171	29	(19)	327	327
104	Miscellaneous Buildings and Structures		2 105	1 542	348	32	4 027	4 027
105	Coal Terminals							
106	Ore Terminals							
107	Other Marine Terminals		4	48	534		626	626
108	TOFC COFC - Terminals							
109	Motor Vehicle Loading and Distribution Facilities							
110	Facilities for Other Specialized Service Operations							
111	Railway Machines		2 736	5 875	868	152	10 974	10 974
112	Small Tools and Supplies		1 44	7 257	267	366	9 084	9 084
113	Snow Removal		1 706	22	133	023	10	10
114	Track Benefits - Running					16	7	7
115	Track Benefits - Switching							
116	Track Benefits - Other							
117	Casualties and Insurance - Running							
118	Casualties and Insurance - Other							
119	Lease Rentals - Debit - Running							
120	Lease Rentals - Debit - Switching							
121	Lease Rentals - Debit - Other							
122	Lease Rentals - Credit - Running							
123	Lease Rentals - Credit - Switching							
124	Lease Rentals - Credit - Other							
125	Joint Facility Rent - Debit - Running							
126	Joint Facility Rent - Debit - Switching							
127	Joint Facility Rent - Debit - Other							
128	Joint Facility Rent - Credit - Running							
129	Joint Facility Rent - Credit - Switching							
130	Joint Facility Rent - Credit - Other							
131	Other Rentals - Debit - Running							
132	Other Rentals - Debit - Switching							
133	Other Rentals - Debit - Other							
134	Other Rentals - Credit - Running							
135	Other Rentals - Credit - Switching							
136	Other Rentals - Credit - Other							
137	Depreciation - Running							
138	Depreciation - Switching							
139	Depreciation - Other							
140	Joint Facilities - Debit - Running							
141	Joint Facilities - Debit - Switching							
142	Joint Facilities - Debit - Other							
143	Joint Facilities - Credit - Running							
144	Joint Facilities - Credit - Switching							
145	Joint Facilities - Credit - Other							
146	Discontinuing - Retired Road Property - Running		486	14		8	4	4
147	Discontinuing - Retired Road Property - Switching		28					
148	Discontinuing - Retired Road Property - Other		231	28		9	2	2
149	Other - Running		130	2	263	2 050	2 771	2 771
150	Other - Switching		62	13	125	973	1 173	1 173
151	Other - Other							
	Total Way and Structures		98 004	75 784	15 507	49 750	239 045	239 045

Please see footnote on Page 61.

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger 1/	Total freight expense	Total
		(a)	(b)	(c)	(d)	(e)			
		\$	\$	\$	\$	\$	\$	\$	\$
EQUIPMENT:									
LOCOMOTIVES									
201	Administration		5 208	352	181	1 359		7 100	7 100
202	Repair and Maintenance		32 216	26 911	9 607	67		68 781	68 781
203	Machinery Repair		1 387	1 088	105	(3)		2 577	2 577
204	Equipment Damaged		23	19	7			49	49
205	Fringe Benefits		N/A	N/A	N/A	12 089		12 089	12 089
206	Other Casualties and Insurance		N/A	N/A	N/A	640		640	640
207	Lease Rentals - Debit		N/A	N/A	460			460	460
208	Lease Rentals - (Credit)		N/A	N/A	(2 699)			(2 699)	(2 699)
209	Joint Facility Rent - Debit		N/A	N/A	179			179	179
210	Joint Facility Rent - (Credit)		N/A	N/A	(34)			(34)	(34)
211	Other Rentals - Debit		N/A	N/A	11			11	11
212	Other Rentals - (Credit)		N/A	N/A	(445)			(445)	(445)
213	Depreciation		N/A	N/A	N/A	26 185		26 185	26 185
214	Joint Facility - Debit		N/A	N/A	826			826	826
215	Joint Facility - (Credit)		N/A	N/A	(83)			(83)	(83)
216	Repairs Related to Others - (Credit)		N/A	N/A	(15)			(15)	(15)
217	Presenting Refused Property		2			(59)		(59)	(59)
218	Other								
219	Total Locomotives	28 836	28 370		8 081	40 258		115 545	115 545
FREIGHT CARS									
220	Administration		4 206	284	146	1 097		5 733	5 733
221	Repair and Maintenance		25 778	28 591	20 307	3 556		78 232	78 232
222	Machinery Repair		249	196	19	(1)		463	463
223	Equipment Damaged		403	447	318			1 168	1 168
224	Fringe Benefits		N/A	N/A	N/A	9 763		9 763	9 763
225	Other Casualties and Insurance		N/A	N/A	N/A	903		903	903
226	Lease Rentals - Debit		N/A	N/A	626			626	626
227	Lease Rentals - (Credit)		N/A	N/A	(14 880)			(14 880)	(14 880)
228	Joint Facility Rent - Debit		N/A	N/A	12			12	12
229	Joint Facility Rent - (Credit)		N/A	N/A	(1)			(1)	(1)
230	Other Rentals - Debit		N/A	N/A	118 972			118 972	118 972
231	Other Rentals - (Credit)		N/A	N/A	(98 036)			(98 036)	(98 036)
232	Depreciation		N/A	N/A	N/A	46 766		46 766	46 766
233	Joint Facility - Debit		N/A	N/A	60			60	60
234	Joint Facility - (Credit)		N/A	N/A					
235	Repairs Related to Others - (Credit)		N/A	N/A					
236	Disposing Refused Property		712		(22 931)	1		(22 931)	(22 931)
237	Other				234	(633)		(633)	(633)
238	Total Freight Cars	31 318	29 588		3 978	61 452		126 366	126 366

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight						Passenger 1/	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$	\$
	EQUIPMENT - Continued:								
	OTHER EQUIPMENT								
301	Administration		560	38	19	146	763		763
	Repair and Maintenance:								
302	Trucks, Trailers, and Containers - Revenue Service							N/A	
303	Floating Equipment - Revenue Service							N/A	
304	Paving and Other Revenue Equipment	(6)		27		13	32		32
305	Computers and Data Processing Systems				517	83	600		600
306	Machinery		522	410	39	(1)	970		970
307	Work and Other Non-Revenue Equipment		3 609	2 864	1 598	1 243	9 314		9 314
308	Equipment Damaged		9	7	4	699	719		719
309	Fringe Benefits		N/A	N/A	N/A	1 299	1 299		1 299
310	Other Casualties and Insurance		N/A	N/A	N/A	2 220	2 220		2 220
311	Lease Rentals - Debit		N/A	N/A	3 045	N/A	3 045		3 045
312	Lease Rentals - (Credit)		N/A	N/A	(22)	N/A	(22)		(22)
313	Joint Facility Rent - Debit		N/A	N/A	13	N/A	13		13
314	Joint Facility Rent - (Credit)		N/A	N/A	(11)	N/A	(11)		(11)
315	Other Rents - Debit		N/A	N/A	9 164	N/A	9 164		9 164
316	Other Rents - (Credit)		N/A	N/A	(2 232)	N/A	(2 232)		(2 232)
317	Depreciation		N/A	N/A	N/A	3 544	3 544		3 544
318	Joint Facility - Debit		N/A	N/A	221	N/A	221		221
319	Joint Facility - (Credit)		N/A	N/A		N/A			
320	Repairs Billed to Others - (Credit)		N/A	N/A	(5)	N/A	(5)		(5)
321	Dismantling Retired Property		2		1		3		3
322	Other		94	83	72	(2)	247		247
			4 738	3 429	12 323	9 244	29 784		29 784
323	Total Other Equipment		74 972	61 387	24 382	110 954	271 695		271 695
324	Total Equipment								

Please see Footnote on Page 61.

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight						Passenger 1/	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$	\$
401	TRANSPORTATION:								
402	Train Operations:								
403	Engine Crews	10 724	1 261		491	2 093	14 569		14 569
404	Train Crews	46 346	36		114	38	46 534		46 534
405	Dispatching Trains	95 670	73		222	31	95 996		95 996
406	Operating Signals and Interlockers	5 112	1		43	36	5 192		5 192
407	Operating Drawbridges	2 245	892		388	243	3 768		3 768
408	Highway Crossing Protection	276	(3)		3		276		276
409	Train Inspection and Lubrication	193	2		5		200		200
410	Locomotive Fuel	9 919	5 673		169	(30)	15 731		15 731
411	Electric Power Purchased or Produced for Motive Power	932	111 219		252	(21)	112 382		112 382
412	Servicing Locomotives	10	25		8		43		43
413	Freight Lost or Damaged - Solely Related	9 075	1 560		409	(14)	11 130		11 130
414	Clearing Wrecks	N/A	N/A		N/A	5 896	5 896		5 896
415	Fringe Benefits	2 645	507		1 704	117	4 973		4 973
416	Other Casualties and Insurance	N/A	N/A		N/A	40 877	40 877		40 877
417	Joint Facility - Debit	N/A	N/A		N/A	8 991	8 991		8 991
418	Joint Facility - (Credit)	N/A	N/A		1 026	N/A	1 026		1 026
419	Other	4 772	1 894		(471)	N/A	(471)		(471)
	Total Train Operations	187 919	123 240		10 694	65 244	367 097		367 097
420	YARD OPERATIONS								
421	Administration	4 288	505		196	838	5 827		5 827
422	Switch Crews	47 603	448		423	368	48 842		48 842
423	Controlling Operations	7 181	68		64	55	7 368		7 368
424	Yard and Terminal Clerical	14 129	133		126	109	14 497		14 497
425	Operating Switches, Signals, Retarders and Humps	1 395	13		12	11	1 431		1 431
426	Locomotive Fuel	57	6 872		15	(1)	6 943		6 943
427	Electric Power Purchased or Produced for Motive Power								
428	Servicing Locomotives	549	101		26	(1)	675		675
429	Freight Lost or Damaged - Solely Related	N/A	N/A		N/A	93	93		93
430	Clearing Wrecks	1 175	225		757	33	2 200		2 200
431	Fringe Benefits	N/A	N/A		N/A				
432	Other Casualties and Insurance	N/A	N/A		N/A	16 364	16 364		16 364
433	Joint Facility - Debit	N/A	N/A		N/A	8 127	8 127		8 127
434	Joint Facility - (Credit)	N/A	N/A		(1 723)	N/A	(1 723)		(1 723)
	Other	156			708	(3)	852		852
435	Total Yard Operations	76 533	8 365		9 305	26 010	120 213		120 213

410. RAILWAY OPERATING EXPENSE - Continued

Road Initials:

UP

Year 1978

Line No.	Name of railway operating expense account (a)	Freight					Passenger 1/	Total
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
		\$	\$	\$	\$	\$	\$	(h)
	TRANSPORTATION - Continued:							
	TRAIN AND YARD OPERATIONS COMMON:							
501	Cleaning Car Interiors	5 978	597	677	N/A	7 252	N/A	7 252
502	Adjusting and Transferring Loads	546		368	N/A	914	N/A	914
503	Car Loading Devices and Grain Doors	429	2 692	48	N/A	3 169	N/A	3 169
504	Freight Lost or Damaged - all other	N/A	N/A	N/A	9 602	9 602	N/A	9 602
505	Fringe Benefits	N/A	N/A	N/A	1 600	1 600	N/A	1 600
506	Total Train and Yard Operations Common	6 953	3 289	1 093	11 202	22 537		22 537
	SPECIALIZED SERVICE OPERATIONS:							
507	Administration	169	15	6	25	215	N/A	215
508	Pickup & Delivery and Marine Line Haul						N/A	
509	Loading & Unloading and Local Marine	734	1	575		1 310	N/A	1 310
510	Protective Services			698		698	N/A	698
511	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	1 348	1 348	N/A	1 348
512	Fringe Benefits	N/A	N/A	N/A	492	492	N/A	492
513	Casualties and Insurance	N/A	N/A	N/A	32	32	N/A	32
514	Joint Facility - Debit	N/A	N/A	3	N/A	3	N/A	3
515	Joint Facility - (Credit)	N/A	N/A		N/A		N/A	
516	Other						N/A	
517	Total Specialized Services Operations	1 364	1 075	35	58	2 532	N/A	2 532
	ADMINISTRATIVE SUPPORT OPERATIONS:							
518	Administration	1 633	192	75	319	2 219	N/A	2 219
519	Employees Performing Clerical and Accounting Functions	25 133	881	3 549	1 266	30 829	N/A	30 829
520	Communication Systems Operation	1 833	15	427	173	2 448	N/A	2 448
521	Loss and Damage Claims Processing	159	30	32	9	230	N/A	230
522	Fringe Benefits	N/A	N/A	N/A	6 228	6 228	N/A	6 228
523	Casualties and Insurance	N/A	N/A	N/A	130	130	N/A	130
524	Joint Facility - Debit	N/A	N/A	292	N/A	292	N/A	292
525	Joint Facility - (Credit)	N/A	N/A	(53)	N/A	(53)	N/A	(53)
526	Other	59		10	1 450	1 519	N/A	1 519
527	Total Administrative Support Operations	28 817	1 118	4 380	9 575	43 890	N/A	43 890
528	Total Transportation	302 489	137 103	26 789	113 986	580 367	N/A	580 367

Please see footnote on Page 61.

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410. RAILWAY OPERATING EXPENSE - Concluded

Line No.	Name of railway operating expense account	Freight						Passenger 1/ (g)	Total
		(a)	(b)	(c)	(d)	(e)	(f)		
		\$	\$	\$	\$	\$	\$	\$	\$
	GENERAL AND ADMINISTRATIVE								
601	Officers - General Administration		18 490	1 013	1 968	4 401	25 872		25 872
602	Accounting, Auditing and Finance		15 868	848	1 708	5 508	23 932		23 932
603	Management Services and Data Processing		5 602	362	703	1 571	9 238		9 238
604	Marketing		5 464	89	314	926	6 793		6 793
605	Salvage		9 028	147	519	1 528	11 222		11 222
606	Industrial Development		17		1		18	N/A	18
607	Personnel and Labor Relations		2 207	121	235	1 321	3 884		3 884
608	Legal and Sociological		2 394	12	1 733	540	4 679		4 679
609	Public Relations and Advertising		70	22	2 546	535	3 173		3 173
610	Research and Development								
611	Pension Benefits		N/A	N/A	N/A	18 122	18 122		18 122
612	Casualties and Insurance		N/A	N/A	N/A	138	138		138
613	Write-down of Uncollectible Accounts		N/A	N/A	N/A	515	515		515
614	Property Taxes		N/A	N/A	N/A	27 112	27 112		27 112
615	Other Taxes Except on Corporate Income or Payroll		N/A	N/A	N/A	7 713	7 713		7 713
616	Joint Facility - Debit		N/A	N/A	440	N/A	440		440
617	Joint Facility - (Credit)		N/A	N/A	(3)	N/A	(3)		(3)
618	Other		1 805	151	290	2 746	4 992		4 992
619	Total General and Administrative		61 945	2 765	10 454	72 676	147 840		147 840
620	Total Carrier Operating Expenses		537 410	277 039	77 132	347 356	1 238 947		1 238 947

1/ Passenger information is not reported in accordance with exemption granted by the Bureau of Accounts, ICC, in letter dated October 25, 1976.

412. WAY AND STRUCTURES

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

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

If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property categories is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases (or property bases) or 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.

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

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
1	1	Engineering	\$ 237	\$ 275	\$
2	2	Land for transportation purposes	N/A	N/A	
3	3	Grading	142	1 522	
4	4	Other right-of-way expenditures	25	3	
5	5	Tunnels and subways	142		
6	6	Bridges, trestles and culverts	1 083	N/A	
7	7	Elevated structures		N/A	
8	8	Ties	N/A	482	
9	9	Rails	N/A	(121)	
10	10	Other track material	N/A	169	
11	11	Ballast	N/A	186	
12	12	Track laying and surfacing	N/A	395	
13	13	Fences, snowsheds and signs	170	5	
14	16	Station and office buildings	849	22	
15	17	Roadway buildings	213	N/A	
16	18	Water stations	41	N/A	
17	19	Fuel stations	200	N/A	
18	20	Shops and enginehouses	1 068	1	
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	102	N/A	
23	26	Communications systems	525	N/A	
24	27	Signals and interlockers	2 572	N/A	
25	29	Power plants	24	N/A	
26	31	Power transmission systems	139	N/A	
27	35	Miscellaneous structures	22	N/A	
28	37	Roadway machines	2 030	N/A	
29	39	Public improvements; construction	255	13	
30	45	Power plant machines	107	N/A	
31	76	Interest during construction	N/A	156	N/A
32	77	Other expenditures; general	N/A	36	N/A
33	80	Other elements of investment	N/A		N/A
34	-	Other lease/rentals			(57)
35	-	Total	9 946	3 144	(57)

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. 31-60-00.

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

3. If the respondent held under lease during all or any part of the year any road upon which no rent payable accrued, or if any portion of the charge shown hereunder is for construction on a line in which the respondent's leasehold interest will soon expire, give full particulars in a footnote.

4. Show the three largest items regardless of the dollar amount and all other items amounting to 10% or more of total rent for the year. (Dollars in thousands)

Line No.	Name of lessor or reversioner and description of property (a)	Total rent accrued during year (b)	Classification of Amount Column (b)		
			Interest on bonds (c)	Dividends on stocks (d)	Cash (e)
1	Information not reported as per Instruction number 1.	\$	\$	\$	\$
2					
3					
4					
5					
6					
7					
8					
9					
10	Total				

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

1. Report freight expenses only.
2. Report in this supporting schedule rental information by car type and other freight carrying equipment relating to the interchanged of railroad equipment, privately owned equipment and equipment leased for less than 30 days.
3. The gross amounts receivable and payable for freight-train cars should balance with Account 35-22-09 (debits) and 36-22-00 (credits). Trailer and container rentals in this schedule are included in Accounts 35-23-00 (debits) and 36-22-00 (credits) but will not balance with these accounts since rents for "Other revenue equipment" (excluding locomotives and freight-train cars) are also chargeable to these accounts.
4. Report in Columns (b) and (i) rentals for private-line cars (whether under railroad control or not) and shipper owned cars.
5. Report in Columns (c), (d), (g), and (h) rentals for railroad owned cars prescribed by the Commission in Ex Parte No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.
6. Report in Columns (e) and (i) the incentive per diem payments for Box and Gondola General Service-Unequipped cars prescribed by the Commission in Ex Parte No. 252. Basic per diem payments for these cars are to be reported in Columns (c), (d), (g), and (h).

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

7. Thousand dollar reporting rate

Line No.	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per Diem Basis				GROSS AMOUNTS PAYABLE Per Diem Basis				Road Initials	UP	Year 19	
		Private Line Cars (b)	Mileage (c)	Time		Private Line Cars (f)	Mileage (g)	Time					
				Basic (d)	Incentive (e)			Basic (h)	Incentive (i)				
CAR TYPES													
1	Box Plain 40 Foot	\$	\$ 1 139	\$ 1 858	\$ 630	\$ 1	\$ 1 761	\$ 1 360	\$ 267				
2	Box plain 50 Foot and Longer		4 920	10 953	3 592	2 014	5 002	6 672	2 344				
3	Box Equipped		3 726	9 230	296		6 466	6 301					
4	Gondola-Plain		1 035	2 342		30	1 002	1 567					
5	Gondola-Equipped		227	721	XXX		240	845	XXX				
6	Hopper-covered		6 289	14 626	XXX	6 577	1 448	4 413	XXX				
7	Hopper-Open Top-General Service		2 708	4 986	XXX	54	2 862	3 445	XXX				
8	Hopper-Open Top-Special Service		41	69	XXX	4	1	9	XXX				
9	Refrigerator-Mechanical			33	XXX	12 307	1 399	1 060	XXX				
10	Refrigerator-Non-Mechanical		4 162	10 423	XXX	1 081	2 086	2 927	XXX				
11	Flat TOFC/COFC		717	691	XXX	12 609	564	342	XXX				
12	Flat Multi-Level		92	1 901	XXX	4 324	926	3 837	XXX				
13	Flat-General Service		348	872	XXX	124	374	490	XXX				
14	Flat-Other		991	2 544	XXX	1 859	1 159	1 658	XXX				
15	Tank-Under 22,000 Gallons		XXX	XXX	XXX	7 393	XXX	XXX	XXX				
16	Tank 22,000 Gallons and Over		XXX	XXX	XXX	2 270	XXX	XXX	XXX				
17	All Other Freight Cars		10	217	XXX	401	157	1 885	XXX				
18	Total Freight Train Cars		26 405	61 536	4 518	51 058	25 447	36 811	2 787				
OTHER FREIGHT CARRYING EQUIPMENT													
19	Refrigerated trailers				XXX			110	XXX				
20	Other trailers			2 014	XXX			8 896	XXX				
21	Refrigerated containers				XXX				XXX				
22	Other containers				XXX			158	XXX				
23	Total Trailers & containers			2 014	XXX			9 164	XXX				
24	Auto Racks			6 375	XXX			2 869	XXX				
25	Grand Total (Lines 18, 23, & 24)		26 405	69 925	4 518	51 058	25 447	48 844	2 787				

SEE INSTRUCTIONS ON PAGE 65A

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation (c)	Retirements (d)	Lease and Rentals (Net) (e)
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 3 933	\$ 729	\$ (59)	\$ (2 693)
2	Diesel Locomotive - Road	64 833	24 840		
3	Other Locomotive - Yard				
4	Other Locomotive - Road				
5	TOTAL	68 766	25 569	(59)	(2 693)
FREIGHT TRAIN CARS:					
6	Box Pl in 40 Foot	2 110	1 234	(12)	(838)
7	Box Pl in 50 Foot and Longer	9 634	6 465	(4)	(492)
8	Box Equipped	5 137	4 336	(7)	
9	Gondola Plain	1 442	1 912	(9)	354
10	Gondola Equipped	912	1 625	(29)	(1 969)
11	Hopper-Covered	9 275	10 044		(240)
12	Hopper-Open Top-General Service	2 922	4 375	(163)	
13	Hopper-Open Top-Special Service	547	298		(10 716)
14	Refrigerator-Mechanical		4 920		
15	Refrigerator-Non-Mechanical	9 264	5 501		
16	Flat TOPC/COTC	1 442	441		(125)
17	Flat Multi-level	260	100		(212)
18	Flat-General Service	2 215	918	(26)	
19	Flat-Other	1 072	1 919		210
20	All Other Freight Cars	2 165	370	(1)	(226)
21	Caboose	6 844	606		
22	Auto Radio		1 209		
23	Miscellaneous Accessories				
24	TOTAL FREIGHT TRAIN CARS	55 241	46 273	(13)	(14 254)
OTHER EQUIPMENT-REVENUE FREIGHT					
HIGHWAY EQUIPMENT					
25	Refrigerated Trailers				3 047
26	Other Trailers				
27	Refrigerated Containers				
28	Other Containers				
29	Engines				
30	Chairs				
31	Other Highway Equipment (Freight)				3 047
32	TOTAL HIGHWAY EQUIPMENT				
FLOATING EQUIPMENT-REVENUE SERVICE					
33	Marine Line Haul				
34	Local Marine				
35	TOTAL FLOATING EQUIPMENT				
OTHER EQUIPMENT					
36	Passenger and Other Revenue Equipment (Freight Portion)	32			
37	Computer & Data Processing Equipment	600	253		
38	Machinery - Locomotives	2 577	616		
39	Machinery - Freight Cars	463	493		
40	Machinery - Other Equipment	970	69		
41	Work & Other Non-revenue Equipment	9 319	3 272		(242)
42	TOTAL OTHER EQUIPMENT	13 961	4 653		(242)
43	TOTAL ALL EQUIPMENT (FREIGHT PORTION)	137 968	76 495	(692)	(14 142)

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SEE INSTRUCTIONS ON PAGE 65A

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation (c)	Retirements (d)	Lease and Rentals (Net) (e)
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 3 933	\$ 729	\$ (59)	\$
2	Diesel Locomotive - Road	64 833	24 840		(2 693)
3	Other Locomotive - Yard				
4	Other Locomotive - Road				
5	TOTAL	68 766	25 569	(59)	(2 693)
FREIGHT TRAIN CARS:					
6	Box-Plain 40 Foot	2 110	1 234	(12)	
7	Box-Plain 50 Foot and Longer	9 634	6 465	(4)	(838)
8	Box-Equipped	5 137	4 336	(7)	(492)
9	Gondola-Plain	1 442	1 912	(391)	
10	Gondola-Equipped	912	1 625	(29)	354
11	Hopper-Covered	9 275	10 044		(1 969)
12	Hopper-Open Top-General Service	2 922	4 375	(163)	(240)
13	Hopper-Open Top-Special Service	547	298		
14	Refrigerator-Mechanical	9 264	4 920		(10 716)
15	Refrigerator-Nonmechanical		5 501		
16	Flat TOFC/COFC	1 442	441		
17	Flat Multi-level	260	100		(125)
18	Flat-General Service	2 215	918	(26)	(312)
19	Flat-Other	1 072	1 919		
20	All Other Freight Cars	2 165	370	(1)	210
21	Cabooses	6 844	606		(226)
22	Auto Racks		1 209		
23	Miscellaneous Accessories				
24	TOTAL FREIGHT TRAIN CARS	55 241	46 273	(633)	(14 254)
OTHER EQUIPMENT-REVENUE FREIGHT					
HIGHWAY EQUIPMENT					
25	Refrigerated Trailers				
26	Other Trailers				3 047
27	Refrigerated Containers				
28	Other Containers				
29	Bogies				
30	Chassis				
31	Other Highway Equipment (Freight)				
32	TOTAL HIGHWAY EQUIPMENT				3 047
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)	32			
37	Computer & Data Processing Equipment	600	253		
38	Machinery - Locomotives	2 577	616		
39	Machinery - Freight Cars	463	493		
40	Machinery - Other Equipment	970	69		
41	Work & Other Non-revenue Equipment	9 319	3 222		(242)
42	TOTAL OTHER EQUIPMENT	13 961	4 653		(242)
43	TOTAL ALL EQUIPMENT (FREIGHT PORTION)	137 968	76 495	(692)	(14 142)

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

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

Road Initials:

UP

Year 19 78

653

NOTES AND REMARKS

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 (b) relate to refrigerator cars only.
8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations and livestock feeding operations only.
9. Thousand dollar Reporting Rule.

Line No.	Items	TOFC/COFC Terminal	Floating Equipment	Coal Marine Terminal	Ore Marine Terminal	Other Marine Terminal	Motor Vehicle Load and Distribution	Protective Services Refrigerator Car	Other Special Services	Total Columns (b-i)
1	Administration	\$	\$	\$	\$	\$	\$	\$	\$	\$
2	Pick up & delivery, marine									
3	Line haul									
4	Loading and unloading and local marine	1 310						N/A		1 310
5	Protective services									
6	Freight lost or damaged solely related	1 347						698		1 347
7	Fringe benefits	492								492
8	Casualty and insurance	32								32
9	Joint facility - Debit	3								3
10	Joint facility - Credit									
11	Other	2 532								2 532
	Total	5 931						698		6 629

Road Initials

UP

Year 19 78

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

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

Line No.	Name of Account (a)	Amount (b)
	WAY AND STRUCTURES	5
	Administration	
1	Track	
2	Bridge and Building	
3	Signal	
4	Communication	
5	Other	
	Repair and Maintenance	
6	Roadway - Running	18
7	Roadway - Switching	
8	Tunnels and Subways - Running	1
9	Tunnels and Subways - Switching	
10	Bridges and Culverts - Running	13
11	Bridges and Culverts - Switching	
12	Ties - Running	40
13	Ties - Switching	
14	Rail - Running	77
15	Rail - Switching	
16	Other Track Material - Running	82
17	Other Track Material - Switching	
18	Ballast - Running	12
19	Ballast - Switching	
20	Track laying and surfacing - Running	247
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	
28	Electric Power Systems	
29	Highway Grade Crossings - Running	12
30	Highway Grade Crossings - Switching	
31	Station and Office Buildings	22
32	Shop Buildings - Locomotives	
33	Shop Buildings - Other Equipment	

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	Repair and Maintenance—Continued	\$
101	Locomotive Servicing Facilities	
102	Miscellaneous Buildings and Structures	4
109	Roadway Machines	42
110	Small Tools and Supplies	28
111	Snow Removal	7
112	Fringe Benefits - Running	59
113	Fringe Benefits - Switching	
114	Fringe Benefits - Other	6
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	
125	Joint Facility Rent - Debit - Switching	
126	Joint Facility Rent - Debit - Other	
127	Joint Facility Rent - (Credit) - Running	
128	Joint Facility Rent - (Credit) - Switching	
129	Joint Facility Rent - (Credit) - Other	
130	Other Rents - Debit - Running	
131	Other Rents - Debit - Switching	
132	Other Rents - Debit - Other	
133	Other Rents - (Credit) - Running	
134	Other Rents - (Credit) - Switching	
135	Other Rents - (Credit) - Other	
136	Depreciation - Running	
137	Depreciation - Switching	
138	Depreciation - Other	
139	Joint Facility - Debit - Running	
140	Joint Facility - Debit - Switching	
141	Joint Facility - Debit - Other	
142	Joint Facility - (Credit) - Running	
143	Joint Facility - (Credit) - Switching	
144	Joint Facility - (Credit) - Other	
145	Dismantling Retired Road Property - Running	
146	Dismantling Retired Road Property - Switching	
147	Dismantling Retired Road Property - Other	
148	Other - Running	
149	Other - Switching	
150	Other - Other	
151	Total WAY AND STRUCTURES	670

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION -Continued

Line No.	Name of Account (a)	Amount (b)
	EQUIPMENT	\$
	Locomotives	
201	Administration	
202	Repair and Maintenance	77
203	Machinery Repair	
204	Equipment Damaged	
205	Fringe Benefits	17
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)	25
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	119
	Other Equipment	
301	Administration	
	Repair and Maintenance	
304	Passenger and Other Revenue Equipment	74
305	Computers and Data Processing System	
306	Machinery	
307	Work and Other Non-Revenue Equipment	24
308	Equipment Damaged	
309	Fringe Benefits	20
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	118
324	TOTAL EQUIPMENT	237

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	TRANSPORTATION	5
	Train Operation	
401	Administration	
402	Engine Crews	1 326
403	Train Crews	1 204
404	Dispatching Trains	
405	Operating Signals and Interlockers	
406	Operating Drawbridges	
407	Highway Crossing Protection	
408	Train Inspection and Lubrication	
409	Locomotive Fuel	809
410	Electric Power Purchased or Produced for Motive Power	
411	Servicing Locomotives	32
412	Freight Lost or Damaged - Solely Related	
413	Clearing Wrecks	
414	Fringe Benefits	632
415	Other Casualties and Insurance	46
416	Joint Facility - Debit	
417	Joint Facility - (Credit)	
418	Other	214
419	Total Train Operations	4 263
	Yard Operations	
420	Administration	
421	Switch Crews	29
422	Controlling Operations	
423	Yard and Terminal Clerical	
424	Operating Switches, Signals, Retarders and Humps	
425	Locomotive Fuel	
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	5
431	Other Casualties and Insurance	
432	Joint Facility - Debit	
433	Joint Facility - (Credit)	
434	Other	
435	Total Yard Operations	34

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	20
519	Employees Performing Clerical and Accounting Functions	165
520	Communication Systems Operation	
521	Loss and Damage Claims Processing	
522	Fringe Benefits	6
523	Casualties and Insurance	
524	Joint Facility - Debit	
525	Joint Facility - (Credit)	
526	Other	43
527	Total Administrative Support Operations	234
528	TOTAL TRANSPORTATION	4 531
	GENERAL AND ADMINISTRATIVE	\$
601	Officers - General Administration	
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	7
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	36
	TOTAL REMUNERATIONS	5 474

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

be confused with rents of buildings and other property in Account 410, which is for rent revenue from operated property in road, and equipment the cost of operation of which cannot be separately stated.

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

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

4.

Report dollars in thousands.

Description of Property		Name of lessee (c)	Amount of Rent (d)
Name (a)	Location (b)		
1	Information not reported as per Instruction number 1.		5
2			
3			
4			
5			
6			
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	Information not reported as per above Instructions.			\$
2				
3				
4				
5				
6				
7				
8				
9				
10				Total

445. SEPARATELY OPERATED PROPERTIES - PROFIT OR LOSS

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

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

(Dollar in thousands)

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

41
52)

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.	330 489	33 071		363 560
2	Accelerated amortization of facilities Sec. 168 I.R.C.	29 280	(1 319)		27 961
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	97 464	(5 389)		92 075
4	Amortization of rights of way, Sec. 185 I.R.C.	99			99
5	Other (Specify) <u>Insurance, casualty</u>				
6	<u>and other reserves</u>	(26 798)	(1 246)		(28 044)
7	Amtrak	(7 439)	512		(6 927)
8	Incentive per diem funds	17 549	(13 005)		4 544
8a	Profit from Company bonds reacquired	3 751	(444)		3 307
8b	Other depreciation differentials	(3 662)			(3 662)
8c	Excess of pension contribution over cost charged to expense	11 086	3 860		14 946
8d	Capitalized labor costs	1 609			1 609
8e	Equity in undistributed earnings of non-consolidated affiliates	264	(264)		
8f	Executive incentive plan accruals	(346)	(124)		(470)
8g	Excess of gain deferred over book loss-Teton Dam disaster	1 597	(5)		1 592
8h	Amortization of right of way -				
	Accrual of 1975 tax decrease	(1 178)			(1 178)
8i	Component inventory material system adjustment for book purposes	8 209	668		8 877
8j	Other	16			16
9	Investment tax credit*				
10	TOTALS	461 990	16 315		478 305

*Footnotes.

11. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit \$ 32 407
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 \$ _____

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	5	South Dakota		41
2	Alaska	1	Tennessee	1	42
3	Arizona	1	Texas	1	43
4	Arkansas		Utah	3 714	44
5	California	2 919	Vermont		45
6	Colorado	2 321	Virginia		46
7	Connecticut		Washington	1 218	47
8	Delaware		West Virginia		48
9	Florida		Wisconsin	1	49
10	Georgia	1	Wyoming	5 250	50
11	Hawaii		District of Columbia	1	51
12	Idaho	5 133			
13	Illinois	17	Other		
14	Indiana		Canada	1	52
15	Iowa	213	Mexico	55	53
16	Kansas	4 236	Puerto Rico		54
17	Kentucky				55
18	Louisiana		Total—Other than U.S. Government Taxes	40 082	56
19	Maine				
20	Maryland		B. U.S. Government Taxes		
21	Massachusetts		Kind of tax (a)	Amount (b)	
22	Michigan				
23	Minnesota	1			
24	Mississippi		Income taxes:		
25	Missouri	62	Normal tax and surtax	50 617	57
26	Montana	278	Excess profits		58
27	Nebraska	9 471	Total—Income taxes	50 617	59
28	Nevada	821	Old-age retirement*	84 879	60
29	New Hampshire		Unemployment insurance		61
30	New Jersey		All other United States Taxes	280	62
31	New Mexico		Total—U.S. Government Taxes	135 776	63
32	New York	2	Grand Total—Railway Tax Accruals	175 858	64
33	North Carolina				
34	North Dakota				
35	Ohio	1			
36	Oklahoma		*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon	4 456	Hospital insurance	5 196	65
38	Pennsylvania	1	Supplemental annuities	7 923	66
39	Rhode Island				
40	South Carolina				

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:		
2		Incentive per diem funds to rebuild freight cars	17 238	
3				
4	620	APPROPRIATIONS FOR SINKING AND OTHER FUNDS:		
5		Cash collections and interest receipts on		
6		incentive per diem funds deposited		3 360
7				
8				
9				
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MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

470. PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES AND AFFILIATES

1. In the form below give information concerning payments, fees, retainers, commissions, gifts, contributions, assessments, bonuses, pensions, subscriptions, allowance for expenses, or any form of payments amounting in the aggregate to \$50,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person, except:

(a) Payments to employees of the respondent shall be reported in Schedule 900.

(b) Payments for services rendered by affiliates.

(c) Payments for accounting and audit fees must be reported in full regardless of the \$50,000 limitation. These fees must not be included with management fees paid to parent companies.

2. The aggregate of payments to be reported in column (c) shall include amounts paid and/or accrued during the year which are applicable to the year.

3. When contributions under \$50,000 are made in common with other carriers under a joint arrangement in payment for the performance of services or as a donation, each such contribution shall be reported, irrespective of the amount thereof, if the total amount paid by all contributors for the performance of the particular service is equal to the sum of \$100,000 or more.

4. Payments to the independent public accountant reporting on the respondent's annual report shall be subdivided to show separately the amount paid for auditing and the total amount paid for other types of management services such as, but not limited to, compensation plans, pension plans, forecasts and budgets, and tax advice. All carriers, whether payments aggregate more or less than \$50,000, shall answer the following question:

Did the independent accountant reporting on the respondent's annual report provide any management services other than auditing?

Specify: Yes ☐ No ☐

5. To be included are, among others, payments, directly or indirectly, for legal, medical, engineering, advertising, valuation,

accounting, statistical, financial, educational, entertainment, charitable, advisory, defensive, detective, developmental, research, appraisal, registration, purchasing, architectural, and hospital services; payments for expert testimony and for handling wage disputes; and payments for services of banks, bankers, trust companies, insurance companies, brokers, trustees, promoters, solicitors, consultants, actuaries, investigators, inspectors, and efficiency engineers. Payments to the various railroad associations, commissions, committees, bureaus, boards, and other organizations maintained jointly by railroads shall also be included. The enumeration of these kinds of payments should not be understood as excluding other payments for services not excluded below.

6. To be excluded are: Rent of buildings or other property, taxes payable to the Federal, State, or local Governments, payments for heat, light, power, telegraph, and telephone services, and payments to other carriers on the basis of lawful tariff charges or for the interchange of equipment between carriers, as well as other payments for services which both as to their nature and amount may reasonably be regarded as ordinarily connected with the routine operation, maintenance, or construction of a railroad, but any special and unusual payments for services should be reported. Payments of \$50,000 or more to organizations maintained jointly by railroads with other railroads are not to be excluded even if their services are regarded as routine.

7. If more convenient, this schedule may be filled out for a group of roads considered as one system and shown only in the report of the principal road in the system, with references thereto in the reports of the other roads. When the respondent is reporting on a system basis, audit fees must be reported separately for each individual railroad included in the system.

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

(Dollars in thousands)

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)
			\$
1	Assn. of American Railroads	Various services for railroad industry	1 791
2	Bozell & Jacobs	Advertising	1 923
3	California Railroad Assn.	Proportion of expenses	12
4	City of Omaha	Donation (Downtown Education Center & Office Building Fund)	50
5	Colorado Railroad Assn.	Proportion of expenses	15
6	Cresap, McCormick & Puget, Inc.	Consulting services and expenses	196
7	Eastern Railroad Assn.	Proportion of expenses	111
8	Edison, Lewis, Porter & Haynes	Legal services and expenses	143
9	Gillham Advertising	Advertising	127
10	Gorsuch, Kirgis, Campbell, Walker & Grover	Legal services and expenses	157
11	Guild, Hagen & Clark, Ltd.	Legal services and expenses	67
12	Kansas Railroad Assn.	Proportion of expenses	17
13	Loomis, Lazar, Wilson & Pickett	Legal services and expenses	144
14	Montana Lines Committee	Various services for member lines	6
15	Montana Railway Assn.	Proportion of expenses	2
16	National Railway Labor Conference	Proportion of expenses	161
17	Nebraska Railroad Assn.	Proportion of expenses	41
18	North Pacific Coast Freight Bureau	Proportion of expenses	25
19	Oregon Railroad Assn.	Proportion of expenses	44
20	Pacific South Coast Freight Bureau	Proportion of expenses	17
21	Sidley & Austin	Legal services and expenses	108
22	Steptoe & Johnson	Legal services and expenses	57
23	Trans-Continental Frt. Bureau	Proportion of expenses	607

470. PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES AND AFFILIATES

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)
29	UPRR-Employees Hospital Assn.	Services to railroad company and its	
30		portion of dues	1 170
31	Union Pacific Foundation	Contribution	1 695
32	Utah Railroad Assn.	Proportion of expenses	10
33	Washington Railroad Assn.	Proportion of expenses	17
34	Western Environmental Services	Proportion of expenses	103
35	Western Railways Assn.	Various services for member lines	207
36	Western Trunk Line Committee	Proportion of expenses	64
37	Western Weighing & Inspection	Proportion of expenses	1 086
38			
39			
40			
41			
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NOTES AND REMARKS

(ab1)

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	"CONTINGENT LIABILITIES":	
2	Contingent commitment, in event of default, to lease or, after	
3	September 20, 1979, purchase certain equipment or, after aforesaid date	
4	to purchase the conditional sale agreement in respect to such equipment	
5	leased by Chicago, Rock Island and Pacific Railroad Company under an	
6	Equipment Lease, dated as of May 1, 1972, among Trust Company for USL,	
7	Inc., Trustee and Lessor, and United States Leasing International, Inc.,	
8	agent for Lessor.	8 261
9		
10	Respondent is defendant in an action brought by the City of Los	
11	Angeles in which the City claims ownership of, and seeks an accounting	
12	with respect to, two hundred and six acres of alleged tide lands and	
13	submerged lands located in Wilmington Oil Field, a long-term railroad	
14	oil producing property. Respondent's interest in these lands (excepting	
15	certain easements) was transferred as of March 31, 1971, to Champlin	
16	Petroleum Company, a subsidiary of Union Pacific Corporation. In the	
17	opinion of independent counsel, the Respondent has substantial defenses	Not
18	which, in their view, should be sustained by the court,	Determinable
19		
20	Respondent is a defendant in two antitrust suits filed by REA	
21	Express, Inc. (now in bankruptcy) against numerous railroads and other	
22	defendants. These suits allege, among other things, violations of	
23	Federal antitrust laws and breach of fiduciary obligations for which	
24	substantial damages are claimed. The REA trustee in bankruptcy also	
25	has filed a complaint naming Respondent and numerous other railroads	
26	as defendants alleging that various payments by REA to such defendants	
27	were fraudulent and recoverable by the trustee. Independent counsel	
28	believes that Respondent has substantial defenses to all claims made in	
29	these suits. Further action in these proceedings has been deferred	Not
30	pending the outcome of settlement negotiations.	Determinable
31		
32	Respondent is the plaintiff in an action against J. E. Booras, a	
33	former employee, three other employees and eleven vendors who supplied	
34	goods and services to Respondent in which it seeks damages for losses	
35	amounting to \$2 million resulting from a conspiracy among the defendants	
36	and others to defraud Respondent. Defendant Booras and one of the	
37	defendant vendors have filed counterclaims against Respondent seeking	
38	compensatory and punitive damages for alleged malicious prosecution,	
39	violation of constitutional and statutory civil rights and outrageous	
40	conduct. In the opinion of independent counsel, Respondent should	
41	prevail at trial of such parts of the counterclaims, if any, that	Not
42	survive pretrial motions for dismissal.	Determinable
43		
44		
45		
46		
47		

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	AT&SFry., BN Inc.,	Finance Docket No. 27855-Kansas	\$	
2	C&WT Co., Q&StP&PRR,	City Terminal Railway Company 10%		
3	ICGRR, KCS Ry.,	Guaranteed Senior Notes due 12/15/79		
4	M-K-TRR, MPRR,	(\$2,750) and 10-1/4% Guaranteed		
5	StL-SFry, UPRR& N&W Ry,	Senior Notes due 12/15/84 (\$13,750)		
6		obligated for pro-rata amount, not		
7		to exceed 25% of principal and		
8		interest.	4 125	Sole
9				
10	Union Pacific R.R.Co.	Union Pacific Fruit Express Co.		
11		Conditional Sale Agreement		
12		maturing annually to 1985, obli-		
13		gated for payment of principal and		
14		interest.	1 440	Sole
15				
16	Union Pacific R.R.Co.	Trailer Train Company equipment		
17	& other Proprietary	obligations maturing annually to		
18	Companies	1982, Proprietary Companies obli-		
19		gated to advance amounts as nec-		
20		essary to pay principal and interest.	6 008	Joint
21				
22	Union Pacific R.R.Co.	American Rail Box Car Company		
23		equipment obligations for the pur-		
24		chase of 560 boxcars and the lease		
25		of 440 boxcars. Guaranty of the		
26		payment of principal amount of		
27		conditional sale indebtedness in		
28		equal annual installments to 1991		
29		in amount of \$9,917 and semi-		
30		annual interest payments thereon,		
31		and guaranty of lease rentals		
32		payable semi-annually to 1991 in		
33		amount of \$12,284.	22 201	Sole
34				
35				
36				
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	None		\$	
2				
3				
4				
5				
6				
7				
8				
9				

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 700

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

- (1) Line owned by respondent;
- (2) Line owned by proprietary companies;
- (3) Line operated under lease for a specified term, lesser 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 (b) and (d) 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	Not applicable.		
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			

700. MILEAGE OPERATED AT CLOSE OF YEAR

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			
				(d)	(e)	(f)	(g)			
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	
1	1	100%	M	2 022	1 065	55	602	219	763	4 726
2										
3	2	100%	M	2 530	187		722	329	605	4 373
4										
5	1	50%	M				5	1	14	20
6	1	33-1/3%	M						1	1
7	Total Class 1									
8		(Joint)	M				5	1	15	21
9										
10	2	50%	M	27			13	22	24	86
11	2	33-1/3%	M						13	13
12	2	25%	M				13	4	45	62
13	2	23	M	1	1				4	6
14	2	12-1/2%	M						3	3
15	Total Class 2									
16		(Joint)	M	28	1		26	26	89	170
17										
18	Total Class 1 and Class 2 Main			4 580	1 253	55	1 355	575	1 472	9 290
19										
20										
21										
22	1	100%	B	1 442	6		87	79	53	1 667
23										
24	2	100%	B	2 675			228	267	119	3 289
25										
26	1	50%	B	5			1	2		8
27	1	33-1/3%	B				1	1		2
28	Total Class 1									
29		(Joint)	B	5			2	3		10
30										
31	2	50%	B	59	1		9	43	23	135
32	2	33-1/3%	B					1	1	2
33	Total Class 2									
34		(Joint)	B	59	1		9	44	24	137
35	Total Class 1 and Class 2 Branch			4 181	7		326	393	196	5 103
36										
37	Total Class 1 and Class 2 Main & Branch			8 761	1 260	55	1 681	968	1 668	14 393
38										
39										
40										
41	3B	100%	B					1		1
42										
43	4B	100%	M						1	1
44	4B	100%	B	1			2			3
45	Total Class 4B									
46		Main & Branch		1			2	1	1	4
47										
48	5	100%	M	280	253	4	82	25	121	765
49										
50	5	100%	B	370	2		57	62	140	631
51	Total Class 5									
52		Main & Branch		650	255	4	139	87	261	1 396
53										
54										
55	Total Main Line			4 860	1 506	59	1 437	600	1 594	10 056
56	Total Branch Lines			4 552	9		385	456	336	5 738
57	Grand Total			9 412	1 515	59	1 822	1 056	1 930	15 794
58	Miles of road or track electrified included in preceding grand total			NONE						
			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		U. P. R. R.	B						2	2/
2			M	1/	3	1/	1	2/	4	21
3			M		5					5
4			M		52			4	3	11
5	1-AJ	OW-CMSTP&P								4/
6		BN	M						1	5/
7										
8										
9										
10										
11										
12										
13										
14										
15		Total	XXX	60	18	1		8	3	27
										99

- 1/ Leased to Ogden Union Railway & Depot Co., and operated by the Union Pacific Railroad Co. under trackage rights by Ogden Union Railway & Depot Co.
 2/ Leased to Ogden Union Railway & Depot Co.
 3/ Leased to Southern Pacific Transportation Company.
 4/ Leased to Burlington Northern, Inc., which grants the UPRRCo. trackage rights over seven miles of 1st main track, one mile of passing tracks, crossovers and turnouts, and 11 miles of way and yard switching tracks.
 5/ Leased to the CMStP&PRRCo.

702. MILES OF ROAD AT CLOSE OF YEAR—BY STATES AND TERRITORIES (SINGLE TRACK)

(For other than switching and terminal companies)

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

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

Line No.	State or territory (a)	LINE OWNED		Line of propie- tary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	LINE OWNED, NOT OPERATED BY RESPONDENT		New line con- structed during year (k)
		Main line (b)	Branch lines (c)						Main line (i)	Branch lines (j)	
1	Iowa	2						2			
2	Nebraska	570	749				3	1 322			
3	Wyoming	556	213					769			
4	Idaho	655	1 127				201	1 983			
5	Oregon	448	458				137	1 043			
6	Washington	188	602				216	1 006			
7	Missouri	1					1	2			
8	Kansas	544	474				10	1 028			
9	Colorado	491	99			1	1	592			
10	Montana	125	9				8	142	51		
11	Utah	584	223				7	814	9	1	
12	Nevada	213	154					367			
13	California	188	42				112	342			
14											
15											
16	Total Mileage (single track)	4 565	4 150			1	696	9 412	60	1	

703. MILES OF TRACKS AT CLOSE OF YEAR—BY STATES AND TERRITORIES

(For switching and terminal companies only)

Give particulars, as of the close of the year, of all tracks operated and of all owned but not operated. The respondent's proportion of operated tracks held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (c), (e), or (f), as may be appropriate. The remainder of jointly operated mileage should be shown in column (g). Tracks owned, not operated by respondent (including respondent's proportion of jointly owned tracks, not operated), should be shown in column (h). If any of the tracks returned in column (h) are operated by other than the

respondent, the name of the company or individual operating them and the conditions under which they are held for operation should be shown in a footnote. Tracks which have been permanently abandoned should not be included in column (h). Lengths should be stated to the nearest whole mile.

Line No.	State or Territory (a)	Tracks Operated					Tracks owned, not operated by respondent (h)	New tracks constructed during year (i)
		Tracks owned (b)	Tracks of proprietary companies (c)	Tracks operated under lease (d)	Tracks operated under contract, etc. (e)	Tracks operated under trackage rights (f)		
1	Not Applicable							
2								
3								
4								
5								
6	Total Mileage							

705. CHANGES DURING THE YEAR

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

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

(Class 1) Line owned by respondent.

(Class 2) Line owned by proprietary companies.

(Class 3) Line operated under lease for a specified sum.

(Class 4) Line operated under contract or agreement for contingent rent.

(Class 5) Line operated under trackage rights.

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

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

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

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

INCREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
			Miles of road	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	M					1		1	
2	2	M					2		2	
3	2	B					6		6	
4	2	M					1		1	
5	2	B						1	1	
6										
7										
8										
9										
10										
11										
12										
13	Total Increase						10	1	11	

DECREASES IN MILEAGE

14	1	B	3						3	(A)
15	2	M				2		2	4	
16	2	B	16			1			17	(B)
17	2	M				1			1	
18	2	B				1			1	
19	5	B						3	3	
20										
21										
22										
23										
24										
25	Total Decrease		19			5		5	29	

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

Owned by respondent:

Miles of road constructed None Miles of road abandoned 3

Owned by proprietary companies:

Miles of road constructed None Miles of road abandoned 16

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

Notes referring to Schedule 705, Page 85:

- (A) Abandoned under ICC Finance Docket No. AB-33 (Sub No.10) taken out of service August 7, 1976.
- (E) Abandoned under ICC Finance Dockets No. AB-37 (Sub No.3) and (Sub No.4) taken out of service August 2, 1976.

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 (1); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (b); units rented from others for a period less than one year should not be included in column (b).
4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle penetrating 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 operation at terminal.

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

6. A "Diesel" unit includes all units propelled by diesel internal combustion engines (except those 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 unit 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.

ships, 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 reclassification	Owned and used	Leased from others	Total in service of respondent (b) & (d)		Aggregate capacity of units reported in col. (1) (see note 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units including reclassified and second hand units purchased or leased from others							
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)
Locomotive Units													
1	Diesel-Eight A units	1 157	120				10	1 213		1 213	3 472 000		87
2	Diesel-Eight B units	98						71		71	233 700		
3	Diesel-Passenger A units	4						4		4	9 450		
4	Diesel-Passenger B units	4						4		4	9 600		
5	Diesel-Multiple purpose A units	7						7		7	8 400		
6	Diesel-Multiple purpose B units	7						7		7	8 400		
7	Diesel-Switching A units	122						101		101	112 000		7
8	Diesel-Switching B units												
9	Total (lines 1 to 8)	1 399	120				10	1 407		1 407	3 853 550		94
10	Electric Locomotives												
11	Other self-powered units Steam	1						1		1			
12	Total (lines 9, 10 and 11)	1 400	120				10	1 408		1 408	3 853 550	XXXX	94
13	Auxiliary units	6					2	8		8			
14	Total Locomotive Units (lines 12 and 13)	1 406	120				12	1 416		1 416	XXXX		94

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

Line No.	Type or design of units	Before Jan. 1, 1955	Between Jan. 1, 1955, and Dec. 31, 1959				Between Jan. 1, 1960, and Dec. 31, 1964				Between Jan. 1, 1965, and Dec. 31, 1969				Between Jan. 1, 1970, and Dec. 31, 1974				During Calendar Year				TOTAL
			(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	
15	Diesel		252		70	211	190	353	49	73	89	120											1 407
16	Electric																						1
17	Other self-powered units Steam	1																					1 408
18	Total (lines 15 to 17)	253	70	211	190	353	49	73	89	120													8
19	Auxiliary units	1																					
20	Total Locomotive Units (lines 18 and 19)	254	77	211	190	353	49	73	89	120													1 416

Road Initials: UP

Year 1978

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year	Changes During the Year					Units at Close of Year					
			Units Installed					Units retired from service whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (c+d, (b) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units written into property accounts	All other units, including reclassification and second hand units purchased or leased from others	(f)						
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)		
PASSENGER-TRAIN CARS													
Non-Self-Propelled													
21	Coaches [PA, PB, PBO]												
22	Combined cars												
	[All class C, except CSB]												
23	Parlor cars [FBC, 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	5					5		5	XXXX			
	[All class B, CSB, M, PSA, 1A]	5					5		5	XXXX			
28	Total (lines 21 to 27)												
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 type:												
33	Total (lines 29 to 32)	5					5		5				
34	Total (lines 28 and 33)												
COMPANY SERVICE CARS													
35	Business cars [PV]	14					14		14	XXXX			
36	Boarding outfit cars [MWX]	850			12	2	852		852	XXXX			
37	Derrick and snow removal cars												
	[MWU, MWV, MWZ, MWK]	36					34		34	XXXX			
38	Dump and ballast cars [MWB, MWB]	598			28		615		615	XXXX	6		
39	Other maintenance and service equipment cars	2 276			37		167		2 327	XXXX			
40	Total (lines 35 to 39)	3 784			161	39	142		3 842	XXXX	6		

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 (e); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (d); units rented from others for a period less than one year should not be included in column (d).

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars	All others	Units Installed			
				New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹	All other units, including reclassification and second-hand units purchased or leased from others
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
FREIGHT TRAIN CARS							
41	Plain Box Cars - 40' (B100-129)	4 373					
42	Plain Box Cars - 50' (B200-229; B300-329)	10 365				785	7
43	Equipped Box Cars (All Code A)	6 091		200			17
44	Plain Gondola Cars (G092-392; G401-492)	5 549					13
45	Equipped Gondola Cars (All Codes C and E)	2 486					
46	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)	13 595		1 400			42
47	Open Top Hopper Cars - General Service (All Code H)	8 347		499			
48	Open Top Hopper Cars - Special Service (All Codes J and K)	632		20			
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)	6 375					6
50	Refrigerator Cars - Mechanical (R104, 110, 111, 112, 117, 118, R204, 210, 211, 212, 217, 218)						38
51	Flat Cars - TOFC/COFC (F071-078; F871-978)	659					
52	Flat Cars - Multi-level (All Code V)	49					
53	Flat Cars - General Service (F101-109; F201-209)	2 098					2
54	Flat Cars - Other (F111-189; 211-289; 301-389; 401-540)	2 274		6			8
55	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)	399					
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 5; L161-L764; T-770; All Class S)	837					3
58	Total (lines 41 to 57)	64 129		2 125		785	136
59	Caboose (All N)	XXXX	640				
60	Total (lines 58, 59)	64 129	640	2 125		785	136

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

New units purchased or built

Units rebuilt or acquired

General funds

Incentive funds

General funds

Incentive funds

710. INVENTORY OF EQUIPMENT—Continued

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

5. Time-mileage cars refer 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 (Continued)	Unit At Close of Year						Line No.
Units retired from service of respondent whether owned or leased including re-classification	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Time-mileage cars	All other			
896	3 477		3 477		195 481		41
1 409	9 748		9 748		710 331	90	42
337	5 971		5 971		414 481	598	43
492	5 070		5 070		376 140		44
95	2 391		2 391		207 937	250	45
270	14 767		14 767		1 410 683	1 504	46
785	8 061		8 061		722 339	100	47
3	649		649		55 143	50	48
226	6 155		6 155		440 847	289	49
38						4 676	50
2	657		657		51 074		51
2	47		47		1 717	1	52
66	2 034		2 034		142 316		53
61	2 227		2 227		185 478	109	54
15	384		384		25 256		55
218	622		622		27 961		56
4 915	62 260		62 260		4 967 184	7 667	58
7	633		633		128		59
4 922	62 893		62 893		4 967 184	7 795	60

710. INVENTORY OF EQUIPMENT--Concluded

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Per diem	All other	Units Installed			
				New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units re-written into property accounts	All other units, including reclassification and second hand units purchased or leased from others
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	FLOATING EQUIPMENT						
61	Self-propelled vessels (Tugboats, car ferries, etc.)	X X X X					
62	Non-self-propelled vessels (Car floats, lighters, etc.)	X X X X					
63	Total (lines 61 and 62)	X X X X					
	HIGHWAY REVENUE EQUIPMENT						
64	Bogie-chassis						
65	Dry van						
66	Flat bed						
67	Open top						
68	Mechanical refrigerator						
69	Bulk						
70	Insulated						
71	Platform removable sides						
72	Other trailer or container						
73	Tractor						
74	Truck						
75	Total (lines 64 to 74)						

NOTES AND REMARKS

710. INVENTORY OF EQUIPMENT—Concluded

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

UNITS OWNED AND INCLUDED IN INVESTMENT RECORD							
Changes during year (Concluded)	Units At Close of Year						Line No.
Units retired from service of respondent whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Pro diem	All other			
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
			XXXX				61
			XXXX				62
			XXXX				63
							64
							65
							66
							67
							68
							69
							70
							71
							72
							73
							74
							75

NOTES AND REMARKS

139300

UNION PACIFIC

R. R.

1978

3

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

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

2. In column (a) list each class or type of locomotive unit, car, or TOFC/COFC equipment on a separate line. By class is meant the standard classification used to distinguish types of locomotive units, freight cars or other equipment adopted by the Association of American Railroads, and should include physical characteristics requested by Schedule 710; locomotive units should be identified as to power source, wheel arrangement, and horsepower per unit, such as Multiple purpose diesel locomotive A units (B-B), 2500 HP; and cars should be identified as to special construction or service characteristics such as Aluminum covered hopper cars, LO: Steel boxcars-special service, XAF, 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	Freight Train Cars				
2	Flat-Steel-Other FMS 1/	101	3 887	3 734	S
3	Flat-Steel-Other FMS	6	347	745	P
4	Hopper (open-top) Steel				
5	General Service HT 1/	350	18 013	13 557	S
6	Hopper (covered)-Steel LO 1/	25	889	1 016	P
7					
8	Work Equipment				
9	Locomotive Crane 1/	1	124	388	P
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	1/ 2/ TOTAL	683	XXXX	19 440	XXXX

REBUILT UNITS

26	Boarding Steel 1/	7	370	285	S
27	Roadway Flat Steel	4	117	52	S
28	Roadway Gondola Steel 1/	97	2 349	131	S
29	Roadway Ballast Steel 1/	193	4 304	242	S
30					
31					
32					
33					
34					
35					
36					
37					
38	1/ 2/ TOTAL	301	XXXX	710	XXXX
39	1/ 2/ GRAND TOTAL	984	XXXX	20 150	XXXX

Please see Page 95 for Footnotes.

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NOTES AND REMARKS

Notes referring to Schedule 710-S, Page 94:

- 1/ Includes 25 covered hopper cars and one locomotive crane purchased; 101 flatcars and 550 open top hopper cars built in Company Shops; and 86 roadway gondolas, 5 boarding cars and 165 ballast cars rebuilt in Company Shops in previous years and financially completed this year.

- 2/ 120 diesel units, 100 boxcars, 1400 covered hopper cars purchased; and 100 boxcars and 519 open top hopper cars built in Company Shops; and 10 boarding cars, 51 roadway flat, 53 tool cars, one roadway box and one roadway caboose rebuilt in Company Shops; and 785 boxcars rebuilt in Company Shops with incentive per diem funds omitted as cost not completed.

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: 1/				
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.

1/ Includes trucks owned jointly with following companies:

	Beginning of Year	End of Year
A.T. & S. F.	8	1
C.M. St. P. & P. & BN	1	1

B. OPERATED BY OTHERS
(Revenue service)

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

715. HIGHWAY MOTOR VEHICLE OPERATIONS—Concluded

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

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

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

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Trucks (i)	Combination bus-trucks (j)	Line No.
						1
						2
						3
						4
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		5
XXXXXX		XXXXXX			XXXXXX	6
XXXXXX				XXXXXX	XXXXXX	7
						8
						9
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	10
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	11
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	12
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	13
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	14
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	15
	54	37	37	1 108		16
			1			17
		6		310		18
	54	31	38	798		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	237 124	XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX	10 077 488	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	Union Pacific Motor Freight Co.,		
2	Omaha, Nebraska	Direct	April 24, 1948
3			
4			
5			
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 - 20 million or more gross ton-miles per mile per year (including track over which passenger service is provided—see Category F).
- B - Less than 20 million gross ton-miles per mile per year but at least 5 million (does not include track over which passenger service is provided—see Category F).
- C - Less than 5 million gross ton-miles per mile per year but at least 1 million (does not include track over which passenger service is provided—see Category F).
- D - Less than 1 million gross ton-miles per year (does not include track over which passenger service is provided—see Category F).
- E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be

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

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

Potential Abandonments - Route segments identified by railroads as potentially subject to abandonment as required by Section 145(a) of the Interstate Commerce Act.

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

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

720. TRACK AND TRAFFIC CONDITIONS

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

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

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 tonning speed limit (d)	Average speed reduction per slow order mile (e)	Miles under slow orders at end of period (f)
1	A	3 973	39	65	33	13.6
2	B	1 165	11	40	5	3.2
3	C	1 521	3	25	15	40.7
4	D	2 827	.5	15	10	302.3
5	E	4 317		10		
6	F	352	11	70		
7	Potential abandonments	238		25		
8	Total	14 393	18	35	11	359.8

721. TIES LAID IN REPLACEMENT

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

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

Line No.	Track Category (a)	Number of ties laid in replacement						Total (i)	% of Spot Maintenance (j)
		New Ties			Second-hand ties				
		Wooden		Concrete (d)	Other (e)	Wooden			
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)		
1	A	374 726					1 201	375 927	8
2	B	92 453						92 453	18
3	C	83 395						83 395	11
4	D	25 723					23 158	48 881	32
5	E	74 592					9 180	83 772	19
6	F	50 480						50 480	3
7	Potential Abandonments						200	321	100
8	Total	701 490					33 739	735 229	12

Remarks

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

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

In column (a) classify the ties as follows:

(U) Wooden ties untreated when applied.

(T) Wooden ties treated before application.

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

Report new and second-hand (rely) ties separately, indicating in column (b) which ties are

new.

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

Line No.	Class of ties (a)	CROSSTIES		SWITCH AND BRIDGE TIES			Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)
1	T	112 683	\$ 12.22	\$ 1 377	962 652	\$ 306.89	\$ 295
2							new
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20	Total	112 683	12.22	1 377	962 652	306.89	295
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid						3.94
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid						46.70

723. RAILS LAID IN REPLACEMENT

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

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

Line No.	Track category (a)	Miles of rail laid in replacement (rail-miles)				Total (f)	Percent of spot maintenance (g)
		New rail		Relay rail			
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)		
1	A	616.12	16.11	10.40	61.16	703.79	3
2	B	24.72	.41		10.53	35.66	6
3	C		.07	62.27	87.74	150.08	4
4	D		.24	.86	65.15	66.25	13
5	E		.32		47.63	47.95	75
6	F	14.54	.23	7.38	14.22	36.37	3
7	Potential Abandonments				.47	.47	100
8	Other						
9	TOTAL	655.38	17.38	80.91	286.90	1 040.57	7

Remarks

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

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

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

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

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

The returns in columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks, and of train service in connection with the distribution of the rails, should not be included in this schedule. In these columns, "total cost" is to be reported in thousands.

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year	Average cost per ton (2,000 lb.)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year	Average cost per ton (2,000 lb.)
		Pounds per yard of rail	Number of tons (2,000 lb.)			Pounds per yard of rail	Number of tons (2,000 lb.)		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	2	133.4	431	157	363.78	133.4	628	205	326.33
2	2	130.8				130.8	22	5	243.53
3	4	133.4	481	12	25.00	133.4	6 573	164	25.00
4	4	130.8	13		25.00	130.8	3 547	89	25.00
5	4					112.4	10		25.00
6	4					110.0	14		25.00
7	4					100.0	22	1	25.00
8	4					90.0	49	1	25.00
16	Total	X X X	925	169	182.70	X X X	10 865	465	42.80
17	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid								3.94
18	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid								46.70
19	Track-miles of welded rail installed this year								None
	total to date								None

725. WEIGHT OF RAIL

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

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

Line No.	Weight of rails per yard	Line-haul companies (miles of main track)	Switching and terminal companies (miles of all tracks)	Remarks
	(a)	(b)	(c)	(d)
	Pounds			
1	136	.03		
2	133	5 590.56		
3	132	11.11		
4	131	1 586.05		
5	130	17.67		
6	128	.77		
7	115	.08		
8	112	81.84		
9	110	171.68		
10	100	456.18		
11	90	1 032.27		
12	85	6.93		
13	80	340.28		
14	75	557.24		
15	70	110.41		
16	65	1.09		
17	60	62.39		
18	Under			
19	60	2.46		
20	Total	10 029.04		
21				
22				
23				

726. SUMMARY OF TRACK MAINTENANCE

1. Disclose the requested information concerning the summary of track maintenance. 2. In column (c), (e), and (h) give the percentage of replacements to total units of property at year end.

Line No.	Track category (a)	Ties		Rail		Ballast		Track surfacing	
		Number of ties replaced (b)	Percent replaced (c)	Miles of rail replaced (rail-miles) (d)	Percent replaced (e)	Cubic yards of ballast placed (f)	Miles surfaced (g)	Percent surfaced (h)	
1	A	375 927	3.7	703.79	8.9	828 710	1 120	28.2	
2	B	92 453	3.1	35.66	1.5	68 541	145	12.4	
3	C	83 395	2.1	150.08	4.9	31 784	121	7.9	
4	D	48 881	.6	66.25	1.2	193 176	121	4.3	
5	E	83 772	.7	47.95	.5	264 250	80	1.8	
6	F	50 480	5.6	36.37	5.2	43 018	38	10.8	
7	Potential abandonments	321		.47		180			
8	Total	735 229	2.0	1 040.57	3.6	1 429 659	1 625	11.3	

727. TEN-YEAR SUMMARY OF TRACK MAINTENANCE

1. Report in appropriate columns total numbers of replacements for all categories of track lines and the percentages of replacements to the units of property. 2. Explain in "Remarks" changes in track mileage due to acquisition, mergers, major abandonments and other disposals.

Line No.	Year (a)	Ties		Rail		Ballast	1/	Track surfacing	
		Number of ties replaced (b)	Percent replaced (c)	Miles of rail replaced (rail-miles) (d)	Percent replaced (e)			Miles surfaced (g)	Percent surfaced (h)
1	Current year	735 229	2.0	1 040.57	3.6	1 429 659		1 625	11.3
2	First preceding	825 411	2.2	1 079.40	3.7	1 671 442		1 640	11.4
3	Second preceding	840 428	2.3	1 098.26	3.8	1 504 131		1 710	11.7
4	Third preceding	582 340	1.6	917.44	3.2	1 498 511		1 314	9.1
5	Fourth preceding	716 504	1.9	1 192.06	4.1	1 334 166		1 511	10.5
6	Fifth preceding	455 322	1.2	1 238.24	4.3	1 097 985		1 625	11.2
7	Sixth preceding	663 765	1.8	1 165.88	4.0	791 662		1 140	7.8
8	Seventh preceding	633 389	1.7	1 102.18	3.8	653 560		1 129	7.7
9	Eighth preceding	416 864	1.1	782.26	2.7	688 315		851	5.8
10	Ninth preceding	584 502	1.6	767.54	2.6	939 348		1 125	7.7

REMARKS

1/ Track surfacing data for the years preceding 1978 represents program maintenance only as non-program data is not available.

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		Beginning of the Year (c)
		End of the Year (b)		
1	A	\$ None	\$	
2	B			
3	C			
4	D			
5	E			
6	F			
7	Potential Abandonments			
8	Total Tracks			
Selected Track Maintenance				
		End of the Year	Quantities of Deferred Maintenance	Beginning of the Year
9	Crossties			
10	Rail			
11	Ballast			

Remarks

745. SWITCHING AND TERMINAL TRAFFIC AND CAR STATISTICS

(For switching and terminal companies only)

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

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

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

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

NOTES AND REMARKS

750. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

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

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

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight	304 677 397			
2	Passenger	19 108 858			
3	Yard switching	323 786 255			
4	Total				
5	Cost of Fuel*	\$ 119 325	\$	\$	\$
6	Work Train	1 620 978			

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
	None			
7	Freight			
8	Passenger			
9	Yard switching			
10	Total			
11	Cost of Fuel*	\$	\$	\$
12	Work Train			

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

760. GRADE CROSSINGS

A—Railroad With Railroad

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

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

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

Line No.	Number of crossings	Interlocking	Automatic signals (automatic interlocking)	Derails on one line, no protection on other	Hand-operated signals, without interlocking	Gates	Total specially protected	Total not specially protected	Grand total
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	Number at beginning of year	5	19	4	2	10	40	47	87
2	Crossing added: New crossings								
3	Change in protection		1				1		1
4	Crossings eliminated: Separation of grade								
5	Change in protection				1		1		1
6	Other causes	1					1	3	4
7	Number at close of year	4	20	4	1	10	39	44	83
	Number at Close of Year by States:								
8	Iowa					1	1	5	6
9	Nebraska	1	7			2	10	7	17
10	Wyoming								
11	Utah		3			1	4	2	6
12	Missouri								
13	Kansas		4		1	3	8	9	17
14	Colorado	1	1	1		2	5	2	7
15	Idaho							2	2
16	Montana								
17	Oregon			1			1	1	2
18	Washington	2	3			1	6	8	14
19	Nevada								
20	California		2	2			4	8	12
21									
22									
23									
24									
25									

760. GRADE CROSSINGS—Continued
B—Railroad With Highway

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

4. In columns (b) and (c) include grade crossings with or without audible signals. In columns (d) and (e) include grade crossings with or without any type of audible or visible supplemental device. Exclude from columns (f) and (g) those crossings where train movement is protected only by a member of the train crew. Audible signals reportable in column (h) include any train-actuated bell, whistle, siren or other audible device located adjacent to the crossing. Other automatic signals reportable in column (i) include wigwags, highway traffic signals or special types of train-actuated devices with or without audible supplements. Include in column (f), in addition to "Railroad Crossing" crossbucks, 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 crossbucks. 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	Automatic gates with flashing lights		Automatic flashing light signals		Gates manually operated		Watchmen only		Audible signals only	Other automatic signals	Total indicating warning of train approach	"Railroad crossing" crossbucks	Crossbucks with other fixed signs	Other fixed signs only	No signs or signals	Total crossings at grade
		(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)								
1	Number at beginning of year	408	1 027			2	3	11	107			1 558	4 785	941	81	214	7 579
2	Added: By new, extended or relocated highway	2	1									3	2				5
3	By new, extended or relocated railroad											3	3				6
4	Total added	2	1									1	4	1			6
5	Eliminated: By closing or relocation of highway											3	1				4
6	By relocation or abandonment of railroad											2	5	1			2
7	By separation of grades											6					12
8	Total eliminated	22	10									34					34
9	Changes in protection: Number of each type added																
10	Number of each type deducted																
11	Net of all changes	24	11									20	(25)	(2)			(72)
12	Number at close of year	432	1 023			2	3	11	107			1 578	4 760	939	81	214	7 572
13	Number at close of year by States:																
14	Iowa	2	1									3	24				27
15	Nebraska	105	153									277	1 163	98	2	1	1 541
16	Wyoming	14	46									60	128	9			220
17	Utah	44	103									162	401	53	56	61	733
18	Missouri		3									5	2				7
19	Kansas	44	106									169	1 010	3	1		1 183
20	Colorado	30	81									121	276	87	21	38	543
21	Idaho	42	157									221	1 007	211		6	1 445
22	Montana		7									9	59				68
23	Oregon	46	90									145	200	192	1	44	582
24	Washington	4	180									195	273	282		36	786
25	Nevada	9	11									22	52	4		5	83
26	California	92	85									189	165				354

761. GRADE SEPARATIONS Highway-Railroad

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

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

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

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

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

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

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

Line No.	Items of Annual Change (a)	Types and numbers of highway-railroad grade separations		
		Overpass (Highway above railroad) (b)	Underpass (Railroad above highway) (c)	TOTAL (d)
1	Number at beginning of year	467	291	758
2	Added: By new, extended or relocated highway			
3	By new, extended or relocated railroad			
4	By elimination of grade crossing			
5	Total added			
6	Deducted: By closing or relocation of highway	1	1	2
7	By relocation or abandonment of railroad			
8	Total deducted	1	1	2
9	Net of all changes	(1)	(1)	(2)
10	Number at close of year	466	290	756
	Number at close of year by States			
11	Iowa		2	2
12	Nebraska	55	19	74
13	Wyoming	39	27	66
14	Utah	66	33	99
15	Missouri			
16	Kansas	48	28	76
17	Colorado	21	14	35
18	Idaho	61	29	90
19	Montana	5		5
20	Oregon	82	36	118
21	Washington	43	41	84
22	Nevada	9	14	23
23	California	37	47	84
24				
25				
26				
27				
28				
29				

800. CONTRACTS, AGREEMENTS, ETC.

1. Hereunder give a concise statement of each important contract, agreement, arrangement, etc., with other companies or persons, together with important revisions, modifications, terminations, and other changes thereof, which became effective during the year, and concerned in any way the transportation of persons or things as 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."

(a) to (e) None

(f) Equipment purchased under Equipment Trust Agreements and Conditional Sale Agreements:

Contract With	Equipment Covered	Terms & Conditions of Payment
General Motors Corp. (Electro-Motive Division)	6 - 3500 HP diesel electric loco- motives	Fifteen equal annual payments beginning September 1, 1978 with interest at 7-1/2% payable semi-annually on March 1 and September 1 each year.
General Motors Corp. (Electro-Motive Division)	29 - 3000 HP diesel electric loco- motives	do
General Electric Co.	15 - 3000 HP diesel electric loco- motives	do

800. CONTRACTS, AGREEMENTS, ETC.

(f) Equipment purchased under Equipment Trust Agreements and Conditional Sale Agreements: (Cont'd)

General Motors Corp. (Electro-Motive Division)	50 - 3000 HP diesel electric loco- motives	Fifteen equal annual payments beginning October 1, 1978 with interest at 7-7/8% payable semi-annually on April 1 and October 1 each year.
Pacific Car and Foundry Co.	100 - 70 ton high roof box cars	Fifteen equal annual payments beginning February 1, 1979 with interest at 8-1/4% payable semi-annually on February 1 and August 1 each year.
Maxson Corporation	6 - 200 ton flat cars	do
Amcar Division (ACF Industries)	575 - 100 ton covered hopper cars	do
Amcar Division (ACF Industries)	225 - 100 ton covered hopper cars	Fifteen equal annual payments beginning March 1, 1979 with interest at 8-1/4% payable semi-annually on March 1 and September 1 each year.
Pullman Incorporated (Pullman-Standard Division)	450 100 ton covered hopper cars	Fifteen equal annual payments beginning June 1, 1979 with interest of 8-3/4% payable semi-annually on June 1 and December 1 each year.

(g) None

(h) Other Contracts

Service and construction contracts which provide for free transportation of men and/or material of the contractor while engaged in the performance of service covered by the contracts:

Contract With	Nature	Location
Deatley Corporation	Stockpiling & Leading Ballast	Hinkle, Oregon
Big Horn Contruction	Removal & Replacement of Waste	Buford, Wyoming
Grummel Construction Co.	Remodeling Building-District Off.	Salt Lake City, Utah
Gibbon and Reed	Grading	Minthorn, Oregon
Steelman and Duff	do	Mission, Oregon
do	do	Fir, Oregon

800. CONTRACTS, AGREEMENTS, ETC.

(h) Other Contracts (Cont'd)

Service and construction contracts which provide for free transportation of men and/or material of the contractor while engaged in the performance of service covered by the contracts:

Contract With	Nature	Location
James E. Simon	Construction of CTC Yard Office	No. Platte, Nebraska
Western Paving Const.	Const. of Auto Unloading Facility	Rolla, Colorado
Layton Roofing Co.	Installation of New Roof	Salt Lake City, Utah
Rushforth Construction	Construction of Office Building	Seattle, Washington

850. COMPETITIVE BIDDING-CLAYTON ANTITRUST ACT

Section 10 of the Clayton Antitrust Act (15 U.S.C. 209) 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 road, 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 (f), 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	Union Pacific	January	N/A	3 bidding groups	Competitive	February 10, 1978	Salomon Brothers (bidding on behalf of itself and two other firms, jointly and severally)
2	Equipment Trust No. 3	17, 19, 24 and 26, 1978		of three firms, ten firms and twelve firms			One New York Plaza New York, N.Y. 10004; no affiliation with seller among bidders
3	of 1978 Equipment						
4	Trust Certificates;						
5	Finance Docket						
6	No. 28667						
7							
8							
9							
10							
11	Union Pacific	March 21, 23, 28, and 30, 1978	N/A	3 bidding groups	Competitive	April 17, 1978	Salomon Brothers (bidding on behalf of itself and two other firms, jointly and severally)
12	Equipment Trust No. 4			of three firms, ten firms and thirteen firms			One New York Plaza New York, N.Y. 10004; no affiliation with seller among bidders
13	of 1978 Equipment						
14	Trust Certificates;						
15	Finance Docket						
16	No. 28726						
17							
18							
19							
20							
21	Union Pacific	June 1, 6, 8, and 13, 1978	N/A	3 bidding groups	Competitive	June 26, 1978	Salomon Brothers (bidding on behalf of itself and two other firms, jointly and severally)
22	Equipment Trust No. 5			of one firm, three firms and thirteen firms			One New York Plaza New York, N.Y. 10004; no affiliation with seller among bidders
23	of 1978 Equipment						
24	Trust Certificates;						
25	Finance Docket						
26	No. 28783						
27							
28							
29							
30							

Road Initials:

59

Year 1978

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, persons or employees, if any, to whom the respondent paid \$75,000 or more in total compensation during the year.

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

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

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

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

Amounts paid for membership of the employee in nonbusiness associations, private clubs, etc.

Commissions, bonuses, shares in profits.

Contingent compensation plans.

Monies paid or accrued for any pension, retirement, savings, retirement annuities, deferred compensation, or similar plan; Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums on group life insurance for benefits less than \$75,000.

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

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

Line No.	Name of person (a)	Position or Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
1	J. C. Kenefick	President	\$ 200	\$ 185
2	W. P. Barrett	V.P. - Traffic	113	81
3	C. B. Schaefer	V.P. - Law	96	80
4	R. L. Richmond	V.P. - Operations	1) 92	79
5	G. L. Farr	V.P. - Labor Relations	89	64
6	T. B. Graves, Jr.	V.P. - Finance & Admin.	83	86
7	J. L. Jorgensen	V.P. - Mgmt. Info. Serv. & Comm.	2) 78	44
8	R. E. Hautzinger	Asst. V.P. - Sales	3) 75	42
9	F. D. Acord	Chief Mech. Officer	4) 74	29
10	R. M. Brown	Chief Engineer	5) 74	27
11	J. P. Deasey	Controller - Trans. Div.	69	34
12	W. P. Higgins	Gen. Commerce Counsel	6) 65	37
13	W. R. Davis	Gen. Supt. - Trans.	7) 64	28
14	W. J. Sullivan	Gen. Mgr. - Int. Rates	63	15
15	T. P. Rogers	Gen. Mgr. - N. W. Dist.	8) 62	23
16	D. A. Shum	Gen. Traffic Manager	62	33
17	H. H. Brandt	Gen. Mgr. - Eastern Dist.	59	23
18	H. Lustgarten, Jr.	General Solicitor	9) 58	23
19	J. F. McDonough	Asst. Chief Mech. Officer	58	28
20	C. H. Burnett	V.P. - Executive Dept.	10) 58	18
21	A. M. Underhill	Asst. Cont. - Cust. Acctg. Serv.	57	18
22	H. E. Grau	Asst. to President	11) 55	23
23	E. L. Morgan	Asst. V.P. - Sales	12)	90
24	J. Bowen	Gen. Supt. - Trans.	13)	43
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				

900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

- 1) R. L. Richmond - Annual rate to April 1, 1978 - \$80
- 2) J. L. Jorgensen - Annual rate to December 21, 1978 - \$68
- 3) R. E. Hautzinger - Annual rate to June 1, 1978 - \$68
- 4) F. D. Acord - Annual rate to July 1, 1978 - \$67
- 5) R. M. Brown - Annual rate to July 1, 1978 - \$67
- 6) W. P. Higgins - Annual rate to July 1, 1978 - \$59
- 7) W. R. Davis - Annual rate to June 1, 1978 - \$56
- 8) T. P. Rogers - Annual rate to April 1, 1978 - \$55
- 9) H. Lustgarten, Jr. - Annual rate to July 1, 1978 - \$54
- 10) C. H. Burnett - Annual rate to April 1, 1978 - \$53
- 11) H. E. Grau - Annual rate to October 1, 1978 - \$50
- 12) F. L. Morgan - Retired as of June 1, 1978, at annual rate of \$79
- 13) J. Bowen - Retired as of August 1, 1978 at annual rate of \$68

[illegible]

VERIFICATION

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

OATH

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

State of New York

County of New York

C. A. Rose

(Insert here name of the affiant)

makes oath and says that he is

Vice President and Controller

(Insert here the official title of the affiant)

Of Union Pacific Railroad Company including its Leased Lines

(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

Jan. 1, 1978, to and including Dec. 31, 1978

C. A. Rose
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 30th day of March, 1979.

My commission expires March 30, 1980

Use an

L.S.

impression seal

Clayton
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Nebraska

County of Douglas

J. C. Kenefick

(Insert here name of the affiant)

makes oath and says that he is

President

(Insert here the official title of the affiant)

Of Union Pacific Railroad Company including its Leased Lines

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

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

Jan. 1, 1978, to and including Dec. 31, 1978

J. C. Kenefick
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 27th day of March, 1979.

My commission expires April 28, 1979

Use an

L.S.

impression seal

Bland E. Collins
(Signature of officer authorized to administer oaths)

SUPPLEMENTARY SCHEDULES FOR UNION PACIFIC RAILROAD COMPANY

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200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year 1/ (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	7 637	14 123
2	702	Temporary Cash Investments (Sch. 300)		
3	703	Special Deposits (Sch. 300)	23	23
		Accounts Receivable		
4	705	- Interline and Other Balances	2 063	5 579
5	706	- Customers	37 958	30 944
6	707, 704	- Other	12 943	11 630
7	709, 708	- Accrued Accounts Receivables	120 023	108 592
8	708.5	- Receivables from Affiliated Companies	29 303	664
9	709.5	- Less: Allowance for Uncollectible Accounts		
10	711, 714	Prepayments (and working funds) (Sch. 300)	30 870	20 698
11	712	Materials and Supplies	69 249	58 741
12	713	Other Current Assets (Sch. 300)	5 591	4 628
13		Total Current Assets	315 660	255 622
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	32 210	142 334
15	721, 721.5	Investments and Advances, Affiliated Companies (Sch. 310)	467 787	461 060
16	737, 738	Property used in other than Carrier Operations (less depreciation)	4 372	4 222
		\$ 1 637 (Sch. 325)		
17	739, 741	Other Assets (Sch. 329)	9 873	6 570
18	743, 744	Other Deferred Debits (Sch. 329)	7 575	5 397
19		Total Other Assets	521 817	619 583
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)	653 190	615 698
21		Equipment	1 899 736	1 798 139
22		Unallocated Items	5 947	2 902
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 332, 342, 352, 355)	(607 038)	(589 019)
24		Net road and Equipment	1 951 835	1 827 720
25		Total Assets	2 789 312	2 702 925

NOTES AND REMARKS

1/ Restated in accordance with the Uniform System of Accounts effective 1-1-78.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year 1/ (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)		
27	752	Accounts Payable, Interline and Other Balances	2 069	1 627
28	753, 754	Other Accounts Payable	44 743	30 533
29	755, 756	Interest and Dividends Payable	15 779	14 948
30	757	Payables to Affiliated Companies	13 821	109 184
31	759	Accrued accounts Payable (Sch. 370)	121 262	102 093
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 379)	74 445	40 494
33	763	Other Current Liabilities (Sch. 370)	19 692	6 611
34	764	Equipment obligations and other long-term debt due within one year	46 553	49 973
35		Total Current Liabilities	338 364	355 463
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured	43 279	43 279
37	766	Equipment obligations	514 107	516 654
38	766.5	Capitalized Lease Obligations		
39	768	Debt in default		
40	769	Accounts payable: Affiliated Companies	25 580	17 320
41	770.1, 770.2	Unamortized debt premium	(802)	(818)
42	781	Interest in default		
43	783	Deferred revenues/Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	495 304	476 011
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	62 104	50 230
46		Total Noncurrent Liabilities	1 139 568	1 102 676
		<u>Stockholders' Equity</u>		
47	791, 792	Capital Stock, (Sch. 230)		
48		Common Stock	224 287	224 287
49		Preferred Stock	74 843	74 843
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)	11 578	11 578
		Retained Earnings:		
52	797	Appropriated (221)	3 813	17 691
53	798	Unappropriated (220)	996 859	916 387
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock		
56		Net Stockholders Equity	1 311 380	1 244 786
57		Total Liabilities and Shareholders Equity	2 789 312	2 702 925

NOTES AND REMARKS

1/ Restated in accordance with the Uniform System of Accounts effective 1-1-78.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

(See Page 7 of Consolidated Report)

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 \$

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 \$

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: _____

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund \$

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

(i) If funding is by insurance, give name of insuring company _____

(ii) If funding is by trust agreement, list trustee(s) _____

Date of trust agreement or latest amendment _____

If respondent is affiliated in any way with the trustee(s), explain affiliation: _____

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement _____

(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 _____

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 _____ No _____ If yes, who determines how stock is voted? _____

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 _____

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 \$

Continued on following page

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 parentheses.

5. Report dollars in thousands.

Line No.	Item	Amount for Current Year	Amount for Preceding Year	Freight-Related Revenues & Expenses	Passenger-Related Revenues & Expenses
	(a)	(b)	(c)	(d)	(e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$ 1 465 557	\$ 1 276 120	\$ 1 465 557	\$
2	(102) Passenger **	48	56	48	
3	(103) Passenger-Related	27	32	27	
4	(104) Switching	14 738	15 171	14 738	
5	(105) Water Transfers				
6	(106) Demurrage	7 834	4 769	7 834	
7	(110) Incidental	2 839	2 561	2 839	
8	(121) Joint Facility-Credit	274	506	274	
9	(122) Joint Facility-Debit	(2)	1	(2)	
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities)	1 491 315	1 299 216	1 491 315	
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)	1 491 315	1 299 216	1 491 315	
14	(531) Railway operating expenses	1 246 752	1 089 056	1 246 752	
15	*Net revenue from railway operations	244 563	210 160	244 563	
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	239	312		
17	(510) Miscellaneous rent income	2 736	2 625		
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income	1	1		
20	(514) Interest income	3 358	2 615		
21	(516) Income from sinking and other funds	994	628		
22	(517) Release of premiums of funded debt	116	124		
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	1 722	6 311		
	Income from affiliated companies:				
25	Dividends				
26	Equity in undistributed earnings (losses)	4 342	2 199		
27	Total other income (lines 16-26)	13 508	14 815		
28	Total income (lines 15, 27)	258 071	224 975		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	250	232		
30	(535) Taxes on property used in other than carrier operations				
31	(543) Miscellaneous rent expense	25	31		
32	(544) Miscellaneous taxes	221	279		
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges	6 925	2 181		
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)	7 421	2 723		
39	Income available for fixed charges (lines 28, 38)	250 650	222 252		

210. RESULTS OF OPERATIONS Continued

Line No.	Item	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
(546) Interest on funded debt			
40 (a) Fixed interest not in default		42 177	39 939
41 (b) Interest in default			
42 (547) Interest on unfunded debt		1 660	5 333
43 (548) Amortization of discount on funded debt		385	375
44 Total fixed charges (lines 40-43)		44 222	45 647
45 Income after fixed charges (lines 39, 44)		206 428	176 605
	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)		206 428	176 605
	PROVISIONS FOR INCOME TAXES		
(556) Income taxes on ordinary income:			
49 Federal income taxes		50 617	21 368
50 State income taxes		5 482	4 814
51 Other income taxes		55	27
52 (557) Provision for deferred income taxes		16 315	39 697
53 Income from continuing operations		133 959	110 699
	DISCONTINUED OPERATIONS		
54 (560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)			
55 (562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)			
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
56 (570) Extraordinary items (Net)			
57 (570) 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		133 959	110 699
	* Reconciliation of net railway operating income (NROI)		
62 Net revenues from railway operations		244 563	
63 (556) Income taxes on ordinary income		(56 154)	
64 (557) Provision for deferred income taxes		(16 315)	
65 Income from lease of road and equipment		(125)	
66 Rent for leased roads and equipment		7 873	
67 Net railway operating income		179 842	
	** 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 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 TOU 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			
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		\$	
71 (b) Payments for transportation of freight shipments		\$	
NOTE: - Gross charges for protective services to perishable freight, without deduction for any proportion thereof credited to shippers.			
No. 101, "Freight" (not required from switching and terminal companies)			
72 Charges for service for the protection against heat		\$	
73 Charges for service for the protection against cold		\$	
** See Page 10 of Consolidated Report.			

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

(See Page 8 of Consolidated Report)

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

(a) Changes in Valuation Accounts

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

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

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

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

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

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

NOTES AND REMARKS

NOTES AND REMARKS

220. RETAINED EARNINGS--UNAPPROPRIATED

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

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

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

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

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

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

Line No.	Item	Retained earnings--Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year _____	\$ 896 547	2/ 19 840
2	(601.5) Prior period adjustments to beginning retained earnings _____		
CREDITS			
3	(602) Credit balance transferred from earnings _____	129 617	4 342
4	(603) Appropriations released _____	17 238	
5	(606) Other credits to retained earnings _____	3/ 2 622	
6	Total _____	149 477	4 342
DEBITS			
7	(612) Debit balance transferred from income _____		
8	(616) Other debits to retained income _____		3/ 2 622
9	(620) Appropriations for sinking and other reserve funds _____	3 360	
10	(621) Appropriations for other purposes _____		
11	(623) Dividends: Common stock _____	64 371	
12	Preferred stock ¹ _____	2 994	
13	Total _____	70 725	2 622
14	Net increase (decrease) during year (Line 6 minus line 13) _____	78 752	1 720
15	Balances at close of year (Lines 1, 2 and 14) _____	975 299	21 560
16	Balance from line 15(c) _____	21 560	XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year _____	996 859	XXXXX
REMARKS			
Amount of assigned Federal income tax consequences:			
18	Account 606 _____		XXXXX
19	Account 616 _____		XXXXX

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

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

2/ Adjusted to agree with equity in undistributed earnings reflected in account 721 at beginning of year.

3/ Reclassification of undistributed earnings due to dissolution of Pacific Fruit Express Co. See Schedule 310A on Page 24 of the Consolidated Report.

230. CAPITAL STOCK

PART I. CAPITAL STOCK

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

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

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

6. (Dollars in thousands except Par Value)

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares			Book Value at End of Year	
			Authorized (c)	Issued (d)	Outstanding (e)	Outstanding (f)	In Treasury (g)
1	Common	10	29 617 870	22 428 715		22 428 715	224 287
2							
3							
4	Preferred	10	20 000 000	7 484 300		7 484 300	74 843
5							
6							
7							
8							
9							
10	TOTAL		49 617 870	29 913 015		29 913 015	299 130

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) require the applicable disclosure of the book values of preferred, common and treasury stock.

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

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

7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year							
12	Capital Stock Sold ¹	7 484 300	\$ 74 843	22 428 715	\$ 224 287		\$	\$ 11 578
13	Capital Stock Reacquired							
14	Capital Stock Canceled							
15	Stock Dividends							
16	Balance at Close of Year	7 484 300	74 843	22 428 715	224 287			11 578

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

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 investment in the securities of other companies should be shown by symbol opposite the names of the issuing corporations, the symbols and industrial classifications to be as follows:

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

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

6. Noncarrier companies should, for the purpose of these schedules, include telephone companies, telegraph companies, mining companies, manufacturing companies, hotel companies, etc. Purely "holding companies" are to be classed as non-carrier 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 (b) reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	1/ (e)
1	721	A-1		<u>STOCKS-CARRIERS-ACTIVE</u>	
2			VII	Denver Union Terminal Ry. Co.	16.67
3			VII	Kansas City Terminal Ry. Co.	8.33
4			VII	Longview Switching Co.	33.33
5			VII	Los Angeles and Salt Lake R. R. Co.	50.00
6			VII	Mount Hood Ry. Co.	100.00
7			VII	Ogden Union Ry. & Depot Co.	50.00
8			VII	Oregon Short Line R. R. Co.	100.00
9			VII	Pacific Fruit Express Co.	50.00
10			VII	Portland Traction Co.	50.00
11			VII	The Pullman Co.	6.00
12			VII	St. Joseph & Grand Island Ry. Co.	
13				First Preferred	
14				Second Preferred	99.80
15				Common	
16			VII	Spokane International R. R. Co.	100.00
17			VII	Trailer Train Co.	2.44
18			VII	Union Pacific Fruit Express Co.	100.000
19			VII	Union Pacific Motor Freight Co.	
20				Total Class A	
21					
22	721	B-1		<u>BONDS-CARRIERS-ACTIVE</u>	
23			VII	Mount Hood Railway Co. Deb.	
24				Due Oct. 31, 1998	
25					
26					
27	1/			Explanation of joint control:	
28	Line	2		-AT&SF Ry., BN Inc., CRI&PRR, C&S Ry., D&RGWRR &	
29				-UPRR (16.67% each)	
30	"	3		-AT&SF Ry., BN Inc., C&NWCo., CMStP&PRR, CRI&PRR,	
31				ICGRR, KCS Ry., MPRR, M-K-TRR, StL-SF Ry., UPRR and	
32				N&W Ry. (8.33% each)	
33	"	4		-BN Inc., CMStP&PRR and UPRR (33.33% each)	
34	"	5		-OSLRR and UPRR (50% each)	
35	Lines	7 & 10		-SPT Co. and UPRR (50% each)	
36	Line	11		-Various companies	
37	"	17		-Proprietary companies, subject to change	
38	The O-WRR& Co.			controlled 100% by OSLRR Co. which company is in turn	
39				controlled 100% by UPRR.	
40					

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 lesser 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)	
\$	\$	\$	\$	\$	\$	\$	1
5			5				2
183			183				3
1			1				4
50 271			50 271				5
500			500				6
13			13				7
137 338			137 338				8
12 000		2/ 12 000					9
1 951			1 951				10
748			748				11
							12
							13
5 659			5 659				14
							15
6 633			6 633				16
112			112				17
	2/ 14 622		14 622				18
5			5				19
215 419	14 622	12 000	218 041				20
							21
							22
							23
480			480			19	24
							25
							26
							27
							28
							29
							30
2/ Effective April 1, 1978 the assets of the Pacific Fruit Express Co.							31
were equally divided between the Southern Pacific Transportation							32
Company and the Union Pacific R. R. Co. with the Union Pacific							33
portion becoming the wholly-owned subsidiary, Union Pacific							34
Fruit Express Co.							35
							36
							37
							38
							39
							40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES -Continued

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	C-1		<u>OTHER SECURED OBLIGATIONS-CARRIERS-ACTIVE</u>	
2			VII	Certificate of Int. in Pacific Fruit Express Co.	
3				Conditional Sale Agrmt. 1979-1984	
4			VII	Certificate of Int. in Union Pacific Fruit	
5				Express Co. and Pacific Fruit Express	
6				Conditional Sale Agrmt. 1979-1984	
7				Total Class C	
8					
9	721	D-1		<u>UNSECURED NOTES-CARRIERS-ACTIVE</u>	
10			VII	St. Joseph Terminal R. R. Co.	
11				Demand	
12			VII	Trailer Train Co.	
13				4-1997 & 1-1999	
14				Total Class D	
15					
16	721	E-1		<u>INVESTMENT ADVANCES-CARRIERS-ACTIVE</u>	
17			VII	Camas Prairie R. R. Co.	
18			VII	Denver Union Terminal R. R. Co.	
19			VII	Harbor Belt Line R. R. Co.	
20			VII	Kansas City Terminal R. R. Co.	
21			VII	Longview Switching Co.	
22			VII	Los Angeles & Salt Lake R. R. Co.	
23			VII	Ogden Union Railway & Depot Co.	
24			VII	Oregon Short Line R. R. Co.	
25			VII	Oregon-Washington P. R. & Nav. Co.	
26			VII	St. Joseph & Grand Island Ry. Co.	
27			VII	St. Joseph Terminal R. R. Co.	
28			VII	Yakima Valley Transportation Co.	
29					
30					
31	721	E-2		<u>INVESTMENT ADVANCES-CARRIERS-INACTIVE</u>	
32			VII	Des Chutes R. R. Co.	
33					
34				Total Class E	
35					
36				Grand Total - Account 721	
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of Profit (low)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	
							1
							2
605		2/ 605				12	3
							4
							5
	2/ 605	3/ 99	506			31	6
605	605	704	506			43	7
							8
							9
							10
175			175			11	11
							12
578			578			40	13
753			753			51	14
							15
							16
486	25		511			23	17
647		96	551				18
15			15			1	19
2 223	275		2 498				20
31			31				21
16 290	1 072		17 362				22
1 326		79	1 247			64	23
42 831		1 130	41 701				24
145 629	3 512		149 141				25
11 729		1 147	10 582				26
153		6	147			11	27
60	61		121				28
221 420	4 945	2 458	223 907			99	29
							30
							31
							32
2 543		3	2 540				33
							34
223 963	4 945	4/ 2 461	226 447			99	35
							36
441 220	20 172	15 165	446 227			212	37
							38
							39
							40

2/ Please see footnote on Page 23.

3/ Matured during the year.

4/ Repayment of advances.

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SUPPLEMENTARY SCHEDULES
FOR
LEASED LINES OF
UNION PACIFIC RAILROAD COMPANY

INDEX TO SCHEDULES

Schedule No.	Title	Page No.
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A	Identity of lessor companies included in this report	2
B	Stockholders and voting powers	3
C	Directors	4-5
D	Principal general officers of corporation, receiver, or trustee	6-7
200	Statement of Financial Position - Assets	8-9
200	Statement of Financial Position - Liabilities and Equity	10-11
210	Results of Operations	12-15
220	Retained Earnings-Unappropriated	16-17
230	Capital stock	18-20A
310	Investments and advances in affiliated companies	21-23
380	Funded debt and other obligations	40-45
700	Tracks owned at close of year	82-82A

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INSTRUCTIONS REGARDING THE USE OF THIS REPORT FORM

This annual report is arranged in columnar form so that it may include returns for a single lessor company, or for several lessor companies whose properties are leased to the same operating railway, provided that the books of account are under the general supervision of the same accounting officer.

Separate returns are required to be shown for each lessor, the name of the reporting company to be entered in the box heading or in the column on the left of the several schedules, as may be applicable.

If the report is made for a single company, the exact corporate name should appear on the cover, title page, page 2, and in the oath and supplemental oath.

A report made for a number of lessor companies may show an appropriate designation, such as "Lessors of the _____ Railroad Company" on the cover and title page, but the oath and supplemental oath must be completed for each corporation, except as provided therein.

Reports filed under the designation "Lessors of the _____ Railroad Company" should contain hereunder the names of the lessor companies that are included in this report, and the names of those that file separately.

Names of lessor companies included in this report

Oregon Short Line Railroad Company

Oregon-Washington Railroad & Navigation Company

Los Angeles and Salt Lake Railroad Company

The St. Joseph & Grand Island Railway Company

Name of lessor companies that file separate reports

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.

In completing the various schedules in this report form, list the information concerning the lessor companies in the order in which their names appear on the balance sheet. Such additional pages as may be necessary will be furnished by the Commission on request.

A. IDENTITY OF LESSOR COMPANIES INCLUDED IN THIS REPORT				INCORPORATION			CORPORATE CONTROL OVER RECEIVEMENT		If a consolidation or merger was effected during the year, particulars should be given in Schedule 208. Changes during the year.		Total voting power of all security holders at close of year	
Line No.	Exact name of lessor company (a)	Date of incorporation (b)	Name of State or Territory in which company was incorporated (c)	Name of controlling corporation (d)	Extent of control (percent) (e)	Total number of stockholders (f)	Total voting power of all security holders at close of year (g)					
1	Oregon Short Line Railroad Company	2-9-1897	Utah	Union Pacific Railroad Company	100%	1	1 000 000					
2	Oregon-Washington Railroad & Navigation Company	11-23-1910	Oregon	Oregon Short Line Railroad Company	100%	1	500 000					
3	Los Angeles & Salt Lake Railroad Company	3-20-1901	Utah	Union Pacific Railroad Company	50%							
4	The St. Joseph & Grand Island Railway Company	2-23-1897	Kansas and Nebraska	Union Pacific Railroad Company	50%	2	250 000					
5				First Preferred	99.80%	5	135 994					
6				Second Preferred								
7				Common								
8												
9												
10												
11												
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B. STOCK HOLDERS AND VOTING POWERS

1. Give the names of the five security holders who had the highest voting powers in each lessor company included in this report. This information should be given as of the close of the year, or, if not available, at the date of the latest compilation of a list of stockholders. If any holder held in trust, give particulars of the trust in a footnote. In the case of voting trust agreements give, as supplemental information, the names and addresses of the 30 largest holders of the voting trust certificates and the amount of their individual holdings.

Line No.	Name of lessor company (a)	Name of stockholder (b)	Voting power (c)	Name of stockholder (d)	Voting power (e)	Name of stockholder (f)	Voting power (g)	Name of stockholder (h)	Voting power (i)
1	Oregon Short Line Railroad Company	Union Pacific Railroad Co.	1000000						
2	Oregon-Washington Railroad & Navigation Company	Oregon Short Line Railroad Company	500000						
3	Los Angeles & Salt Lake Railroad Company	Oregon Short Line Railroad Company	125000	Union Pacific Railroad Co.	125000				
4	The St. Joseph and Grand Island Railway Company	Union Pacific Railroad Co.		Harrigan & Co.	1/92	Matthew H. Murphy		Muller, Schall & Co.	28
5	First Preferred Second Preferred	"	54868	"	1/44	"		"	
6	Common	"	45900	"		"	100	"	6
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
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23									
24									
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31									
32									

INITIALS OF RESPONDENT COMPANIES

2. Give particulars called for regarding each lessor company included in this report, entering the initials of the lessor companies in the column headings.

State total number of votes cast at latest general meeting for election of directors of respondent

Give the date of such meeting

Give the place of such meeting

O.S.L.	O-W.R.R.	L.A. & S.L.	St. J. & G.I.
R.R. Co. 1,000,000	& N. Co. 500,000	R.R. Co. 250,000	R.R. Co. 135,724
May 9, 1978	May 9, 1978	May 9, 1978	May 9, 1978
S.L. City, UT.	Portland, Ore.	S.L. City, UT.	New York NY

C. DIRECTORS

Give particulars of the various directors of respondents at the close of the year

Line No.	Item	O.S.L.R.R.Co.	O-W.R.R.&N.Co.	L.A.&S.L.R.R.Co.
1	Name of director	W. S. Cook	W. S. Cook	W. S. Cook
2	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
3	Date of beginning of term	May 9, 1978	May 9, 1978	May 9, 1978
4	Date of expiration of term	*	*	*
5	Name of director	J. H. Evans	J. H. Evans	J. H. Evans
6	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
7	Date of beginning of term	May 9, 1978	May 9, 1978	May 9, 1978
8	Date of expiration of term	*	*	*
9	Name of director	E. T. Gerry	E. T. Gerry	E. T. Gerry
10	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
11	Date of beginning of term	May 9, 1978	May 9, 1978	May 9, 1978
12	Date of expiration of term	*	*	*
13	Name of director	J. C. Kenefick	J. C. Kenefick	J. C. Kenefick
14	Office address	Omaha, Nebraska	Omaha, Nebraska	Omaha, Nebraska
15	Date of beginning of term	May 9, 1978	May 9, 1978	May 9, 1978
16	Date of expiration of term	*	*	*
17	Name of director	W. J. McDonald	W. J. McDonald	W. J. McDonald
18	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
19	Date of beginning of term	May 9, 1978	May 9, 1978	May 9, 1978
20	Date of expiration of term	*	*	*
21	Name of director	C. N. Olsen	C. N. Olsen	C. N. Olsen
22	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
23	Date of beginning of term	May 9, 1978	May 9, 1978	May 9, 1978
24	Date of expiration of term	*	*	*
25	Name of director	W. F. Surette	W. F. Surette	W. F. Surette
26	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
27	Date of beginning of term	May 9, 1978	May 9, 1978	May 9, 1978
28	Date of expiration of term	*	*	*
29	Name of director			
30	Office address			
31	Date of beginning of term			
32	Date of expiration of term			
33	Name of director			
34	Office address			
35	Date of beginning of term			
36	Date of expiration of term			
37	Name of director			
38	Office address			
39	Date of beginning of term			
40	Date of expiration of term			
41	Name of director			
42	Office address			
43	Date of beginning of term			
44	Date of expiration of term			
45	Name of director			
46	Office address			
47	Date of beginning of term			
48	Date of expiration of term			
49	Name of director			
50	Office address			
51	Date of beginning of term			
52	Date of expiration of term			
53	Name of director			
54	Office address			
55	Date of beginning of term			
56	Date of expiration of term			

C. DIRECTORS--Concluded

Enter the names of the lessor companies in the column headings.

			Line No.
St. J. & G. I. Ry. Co.			1
W. S. Cook			2
New York, N.Y.			3
October 17, 1978			4
*			5
J. H. Evans			6
New York, N.Y.			7
October 17, 1978			8
*			9
J. C. Kenefick			10
Omaha, Nebraska			11
October 17, 1978			12
*			13
W. J. McDonald			14
New York, N. Y.			15
October 17, 1978			16
*			17
C. N. Olsen			18
New York, N. Y.			19
October 17, 1978			20
*			21
W. F. Surette			22
New York, N. Y.			23
October 17, 1978			24
*			25
			26
			27
			28
			29
			30
			31
			32
			33
			34
			35
			36
			37
			38
			39
			40
			41
			42
			43
			44
			45
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			56

*Note: Directors hold office until the
next annual meeting of the
stockholders.

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

Give particulars of the various general officers of respondents at the close of the year. Enter the names of the lessor companies in the column headings.

Line No.	Officer	O.S.L.R.R. Co.	O-W.R.R. & N. Co.	L.A. & S.L.R.R. Co.
1	Name of general officer	J. H. Evans	J. H. Evans	J. H. Evans
2	Title of general officer	Chmn. Bd. & Ch. Ex. Offc.	Chmn. Bd. & Ch. Ex. Offc.	Chmn. Bd. & Ch. Ex. Offc.
3	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
4	Name of general officer	W. S. Cook	W. S. Cook	W. S. Cook
5	Title of general officer	Vice Chmn. of Board	Vice Chmn. of Board	Vice Chmn. of Board
6	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
7	Name of general officer	E. T. Gerry	E. T. Gerry	E. T. Gerry
8	Title of general officer	Chmn. Ex. Committee	Chmn. Ex. Committee	Chmn. Ex. Committee
9	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
10	Name of general officer	J. C. Kenefick	J. C. Kenefick	J. C. Kenefick
11	Title of general officer	President	President	President
12	Office address	Omaha, Nebraska	Omaha, Nebraska	Omaha, Nebraska
13	Name of general officer	W. J. McDonald	W. J. McDonald	W. J. McDonald
14	Title of general officer	Senior V.P. - Law	Senior V.P. - Law	Senior V.P. - Law
15	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
16	Name of general officer	W. F. Surette	W. F. Surette	W. F. Surette
17	Title of general officer	Senior V.P. - Finance	Senior V.P. - Finance	Senior V.P. - Finance
18	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
19	Name of general officer	T. B. Graves, Jr.	C. H. Burnett	T. B. Graves, Jr.
20	Title of general officer	Vice President	Vice President	Vice President
21	Office address	Omaha, Nebraska	Portland, Oregon	Omaha, Nebraska
22	Name of general officer	R. L. Richmond	T. B. Graves, Jr.	R. L. Richmond
23	Title of general officer	Vice President	Vice President	Vice President
24	Office address	Omaha, Nebraska	Omaha, Nebraska	Omaha, Nebraska
25	Name of general officer	C. B. Schaefer	R. L. Richmond	C. B. Schaefer
26	Title of general officer	Vice Pres. - Law	Vice President	Vice Pres. - Law
27	Office address	Omaha, Nebraska	Omaha, Nebraska	Omaha, Nebraska
28	Name of general officer	R. N. Little	C. B. Schaefer	R. N. Little
29	Title of general officer	Vice President	Vice Pres. - Law	Vice President
30	Office address	Washington, D. C.	Omaha, Nebraska	Washington, D. C.
31	Name of general officer	C. A. Rose	R. N. Little	C. A. Rose
32	Title of general officer	V. P. & Controller	Vice President	V. P. & Controller
33	Office address	New York, N. Y.	Washington, D. C.	New York, N. Y.
34	Name of general officer	C. N. Olsen	C. A. Rose	C. N. Olsen
35	Title of general officer	Secretary	V. P. & Controller	Secretary
36	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
37	Name of general officer	H. B. Shuttleworth	C. N. Olsen	H. B. Shuttleworth
38	Title of general officer	V. P. & Treasurer	Secretary	V. P. & Treasurer
39	Office address	New York, N. Y.	New York, N. Y.	New York, N. Y.
40	Name of general officer		H. B. Shuttleworth	
41	Title of general officer		V. P. & Treasurer	
42	Office address		New York, N. Y.	
43	Name of general officer			
44	Title of general officer			
45	Office address			
46	Name of general officer			
47	Title of general officer			
48	Office address			
49	Name of general officer			
50	Title of general officer			
51	Office address			
52	Name of general officer			
53	Title of general officer			
54	Office address			
55	Name of general officer			
56	Title of general officer			
57	Office address			

D. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE—Concluded

If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road, give also their names and titles, and the location of their offices.

	Line No.
St. J. & G. I. Ry. Co.	1
J. H. Evans	2
Chm. Bd. & Ch. Ex. Offc.	3
New York, N. Y.	4
W. S. Cook	5
V. Chmn. of Board	6
New York, N. Y.	7
J. C. Kenefick	8
President	9
Omaha, Nebraska	10
W. J. McDonald	11
Sr. V.P. - Law	12
New York, N. Y.	13
W. F. Surette	14
Sr. V.P. - Finance	15
New York, N. Y.	16
T. B. Graves, Jr.	17
Vice President	18
Omaha, Nebraska	19
R. L. Richmond	20
Vice President	21
Omaha, Nebraska	22
C. B. Schaefer	23
V. P. - Law	24
Omaha, Nebraska	25
C. A. Rose	26
V. P. & Controller	27
New York, N. Y.	28
C. N. Olsen	29
Secretary	30
New York, N. Y.	31
H. B. Shuttleworth	32
V. P. & Treasurer	33
New York, N. Y.	34
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	36
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200. STATEMENT OF FINANCIAL POSITION - ASSETS

Disclose below the asset side of the balance sheet at the close of year of each lessor company included in this report. Enter the names of the lessor company in the column heading (b) through (i). Show contra entries in parenthesis.

Line No.	Account No.	Title (a)	O.S.L.R.R. (b) Co.	O.W.R.R. & N. (c) Co.
		<u>Current Asset</u>	\$	\$
1	701	Cash		
2	702	Temporary Cash Investments (Sch. 300)		
3	703	Special Deposits (Sch. 300)		33
		Accounts Receivable:		
4	705	- Interline and Other Balances		
5	706	- Customers		
6	707, 704	- Other		
7	709, 708	- Accrued Accounts Receivables		
8	708.5	- Receivables from Affiliated Companies		
9	709.5	- Less: Allowance for Uncollectible Accounts		
10	711, 714	Prepayments (and working funds) (Sch. 300)		
11	712	Materials and Supplies		
12	713	Other Current Assets (Sch. 300)		
13		Total Current Assets		33
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)		
15	721, 721.5	Investments and Advances: Affiliated Companies (Sch. 310)	50 646	1 929
16	737, 738	Property used in other than Carrier Operations (less depreciation \$). (Sch. 325)	227	5 320
17	739, 741	Other Assets (Sch. 329)		
18	743, 744	Other Deferred Debits (Sch. 329)		
19		Total Other Assets	50 873	7 249
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330)	202 758	210 745
21		Equipment	406	856
22		Unallocated Items		
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 325, 325A, 335, 342)	(29 101)	(26 577)
24		Net road and Equipment	174 063	185 024
25		Total Assets	224 936	192 306

NOTES AND REMARKS

200. STATEMENT OF FINANCIAL POSITION - ASSETS - (Continued)

L.A. & S.L. R.R. Co. (d)	St. J. & G.L. Ry. Co. (e)	(f)	(g)	(h)	(i)	Line No.
\$	\$	\$	\$	\$	\$	1
						2
	2					3
						4
						5
						6
						7
						8
						9
						10
						11
						12
	2					13
						14
						15
						16
361	9					17
						18
361	9					19
						20
140 422	34 785					21
963	1					22
						23
(18 876)	(2 216)					24
122 509	32 570					25
122 870	32 581					

Note: Provision has not been made for Federal income taxes which may be payable in future years as result of deductions during the period December 31, 1949, to close of the year of this report for accelerated amortization in excess of recorded depreciation. The amounts by which

Federal income taxes have been reduced during the indicated period aggregated \$

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

Estimated accumulated net reduction in Federal income taxes because of amortization of certain rights-of-way investment since December 31, 1969, under the provisions of Section 185 of the Internal Revenue Code \$

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 \$

Show the amount of investment tax credit carryover at year end \$

Show amount of past service pension costs determined by actuaries at year end \$

Total pension costs for year:

Normal costs \$

Amortization of past service costs \$

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 _____

200. STATEMENT OF FINANCIAL POSITION—LIABILITIES AND EQUITY

Disclose below the liability side of the balance sheet at the close of the year of each lessor company included in this report, entering the names

Line No.	Account No.	Title (a)	O.S.L.R.R. Co. (b)	O.W.R.R. & N. Co. (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable		
27	752	Accounts Payable, Interline and Other Balances		
28	753, 754	Other Accounts Payable		
29	755, 756	Interest and Dividends Payable		
30	757	Payables to Affiliated Companies (Sch. 390)		
31	759	Accrued accounts Payable		
32	760, 761, 761.5, 762	Taxes Accrued		
33	763	Other Current Liabilities		
34	764	Equipment obligations and other long-term debt due within one year		
35		Total Current Liabilities		
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured (Sch. 380)		
37	766	Equipment obligations		
38	766.5	Capitalized Lease Obligations		
39	768	Debt in default		
40	769	Accounts payable, Affiliated Companies	41 701	149 143
41	770.1, 770.2	Unamortized debt premium		
42	781	Interest in default		
43	783	Deferred revenues—Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits		
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits		
46		Total Noncurrent Liabilities	41 701	149 143
		<u>Stockholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)		
48		Common Stock	100 000	50 000
49		Preferred Stock		
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (Sch. 230)	41 487	6 194
		Retained Earnings:		
52	797	Appropriated		
53	798	Unappropriated (Sch. 220)	41 748	(13 031)
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock		
56		Net Stockholders Equity	183 235	43 163
57		Total Liabilities and Shareholders Equity	224 936	192 306

NOTES AND REMARKS

200. STATEMENT OF FINANCIAL POSITION - LIABILITIES AND EQUITY - (Continued)

of the lessor companies in the column headings (b) through (i). Show contra entries in parenthesis.

L.A. & S.L. R.R. Co. (d)	St. J. & G.I. Ry. Co. (e)	(f)	(g)	(h)	(i)	Line No.
\$	\$	\$	\$	\$	\$	26
						27
						28
	16					29
						30
						31
						32
						33
						34
	16					35
						36
						37
						38
17 363	10 581					39
						40
						41
						42
						43
						44
17 363	10 581					45
						46
						47
25 000	4 600					48
	8 999					49
						50
59 076						51
						52
21 431	8 385					53
						54
						55
105 507	21 984					56
122 870	32 581					57

NOTES AND REMARKS

Please see Pages 7 and 8 of Consolidated Report.

210. RESULTS OF OPERATIONS

Disclose below the results of operations for each lessor company included in this report entering the names of the lessor companies in the column headings.

Line No.	Item (a)	C.S.L.R.R. (b) Co.	O.W.R.R. & N. (c) Co.
	Net revenue from railway operations	\$ 2 078	\$ 3 291
	OTHER INCOME		
1	(506) Revenue from property used in other than carrier operations		
2	(510) Miscellaneous rent income		
3	(512) Separately operated properties-Profit		
4	(513) Dividend income		
5	(514) Interest income		
6	(516) Income from sinking and other funds		
7	(517) Release of premiums of funded debt		
8	(518) Contributions from other companies		
9	(519) Miscellaneous income	3	37
	Income from affiliated companies		
10	Dividends		
11	Equity in undistributed earnings (losses)		
12	Total other income	2	37
	MISCELLANEOUS DEDUCTIONS FROM INCOME		
13	(534) Expenses of property used in other than carrier operations		
14	(535) Taxes on property used in other than carrier operations		
15	(543) Miscellaneous rent expense		
16	(544) Miscellaneous taxes		
17	(545) Separately operated properties-Loss		
18	(549) Maintenance of investment organization	1	1
19	(550) Income transferred to other companies		
20	(551) Miscellaneous income charges		
21	(553) Uncollectible accounts		
22	Total miscellaneous deductions	1	1
23	Income available for fixed charges (lines 12, 22)	2 080	3 327

NOTES AND REMARKS

210. RESULTS OF OPERATIONS - Continued

For instructions covering this schedule, see the text pertaining to Income Accounts in the Uniform System of Accounts for Railroad Companies.

L.A. & S.L. R.R. _(d) Co.	St.J.& G.I. Ry. _(e) Co.	(f)	(g)	(h)	(i)	Line No.
\$ 1 417	\$ 1 019	\$	\$	\$	\$	1
						2
						3
						4
						5
						6
						7
						8
						9
						10
						11
						12
						13
						14
						15
						16
						17
1						18
						19
						20
						21
1						22
1 416	1 019					23

NOTES AND REMARKS

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	O.S.L.R.R. Co. (b)	O.W.R.R. & N. Co. (c)
	FIXED CHARGES	\$	\$
	(546) Interest on funded debt:		
24	(a) Fixed interest not in default		
25	(b) Interest in default		
26	(547) Interest on unfunded debt		
27	(548) Amortization of discount on funded debt		
28	Total fixed charges (lines 24-27)	2 080	3 327
29	Income after fixed charges (lines 23, 28)		
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
30	(c) Contingent interest		
	UNUSUAL OR INFREQUENT ITEMS		
31	(555) Unusual or infrequent items (debit) credit		
32	Income (loss) for continuing operations (before income taxes)		
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:		
33	Federal income taxes		
34	State income taxes		
35	Other income taxes		
36	(557) Provision for deferred income taxes	2 080	3 327
37	Income from continuing operations		
	DISCONTINUED OPERATIONS		
	(560) Income or loss from operations of discontinued segments (less applicable income taxes of		
38	\$)		
	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of		
39	\$)		
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
40	(570) Extraordinary items (Net)		
41	(590) Income taxes on extraordinary items		
42	(591) Provision for deferred taxes - Extraordinary items		
43	Total extraordinary items (lines 40-42)		
	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of		
44	\$)	2 080	3 327
45	Net income		

EXPLANATORY NOTES

Deductions because of accelerated amortization of emergency facilities in excess of recorded depreciation resulted in reduction of Federal income taxes for the year of this report in the amount of \$ _____.

(1) Indicate method elected by carrier, as provided in the Revenue Act of 1971, to account for the investment tax credit. None
Flow-through _____ Deferral _____

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

(3) If deferral method was elected, indicate amount of investment tax credit utilized as reduction of tax liability for current year \$ _____

Deduct amount of current year's investment tax credit applied to reduction of tax liability but deferred for accounting purposes \$ _____

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

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

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

Show the amount of investment tax credit carryover at year end \$ _____

210. RESULTS OF OPERATIONS—Continued

L.A. & S.L. R.R. ^(d) Co.	St. J. & G. I. Ry. ^(e) Co.	(f)	(g)	(h)	(i)	Line No.
\$	\$	\$	\$	\$	\$	
						24
						25
						26
						27
						28
1 416	1 019					29
						30
						31
						32
						33
						34
						35
						36
1 416	1 019					37
						38
						39
						40
						41
						42
						43
						44
1 416	1 019					45

220. RETAINED EARNINGS—UNAPPROPRIATED

1. Disclose below the items of Retained Earnings Accounts of each lessor company included in this report, entering the names of the lessor companies in the column headings. For instructions covering this schedule, see text pertaining to Retained Earnings Accounts in the Uniform System of Accounts for Railroad Companies.
2. All contra entries hereunder should be indicated in parenthesis.
3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

Line No.	Item (a)	O.S.L.R.R. (b) Co.		O.W.R.R. & (c) N. Co.	
		(1)	(2)	(1)	(2)
1	Balances at beginning of year	\$ 39 668	\$	(16 358)	
2	(601.5) Prior period adjustments to beginning retained earnings				
	CREDITS				
3	(602) Credit balance transferred from earnings	2 080		3 327	
4	(603) Appropriations released				
5	(606) Other credits to retained earnings				
6	Total	2 080		3 327	
	DEBITS				
7	(612) Debit balance transferred from income				
8	(616) Other debits to retained income				
9	(620) Appropriations for sinking and other reserve funds				
10	(621) Appropriations for other purposes				
11	(623) Dividends: Common stock				
12	Preferred stock ¹				
13	Total				
14	Net increase (decrease) during year (Line 6 minus line 13)	2 080		3 327	
15	Balances at close of year (Lines 1, 2 and 14)	41 748		(13 031)	
16	Balance from line 15(c)		XXXXX		XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	41 748	XXXXX	(13 031)	XXXXXX
	REMARKS				
	Amount of assigned Federal income tax consequences:				
18	Account 606		XXXXX		XXXXXX
19	Account 616		XXXXX		XXXXXX

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

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

220. RETAINED EARNINGS-UNAPPROPRIATED- Concluded

4. Segregate in column (2) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.
5. Include in column (1) only amounts applicable to Retained Earnings exclusive of any amounts included in column (2).

L.A. & S.L. (d) R.R. Co.		St.J. & (e) G.I. Ry. Co.		(f)		(g)		Line No.
(1)	(2)	(1)	(2)	(1)	(2)	(1)	(2)	
20 015		7 367						1
								2
1 416		1 019						3
								4
								5
1 416		1 019						6
								7
								8
								9
								10
								11
		1						12
		1						13
1 416		1 018						14
21 431		8 385						15
	XXXXX		XXXXXX		XXXXXX		XXXXXX	16
21 431	XXXXX	8 385	XXXXXX		XXXXXX		XXXXXX	17
	XXXXXX		XXXXXX		XXXXXX		XXXXXX	18
	XXXXXX		XXXXXX		XXXXXX		XXXXXX	19

NOTES AND REMARKS

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230. CAPITAL STOCK

Part I.

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

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

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

7. (Dollars in thousands, except Par Value)

Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Authorized (d)	Number of Shares Issued (e)	In Treasury (f)	Outstanding (g)	Outstanding (h)	In Treasury (i)
1	Oregon- Shenandoah Railroad Co.	Common	100	1 000 000	1 000 000		1 000 000	\$ 100 000	\$
2		Preferred							
3									
4									
5									
6									
7									
8									
9									
10		Total	X X X X	1 000 000	1 000 000		1 000 000	\$ 100 000	
Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Authorized (d)	Number of Shares Issued (e)	In Treasury (f)	Outstanding (g)	Outstanding (h)	In Treasury (i)
1	Oregon- Washington Railroad & Nav. Co.	Common	100	500 000	500 000		500 000	\$ 50 000	\$
2		Preferred							
3									
4									
5									
6									
7									
8									
9									
10		Total	X X X X	500 000	500 000		500 000	\$ 50 000	

230. CAPITAL STOCK - Continued

Part I - Continued									
Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Authorized (d)	Issued (e)	In Treasury (f)	Outstanding (g)	Book Value at End of Year Outstanding (h)	In Treasury (i)
1	Los Angeles & Salt Lake Railroad Co.	Common	100	250 000	250 000		250 000	\$ 25 000	\$
2									
3		Preferred							
4									
5									
6									
7									
8									
9									
10		Total	X X X	250 000	250 000		250 000	25 000	
Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Authorized (d)	Issued (e)	In Treasury (f)	Outstanding (g)	Book Value at End of Year Outstanding (h)	In Treasury (i)
1	The St. Joseph and Grand Island Railway Co.	Common	100	46 000	46 000		46 000	\$ 4 600	\$
2									
3		1st	100	55 000	54 994		54 994	5 499	
4		2nd	100	50 000	35 000		35 000	3 500	
5									
6		Total Preferred		105 000	89 994		89 994	8 999	
7									
8									
9									
10		Total	X X X X	151 000	135 994		135 994	13 599	
Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Authorized (d)	Issued (e)	In Treasury (f)	Outstanding (g)	Book Value at End of Year Outstanding (h)	In Treasury (i)
1		Common						\$	\$
2									
3		Preferred							
4									
5									
6									
7									
8									
9									
10		Total	X X X X						

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 (b) presents the items to be disclosed.

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

4. Columns (d), (f) and (h) requires the applicable disclosure of the book value of preferred, common and treasury stock.

5. Disclose in column (i) 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.

Line No.	Name of Lessor (a)	Items (b)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (i)
			Number of Shares (c)	Amount (d)	Number of Shares (e)	Amount (f)	Number of Shares (g)	Amount (h)	
1	Oregon Short	Balance at beginning of year		\$	1000000	\$ 100 000		\$	\$ 41 487
2	Line Railroad	Capital Stock Sold ¹							
3	Co.	Capital Stock Recquired							
4		Capital Stock Canceled							
5		Stock Dividends							
6									
7		Balance at Close of Year			1000000	100 000			41 487
Line No.	Name of Lessor (a)	Items (b)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (i)
			Number of Shares (c)	Amount (d)	Number of Shares (e)	Amount (f)	Number of Shares (g)	Amount (h)	
1	Oregon-	Balance at beginning of year		\$	500000	\$ 50 000		\$	\$ 6 194
2	Washington	Capital Stock Sold ¹							
3	Railroad &	Capital Stock Recquired							
4	Nav. Co.	Capital Stock Canceled							
5		Stock Dividends							
6									
7		Balance at Close of Year			500000	50 000			6 194

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

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 (b) presents the items to be disclosed.
 3. Columns (c), (e) and (g) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (b).
 4. Columns (d), (f) and (h) requires the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (i) 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.

Line No.	Name of Lessor (a)	Items (b)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (i)
			Number of Shares (c)	Amount (d)	Number of Shares (e)	Amount (f)	Number of Shares (g)	Amount (h)	
1	Los Angeles & Salt Lake Railroad Co.	Balance at beginning of year		\$	250000	\$ 25 000		\$	\$ 59 076
2		Capital Stock Sold ¹							
3		Capital Stock Reacquired							
4		Capital Stock Canceled							
5		Stock Dividends							
6									
7		Balance at Close of Year			250000	25 000			59 076
Line No.	Name of Lessor (a)	Items (b)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (i)
			Number of Shares (c)	Amount (d)	Number of Shares (e)	Amount (f)	Number of Shares (g)	Amount (h)	
1	The St. Joseph and Grand Island Railway Co.	Balance at beginning of year	89 994	\$ 8 999	46 000	\$ 4 600		\$	\$
2		Capital Stock Sold ¹							
3		Capital Stock Reacquired							
4		Capital Stock Canceled							
5		Stock Dividends							
6									
7		Balance at Close of Year	89 994	8 999	46 000	4 600			

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

NOTES AND REMARKS

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. Enter the name of a reporting lessor company in the body of the schedule and give, thereunder, particulars of its investments before listing those of a second lessor. These names should be listed in the order in which they appear on the balance sheet.

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

(A) Stocks:

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

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

(C) Other secured obligations:

(D) Unsecured notes:

(E) Investment advances:

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

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

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

6. By carriers, as the term is 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.

7. 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.

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

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

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

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

12. 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.

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. Enter the name of a reporting lessor company in the body of the schedule and give thereunder particulars of its investments in affiliated companies before listing those of a second lessor. These names should be listed in the order in which they appear on the balance sheet.

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 (a), (b), and (c).

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 class and 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 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.

7. 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)	1/ (e)
1				<u>OREGON SHORT LINE R. R. Co.</u>	
2	721	A1		<u>STOCKS-CARRIERS-ACTIVE</u>	
3			VII	Oregon-Wash. R. R. & Navigation Co.	100
4			VII	Los Angeles & Salt Lake Railroad Co.	50
5			VII	Yakima Valley Transportation Co.	100
6					
7					
8	721	A2		<u>STOCKS-CARRIERS-INACTIVE</u>	
9			VII	Des Chutes Railroad Co.	100
10				Total Class A	
11					
12				<u>OREGON-WASH. R. R. & NAVIGATION CO.</u>	
13	721	A1		<u>STOCKS-CARRIERS-ACTIVE</u>	
14			VII	Camas Prairie R. R. Co.	50
15			VII	Portland Terminal R. R. Co.	40
16				Total Class A	
17					
18				<u>THE ST. JOSEPH & GRAND ISLAND RY. CO.</u>	
19	721	A1		<u>STOCKS-CARRIERS-ACTIVE</u>	
20			VII	St. Joseph Terminal R. R. Co.	50
21					
22					
23					
24					
25					
26	1/ Explanation of joint control:				
27	Line 4 - O.S.L.R.R. and M.P.R.R. (50% each)				
28	" 14 - O-W.R.R. & N. and B.N., Inc. (50% each)				
29	" 15 - O-W.R.R. & N. and B.N., Inc. (40% each); S.P.T. Co. (20%)				
30	" 20 - St. J. & G.I. Ry. and AT&SFRy. (50% each)				
31					
32	2/ Carried at a nominal value of \$1.00				
33					
34					
35					
36					
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

column (c). 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.

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

9. 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.

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

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

12. 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.

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.3	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)	
\$	\$	\$	\$	\$	\$	\$	1
							2
50 000			50 000				3
2/			2/				4
546			546				5
50 546			50 546				6
							7
							8
100			100				9
50 646			50 646				10
							11
							12
							13
50			50				14
1 879			1 879				15
1 929			1 929				16
							17
							18
							19
2/			2/				20
							21
							22
							23
							24
							25
							26
							27
							28
							29
							30
							31
							32
							33
							34
							35
							36
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							38
							39
							40

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 380

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

In column (a) enter the name of a reporting lessor company and give, thereunder, the name of each of its bonds or other obligations before listing those of a second lessor. The names of the lessors should be listed in the order in which they appear on the balance sheet. Classify the funded debt and securities of each lessor by accounts and according to the following designations in the numerical order given:

- (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 (Corporation)
 - (a) Equipment securities
 - (b) Conditional or deferred payment contracts
- (5) Miscellaneous obligations
- (6) Receivers' and trustees' securities
 - (a) Equipment obligations
 - (b) Other than equipment obligations
- (7) Short-term notes in default

Give totals for each group and subgroup of bonds or other obligations. Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "Yes" or "No."

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

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

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

Matured obligations amounting to less than \$50,000 which have not been presented for payment may be combined into a single entry designated "Minor items of matured obligations, each less than \$50,000," and the total of such items shown in a footnote.

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

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see Schedule 230.

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

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

In schedule 380, give particulars of changes during the year in funded debt and other obligations, following the same order in which they appear in the prior pages of this schedule.

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

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

Particulars concerning the reacquisition of securities that were actually outstanding should be reported in columns (aa), (dd), and (ee).

Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

380. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name of lessor company and name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR			IS OTHER PROPERTY REAL OR PERSONAL OR LEASEHOLD SUBJECT TO LEND OF THE OBLIGATION? (ANSWER "YES" OR "NO")	
				Rate per cent per annum (approximate)	Yield date	Conversion	Call prior to maturity, with or without sinking fund	Sinking fund	First Lien	Junior to first lien
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	<u>OREGON SHORT LINE RAILROAD CO.:</u>									
2	<u>(3) Unsecured Bonds (Debentures):</u>									
3	<u>(a) With fixed interest:</u>									
4	First & Consolidated Mortgage	12-1	12-1							
5	(a/c 765)	1910	1980	4	J1&D1	No	1/ Yes	No	No	No
6										
7										
8										
9										
10	<u>LOS ANGELES & SALT LAKE RAILROAD CO.:</u>									
11	<u>(3) Unsecured Bonds (Debentures):</u>									
12	<u>(a) With fixed interest:</u>									
13	San Pedro, Los Angeles & Salt Lake									
14	Railroad Company First Mortgage	7-1	7-1							
15	(a/c 765)	1911	1981	4	J1&J1	No	Yes	No	No	No
16										
17										
18										
19										
20										
21										
22										
23										
24										
25										
26										
27										
28										
29										
30										
31	1/ Series "A" only									
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54										

Grand Total

380. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		AMOUNT NOMINALLY ISSUED AND—			AMOUNT REACQUIRED AND—			TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
First lien	Second to first lien	Total amount nominally and actually issued	Held in special funds or in treasury or pledged securities by symbol "P" maturing by symbol "M"	Canceled	Total amount actually issued	Canceled through sinking fund or otherwise canceled (Symbolically canceled through sinking fund by symbol "C")	Held in special funds or in treasury or pledged securities by symbol "P" maturing by symbol "M"	Unmatured accounts "A", "B", and "C"	Unmatured accounts "D"	Matured and no provision made for payment (Symbol "N")	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	
		\$	\$	\$	\$	\$	\$	\$	\$	\$	1
											2
											3
		45 074		3 587	41 487		41 487				4
											5
											6
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		59 022			59 022		59 022				14
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											53
		104 096	NONE	3 587	100 509	NONE	100 509	NONE	NONE	NONE	54

380. FUNDED DEBT AND OTHER OBLIGATIONS--Continued

Line No.	Name of lessor company and name and character of obligation (List on same lines and in same order as on page 42)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
	(ix)	(xi)	(xii)	(x)	(vi)
		\$	\$	\$	\$
1	OREGON SHORT LINE RAILROAD CO.:				
2	(3) Unsecured Bonds (Debentures):				
3	(a) With fixed interest:				
4	First & Consolidated Mortgage				
5	(a/c 765)				
6					
7					
8					
9					
10	LOS ANGELES & SALT LAKE RAILROAD CO.:				
11	(3) Unsecured Bonds (Debentures):				
12	(a) With fixed interest:				
13	San Pedro, Los Angeles & Salt Lake				
14	Railroad Company First Mortgage				
15	(a/c 765)				
16					
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51					
52					
53	Grand Total	NONE	NONE	NONE	NONE
54					

380. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED DURING YEAR				SECURITIES REACQUIRED DURING YEAR		Line No.
Purpose of the issue and authority	Par value	Net proceeds received for issue (cash or its equivalent)	Expense of issuing securities	AMOUNT REACQUIRED		
				Par value	Purchase price	
(2)	(4a)	(5b)	(6c)	(10d)	(11c)	
	\$	\$	\$	\$	\$	1
						2
						3
						4
						5
						6
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						51
						52
						53
Grand Total	NONE	NONE	NONE	NONE	NONE	54

