

Class I Railroad

Annual Report R-1

to the Surface Transportation Board
for the Year Ending December 31, 2002

UNION PACIFIC RAILROAD

1416 Dodge Street, Omaha, NE, 68179



BUILDING AMERICA



NOTICE

1. This report is required for every class I railroad operating within the United States. Three copies of this Annual Report should be completed. Two of the copies must be filed with the Surface Transportation Board, Office of Economics, Environmental Analysis, and Administration, The Mercury Building, 1925 K St., N.W., Suite 500, Washington, DC 20423, by March 31 of the year following that for which the report is made. One copy should be retained by the carrier.
2. Every inquiry must be definitely answered. Where the word "none" truly and completely states the fact, it should be given as the answer. If any inquiry is inapplicable, the words "not applicable" should be used.
3. Wherever the space provided in the schedules is insufficient to permit a full and complete statement of the requested information, inserts should be prepared and appropriately identified by the number of the schedule.
4. All entries should be made in a permanent black ink or typed. Those of a contrary character must be indicated in parenthesis. Items of an unusual character must be indicated by appropriate symbols and explained in footnotes.
5. Money items, except averages, throughout the annual report form should be shown in thousands of dollars adjusted to accord with footings. Totals for amounts reported in subsidiary accounts included in supporting schedules must be in agreement with related primary accounts. For purposes of rounding, amounts of \$500 but less than \$1,000 should be raised to the nearest thousand dollars, and amounts of less than \$500 should be lowered.
6. Except where the context clearly indicates some other meaning, the following terms when used in this Form have the following meanings:
 - (a) Board means *Surface Transportation Board*.
 - (b) Respondent means *the person or corporation in whose behalf the report is made*.
 - (c) Year means *the year ended December 31 for which the report is being made*.
 - (d) Close of the Year means *the close of business on December 31 for the year in which the report is being made*.
If the report is made for a shorter period than one year, it means *the close of the period covered by the report*.
 - (e) Beginning of the Year means *the beginning of business on January 1 of the year for which the report is being made*. If the report is made for a shorter period than one year, it means *the beginning of that period*.
 - (f) Preceding Year means *the year ended December 31 of the year preceding the year for which the report is made*.
 - (g) The Uniform System of Accounts for Railroad Companies means *the system of accounts in Part 1201 of Title 49, Code of Federal Regulations, as amended*.
7. The ICC Termination Act of 1995 abolished the Interstate Commerce Commission and replaced it with the Surface Transportation Board. Any references to the Interstate Commerce Commission or Commission contained in this report refer to the Surface Transportation Board.
8. Any references to the Bureau of Accounts or the Office of Economics contained in this report refer to the Office of Economics, Environmental Analysis, and Administration of the Surface Transportation Board.

For Index, See Back of Form

139300
ANNUAL REPORT

OF

UNION PACIFIC RAILROAD COMPANY

To The

SURFACE TRANSPORTATION BOARD

For The

Year Ended December 31, 2002

RECEIVED
SURFACE TRANSPORTATION
BOARD
2003 MAR 30 P 11:22
OFFICE OF ECONOMICS
DIRECTOR'S OFFICE

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

(Name) J. R. Young (Title) Chief Financial Officer

(Telephone number) (402) 271-6655 (or contact Greg Tiarks at (402) 280-6072)

(Office address) 1416 Dodge Street - Rm 1230, Omaha, Nebraska 68179

2020-2021

(This page intentionally left blank)



TABLE OF CONTENTS

| | SCHEDULE | PAGE |
|--|----------|------|
| Schedules Omitted by Respondent | A | 1 |
| Identity of Respondent | B | 2 |
| Voting Powers and Elections | C | 3 |
| Comparative Statement of Financial Position | 200 | 5 |
| Results of Operations | 210 | 16 |
| Retained Earnings - Unappropriated | 220 | 19 |
| Capital Stock | 230 | 20 |
| Statement of Changes in Financial Position | 240 | 21 |
| Working Capital Information | 245 | 23 |
| Investments and Advances - Affiliated Companies | 310 | 26 |
| Investments in Common Stocks of Affiliated Companies | 310A | 30 |
| Road Property and Equipment and Improvements to Leased Property and Equipment | 330 | 32 |
| Depreciation Base and Rates - Road and Equipment Owned and Used and Leased from Others | 332 | 34 |
| Accumulated Depreciation - Road and Equipment Owned and Used | 335 | 35 |
| Accrued Liability - Leased Property | 339 | 36 |
| Depreciation Base and Rates - Improvements to Road and Equipment Leased from Others | 340 | 37 |
| Accumulated Depreciation - Improvements to Road and Equipment Leased from Others | 342 | 38 |
| Depreciation Base and Rates - Road and Equipment Leased to Others | 350 | 40 |
| Accumulated Depreciation - Road and Equipment Leased to Others | 351 | 41 |
| Investment in Railroad Property Used in Transportation Service (By Company) | 352A | 42 |
| Investment in Railroad Property Used in Transportation Service (By Property Accounts) | 352B | 43 |
| Railway Operating Expenses | 410 | 45 |
| Way and Structures | 412 | 52 |
| Rents for Interchanged Freight Train Cars and Other Freight Carrying Equipment | 414 | 53 |
| Supporting Schedule - Equipment | 415 | 56 |
| Supporting Schedule - Road | 416 | 58 |
| Specialized Service Subschedule - Transportation | 417 | 60 |
| Supporting Schedule - Capital Leases | 418 | 61 |
| Analysis of Taxes | 450 | 63 |
| Items in Selected Income and Retained Earnings Accounts for the Year | 460 | 65 |
| Guaranties and Suretyships | 501 | 66 |
| Compensating Balances and Short-Term Borrowing Arrangements | 502 | 67 |
| Separation of Debtholdings between Road Property and Equipment | 510 | 69 |
| Transactions Between Respondent and Companies or Persons Affiliated with Respondent for Services | | |
| Received or Provided | 512 | 72 |
| Mileage Operated at Close of Year | 700 | 74 |
| Miles of Road at Close of Year - By States and Territories (Single Track) | 702 | 75 |
| Inventory of Equipment | 710 | 78 |
| Unit Cost of Equipment Installed During the Year | 710S | 84 |
| Track and Traffic Conditions | 720 | 85 |
| Ties Laid in Replacement | 721 | 86 |
| Ties Laid in Additional Tracks and in New Lines and Extensions | 722 | 87 |
| Rails Laid in Replacement | 723 | 88 |
| Rails Laid in Additional Tracks and in New Lines and Extensions | 724 | 89 |
| Weight of Rail | 725 | 90 |
| Summary of Track Replacements | 726 | 91 |
| Consumption of Fuel by Motive-Power Units | 750 | 91 |
| Railroad Operating Statistics | 755 | 94 |
| Verification | | 98 |
| Memoranda | | 99 |
| Index | | 100 |

SPECIAL NOTICE

Docket No. 38559, Railroad Classification Index, (ICC served January 20, 1983), modified the reporting requirements for Class II, Class III and Switching and Terminal Companies. These carriers will notify the Board only if the calculation results in a different revenue level than its current classification.

The dark border on the schedules represents data that are captured by the Board.

It is estimated that an average of 800 burden hours per response are required to complete this collection of information. This estimate includes time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Comments concerning the accuracy of this burden estimate or suggestions for reducing this burden should be directed to the Office of the Secretary, Surface Transportation Board, and the Office of Information and Regulatory Affairs, Office of Management and Budget.

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 |
|------|--------------|-----------------|
| | | <div>NONE</div> |

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 full 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. If the report is for a consolidated group, pursuant to Special Permission from the Board, indicate such fact on line 1 below and list the consolidated group on page 4.
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, also give 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 - February 20, 1969
3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees:
Under the General Corporation Law of the State of Delaware. Articles Amended February 24, 1969, June 8, 1987, April 13, 1989, and August 10, 1993, in perpetuity. Name changed from Southern Pacific Transportation Company, February 1, 1998.
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:

Stockholders' Reports

5. The respondent is required to send the Office of Economic and Environmental Analysis, 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 on: (date) _____.
- ☒ No annual report to stockholders is prepared.

- * This report for Union Pacific Railroad Company includes Union Pacific Railroad Company and all subsidiaries and affiliates (collectively, the Company, Railroad, or UPRR). See page 4 for a listing of included companies.

C VOTING POWERS AND ELECTIONS

- 1 State the par value of each share of stock Common Common Stock and Class A Stock both \$10/ per share; first preferred - None, second preferred - None, debenture stock - None
- 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 no, state in a footnote the relationship 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 relationship between holdings and corresponding voting rights, indicating 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 yes, 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: N/A
- 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 - 4,853
- 8 State the total number of stockholders of record, as of the date shown in answer to Inquiry No. 7 One stockholder
- 9 Give the names of the 30 security holders of the respondent who, at the date of the latest closing of the stock book or compilation of the list of stockholders of the respondent (if within one year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each, his or her address, the number of votes he or she 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 or she was entitled, with respect to securities held by him or her, 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 30 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 30 security holders at 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 | | | Line No |
|----------|---|---|---|---|-----------|-----|---------|
| | | | | Stock | | | |
| | | | | Common | Preferred | | |
| Second | First | | | | | | |
| | (a) | (b) | (c) | (d) | (e) | (f) | |
| 1 | Union Pacific | 1416 Dodge Street | Common Stock - 4,465 | 4,465 | | | 1 |
| 2 | Corporation | Omaha, Nebraska 68179 | Class A Stock - 388 | 388 | | | 2 |
| 3 | | | | | | | 3 |
| 4 | | | | | | | 4 |
| 5 | | | | | | | 5 |
| 6 | | | | | | | 6 |
| 7 | | | | | | | 7 |
| 8 | | | | | | | 8 |
| 9 | | | | | | | 9 |
| 10 | | | | | | | 10 |
| 11 | | | | | | | 11 |
| 12 | | | | | | | 12 |
| 13 | | | | | | | 13 |
| 14 | | | | | | | 14 |
| 15 | Notes and Remarks | Excludes stock owned by Southern Pacific Rail Corporation (See Note 12 on page 13). | | | | | 15 |
| 16 | | | | | | | 16 |
| 17 | Excludes non-voting FRA Preference Shares listed in Schedule 230 on page 20 | | | | | | 17 |
| 18 | | | | | | | 18 |
| 19 | | | | | | | 19 |
| 20 | | | | | | | 20 |
| 21 | | | | | | | 21 |
| 22 | | | | | | | 22 |
| 23 | | | | | | | 23 |
| 24 | | | | | | | 24 |
| 25 | | | | | | | 25 |
| 26 | | | | | | | 26 |
| 27 | | | | | | | 27 |
| 28 | | | | | | | 28 |
| 29 | | | | | | | 29 |

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of the respondent - N/A
11. Give the date of such meeting - April 19, 2002
12. Give the place of such meeting - Via written consent

NOTES AND REMARKSNotes to Page 2, Item 1 - List of consolidated companies, subsidiaries and affiliates

- | | |
|--|---|
| Alton & Southern Railway | Southern Pacific Rail Corporation |
| * American Refrigerator Transit Company | * Southern Pacific Receivables, Inc. |
| Arkansas & Memphis Railway Bridge and Terminal Company | * Southern Pacific Warehouse Company |
| * Central California Traction Company | * SP Environmental Systems, Inc. |
| Chicago & Western Indiana Railroad Company | * SP Environmental Waste Systems, Inc. |
| Chicago Heights Terminal Transfer Company | * Standard Realty and Development Company |
| * Delta Finance Company LTD | * Stonegate Park, Inc. |
| Doniphan, Kensett & Searcy Railway Company | * Texas City Terminal Railway Company |
| * Donland Development Company | * Transborder Rail Corporation |
| * Mexican Pacific, LLC | * Transportation Service Systems, Inc. |
| Midwestern Railroad Properties, Inc. | * Union Pacific de Mexico |
| * Missouri Improvement Company | * Union Pacific Distribution Services Company |
| * Missouri Pacific Intermodal Transport, Inc. | * Union Pacific Express Air, Inc. |
| * Missouri Pacific Redevelopment Corporation | * Union Pacific Financial Corporation |
| * Montwood Corporation | * Union Pacific Fruit Express Company |
| * Motor Vehicle Logistics Corporation | Union Pacific Railroad Company |
| MP Equipment Corporation | Union Pacific Receivables, Inc. |
| Ogden Union Railway & Depot Company | * Union Pacific Venture Leasing, Inc. |
| * Pacific Fruit Express Company | * UP International Advisors, Inc. |
| * Park Sprng, Inc. | UPCA, LLC |
| * Portland Terminal Railroad Company | * Wisconsin Town Lot Company |
| * Portland Traction Company | |
| * Rio Grande Holding, Inc. | |
| * Rio Grande Land Company | |
| * Signage, Inc. | |
| Southern Illinois and Missouri Bridge Company | |
| * Southern Pacific Asset Management Company | |
| * Southern Pacific Equipment Company | |
| * Southern Pacific Fleet Acquisition Company | |
| * Southern Pacific International, Inc. | |
| * Southern Pacific Land Corporation | |
| * Southern Pacific Marine Transport, Inc. | |
| * Southern Pacific Motor Trucking Company | |

* Ex Parte 634 requires the Company to consolidate various entities that were formerly accounted for as Investments in Affiliated Companies. The noted entities are newly consolidated subsidiaries in 2002 per Ex Parte 634.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

(Dollars in Thousands)

| Line No | Cross Check | Account | Title (a) | Balance at close of year (b) | Balance at begin- ning of year (c) | Line No. |
|--------------------|-------------|---------------|--|------------------------------------|--|----------|
| CURRENT ASSETS | | | | | | |
| 1 | | 701 | Cash | 101,476 | 79,029 | 1 |
| 2 | | 702 | Temporary Cash Investments | 7,235 | 0 | 2 |
| 3 | | 703 | Special Deposits | 4,551 | 5,064 | 3 |
| 4 | | 704 | Accounts Receivable (A) - Loan and Notes | 0 | 0 | 4 |
| 5 | | 705 | - Interline and Other Balances | 50,291 | 57,688 | 5 |
| 6 | | 706 | - Customers | 216,433 | 142,854 | 6 |
| 7 | | 707 | - Other | 133,330 | 133,462 | 7 |
| 8 | | 709,708 | - Accrued Accounts Receivables | 263,489 | 195,567 | 8 |
| 9 | | 708.5 | - Receivables from Affiliated Companies | 0 | 0 | 9 |
| 10 | | 709.5 | - Less Allowance for Uncollectible Accounts | 0 | 0 | 10 |
| 11 | | 710,711,714 | Working Funds Prepayments Deferred Income Tax Debits | 319,739 | 360,680 | 11 |
| 12 | | 712 | Materials and Supplies | 277,104 | 250,377 | 12 |
| 13 | | 713 | Other Current Assets | 16,967 | 1,089 | 13 |
| 14 | | | TOTAL CURRENT ASSETS | 1,390,615 | 1,225,810 | 14 |
| OTHER ASSETS | | | | | | |
| 15 | | 715, 716, 717 | Special Funds | 5,054 | 5,057 | 15 |
| 16 | | 721, 721.5 | Investments and Advances Affiliated Companies (Schedules 310 and 310A) | 651,672 | 1,301,874 | 16 |
| 17 | | 722, 723 | Other Investments and Advances | 42,021 | 53,488 | 17 |
| 18 | | 724 | Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities - Cr. | 0 | 0 | 18 |
| 19 | | 737, 738 | Property Used in Other than Carrier Operation (Less Depreciation) \$22,021 | 182,830 | 159,370 | 19 |
| 20 | | 739, 741 | Other Assets | 262,327 | 235,037 | 20 |
| 21 | | 743 | Other Deferred Debits | 40,352 | 21,635 | 21 |
| 22 | | 744 | Accumulated Deferred Income Tax Debits | 0 | 0 | 22 |
| 23 | | | TOTAL OTHER ASSETS | 1,184,256 | 1,776,461 | 23 |
| ROAD AND EQUIPMENT | | | | | | |
| 24 | | 731, 732 | Road (Schedule 330) L-30 Cols. h & b | 28,609,627 | 27,197,222 | 24 |
| 25 | | 731, 732 | Equipment (Schedule 330) L-39 Cols h & b | 7,398,428 | 7,438,216 | 25 |
| 26 | | 731, 732 | Unallocated Items | 607,966 | 531,221 | 26 |
| 27 | | 733, 735 | Accumulated Depreciation and Amortization (Schedules 335, 342, 351) | (7,818,589) | (7,119,367) | 27 |
| 28 | | | Net Road and Equipment | 28,797,432 | 28,047,292 | 28 |
| 29 | * | | TOTAL ASSETS | 31,372,303 | 31,049,563 | 29 |

(A) See Note 10 on page 9

200 COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITY AND SHAREHOLDERS' EQUITY
(Dollars in Thousands)

| Line No | Cross Check | Account | Title (a) | Balance at close of year (b) | Balance at begin- ning of year (c) | Line No. |
|--------------------------------|-------------|------------------------------|--|------------------------------------|--|-----------|
| CURRENT LIABILITIES | | | | | | |
| 30 | | 751 | Loans and Notes Payable | 0 | 0 | 30 |
| 31 | | 752 | Accounts Payable; Interline and Other Balances | 23,115 | 26,178 | 31 |
| 32 | | 753 | Audited Accounts and Wages | 179,787 | 200,859 | 32 |
| 33 | | 754 | Other Accounts Payable | 45,376 | 41,839 | 33 |
| 34 | | 755, 756 | Interest and Dividends Payable | 70,640 | 75,610 | 34 |
| 35 | | 757 | Payables to Affiliated Companies | 0 | 0 | 35 |
| 36 | | 759 | Accrued Accounts Payable | 1,497,077 | 1,482,867 | 36 |
| 37 | | 760, 761, 761.5, 762 | Taxes Accrued | 197,596 | 239,788 | 37 |
| 38 | | 763 | Other Current Liabilities | 4,229 | 18,343 | 38 |
| 39 | | 764 | Equipment Obligations and Other Long-Term Debt due Within One Year | 275,200 | 194,126 | 39 |
| 40 | | | TOTAL CURRENT LIABILITIES | 2,293,020 | 2,279,610 | 40 |
| NON-CURRENT LIABILITIES | | | | | | |
| 41 | | 765, 767 | Funded Debt Unmatured | 423,193 | 460,533 | 41 |
| 42 | | 766 | Equipment Obligations | 271,088 | 423,528 | 42 |
| 43 | | 766.5 | Capitalized Lease Obligations | 1,351,391 | 1,340,176 | 43 |
| 44 | | 768 | Debt in Default | 0 | 0 | 44 |
| 45 | | 769 | Accounts Payable; Affiliated Companies | 4,465,542 | 5,320,496 | 45 |
| 46 | | 770.1, 770.2 | Unamortized Debt Premium | (61,779) | (58,241) | 46 |
| 47 | | 781 | Interest in Default | 0 | 0 | 47 |
| 48 | | 783 | Deferred Revenues-Transfers from Government Authorities | 0 | 0 | 48 |
| 49 | | 786 | Accumulated Deferred Income Tax Credits | 8,822,984 | 8,455,120 | 49 |
| 50 | | 771, 772, 774, 775, 782, 784 | Other Long-Term Liabilities and Deferred Credits | 1,933,165 | 1,981,674 | 50 |
| 51 | | | TOTAL NON-CURRENT LIABILITIES | 17,205,584 | 17,923,286 | 51 |
| SHAREHOLDERS' EQUITY | | | | | | |
| 52 | | 791, 792 | Total Capital Stock:(Schedule 230) (L-10 Col. g, L-17 Col. e) | 18,243 | 20,739 | 52 |
| 53 | | | Common Stock | 49 | 49 | 53 |
| 54 | | | Preferred Stock | 18,194 | 20,690 | 54 |
| 55 | | | Discount on Capital Stock | 0 | 0 | 55 |
| 56 | | 794, 795 | Additional Capital (Schedule 230) (L-17 Col. h) | 4,781,906 | 4,781,906 | 56 |
| 57 | | 797 | Retained Earnings: Appropriated | 1,583 | 1,583 | 57 |
| 58 | | 798 | Unappropriated (Schedule 220) (L-17 Col. b) | 7,222,272 | 6,053,242 | 58 |
| 59 | | 798.1 | Other Comprehensive Income | (150,305) | (10,803) | 59 |
| 60 | | 798.5 | Less Treasury Stock | 0 | 0 | 60 |
| 61 | | | Net Shareholders' Equity | 11,873,699 | 10,846,667 | 61 |
| 62 | * | | TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | 31,372,303 | 31,049,563 | 62 |

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION -- EXPLANATORY NOTES

Dollars in Thousands

The notes listed below are provided to disclose supplementary information on 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 statements explaining (1) service interruption insurance policies and indicating 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.

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 Schedule 460 \$1,583.
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. - See Note 2 on Schedule 450, page 64.
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 Explanatory Note 11 on pages 10 through 13.
- (b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. \$ _____. See Explanatory Note 11 on pages 10 through 13.
- (c) Is any part of pension plan funded? Specify. Yes X No ____
(i) If funding is by insurance, give name of insuring company Not Applicable.
If funding is by trust agreement, list trustee(s) The Northern Trust Company
Date of trust agreement or latest amendment January 1, 2002
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 11, page 10
- (e) (i) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates?
Specify. Yes ____ No X
If yes, give number of the shares for each class of stock or other security: _____
- (ii) Are voting rights attached to any securities held by the pension plan? Specify. Yes X No ____ If yes,
who determines how stock is voted? Voting rights are delegated to investment managers.
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 X See additional Note 16 on page 15.
- 5 (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ NONE
(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$ NONE.
6. In reference to Docket No. 37465 specify the total amount of business entertainment expenditures charged to the non-operating expense account. \$ NONE.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

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

Disclose the nature and amount of contingency that is material

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. Additional pages may be added if more space is needed. (Explain and/or reference to the following pages.)

SEE NOTE 13 ON PAGES 13 AND 14.

(a) Changes in Valuation Accounts

8. Marketable Equity Securities

UP has no marketable equity securities.

| | | Cost | Market | Dr.(Cr) to Income | Dr.(Cr) to Stockholders' Equity |
|-----------------|----------------------|------|--------|----------------------|------------------------------------|
| (Current Year) | Current Portfolio | | | | N/A |
| as of / / | Noncurrent Portfolio | | | N/A | \$ |
| (Previous Year) | Current Portfolio | | | N/A | N/A |
| as of / / | Noncurrent Portfolio | | | N/A | N/A |

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

| | <u>Gains</u> | <u>Losses</u> |
|------------|--------------|---------------|
| 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 the filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below:

NOTE: / / (date) Balance sheet date of reported year unless specified as previous year

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

NOTES TO FINANCIAL STATEMENTS

9. Transactions with Affiliates

Amounts due to and from affiliates, including advances to and borrowings from Union Pacific Corporation (UPC or the Corporation), bear interest at an annually determined rate, which considers the Corporation's cost of debt. Net intercompany interest expense charged to Union Pacific Railroad Company (UPRR or the Company) on such amounts was \$371 million, \$398 million, and \$405 million in 2002, 2001 and 2000, respectively.

10. Financial Instruments

Adoption of Standard - Effective January 1, 2001, the Company adopted Financial Accounting Standards Board Statement (FASB) No. 133, "Accounting for Derivative Instruments and Hedging Activities" (FAS 133) and FASB No. 138, "Accounting for Certain Derivative Instruments and Certain Hedging Activities" (FAS 138). FAS 133 and FAS 138 require that the changes in fair value of all derivative financial instruments the Company uses for fuel or interest rate hedging purposes be recorded in the Company's Consolidated Statements of Financial Position. In addition, to the extent fuel hedges are ineffective due to pricing differentials resulting from the geographic dispersion of the Company's operations, income statement recognition of the ineffective portion of the hedge position is required. Also, derivative instruments that do not qualify for hedge accounting treatment per FAS 133 and FAS 138 require income statement recognition. The adoption of FAS 133 and FAS 138 resulted in the recognition of a \$2 million asset on January 1, 2001.

Strategy and Risk – The Company and its subsidiaries use derivative financial instruments, in limited instances for other than trading purposes, to manage risk related to changes in fuel prices. The Company uses swaps, futures and/or forward contracts to mitigate the downside risk of adverse price movements and hedge the exposure to variable cash flows. The use of these instruments also limits future gains from favorable movements. The purpose of these programs is to protect the Company's operating margins and overall profitability from adverse fuel price changes.

The Company may also use fuel swaptions to secure near-term swap prices. Swaptions are swaps that are extendable past their base period at the option of the counterparty. Swaptions do not qualify for hedge accounting treatment and are marked-to-market through the Consolidated Statements of Income.

Market and Credit Risk – The Company addresses market risk related to derivative financial instruments by selecting instruments with value fluctuations that highly correlate with the underlying item being hedged. Credit risk related to derivative financial instruments, which is minimal, is managed by requiring high credit standards for counterparties and periodic settlements. At December 31, 2002, the Company has not been required to provide collateral, nor has the Company received collateral relating to its hedging activities.

In addition, the Company enters into secured financings in which the debtor has pledged collateral. The collateral is based upon the nature of the financing and the credit risk of the debtor. The Company generally is not permitted to sell or repledge the collateral unless the debtor defaults.

Determination of Fair Value – The fair values of the Company's derivative financial instrument positions at December 31, 2002 and 2001, were determined based upon current fair values as quoted by recognized dealers or developed based upon the present value of expected future cash flows discounted at the applicable swap spread.

Fuel Strategy – As a result of the significance of the Company's fuel costs and the historical volatility of fuel prices, the Company periodically uses swaps, futures and/or forward contracts to mitigate adverse fuel price changes. In addition, the Company at times may use fuel swaptions to secure more favorable swap prices. The following is a summary of the Company's derivative financial instruments at December 31, 2002 and 2001:

| <i>Millions, Except Percentages and Average Commodity Prices</i> | <i>2002</i> | <i>2001</i> |
|--|-------------|-------------|
| Fuel hedging/swaptions: | | |
| Number of gallons hedged for 2002[a] | 552 | 567 |
| Average price of 2002 hedges (per gallon) [b] | \$0.56 | \$0.56 |
| Number of gallons hedged for 2003[c] | 88 | 63 |
| Average price of 2003 hedges outstanding (per gallon)[b] | \$0.58 | \$0.56 |

[a] Fuel hedges which were in effect during 2002.

[b] Excluded taxes, transportation costs and regional pricing spreads.

[c] Fuel hedges which are in effect during 2003. These hedges expire December 31, 2003.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

NOTES TO FINANCIAL STATEMENTS

The fair value asset and liability positions of the Company's outstanding derivative financial instruments at December 31, 2002 and 2001 were as follows:

| Millions of Dollars | 2002 | 2001 |
|---|------|--------|
| Fuel hedging: | | |
| Gross fair value asset position..... | \$12 | \$ - |
| Gross fair value (liability) position | - | (11) |
| Fuel swaptions: | | |
| Gross fair value asset position | - | - |
| Gross fair value (liability) position..... | - | (24) |
| Total net fair value asset (liability) position, net..... | \$12 | \$(35) |

Fuel hedging positions will be reclassified from accumulated other comprehensive income (loss) to fuel expense over the life of the hedge as fuel is consumed. During 2003, the Company expects fuel expense to decrease \$12 million from this reclassification

The Company's use of derivative financial instruments had the following impact on pre-tax income for the years ended December 31, 2002, 2001 and 2000

| Millions of Dollars | 2002 | 2001 | 2000 |
|--|------|--------|------|
| Decrease (increase) in fuel expense from fuel hedging..... | \$36 | \$(14) | \$52 |
| Decrease (increase) in fuel expense from fuel swaptions | 19 | (6) | - |
| Decrease (increase) in operating expenses..... | 55 | (20) | 52 |
| Increase (decrease) in other income, net from fuel swaptions | 5 | (18) | - |
| Increase (decrease) in pre-tax income..... | \$60 | \$(38) | \$52 |

Fair Value of Debt Instruments – The fair value of the Company's long- and short-term debt has been estimated using quoted market prices or current borrowing rates. At December 31, 2002 and 2001, the fair value of total debt exceeded the carrying value by approximately \$323 million and \$93 million, respectively. At December 31, 2002 and December 31, 2001, approximately \$251 million and \$273 million, respectively, of fixed-rate debt securities contain call provisions that allow the Company to retire the debt instruments prior to final maturity subject, in certain cases, to the payment of premiums.

Sale of Receivables – The Railroad has sold, on a 364-day revolving basis, an undivided percentage ownership interest in a designated pool of accounts receivable to third parties through a bankruptcy-remote subsidiary. Receivables are sold at carrying value, which approximates fair value. The third parties have designated the Railroad to service the sold receivables. The amount of receivables sold fluctuates based upon the availability of the designated pool of receivables and is directly affected by changing business volumes and credit risks. Payments collected from sold receivables can be reinvested in new receivables on behalf of the buyers. Should the Company's credit rating fall below investment grade, the amount of receivables sold would be reduced, and in certain cases, the buyers have the right to discontinue this reinvestment, thus requiring the Railroad to fund the receivables. At December 31, 2002 and 2001, accounts receivable are presented net of \$600 million of receivables sold.

11. Retirement Plans

Thrift Plan – The Company provides a defined contribution plan (thrift plan) to eligible non-union employees. The Company's contributions into the thrift plan are based on 50% of the participant's contribution, limited to 3% of the participant's base salary. Company thrift plan contributions were \$10 million for the year ended December 31, 2002 and \$11 million for the years ended December 31, 2001, and 2000.

Railroad Retirement System – All Railroad employees are covered by the Railroad Retirement System (the System). On December 21, 2001, The Railroad Retirement and Survivors' Improvement Act of 2001 (the Act) was signed into law. The Act was a result of historic cooperation between rail management and labor, and provides improved railroad retirement benefits for employees and reduced payroll taxes for employers. Contributions made to the System are expensed as incurred and amounted to approximately \$595 million in 2002, \$607 million in 2001 and \$611 million in 2000.

Other Postretirement Benefits – All non-union and certain of the Company's union employees participate in defined contribution medical and life insurance programs for retirees. The Company also provides medical and life insurance benefits on a cost sharing basis for qualifying employees. These costs are funded as incurred.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - CONTINUED

NOTES TO FINANCIAL STATEMENTS

Pension Plans – The Company provides defined benefit retirement income to eligible non-union employees through qualified and non-qualified (supplemental) pension plans. Qualified and non-qualified pension benefits are based on years of service and the highest compensation during the latest years of employment. The qualified plans are funded based on the Projected Unit Credit actuarial funding method and are funded at not less than the minimum funding standards set forth in the Employee Retirement Income Security Act of 1974, as amended and not more than the maximum amount deductible for tax purposes. The Company has settled a portion of the non-qualified unfunded supplemental plan's accumulated benefit obligation by purchasing annuities.

Changes in the Company's projected benefit obligation are as follows, for the years ended December 31, 2002 and 2001:

| <i>Millions of Dollars</i> | <i>Pension Benefits</i> | | <i>Other Postretirement Benefits</i> | |
|---|-------------------------|---------|--------------------------------------|-------|
| | 2002 | 2001 | 2002 | 2001 |
| Net benefit obligation at beginning of year | \$1,654 | \$1,534 | \$497 | \$391 |
| Service cost | 21 | 22 | 6 | 6 |
| Interest cost | 117 | 113 | 37 | 30 |
| Plan amendments | (1) | (19) | (48) | 2 |
| Actuarial loss | 34 | 55 | 105 | 101 |
| Special termination benefits | - | 59 | - | 1 |
| Gross benefits paid | (122) | (110) | (46) | (34) |
| Net benefit obligation at end of year | \$1,703 | \$1,654 | \$551 | \$497 |

As part of the work force reduction plan, discussed in note 17, the Company reclassified \$59 million and \$1 million in 2001 for pension and other postretirement benefits, respectively, from other current liabilities to retiree benefits obligation.

Changes in the Company's benefit plan assets are as follows for the years ended December 31, 2002 and 2001:

| <i>Millions of Dollars</i> | <i>Pension Benefits</i> | | <i>Other Postretirement Benefits</i> | |
|--|-------------------------|---------|--------------------------------------|------|
| | 2002 | 2001 | 2002 | 2001 |
| Fair value of plan assets at beginning of year | \$1,404 | \$1,644 | \$ - | \$ - |
| Actual return on plan assets | (159) | (139) | - | - |
| Employer contributions | 108 | 9 | 46 | 34 |
| Gross benefits paid | (122) | (110) | (46) | (34) |
| Fair value of plan assets at end of year | \$1,231 | \$1,404 | \$ - | \$ - |

As of December 31, 2002, the Company had pension plans with accumulated benefits that exceeded the fair value of plan assets. The accumulated benefit obligation for these plans was \$1.6 billion while the fair value of the assets was \$1.2 billion at the end of 2002.

The components of the funded status of the benefit plans for the years ended December 31, 2002 and 2001 were as follows:

| <i>Millions of Dollars</i> | <i>Pension Benefits</i> | | <i>Other Postretirement Benefits</i> | |
|--|-------------------------|---------|--------------------------------------|---------|
| | 2002 | 2001 | 2002 | 2001 |
| Funded status at end of year | \$(472) | \$(250) | \$(551) | \$(497) |
| Unrecognized net actuarial (gain) loss | 290 | (62) | 171 | 71 |
| Unrecognized prior service cost (credit) | 55 | 65 | (56) | (11) |
| Unrecognized net transition obligation | (4) | (5) | - | - |
| Net liability recognized at end of year | \$(131) | \$(252) | \$(436) | \$(437) |

At December 31, 2002 and 2001, \$43 million and \$29 million, respectively, of the total pension and other postretirement liability were classified as a current liability.

The Company decreased its assumed long-term rate of return on pension plan assets, during 2002, from 10% to 9%. This assumption change resulted in an increase to 2002 pension expense of \$16 million.

During 2002, actual asset returns for the Company's pension plans were adversely impacted by continued deterioration in the

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

NOTES TO FINANCIAL STATEMENTS

equity markets. Actual return on pension plan assets was approximately negative 10% in 2002. During the same time, corporate bond yields, which are used in determining the discount rate for future pension obligations, continued to decline. As a result of negative asset returns and lower discount rates, the Company was required to recognize an additional minimum pension liability. The liability was recorded as a \$141 million after-tax reduction to common shareholders' equity as part of accumulated other comprehensive income (loss). The equity reduction would be restored to the balance sheet in future periods when the fair value of plan assets exceeds the accumulated benefit obligations. Recognition of this reduction to equity does not affect net income or cash flow in 2002 and has no impact on compliance with debt covenants.

While the interest rate and asset return environment has significantly impacted the funded status of the Company's plans, the Company does not currently have minimum funding requirements, as set forth in employee benefit and tax laws. Even though no minimum funding is required, the Company voluntarily contributed \$100 million to its pension plan during 2002.

Amounts recognized for the benefit plan liabilities in the Consolidated Statements of Financial Position for December 31, 2002 and 2001 consisted of:

| Millions of Dollars | Pension Benefits | | Other Postretirement Benefits | |
|---|------------------|----------------|-------------------------------|----------------|
| | 2002 | 2001 | 2002 | 2001 |
| Prepaid benefit cost..... | \$ 7 | \$ 5 | \$ - | \$ - |
| Accrued benefit cost..... | (137) | (257) | (436) | (437) |
| Additional minimum liability | (294) | (33) | - | - |
| Intangible assets | 55 | 22 | - | - |
| Accumulated other comprehensive income | 238 | 11 | - | - |
| Net liability recognized at end of year | <u>\$(131)</u> | <u>\$(252)</u> | <u>\$(436)</u> | <u>\$(437)</u> |

The components of the Company's net periodic pension and other postretirement costs (income) for the years ended December 31, 2002, 2001 and 2000 were as follows:

| Millions of Dollars | Pension Benefits | | | Other Postretirement Benefits | | |
|--|------------------|---------------|---------------|-------------------------------|-------------|-------------|
| | 2002 | 2001 | 2000 | 2002 | 2001 | 2000 |
| Service cost..... | \$ 21 | \$ 22 | \$ 20 | \$ 6 | \$ 6 | \$ 5 |
| Interest cost..... | 117 | 113 | 109 | 37 | 30 | 28 |
| Expected return on assets..... | (144) | (157) | (145) | - | - | - |
| Amortization of: | | | | | | |
| Transition obligation | (2) | (1) | (2) | - | - | - |
| Prior service cost (credit)..... | 9 | 12 | 13 | (3) | (2) | (3) |
| Actuarial gain | (15) | (23) | (26) | 5 | - | (2) |
| Total net periodic benefit cost (income) | <u>\$(14)</u> | <u>\$(34)</u> | <u>\$(31)</u> | <u>\$45</u> | <u>\$34</u> | <u>\$28</u> |

At December 31, 2002 and 2001, approximately 34% and 32%, respectively, of the funded plans' assets each year were held in fixed-income and short-term securities, with the remainder in equity securities.

The weighted-average actuarial assumptions for the years ended December 31, 2002, 2001 and 2000 were as follows:

| Percentages | Pension Benefits | | | Other Postretirement Benefits | | |
|-------------------------------------|------------------|-------|-------|-------------------------------|-------|-------|
| | 2002 | 2001 | 2000 | 2002 | 2001 | 2000 |
| Discount rate | 6.75% | 7.25% | 7.50% | 6.75% | 7.25% | 7.50% |
| Expected return on plan assets..... | 9.0 | 10.0 | 10.0 | N/A | N/A | N/A |
| Rate of compensation increase..... | 3.75 | 4.25 | 4.50 | 3.75 | 4.25 | 4.50 |
| Health care cost trend: | | | | | | |
| Current | N/A | N/A | N/A | 10.00 | 7.70 | 7.70 |
| Level in 2006 | N/A | N/A | N/A | 5.00 | 5.50 | 5.50 |

Assumed health care cost trend rates have a significant effect on the amount reported for health care plans. A one-percentage point change in the assumed health care cost trend rates would have the following effects on other postretirement benefits:

200 COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

NOTES TO FINANCIAL STATEMENTS

| <i>Millions of Dollars</i> | <i>One % pt. Increase</i> | <i>One % pt. Decrease</i> |
|--|-------------------------------|-------------------------------|
| Effect on total service and interest cost components | \$ 5 | \$ (4) |
| Effect on postretirement benefit obligation | 50 | (45) |

12. Capital Stock and Dividend Restrictions

The Board of Directors of the Registrant has restricted the availability of retained earnings for payment of dividends by \$131 million. This represents (a) the amount by which the estimated fair value of the Registrant's investment in its non-transportation subsidiaries, as determined by the Board of Directors of the Registrant, exceeded the net book value of such investment, which was transferred to the Corporation by means of a dividend in June 1971 (\$110 million) and (b) the amount by which the fair market value exceeded the book value of certain investment securities which were transferred to the Corporation by means of a dividend in November 1972 (\$21 million).

The Company's capital structure consists of Class A Stock and Common Stock. The Class A Stock is entitled to a cash dividend whenever a dividend is declared on the Common Stock, in an amount which equals 8 percent of the sum of the dividends on both the Class A Stock and the Common Stock.

The Company is subject to certain restrictions related to the payment of dividends. The amount of retained earnings available for dividends under the most restrictive test was \$6.4 billion and \$4.8 billion at December 31, 2002 and 2001, respectively.

13. Commitments and Contingencies

Unasserted Claims – There are various claims and lawsuits pending against the Company and certain of its subsidiaries. It is not possible at this time for the Company to determine fully the effect of all unasserted claims on its consolidated financial condition, results of operations or liquidity; however, to the extent possible, where unasserted claims can be estimated and where such claims are considered probable, the Company has recorded a liability. The Company does not expect that any known lawsuits, claims, environmental costs, commitments, contingent liabilities or guarantees will have a material adverse effect on its consolidated financial condition, results of operations or liquidity.

Personal Injury and Occupational Illness – The cost of injuries to employees and others related to Railroad activities is charged to expense based on actuarial estimates of the ultimate cost and number of incidents each year. During 2002, the Railroad's reported number of work-related injuries that resulted in lost job time decreased 5% compared to the number of injuries reported during 2001, and accidents at grade crossings decreased 16% compared to 2001. Annual expenses for the Railroad's personal injury-related events were \$221 million in 2002, \$204 million in 2001 and \$207 million in 2000. As of December 31, 2002 and 2001, the Railroad had a liability of \$668 million and \$697 million, respectively, accrued for future personal injury costs, of which \$272 million was recorded in current liabilities as accrued casualty costs for both years. The Railroad has additional amounts accrued for claims related to certain occupational illnesses. Compensation for Railroad work-related accidents is governed by the Federal Employers' Liability Act (FELA). Under FELA, damages are assessed based on a finding of fault through litigation or out-of-court settlements. The Railroad offers a comprehensive variety of services and rehabilitation programs for employees who are injured at work.

Environmental – The Company generates and transports hazardous and non-hazardous waste in its current and former operations, and is subject to federal, state and local environmental laws and regulations. The Company has identified approximately 433 sites at which it is or may be liable for remediation costs associated with alleged contamination or for violations of environmental requirements. This includes 52 sites that are the subject of actions taken by the U.S. government, 27 of which are currently on the Superfund National Priorities List. Certain federal legislation imposes joint and several liability for the remediation of identified sites; consequently, the Company's ultimate environmental liability may include costs relating to activities of other parties, in addition to costs relating to its own activities at each site.

When an environmental issue has been identified with respect to the property owned, leased or otherwise used in the conduct of the Company's business, the Company and its consultants perform environmental assessments on such property. The Company expenses the cost of the assessments as incurred. The Company accrues the cost of remediation where its obligation is probable and such costs can be reasonably estimated.

As of December 31, 2002 and 2001, the Company had a liability of \$188 million and \$171 million, respectively, accrued for future environmental costs, of which \$71 million and \$70 million were recorded in current liabilities as accrued casualty costs. The liability includes future costs for remediation and restoration of sites, as well as for ongoing monitoring costs, but excludes any anticipated recoveries from third parties. Cost estimates are based on information available for each site, financial viability of other potentially

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

NOTES TO FINANCIAL STATEMENTS

responsible parties, and existing technology, laws and regulations. The Company believes that it has adequately accrued for its ultimate share of costs at sites subject to joint and several liability. However, the ultimate liability for remediation is difficult to determine because of the number of potentially responsible parties involved, site-specific cost sharing arrangements with other potentially responsible parties, the degree of contamination by various wastes, the scarcity and quality of volumetric data related to many of the sites, and/or the speculative nature of remediation costs. The Company expects to pay out the majority of the December 31, 2002, environmental liability over the next five years, funded by cash generated from operations. The impact of current obligations is not expected to have a material adverse effect on the results of operations or financial condition of the Company.

Purchase Obligations and Guarantees – The Company periodically enters into financial and other commitments in connection with their businesses. The Company does not expect that these commitments or guarantees will have a material adverse effect on its consolidated financial condition, results of operations or liquidity.

At December 31, 2002, the Company had unconditional purchase obligations of \$404 million for the purchase of locomotives as part of the Company's multi-year capital asset acquisition plan. In addition, the Company was contingently liable for \$305 million in guarantees and \$28 million in letters of credit at December 31, 2002. These contingent guarantees were entered into in the normal course of business and include guaranteed obligations of affiliated operations. None of the guarantees individually are significant, and no liability related to these guarantees exists as of December 31, 2002. The final guarantee expires in 2022. The Company is not aware of any existing event of default, which would require it to satisfy these guarantees.

Other – In December 2001, the Railroad entered into a synthetic operating lease arrangement to finance a new headquarters building which will be constructed in Omaha, Nebraska. The expected completion date of the building is mid-2004. It will total approximately 1.1 million square feet with approximately 3,800 office workspaces. The cost to construct the new headquarters, including capitalized interest, is approximately \$260 million. The Corporation has guaranteed all of the Railroad's obligation under this lease.

UPRR is the construction agent for the lessor during the construction period. The Railroad has guaranteed, in the event of a loss caused by or resulting from its actions or failures to act as construction agent, 89.9% of the building related construction costs incurred up to that point during the construction period. Total building related costs incurred and drawn from the lease funding commitments as of December 31, 2002, were approximately \$50 million. Accordingly, the Railroad's guarantee at December 31, 2002, was approximately \$45 million. As construction continues and additional costs are incurred, this guarantee will increase accordingly.

After construction is complete, UPRR will lease the building under an initial term of five years with provisions for renewal for an extended period subject to agreement between the Railroad and lessor. At any time during the lease, the Railroad may, at its option, purchase the building at approximately the amount expended by the lessor to construct the building. If the Railroad elects not to purchase the building or renew the lease, the building is returned to the lessor for remarketing, and the Railroad has guaranteed a residual value equal to 85% of the total construction related costs. The guarantee will be approximately \$220 million.

14. Accounting Pronouncements

In August 2001, the FASB issued Statement No. 143, "Accounting for Asset Retirement Obligations" (FAS 143). FAS 143 is effective for the Company beginning January 1, 2003. FAS 143 requires that the Company record a liability for the fair value of an asset retirement obligation when the Company has a legal obligation to remove the asset. The standard will affect the way the Company accounts for track structure removal costs, but will have no impact on liquidity. The Company is currently evaluating the impact of this statement on the Company's Consolidated Financial Statements. Consolidated Financial Statements for 2002 and 2001 were prepared using the guidelines currently in place as set forth by the Code of Federal Regulations, which do not conform to the accounting principles set forth in FAS 143.

In June 2002, the FASB issued Statement No. 146, "Accounting for Costs Associated with Exit or Disposal Activities" (FAS 146). FAS 146 requires that a liability for a cost associated with an exit or disposal activity is recognized at fair value when the liability is incurred and is effective for exit or disposal activities that are initiated after December 31, 2002. Management believes that FAS 146 will not have a material impact on the Company's Consolidated Financial Statements.

In November 2002, the FASB issued Interpretation No. 45, "Guarantor's Accounting and Disclosure Requirements for Guarantees, Including Guarantees of Indebtedness of Others" (FIN 45). FIN 45 is effective for guarantees issued or modified after December 31, 2002. The disclosure requirements were effective for the year ending December 31, 2002, which expand the disclosures required by a guarantor about its obligations under a guarantee. FIN 45 also requires the Company to recognize, at the inception of a guarantee, a liability for the fair value of the obligation undertaken in the issuance of the guarantee. Management does not believe that FIN 45 will have a material impact on the Company's Consolidated Financial Statements.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

NOTES TO FINANCIAL STATEMENTS

In December 2002, the FASB issued Statement No. 148, "Accounting for Stock-Based Compensation – Transition and Disclosure" (FAS 148). FAS 148 provides alternative methods of transition for voluntary changes to the fair value based method of accounting for stock-based employee compensation, and amends the disclosure requirements including a requirement for interim disclosures. The Company currently discloses the effects of stock-based employee compensation and does not intend to voluntarily change to the alternative accounting principle.

In January 2003, the FASB issued Interpretation No. 46, "Consolidation of Variable Interest Entities" (FIN 46). FIN 46 requires a variable interest entity to be consolidated by a company if that company is subject to a majority of the risk of loss from the variable interest entity's activities or entitled to receive a majority of the entity's residual returns or both. FIN 46 also requires disclosures about variable interest entities that a company is not required to consolidate but in which it has a significant variable interest. The consolidation requirements of FIN 46 apply immediately to variable interest entities created after January 31, 2003. The consolidation requirements apply to existing entities in the first fiscal year or interim period beginning after June 15, 2003. Certain of the disclosure requirements apply in all financial statements issued after January 31, 2003, regardless of when the variable interest entity was established. As described in note 13, the Railroad has a synthetic operating lease arrangement to finance a new headquarters building, which falls within the guidance of FIN 46. In accordance with FIN 46, the Railroad will either consolidate, restructure or refinance the synthetic lease prior to July 1, 2003. The Company does not expect FIN 46 to have any impact on the treatment of the Sale of Receivables program as described in note 10.

15. Comprehensive Income

The Company adopted Statement of Financial Accounting Standards No. 130, "Reporting Comprehensive Income" in 1998. The components of comprehensive income were as follows:

| <i>Millions of Dollars</i> | <i>2002</i> | <i>2001</i> | <i>2000</i> |
|---|-------------|-------------|-------------|
| Net Income | \$1,374 | \$1,058 | \$926 |
| Other comprehensive income (loss): | | | |
| Minimum pension liability adjustment (net of tax) | (141) | (5) | - |
| Derivative Adjustments (net of tax) | 14 | (7) | - |
| Change in accumulated translation adjustment (net of tax) | (12) | 1 | 6 |
| Total comprehensive income | \$1,235 | \$1,047 | \$932 |

16. Union Pacific Fund for Effective Government

The Corporation, UPRR's parent, is the sponsor of the Union Pacific Fund for Effective Government (the FFEG), 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 FFEG are paid by the Corporation. UPRR's executive and administrative personnel are solicited annually by the FFEG within the guidelines of the Act and certain executive officers of UPRR are members of the FFEG's managing Finance Committee.

17. 2000 Work Force Reduction Plan

The Corporation's Board of Directors approved a work force reduction plan (the Plan) in the fourth quarter of 2000. The Plan called for the elimination of approximately 2,000 Railroad positions during 2001. The Railroad accrued \$115 million pre-tax or \$72 million after-tax in the fourth quarter of 2000 for costs related to the Plan. The expense was charged to salaries, wages and employee benefits in the Company's 2000 Consolidated Statements of Income. Plan liability activity in 2001 included \$49 million paid in cash or reclassified to contractual liabilities for severance benefits to 571 employees; \$60 million of subsidized early retirement benefits covering 480 employees; with the remaining \$6 million charged back against salaries, wages and employee benefits in the Company's Consolidated Statements of Income. In December 2001, the Plan was completed with positions eliminated through a combination of subsidized early retirements, involuntary layoffs and attrition.

18. Change in Presentation

Certain prior year amounts have been reclassified to conform to the 2002 financial statement presentation.

210. RESULTS OF OPERATIONS
(Dollars in Thousands)

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

Cross-checks

2 Report total operating expenses from Schedule 410 Any differences between this schedule and Schedule 410 must be explained on page 18

Schedule 210

Line 15, col b

Lines 47, 48, 49 col b

Line 50, col b

Schedule 210

= Line 62, col b

= Line 63, col b

= Line 64, col b

3 List dividends from investments accounted for under the cost method on line 19, and list dividends accounted for under the equity method on line 25.

Line 14, col b

Line 14, col d

Line 14, col e

Schedule 410

= Line 620, col h

= Line 620, col f

= Line 620, col g

4 All contra entres should be shown in parenthesis

| Line No. | Cross Check | Item (a) | Amount for current year (b) | Amount for preceding year (c) | Freight-related revenue and expenses (d) | Passenger-related revenue and expenses (e) | Line No |
|----------|-------------|---|-----------------------------|-------------------------------|--|--|---------|
| | | ORDINARY ITEMS | | | | | |
| | | OPERATING INCOME | | | | | |
| | | Railway Operating Income | | | | | |
| 1 | | (101) Freight | 10,548,174 | 10,259,071 | 10,548,174 | | 1 |
| 2 | | (102) Passenger | 61,003 | 61,569 | | 61,003 | 2 |
| 3 | | (103) Passenger-Related | 377 | 535 | | 377 | 3 |
| 4 | | (104) Switching | 122,375 | 118,753 | 122,375 | | 4 |
| 5 | | (105) Water Transfers | | | | | 5 |
| 6 | | (106) Demurrage | 72,004 | 78,048 | 72,004 | | 6 |
| 7 | | (110) Incidental | 238,199 | 39,812 | 238,199 | | 7 |
| 8 | | (121) Joint Facility-Credit | 6,362 | 7,205 | 6,362 | | 8 |
| 9 | | (122) Joint Facility-Debit | | | | | 9 |
| 10 | | (501) Railway operating revenues (Exclusive of transfers from government authorities-lines 1-9) | 11,048,494 | 10,564,993 | 10,987,114 | 61,380 | 10 |
| 11 | | (502) Railway operating revenues-transfers from government authorities | 54,527 | 48,902 | | 54,527 | 11 |
| 12 | | (503) Railway operating revenues-amortization of deferred transfers from government authorities | | | | | 12 |
| 13 | | TOTAL RAILWAY OPERATING REVENUES (lines 10-12) | 11,103,021 | 10,613,895 | 10,987,114 | 115,907 | 13 |
| 14 | * | (531) Railway operating expenses | 8,845,867 | 8,623,929 | 8,734,142 | 111,725 | 14 |
| 15 | * | Net revenue from railway operations | 2,257,154 | 1,989,966 | 2,252,972 | 4,182 | 15 |
| | | OTHER INCOME | | | | | |
| 16 | | (506) Revenue from property used in other than carrier operations | 6,320 | 30,374 | | | 16 |
| 17 | | (510) Miscellaneous rent income | 74,875 | 89,504 | | | 17 |
| 18 | | (512) Separately operated properties-Profit | | | | | 18 |
| 19 | | (513) Dividend income (cost method) | 104 | 1,367 | | | 19 |
| 20 | | (514) Interest income | 7,276 | 7,614 | | | 20 |
| 21 | | (516) Income from sinking and other funds | | | | | 21 |
| 22 | | (517) Release of premiums on funded debt | 10,242 | 10,465 | | | 22 |
| 23 | | (518) Reimbursements received under contracts and agreements | | | | | 23 |
| 24 | | (519) Miscellaneous income | 290,946 | 149,568 | | | 24 |
| 25 | | Income from affiliated companies: 519 | | | | | |
| | | a Dividends (equity method) | 38,171 | 9,000 | | | 25 |
| 26 | | b Equity in undistributed earnings (losses) | 37,253 | 64,280 | | | 26 |
| 27 | | TOTAL OTHER INCOME (lines 16-26) | 465,187 | 362,172 | | | 27 |
| 28 | | TOTAL INCOME (lines 15, 27) | 2,722,341 | 2,352,138 | | | 28 |
| | | MISCELLANEOUS DEDUCTIONS FROM INCOME | | | | | |
| 29 | | (534) Expenses of property used in other than carrier operations | 10,645 | 14,428 | | | 29 |
| 30 | | (544) Miscellaneous taxes | | | | | 30 |
| 31 | | (545) Separately operated properties-Loss | | | | | 31 |
| 32 | | (549) Maintenance of investment organization | | | | | 32 |
| 33 | | (550) Income transferred under contracts and agreements | | | | | 33 |
| 34 | | (551) Miscellaneous income charges | 47,041 | 89,693 | | | 34 |
| 35 | | (553) Uncollectible accounts | | | | | 35 |
| 36 | | TOTAL MISCELLANEOUS DEDUCTIONS | 57,686 | 104,121 | | | 36 |
| 37 | | Income available for fixed charges | 2,664,655 | 2,248,017 | | | 37 |

210 RESULTS OF OPERATIONS - Concluded
(Dollars in Thousands)

| Line No | Cross Check | Item (a) | Amount for current year (b) | Amount for preceding year (c) | Line No |
|--|-------------|--|-----------------------------------|-------------------------------------|-----------|
| FIXED CHARGES | | | | | |
| 38 | | (546) Interest on funded debt | | | |
| | | (a) Fixed interest not in default | 166,888 | 181,639 | 38 |
| 39 | | (b) Interest in default | | | 39 |
| 40 | | (547) Interest on unfunded debt | 370,784 | 397,810 | 40 |
| 41 | | (548) Amortization of discount on funded debt | 6,009 | 7,299 | 41 |
| 42 | | TOTAL FIXED CHARGES (lines 38-41) | 543,681 | 586,748 | 42 |
| 43 | | Income after fixed charges (line 37 minus line 42) | 2,120,974 | 1,661,269 | 43 |
| OTHER DEDUCTIONS | | | | | |
| 44 | | (546) Interest on funded debt | | | |
| | | (c) Contingent interest | 7,746 | 8,121 | 44 |
| UNUSUAL OR INFREQUENT ITEMS | | | | | |
| 45 | | (555) Unusual or infrequent items (debit) credit | | | 45 |
| 46 | | Income (Loss) from continuing operations (before income taxes) | 2,113,228 | 1,653,148 | 46 |
| PROVISIONS FOR INCOME TAXES | | | | | |
| 47 | * | (556) Income taxes on ordinary income: | | | |
| | | (a) Federal income taxes | 192,960 | 174,464 | 47 |
| 48 | * | (b) State income taxes | 17,407 | 10,115 | 48 |
| 49 | * | (c) Other income taxes | | | 49 |
| 50 | * | (557) Provision for deferred taxes | 528,831 | 410,873 | 50 |
| 51 | | TOTAL PROVISIONS FOR INCOME TAXES (lines 47-52) | 739,198 | 595,452 | 51 |
| 52 | | Income from continuing operations (line 46 minus line 51) | 1,374,030 | 1,057,696 | 52 |
| DISCONTINUED OPERATIONS | | | | | |
| 53 | | (560) Income or loss from operations of discontinued segments (less applicable income taxes of \$ _____) | | | 53 |
| 54 | | (562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$ _____) | | | 54 |
| 55 | | Income before extraordinary items (lines 52 - 54) | 1,374,030 | 1,057,696 | 55 |
| EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES | | | | | |
| 56 | | (570) Extraordinary items (Net) | | | 56 |
| 57 | | (590) Income taxes on extraordinary items | | | 57 |
| 58 | | (591) Provision for deferred taxes - Extraordinary items | | | 58 |
| 59 | | TOTAL EXTRAORDINARY ITEMS (lines 56-58) | | | 59 |
| 60 | | (592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$ _____) | | | 60 |
| 61 | * | Net income (Loss) (Lines 55 + 59 + 60) | 1,374,030 | 1,057,696 | 61 |
| RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI) | | | | | |
| 62 | * | Net revenues from railway operations | 2,257,154 | 1,989,966 | 62 |
| 63 | * | (556) Income taxes on ordinary income (-) | (210,367) | (184,579) | 63 |
| 64 | * | (557) Provision for deferred income taxes (-) | (528,831) | (410,873) | 64 |
| 65 | | Income from lease of road and equipment (-) | | | 65 |
| 66 | | Rent for leased roads and equipment (+) | 2,997 | 2,807 | 66 |
| 67 | | Net railway operating income (loss) | 1,520,953 | 1,397,321 | 67 |

NOTES AND REMARKS FOR SCHEDULES 210 AND 220

(This page intentionally left blank)

220. RETAINED EARNINGS

(Dollars in Thousands)

1. Show below 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 should be shown in parentheses.
3. Show in lines 22 and 23 the amount of assigned Federal income tax consequences for 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).

| Line No | Cross Check | Item (a) | Retained earnings — Unappropriated (b) | Equity in undistributed earnings (losses) of affiliated companies (c) | Line No. |
|---------|-------------|---|--|---|----------|
| 1 | | Balances at beginning of year | 5,404,172 | 649,070 | 1 |
| 2 | (601.5) | Prior period adjustments to beginning retained earnings 1/ | 258,907 | (258,907) | 2 |
| | | CREDITS | | | |
| 3 | (602) | Credit balance transferred from income | 1,336,777 | 37,253 | 3 |
| 4 | (603) | Appropriations released | 1,583 | | 4 |
| 5 | (606) | Other credits to retained earnings | 23,944 | (23,944) | 5 |
| 6 | | TOTAL CREDITS | 1,362,304 | 13,309 | 6 |
| | | DEBITS | | | |
| 7 | (612) | Debit balance transferred from income | | | 7 |
| 8 | (616) | Other debits to retained earnings | | | 8 |
| 9 | (620) | Appropriations for sinking and other funds | 1,583 | | 9 |
| 10 | (621) | Appropriations for other purposes | | | 10 |
| 11 | (623) | Dividends: Common stock | 205,000 | | 11 |
| 12 | | Preferred stock (1) | | | 12 |
| 13 | | TOTAL DEBITS | 206,583 | | 13 |
| 14 | | Net increase (decrease) during year (line 6 minus line 13) | 1,155,721 | 13,309 | 14 |
| 15 | | Balances at close of year (lines 1, 2, and 14) | 6,818,800 | 403,472 | 15 |
| 16 | | Balances from line 15(c) | 403,472 | N/A | 16 |
| 17 | (798) | Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year | 7,222,272 | N/A | 17 |
| 18 | (797) | Total appropriated retained earnings: | | | 18 |
| 19 | | Credits during year 1,583 | | | 19 |
| 20 | | Debits during year 1,583 | | | 20 |
| 21 | | Balance at Close of year 1,583 | | | 21 |
| 22 | | Amount of assigned Federal income tax consequences | | | 22 |
| 23 | | Account 606 \$ _____ Account 616 \$ _____ | | | 23 |

(1) If any dividends have not been declared on cumulative preferred stock, give cumulative undeclared dividends at beginning of year and end of year NONE

1/ Credits to retained earnings for companies consolidated in 2002 as a result of Ex Parte 634.

230. CAPITAL STOCK

PART I CAPITAL STOCK
(Dollars in Thousands)

- 1 Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect
- 2 Present in column (b) the par or stated value of each issue. If none, so state
- 3 Disclose in columns (c), (d), (e), and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues
- 4 For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for 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, and not canceled or retired, they are considered to be nominally outstanding

| Line No. | Class of Stock (a) | Par Value (b) | Number of Shares | | | Book Value at End of Year | | Line No. |
|----------|----------------------------------|---------------|------------------|------------|-----------------|---------------------------|-----------------|----------|
| | | | Authorized (c) | Issued (d) | In Treasury (e) | Outstanding (f) | In Treasury (h) | |
| 1 | Common | | | | | | | 1 |
| 2 | UP - Common Stock 1/ | 10.00 | 9,200 | 4,465 | | 4,465 | 45 | 2 |
| 3 | UP - Class A Stock 1/ | 10.00 | 800 | 388 | | 388 | 4 | 3 |
| 4 | | | | | | | | 4 |
| 5 | Preferred | | | | | | | 5 |
| 6 | FRA Preference Shares - Series A | 10,000 | 5,000 | 4,829 | | 4,829 | 18,115 | 6 |
| 7 | FRA Preference Shares - Series B | 10,000 | 500 | 436 | | 436 | 79 | 7 |
| 8 | | | | | | | | 8 |
| 9 | | | | | | | | 9 |
| 10 | TOTAL | | 15,500 | 10,118 | | 10,118 | 18,243 | 10 |

1/ See note 12 on page 13

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR
(Dollars in Thousands)

- 1 The purpose of this part is to disclose capital stock changes during the 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

| Line No. | Items (a) | Preferred Stock | | Common Stock | | Treasury Stock | | Line No. |
|----------|-------------------------------|----------------------|---------------|----------------------|---------------|----------------------|---------------|----------|
| | | Number of Shares (b) | Amount \$ (c) | Number of Shares (d) | Amount \$ (e) | Number of Shares (f) | Amount \$ (g) | |
| 11 | Balance at beginning of year | 5,265 | \$20,690 | 4,853 | \$49 | | | 11 |
| 12 | | | | | | | | 12 |
| 13 | Payments of Preference Shares | | (2,496) | | | | | 13 |
| 14 | | | | | | | | 14 |
| 15 | | | | | | | | 15 |
| 16 | | | | | | | | 16 |
| 17 | Balance at close of year | 5,265 | \$18,194 | 4,853 | \$49 | | \$4,781,906 | 17 |

240 STATEMENT OF CASH FLOWS

(Dollars in Thousands)

Give the information as requested concerning the cash flows during the year. Either direct or indirect method can be used. The direct method shows as its principal components operating cash receipts and payments, such as cash received from customers and cash paid to suppliers and employees, the sum of which is net cash flow from operating activities. The indirect method starts with net income and adjusts it for revenue and expense items that were not the result of operating cash transactions in the current period to reconcile it to net cash flow from operating activities. If direct method is used complete lines 1-41, indirect method complete lines 10-41. Cash for the purpose of this schedule shall include cash and cash equivalents which are short term, highly liquid investments readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Information about all investing and financing activities which do not directly affect cash shall be separately disclosed in footnotes to this schedule. They shall clearly relate the cash (if any) and noncash aspects of transactions. Examples of noncash investing and transactions include converting debt to equity, acquiring assets of assuming directly related liabilities, such as purchasing a building by incurring a mortgage to the seller, obtaining an asset by entering into a capital lease; and exchanging noncash assets or liabilities for other noncash assets or liabilities. Some transactions are part cash and part noncash; only the cash portion shall be reported directly in the statement of cash flows. Refer to FAS Statement No. 95, Statement of Cash Flows, for further details.

CASH FLOWS FROM OPERATING ACTIVITIES

| Line No. | Cross Check | Description (a) | Current Year (b) | Prior Year (c) | Line |
|----------|-------------|---|------------------|----------------|------|
| 1 | | Cash received from operating revenues | | | 1 |
| 2 | | Dividends received from affiliates | | | 2 |
| 3 | | Interest received | | | 3 |
| 4 | | Other income | | | 4 |
| 5 | | Cash paid for operating expenses | | | 5 |
| 6 | | Interest paid (net of amounts capitalized) | | | 6 |
| 7 | | Income taxes paid | | | 7 |
| 8 | | Other - net | | | 8 |
| 9 | | NET CASH PROVIDED BY OPERATING ACTIVITIES (lines 1 through 8) | | | 9 |

RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES

| Line No. | Cross Check | Description (a) | Current Year (b) | Prior Year (c) | Line No. |
|----------|-------------|-----------------------------------|------------------|----------------|----------|
| 10 | | Income from continuing operations | 1,374,030 | 1,057,696 | 10 |

ADJUSTMENTS TO RECONCILE INCOME FROM CONTINUING OPERATIONS TO NET CASH PROVIDED BY OPERATING ACTIVITIES

| Line No. | Cross Check | Description (a) | Current Year (b) | Prior Year (c) | Line No. |
|----------|-------------|---|------------------|----------------|----------|
| 11 | | Loss (gain) on sale or disposal of tangible property and investments | (288,711) | (132,624) | 11 |
| 12 | | Depreciation and amortization expenses | 1,140,387 | 1,117,704 | 12 |
| 13 | | Increase (decrease) in provision for Deferred Income Taxes | 528,831 | 410,873 | 13 |
| 14 | | Net decrease (increase) in undistributed earnings (losses) of affiliates | (37,253) | (64,280) | 14 |
| 15 | | Decrease (increase) in accounts receivable | (78,361) | (74,217) | 15 |
| 16 | | Decrease (increase) in material and supplies and other current assets | (984) | 183,980 | 16 |
| 17 | | Increase (decrease) in current liabilities other than debt | (124,808) | (156,470) | 17 |
| 18 | | Increase (decrease) in other - net | (131,283) | (305,278) | 18 |
| 19 | | Net cash provided from continuing operations (Lines 10-18) | 2,381,848 | 2,037,384 | 19 |
| 20 | | Add (Subtract) cash generated (paid) by reason of discontinued operations and extraordinary items | | | 20 |
| 21 | | NET CASH PROVIDED FROM OPERATING ACTIVITIES (lines 19 and 20) | 2,381,848 | 2,037,384 | 21 |

CASH FLOWS FROM INVESTING ACTIVITIES

| Line No. | Cross Check | Description (a) | Current Year (b) | Prior Year (c) | Line No. |
|----------|-------------|---|------------------|----------------|----------|
| 22 | | Proceeds from sale of property | 409,162 | 316,563 | 22 |
| 23 | | Capital expenditures | (1,816,713) | (1,686,913) | 23 |
| 24 | | Net change in temporary cash investments not qualifying as cash equivalents | 377 | 0 | 24 |
| 25 | | Proceeds from sale/repayment of investment and advances | 0 | (1,405) | 25 |
| 26 | | Purchase price of long-term investment and advances | 0 | 0 | 26 |
| 27 | | Net decrease (increase) in sinking and other special funds | 3 | 179 | 27 |
| 28 | | Other - net | (113,792) | (147,695) | 28 |
| 29 | | NET CASH USED IN INVESTING ACTIVITIES (lines 22 through 28) | (1,520,963) | (1,519,271) | 29 |

1/ Current year increases/decreases do not agree to the balance sheet due to the consolidation of companies in 2002 as a result of Ex Parte 634
(Continued on next page)

240 STATEMENT OF CASH FLOWS - Concluded
(Dollars in Thousands)

| CASH FLOWS FROM OPERATING ACTIVITIES | | | | | |
|--------------------------------------|-------------|--|---------------------|-------------------|---------|
| Line No | Cross Check | Description (a) | Current Year (b) | Prior Year (c) | Line No |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | | | |
| 30 | | Proceeds from issuance of long-term debt | 126,477 | 124,077 | 30 |
| 31 | | Prnciple payments of long-term debt | (219,227) | (367,651) | 31 |
| 32 | | Proceeds from issuance of capital stock | | | 32 |
| 33 | | Purchase price of acquiring treasury stock | | | 33 |
| 34 | | Cash dividends paid | (205,000) | (200,000) | 34 |
| 35 | | Other - net | (541,497) | (80,521) | 35 |
| 36 | | NET CASH FROM FINANCING ACTIVITIES (lines 30 through 35) | (839,247) | (524,095) | 36 |
| 37 | | NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (lines 21, 29 & 36) | 21,638 | (5,982) | 37 |
| 38 | | Cash and cash equivalents at beginning of the year | 79,029 | 85,011 | 38 |
| | 2/ | Cash of companies consolidated per Ex Parte 634 | 809 | 0 | |
| 39 | | CASH AND CASH EQUIVALENTS AT END OF THE YEAR (lines 37 & 38) | 101,476 | 79,029 | 39 |
| | | Footnotes to Schedule 240 Cash paid during the year for | | | |
| 40 | | Interest (net of amount capitalized)* | 1/ | 1/ | 40 |
| 41 | | Income taxes (net) * | 278,000 | 111,000 | 41 |

* Only applies if indirect method is adopted

1/ Fixed charges include intercompany interest expense of \$371,000 and \$398,000 for 2002 and 2001, respectively Interest payments approximate fixed charges less intercompany interest. See note 9 on page 9

2/ This amount represents cash added to the balance sheet on January 1, 2002 related to the consolidation of companies per Ex Parte 634.

245. WORKING CAPITAL
(Dollars in Thousands)

1. This schedule should include only data pertaining to railway transportation services
2. Carry out calculation of lines 9, 10, 20 and 21 to the nearest whole number.

| Line No. | Item (a) | Source | Amount (b) | Line No. |
|--------------------------------------|---|--|------------|----------|
| CURRENT OPERATING ASSETS | | | | |
| 1 | Interline and Other Balances (705) | Schedule 200, line 5, column b | 50,291 | 1 |
| 2 | Customers (706) | Schedule 200, line 6, column b | 216,433 | 2 |
| 3 | Other (707) | Note A | 44,927 | 3 |
| 4 | TOTAL CURRENT OPERATING ASSETS | Line 1 + 2 + 3 | 311,651 | 4 |
| OPERATING REVENUE | | | | |
| 5 | Railway Operating Revenue | Schedule 210, line 13, column b | 11,103,021 | 5 |
| 6 | Rent Income | Note B | 165,029 | 6 |
| 7 | TOTAL OPERATING REVENUES | Lines 5 + 6 | 11,268,050 | 7 |
| 8 | Average Daily Operating Revenues | Line 7 divided by 360 days | 31,300 | 8 |
| 9 | Days of Operating Revenue in Current Operating Assets | Line 4 divided by line 8 | 10 | 9 |
| 10 | Revenue Delay Days Plus Buffer | Line 9 + 15 days | 25 | 10 |
| CURRENT OPERATING LIABILITIES | | | | |
| 11 | Interline and Other Balances (752) | Schedule 200, line 31, column b | 23,115 | 11 |
| 12 | Audited Accounts and Wages Payable (753) | Note A | 179,788 | 12 |
| 13 | Accounts Payable - Other (754) | Note A | 45,376 | 13 |
| 14 | Other Taxes Accrued (761.5) | Note A | 226,107 | 14 |
| 15 | TOTAL CURRENT OPERATING LIABILITIES | Sum of lines 11 to 14 | 474,386 | 15 |
| OPERATING EXPENSES | | | | |
| 16 | Railway Operating Expenses | Schedule 210, line 14, column b | 8,845,867 | 16 |
| 17 | Depreciation | Schedule 410, lines 136, 137, 138, 213, 232, 317, column h | 1,140,387 | 17 |
| 18 | Cash Related Operating Expenses | Line 16 + line 6 - line 17 | 7,870,509 | 18 |
| 19 | Average Daily Expenditures | Line 18 divided by 360 days | 21,863 | 19 |
| 20 | Days of Operating Expenses in Current Operating Liabilities | Line 15 divided by line 19 | 22 | 20 |
| 21 | Days of Working Capital Required | Line 10 - Line 20 (Note C) | 3 | 21 |
| 22 | Cash Working Capital Required | Line 21 x line 19 | 65,588 | 22 |
| 23 | Cash and Temporary Cash Balance | Schedule 200, line 1 + line 2, column b | 108,711 | 23 |
| 24 | Cash Working Capital Allowed | Lesser line 22 and line 23 | 65,588 | 24 |
| MATERIALS AND SUPPLIES | | | | |
| 25 | Total Material and Supplies (712) | Note A | 277,104 | 25 |
| 26 | Scrap and Obsolete Material included in Acct. 712 | Note A | 3,028 | 26 |
| 27 | Materials and Supplies held for Common Carrier Purposes | Line 25 - line 26 | 274,076 | 27 |
| 28 | TOTAL WORKING CAPITAL | Line 24 + line 27 | 339,664 | 28 |

NOTES:

- (A) Use common carrier portion only. Common carrier refers to railway transportation service
- (B) Rent Income is the sum of Schedule 410, column h, lines 121, 122, 123, 127, 128, 129, 133, 134, 135, 208, 210, 212, 227, 229, 231, 312, 314, and 316. Rent income is added to railway operating revenues to produce total revenues. Rent income is also added to total operating expenses to exclude the rent revenue items from operating expense.
- (C) If result is negative, use zero

NOTES AND REMARKS

Note to Schedule 310 on pages 26 - 29Lien References

(A) All securities are pledged as security for the First Mortgage with Boatmen's National Bank of St. Louis, Trustee; also, under the General Mortgage, with Manufacturers Hanover Trust Company, Trustee.

(B) Securities are deposited with the Trustees of the Mortgages as further assurance of performance of the Operating Agreements.

(C) Companies Under Joint Control

| Company (UPRR Ownership) | Other Parties |
|---|---|
| Alameda Belt Line (50.0%) | BNSF (50.0%) |
| Bay Pacific Financial (50%) | Bay Cities Leasing (50%) |
| Belt Railway of Chicago (8.33%) | BNSF (16.66%) NS (8.33%) |
| | CSX (25.01%) Pennsylvania Lines LLC (16.68%) |
| | GTW (8.33%) SOO (8.33%) |
| | CN/IC (8.33%) |
| Brownsville & Matamoros Bridge Co. (50.0%) | Gobierno de Estados Unidos Mexicanos (50.0%) |
| Grupo Ferroviario Mexicano (26%) | Mexican Consortium (74%) |
| Helm Pacific Leasing (50%) | Helm Pacific Corporation (50%) |
| Houston Belt & Terminal Ry (50.0%) | BNSF (50.0%) |
| Iowa Transfer Ry Co. (25.0%) | BNSF (25.0%) NS (25.0%) |
| | Heartland Rail (25.0%) |
| Kansas City Terminal Ry Co (41.67%) | BNSF (25.01%) NS (8.33%) |
| | I&M Rail Link (8.33%) |
| | KCS (16.66%) |
| Longview Switching Co (50.0%) | BNSF (50.0%) |
| Monument Place (50.0%) | EGDC - Fairfax, Inc (50.0%) |
| MT Properties, Inc. (42.1%) | BNSF (43.3%) SOO (14.6%) |
| RailMarketplace.com, Inc. (14.9%) | BNSF (14.9%) CSX (14.9%) |
| | CP (14.9%) NS (14.9%) |
| | CN (14.9%) |
| St. Joseph Terminal RR Co (50.0%) | GE Global eXchange Services (10.6%) |
| Sunset Railway Co. (50.0%) | BNSF (50.0%) |
| | BNSF (50.0%) and operated by each company alternately for 5-year periods. |
| Terminal Railroad Association of St. Louis (42.88%) | BNSF (14.28%) CN/IC (14.28%) |
| | CSX (14.28%) NS (14.28%) |
| TTX (36.68%) | BNSF (17.24%) CSX (19.59%) |
| | Boston & Maine (.63%) Florida East Coast (.94%) |
| | CN/IC (3.13%) KCS (.63%) |
| | CP (1.57%) NS (19.59%) |

Wholly-owned companies that have a joint interest in subsidiaries

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A

- 1 Schedule 310 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated companies held by respondent at close of year. 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 definitions of affiliated companies, see the rules governing Account No. 721 "Investments and advances; 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 Surface Transportation Board and are jointly owned, disclose in footnotes the name and extent of control of the other controlling entities

310 INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

(Dollars in Thousands)

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 and Advances Affiliated Companies", and 717, "Other Funds."

Entries in this schedule should be made in accordance with the definitions and general instructions given on page 18, 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.

| Line No. | Account No. (a) | Class No. (b) | Kind of Industry (c) | Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d) | Extent of Control (e) | Line No. |
|----------|--------------------|------------------|-------------------------|---|--------------------------|----------|
| 1 | 721 | A1 | VII | STOCKS - CARRIERS ACTIVE | | 1 |
| 2 | | | | | | 2 |
| 3 | | | | American Refrigerator Transit Co. (A) (E) | 100.0 | 3 |
| 4 | | | | Belt Railway of Chicago (C) | 8.3 | 4 |
| 5 | | | | Brownsville & Matamoros Bridge Co. (A) (C) | 50.0 | 5 |
| 6 | | | | Central California Traction Co. (E) | 66.7 | 6 |
| 7 | | | | Grupo Ferroviano Mexicano (D) (C) | 26.0 | 7 |
| 8 | | | | Houston Belt & Terminal Ry. (A) (B) (C) | 50.0 | 8 |
| 9 | | | | Iowa Transfer Railway Co. (C) | 25.0 | 9 |
| 10 | | | | Kansas City Terminal Ry. (A) (B) (C) | 41.7 | 10 |
| 11 | | | | Longview Switching Co. (C) | 50.0 | 11 |
| 12 | | | | MT Properties, Inc. (C) | 42.1 | 12 |
| 13 | | | | Pacific Fruit Express (E) | 100.0 | 13 |
| 14 | | | | Portland Terminal RR Co. (E) | 60 0 | 14 |
| 15 | | | | Portland Traction Co. (E) | 100.0 | 15 |
| 16 | | | | SP Motor Trucking (E) | 100.0 | 16 |
| 17 | | | | Terminal Railroad Association of St. Louis (C) | 42.9 | 17 |
| 18 | | | | Texas City Terminal Ry. (E) | 66 7 | 18 |
| 19 | | | | TTX (C) | 36 7 | 19 |
| 20 | | | | Union Pacific Fruit Express Corp (E) | 100.0 | 20 |
| 21 | | | | | | 21 |
| 22 | | | | | | 22 |
| 23 | | | | | | 23 |
| 24 | | | | | | 24 |
| 25 | | | | | | 25 |
| 26 | 721 | A3 | | STOCKS - NONCARRIERS - ACTIVE | | 26 |
| 27 | | | | | | 27 |
| 28 | | | | Bay Pacific Financial (C) (F) | 50.0 | 28 |
| 29 | | | | Helm Pacific Leasing (C) | 50.0 | 29 |
| 30 | | | VI | Donland Development Company (E) | 100.0 | 30 |
| 31 | | | VI | Missouri Improvement Co. (A) (E) | 100.0 | 31 |
| 32 | | | | Missouri Pacific Intermodal Transport, Inc (E) | 100.0 | 32 |
| 33 | | | VI | Montwood (E) | 100.0 | 33 |
| 34 | | | VI | Monument Place (C) | 50 0 | 34 |
| 35 | | | X | RailMarketplace.com, Inc. (C) | 14.9 | 35 |
| 36 | | | VI | RG Holding (E) | 100.0 | 36 |

Kind of Industry in Column (c) is VII unless noted.

(C) Companies under joint control listed on pg. 24.

(E) Consolidated in 2002 per Ex Parte 634.

1/ Carried at nominal value of \$1.00

(A) (B) Lien references as described on page 24.

(D) Column (h) includes a return on equity investment (dividend in excess of retained earnings), dividends not received and misc. adjustments related to note 2/ on page 30.

(F) See note 4/ on page 30.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued

(Dollars in Thousands)

6. In any of the companies included in this schedule are controlled by respondent the percent of control should be shown in column (3). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In case 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 are 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 affiliates which do not report to the Surface Transportation Board and are jointly owned, give names and extent of control by other entities by footnotes.

| Line No. | Investments and Advances | | | | Disposed of: profit(loss) (j) | Adjustments Acct 721.5 (k) | Dividends or interest credited to income (l) | Line No. |
|----------|--------------------------|---------------|---|---------------------|-------------------------------|----------------------------|--|----------|
| | Opening Balance (f) | Additions (g) | Deductions (if other than sale, explain (h) | Closing Balance (i) | | | | |
| 1 | | | | | | | | 1 |
| 2 | | | | | | | | 2 |
| 3 | 355 | | 355 | 0 | | | | 3 |
| 4 | 260 | | | 260 | | | | 4 |
| 5 | 325 | | | 325 | | | | 5 |
| 6 | 2,286 | | 2,286 | 0 | | | | 6 |
| 7 | 169,424 | | 105,970 | 63,454 | | | | 7 |
| 8 | 13 | | | 13 | | | | 8 |
| 9 | 55 | | | 55 | | | | 9 |
| 10 | 916 | | | 916 | | | | 10 |
| 11 | 1 | | | 1 | | | | 11 |
| 12 | 672 | | | 672 | | | | 12 |
| 13 | 6,000 | | 6,000 | 0 | | | | 13 |
| 14 | 1,512 | | 1,512 | 0 | | | | 14 |
| 15 | 1,300 | | 1,300 | 0 | | | | 15 |
| 16 | 14,907 | | 14,907 | 0 | | | | 16 |
| 17 | 6 | | 0 | 6 | | | | 17 |
| 18 | 2,579 | | 2,579 | 0 | | | | 18 |
| 19 | 138,231 | | | 138,231 | | | | 19 |
| 20 | 1,000 | | 1,000 | 0 | | | | 20 |
| 21 | | | | | | | | 21 |
| 22 | | | | | | | | 22 |
| 23 | | | | | | | | 23 |
| 24 | | | | | | | | 24 |
| 25 | | | | | | | | 25 |
| 26 | | | | | | | | 26 |
| 27 | | | | | | | | 27 |
| 28 | 2,231 | | 2,081 | 150 | | | | 28 |
| 29 | 0 | 498 | | 498 | | | | 29 |
| 30 | 250 | | 250 | 0 | | | | 30 |
| 31 | 5,589 | | 5,589 | 0 | | | | 31 |
| 32 | 1 | | 1 | 0 | | | | 32 |
| 33 | 3,070 | | 3,070 | 0 | | | | 33 |
| 34 | 3,305 | 150 | | 3,455 | | | | 34 |
| 35 | 1,000 | 292 | | 1,292 | | | | 35 |
| 36 | 92,258 | | 92,258 | 0 | | | | 36 |

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued
(Dollars in Thousands)

| Line No. | Account No. (a) | Class No. (b) | Kind of Industry (c) | Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d) | Extent of Control (e) | Line No. |
|----------|--------------------|------------------|-------------------------|---|--------------------------|----------|
| 37 | | | VI | RG Land (E) | 100.0 | 37 |
| 38 | | | VI | SP Asset Management (E) | 100.0 | 38 |
| 39 | | | X | SP Environmental Systems (E) | 100.0 | 39 |
| 40 | | | X | SP Environmental Waste Systems (E) | 100.0 | 40 |
| 41 | | | | SP Fleet Acquisition (E) | 100.0 | 41 |
| 42 | | | | SP International (E) | 100.0 | 42 |
| 43 | | | VI | SP Land Co (E) | 100.0 | 43 |
| 44 | | | VI | SP Receivables, Inc. (E) | 100.0 | 44 |
| 45 | | | | SP Warehouse (E) | 100.0 | 45 |
| 46 | | | VI | Standard Realty & Development (E) | 100.0 | 46 |
| 47 | | | X | UP Baseball Enterprises, Inc. (E) | 100.0 | 47 |
| 48 | | | | UP Distribution Services (E) | 100.0 | 48 |
| 49 | | | | UP Expressair (E) | 100.0 | 49 |
| 50 | | | VI | UP Financial Corp (E) | 100.0 | 50 |
| 51 | | | | UP Venture Leasing (E) | 100.0 | 51 |
| 52 | | | VI | Wisconsin Town Lot (E) | 100.0 | 52 |
| 53 | | | | TOTAL CLASS A | | 53 |
| 54 | 721 | D1 | | UNSECURED NOTES - CARRIERS - ACTIVE | | 54 |
| 55 | | | | St. Joseph Terminal RR Co. | | 55 |
| 56 | | | | TOTAL CLASS D | | 56 |
| 57 | 721 | E1 | | INVESTMENT ADVANCES - CARRIERS - ACTIVE | | 57 |
| 58 | | | | Grupo Ferroviario Mexicano (C) | | 58 |
| 59 | | | | Houston Belt & Terminal Ry | | 59 |
| 60 | | | | Kansas City Terminal Ry. Co. | | 60 |
| 61 | | | | Pacific Fruit Express (E) | | 61 |
| 62 | | | | Port Terminal Ry. Assn | | 62 |
| 63 | | | | SP International (E) | | 63 |
| 64 | | | | SP Motor Trucking (E) | | 64 |
| 65 | | | | St. Joseph Terminal RR Co. (C) | | 65 |
| 66 | | | | Sunset Railway (C) | | 66 |
| 67 | | | | Terminal Railroad Assn of St. Louis | | 67 |
| 68 | | | | Transborder Rail (E) | | 68 |
| 69 | | | | UP International Advisors (E) | | 69 |
| 70 | | | | Wichita Terminal | | 70 |
| 71 | 721 | E3 | | INVESTMENT ADVANCES - NONCARRIERS - ACTIVE | | 71 |
| 72 | | | | Motor Vehicle Logistics Corp. (E) | | 72 |
| 73 | | | VI | Park Springs (E) | | 73 |
| 74 | | | VI | Rio Grande Holding, Inc. (E) | | 74 |
| 75 | | | | SP Warehouse (E) | | 75 |
| 76 | | | VI | SP Land Co (E) | | 76 |
| 77 | | | VI | Stonegate Park (E) | | 77 |
| 78 | | | | UP de Mexico | | 78 |
| 79 | | | VI | Wisconsin Town Lot (E) | | 79 |
| 80 | | | | TOTAL CLASS E | | 80 |
| 81 | | | | | | 81 |
| 82 | | | | | | 82 |
| 83 | | | | | | 83 |
| 84 | | | | | | 84 |
| 85 | | | | TOTAL ACCOUNT 721 | | 85 |

Kind of Industry in Column (c) is VII unless noted otherwise.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Concluded
(Dollars in Thousands)

| Line No | Investments and Advances | | | | Disposed of: profit (loss) (j) | Adjustments Acct. 721.5 (k) | Dividends or interest credited to income (l) | Line No. |
|---------|---------------------------|------------------|--|---------------------------|--------------------------------------|-----------------------------------|--|----------|
| | Opening Balance (f) | Additions (g) | Deductions (if other than sale, explain) (h) | Closing Balance (i) | | | | |
| 37 | 2,486 | | 2,486 | 0 | | | | 37 |
| 38 | 1 | | 1 | 0 | | | | 38 |
| 39 | 1 | | 1 | 0 | | | | 39 |
| 40 | 1 | | 1 | 0 | | | | 40 |
| 41 | 1 | | 1 | 0 | | | | 41 |
| 42 | 823 | | 823 | 0 | | | | 42 |
| 43 | 1 | | 1 | 0 | | | | 43 |
| 44 | 21,400 | | 21,400 | 0 | | | | 44 |
| 45 | 19 | | 19 | 0 | | | | 45 |
| 46 | 100 | | 100 | 0 | | | | 46 |
| 47 | 1 | | 1 | 0 | | | | 47 |
| 48 | 1 | | 1 | 0 | | | | 48 |
| 49 | 1 | | 1 | 0 | | | | 49 |
| 50 | 1 | | 1 | 0 | | | | 50 |
| 51 | 498 | | 498 | 0 | | | | 51 |
| 52 | 574 | | 574 | 0 | | | | 52 |
| 53 | 473,455 | 940 | 265,067 | 209,328 | | | | 53 |
| 54 | | | | | | | | 54 |
| 55 | 175 | | | 175 | | | | 55 |
| 56 | 175 | 0 | 0 | 175 | | | | 56 |
| 57 | | | | | | | | 57 |
| 58 | 20 | 443 | | 463 | | | | 58 |
| 59 | 15,855 | 3,249 | | 19,104 | | | | 59 |
| 60 | 14,957 | | | 14,957 | | | | 60 |
| 61 | 9,023 | | 9,023 | 0 | | | | 61 |
| 62 | 1,100 | | | 1,100 | | | | 62 |
| 63 | 3,992 | | 3,992 | 0 | | | | 63 |
| 64 | 20,025 | | 20,025 | 0 | | | | 64 |
| 65 | 79 | | | 79 | | | | 65 |
| 66 | 358 | | | 358 | | | | 66 |
| 67 | 2,516 | | | 2,516 | | | | 67 |
| 68 | 110 | | 110 | 0 | | | | 68 |
| 69 | 663 | | 663 | 0 | | | | 69 |
| 70 | 120 | | | 120 | | | | 70 |
| 71 | | | | | | | | 71 |
| 72 | 25 | | 25 | 0 | | | | 72 |
| 73 | 4,059 | | 4,059 | 0 | | | | 73 |
| 74 | 80,234 | | 80,234 | 0 | | | | 74 |
| 75 | 2,337 | | 2,337 | 0 | | | | 75 |
| 76 | 1,988 | | 1,988 | 0 | | | | 76 |
| 77 | 1,552 | | 1,552 | 0 | | | | 77 |
| 78 | 19,967 | | 19,967 | 0 | | | | 78 |
| 79 | 194 | | 194 | 0 | | | | 79 |
| 80 | 179,174 | 3,692 | 144,169 | 38,697 | | | | 80 |
| 81 | | | | | | | | 81 |
| 82 | | | | | | | | 82 |
| 83 | | | | | | | | 83 |
| 84 | | | | | | | | 84 |
| 85 | 652,804 | 4,632 | 409,236 | 248,200 | | | | 85 |

310A INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES

(Dollars in Thousands)

Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721, Investments and Advances Affiliated Companies
2. Enter in column (c) the amount necessary to retroactively adjust those investments. (See instructions 5-2, Uniform System of Accounts.)
3. Enter in column (d) the share of undistributed earnings (i.e., 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

| Line No | Name of issuing company and description of security held (a) | Balance at beginning of year (b) | Adjustment for investments equity method (c) | Equity in undistributed earnings (losses) during year (d) | Amortization during year (e) | Adjustment for investments disposed of or written down during year (f) | Balance at close of year (g) | Line No |
|---------|--|----------------------------------|--|---|------------------------------|--|------------------------------|---------|
| | CARRIERS: (List specifics for each company) | | | | | | | |
| 1 | American Refrigerator Transit Co 1/ | 11,956 | | 0 | | (11,956) | 0 | 1 |
| 2 | Belt Ry of Chicago | 438 | | 0 | | 0 | 438 | 2 |
| 3 | Brownsville & Matamoros Bridge Co. | 5,214 | | (2,222) | | 0 | 2,992 | 3 |
| 4 | Grupo Ferrocarril Mexicano 2/ 3/ | 45,495 | | (6,859) | | (844) | 37,792 | 4 |
| 5 | Houston Belt & Terminal Rwy | 11,226 | | 27 | | 0 | 11,253 | 5 |
| 6 | Kansas City Terminal Rwy. | 594 | | (2,037) | | 0 | (1,443) | 6 |
| 7 | MT Properties | 42 | | (180) | | 0 | (138) | 7 |
| 8 | Pacific Fruit Express Co. 1/ | (7,128) | | 0 | | 7,128 | 0 | 8 |
| 9 | Portland Terminal Railroad Company 1/ | (676) | | 0 | | 676 | 0 | 9 |
| 10 | Portland Traction Co 1/ | 62 | | 0 | | (62) | 0 | 10 |
| 11 | Terminal RR Assn. of St. Louis | 24,429 | | 2,040 | | 0 | 26,469 | 11 |
| 12 | Texas City Terminal Ry. 1/ | 16,237 | | 0 | | (16,237) | 0 | 12 |
| 13 | TTX 3/ | 262,263 | | 38,253 | | (1,090) | 299,426 | 13 |
| 14 | UP Fruit Express Co 1/ | 150,673 | | 0 | | (150,673) | 0 | 14 |
| 15 | TOTAL CARRIER | 520,825 | | 29,022 | 0 | (173,058) | 376,789 | 15 |
| 16 | | | | | | | | 16 |
| 17 | NONCARRIER (List specifics for each company) | | | | | | | 17 |
| 18 | Bay Pacific Financial 4/ | 130 | | 6,659 | | 7,884 | 14,673 | 18 |
| 19 | Delta Finance 1/ | 2,200 | | 0 | | (2,200) | 0 | 19 |
| 20 | Donland Development Company 1/ | 5,605 | | 0 | | (5,605) | 0 | 20 |
| 21 | Helm Pacific Leasing | 0 | | 1,701 | | 10,390 | 12,091 | 21 |
| 22 | Missouri Improvement Co 1/ | 7,695 | | 0 | | (7,695) | 0 | 22 |
| 23 | Missouri Pacific Intermodal Transport 1/ | (48) | | 0 | | 48 | 0 | 23 |
| 24 | Montwood Corporation 1/ | 2,018 | | 0 | | (2,018) | 0 | 24 |
| 25 | Monument Place | (34) | | (129) | | 82 | (81) | 25 |
| 26 | Motor Vehicle Logistics Corp 1/ | (25) | | 0 | | 25 | 0 | 26 |
| 27 | Rio Grande Holding 1/ | 1,048 | | 0 | | (1,048) | 0 | 27 |
| 28 | Rio Grande Land 1/ | 125 | | 0 | | (125) | 0 | 28 |
| 29 | Signage 1/ | 2,622 | | 0 | | (2,622) | 0 | 29 |
| 30 | SP Asset Management 1/ | 1,429 | | 0 | | (1,429) | 0 | 30 |
| 31 | SP Land Corporation 1/ | (431) | | 0 | | 431 | 0 | 31 |
| 32 | SP Motor Trucking 1/ | (953) | | 0 | | 953 | 0 | 32 |
| 33 | SP Receivables, Inc 1/ | 2,819 | | 0 | | (2,819) | 0 | 33 |
| 34 | SP Warehouse 1/ | 8,267 | | 0 | | (8,267) | 0 | 34 |
| 35 | Standard Realty & Development 1/ | 46,935 | | 0 | | (46,935) | 0 | 35 |
| 36 | Transportation Service Systems 1/ | (298) | | 0 | | 298 | 0 | 36 |
| 37 | UP Carrier Services 1/ | 3,356 | | 0 | | (3,356) | 0 | 37 |
| 38 | UP de Mexico 1/ | 355 | | 0 | | (355) | 0 | 38 |
| 39 | UP Distribution Services 1/ | 28,425 | | 0 | | (28,425) | 0 | 39 |
| 40 | UP Expressair 1/ | 1,513 | | 0 | | (1,513) | 0 | 40 |
| 41 | UP Financial Corp 1/ | (331) | | 0 | | 331 | 0 | 41 |
| 42 | UP Venture Leasing 1/ | 16,085 | | 0 | | (16,085) | 0 | 42 |
| 43 | Wisconsin Town Lot 1/ | (262) | | 0 | | 262 | 0 | 43 |
| 44 | TOTAL NONCARRIER | 128,245 | | 8,231 | | (109,793) | 26,683 | 44 |
| 45 | TOTAL EQUITY | 649,070 | | 37,253 | 0 | (282,851) | 403,472 | 45 |

1/ Consolidated in 2002 as a result of Ex Parte 634.

2/ GFM was formerly included in Transborder Rail, as Transborder owns 26% of GFM. Transborder was consolidated in 2002 as a result of Ex Parte 634 and GFM is now disclosed separately

3/ Column (f) includes other comprehensive income adjustments for TTX and GFM.

4/ Bay Pacific Financial (BPF) was formerly included in Bay Pacific Logistics (BPL), as BPL owns 50% of BPF. BPL was consolidated in 2002 as a result of Ex Parte 634 and BPF is now disclosed separately.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330

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. 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 (g) should be the net of the amounts in columns (c) through (f). Column (h) is the aggregate of columns (b) through (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of Accounts 731 and 732 for the respective periods; if not, a full explanation should be made in a footnote.
2. In column (c) show 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," in the Uniform System of Accounts for Railroad Companies for such items
3. In column (d), show 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. Columns (c) and (e) should include all entries covering expenditures for additions and betterments, as defined, whether or not replacing other property.
5. All credits representing property sold, abandoned, or otherwise retired should be shown in column (f).
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 the cost, location, area, and other details which will identify the property in a footnote.
8. Report on line 29 amounts not included 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 Board 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 Board
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 location 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 \$5,000 is used as the minimum 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 the amount used in a footnote.

NOTES AND REMARKS

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT - Continued
(Dollars in Thousands)

| Line No | Cross Check | Account (a) | Balance at beginning of year (b) | Expenditure during the Year for original road and equipment and road extensions (c) | Expenditures during the year for purchase of existing lines, lines reorganizations, etc. (d) 2/ | Line No |
|---------|-------------|---|--|---|---|---------|
| 1 | | (2) Land for transportation purposes | 4,624,244 | | 4,017 | 1 |
| 2 | | (3) Grading | 2,630,192 | | 0 | 2 |
| 3 | | (4) Other, right-of-way expenditures | 54,992 | | 942 | 3 |
| 4 | | (5) Tunnels and subways | 352,029 | | 0 | 4 |
| 5 | | (6) Bridges, trestles, and culverts | 2,098,198 | | 342 | 5 |
| 6 | | (7) Elevated structures | 0 | | 0 | 6 |
| 7 | | (8) Ties | 3,862,624 | | 1,956 | 7 |
| 8 | | (9) Rail and other track material | 7,317,149 | | 12,276 | 8 |
| 9 | | (11) Ballast | 2,261,380 | | 1,184 | 9 |
| 10 | | (13) Fences, snowsheds and signs | 45,340 | | 139 | 10 |
| 11 | | (16) Station and office buildings | 419,318 | | 1,089 | 11 |
| 12 | | (17) Roadway buildings | 33,784 | | 34 | 12 |
| 13 | | (18) Water stations | 5,921 | | 442 | 13 |
| 14 | | (19) Fuel stations | 102,007 | | 1 | 14 |
| 15 | | (20) Shops and enginehouses | 274,332 | | 5,977 | 15 |
| 16 | | (22) Storage warehouses | 0 | | 984 | 16 |
| 17 | | (23) Wharves and docks | 0 | | 21,950 | 17 |
| 18 | | (24) Coal and ore wharves | 3,150 | | 0 | 18 |
| 19 | | (25) TOFC/COFC terminals | 310,127 | | 0 | 19 |
| 20 | | (26) Communication systems | 284,857 | | 300 | 20 |
| 21 | | (27) Signals and interlockers | 1,524,287 | | 95 | 21 |
| 22 | | (29) Power plants | 0 | | 0 | 22 |
| 23 | | (31) Power-transmission systems | 42,477 | | 7 | 23 |
| 24 | | (35) Miscellaneous structures | 11,921 | | 1,475 | 24 |
| 25 | | (37) Roadway machines | 342,285 | | 254 | 25 |
| 26 | | (39) Public improvements-construction | 461,330 | | 54 | 26 |
| 27 | | (44) Shop machinery | 135,255 | | 3,210 | 27 |
| 28 | | (45) Power-plant machinery | 0 | | 0 | 28 |
| 29 | | Other lease/rentals | 23 | | 0 | 29 |
| 30 | | TOTAL EXPENDITURES FOR ROAD | 27,197,222 | 0 | 56,728 | 30 |
| 31 | | (52) Locomotives | 4,497,826 | | 2,037 | 31 |
| 32 | | (53) Freight train cars | 2,512,988 | | 9,227 | 32 |
| 33 | | (54) Passenger train cars | 41 | | 0 | 33 |
| 34 | | (55) Highway revenue equipment | 5,602 | | 104 | 34 |
| 35 | | (56) Floating equipment | 0 | | 0 | 35 |
| 36 | | (57) Work equipment | 120,008 | | 4 | 36 |
| 37 | | (58) Miscellaneous equipment | 34,079 | | 1,081 | 37 |
| 38 | | (59) Computer systems and word processing equipment | 267,672 | | 6 | 38 |
| 39 | | TOTAL EXPENDITURES FOR EQUIPMENT | 7,438,216 | 0 | 12,459 | 39 |
| 40 | | (76) Interest during construction | 44,070 | | 4 | 40 |
| 41 | | (80) Other elements of investment 1/ | 13,252 | | 0 | 41 |
| 42 | | (90) Construction work in progress | 473,899 | | 0 | 42 |
| 43 | | GRAND TOTAL | 35,166,659 | 0 | 69,191 | 43 |

1/ Amount primarily relates to the conversion of Alton & Southern Railway to a terminal railroad company status under Internal Revenue Code Section 281. Alton & Southern Railway became consolidated in UP's R-1 in 1997.

2/ The figures in this column represent additions made to the schedule as required by Ex Parte 634. Beginning balances are not restated for Ex Parte 634. Therefore, these figures do not represent current year expenditures.

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT - Concluded
(Dollars in Thousands)

| Line No. | Cross Check | Expenditures for additions during the year (e) | Credits for property retired during the year (f) | Net changes during the year (g) | Balance at close of year (h) | Line No. |
|----------|-------------|--|--|---------------------------------|------------------------------|----------|
| 1 | | 23,668 | 13,333 | 14,352 | 4,638,596 | 1 |
| 2 | | 35,996 | 28,444 | 7,552 | 2,637,744 | 2 |
| 3 | | 4,738 | 1,072 | 4,608 | 59,600 | 3 |
| 4 | | 550 | 2,848 | (2,298) | 349,731 | 4 |
| 5 | | 67,662 | 37,521 | 30,483 | 2,128,681 | 5 |
| 6 | | 0 | 0 | 0 | 0 | 6 |
| 7 | | 365,166 | (37,345) | 404,467 | 4,267,091 | 7 |
| 8 | | 640,251 | 107,634 | 544,893 | 7,862,042 | 8 |
| 9 | | 164,140 | (1,682) | 167,006 | 2,428,386 | 9 |
| 10 | | 3,078 | 199 | 3,018 | 48,358 | 10 |
| 11 | | 8,030 | 18,945 | (9,826) | 409,492 | 11 |
| 12 | | 0 | 204 | (170) | 33,614 | 12 |
| 13 | | 71 | (13) | 526 | 6,447 | 13 |
| 14 | | 5,474 | (613) | 6,088 | 108,095 | 14 |
| 15 | | 10,774 | (2,618) | 19,369 | 293,701 | 15 |
| 16 | | 0 | 0 | 984 | 984 | 16 |
| 17 | | 62 | 0 | 22,012 | 22,012 | 17 |
| 18 | | 0 | 117 | (117) | 3,033 | 18 |
| 19 | | 22,666 | (443) | 23,109 | 333,236 | 19 |
| 20 | | 12,196 | 9,757 | 2,739 | 287,596 | 20 |
| 21 | | 149,134 | 21,784 | 127,445 | 1,651,732 | 21 |
| 22 | | 0 | 0 | 0 | 0 | 22 |
| 23 | | 3,617 | 58 | 3,566 | 46,043 | 23 |
| 24 | | 1,143 | 41 | 2,577 | 14,498 | 24 |
| 25 | | 20,654 | 1,856 | 19,052 | 361,337 | 25 |
| 26 | | 23,476 | 9,235 | 14,295 | 475,625 | 26 |
| 27 | | 1,093 | (2,395) | 6,698 | 141,953 | 27 |
| 28 | | 0 | 0 | 0 | 0 | 28 |
| 29 | | 0 | 23 | (23) | 0 | 29 |
| 30 | | 1,563,639 | 207,962 | 1,412,405 | 28,609,627 | 30 |
| 31 | | 152,078 | 96,244 | 57,871 | 4,555,697 | 31 |
| 32 | | 10,706 | 106,142 | (86,209) | 2,426,779 | 32 |
| 33 | | 0 | 13 | (13) | 28 | 33 |
| 34 | | 108 | 4,105 | (3,893) | 1,709 | 34 |
| 35 | | 0 | 0 | 0 | 0 | 35 |
| 36 | | 5,698 | 1,991 | 3,711 | 123,719 | 36 |
| 37 | | (108) | 7,683 | (6,710) | 27,369 | 37 |
| 38 | | 38,321 | 42,872 | (4,545) | 263,127 | 38 |
| 39 | | 206,803 | 259,050 | (39,788) | 7,398,428 | 39 |
| 40 | | 0 | 105 | (101) | 43,969 | 40 |
| 41 | | 0 | 0 | 0 | 13,252 | 41 |
| 42 | | 76,846 | 0 | 76,846 | 550,745 | 42 |
| 43 | | 1,847,288 | 467,117 | 1,449,362 | 36,616,021 | 43 |

332 DEPRECIATION BASE AND RATES - ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS
(Dollars in Thousands)

1. Show in columns (b) and (e), for each primary account, the depreciation base used to compute depreciation charges for the month of January, and in columns (c) and (f), the depreciation charges for the month of December. In columns (d) and (g) show the composite rates used in computing depreciation charges for December, and on lines 30 and 39 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 that total 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 are included in 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 Account 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. Composite rates used should be those prescribed or authorized by the Board, 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 lessor property, 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 depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for discontinuance of accruals should be shown in a footnote indicating the effected account(s).
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 | Account (a) | OWNED AND USED | | | LEASED FROM OTHERS | | | Line No |
|------------|---|---------------------------------------|------------------------------------|---|--------------------------------|----------------------------|---|------------|
| | | Depreciation base | | Annual composite rate (percent) (d) | Depreciation base | | Annual composite rate (percent) (g) | |
| | | 1/1 At beginning of year (b) | 12/1 At close of year (c) | | At beginning of year (e) | At close of year (f) | | |
| | ROAD | | | | | | | |
| 1 | (3) Grading | 2,630,192 | 2,634,958 | 1 11 | | | | 1 |
| 2 | (4) Other, right-of-way expenditures | 55,934 | 59,570 | 2 86 | | | | 2 |
| 3 | (5) Tunnels and subways | 352,029 | 349,731 | 0 89 | | | | 3 |
| 4 | (6) Bridges, trestles, and culverts | 2,098,540 | 2,123,752 | 1.35 | | | | 4 |
| 5 | (7) Elevated structures | 0 | 0 | 0 | | | | 5 |
| 6 | (8) Ties | 3,860,992 | 4,242,199 | 4 28 | | | | 6 |
| 7 | (9) Rail and other track material | 7,321,227 | 7,808,034 | 4 38 | | | | 7 |
| 8 | (11) Ballast | 2,261,981 | 2,416,412 | 2 78 | | | | 8 |
| 9 | (13) Fences, snow sheds, and signs | 45,479 | 48,082 | 1 52 | | | | 9 |
| 10 | (16) Station and office buildings | 420,407 | 407,380 | 3 17 | | | | 10 |
| 11 | (17) Roadway buildings | 33,818 | 33,613 | 3 13 | | | | 11 |
| 12 | (18) Water stations | 6,363 | 6,447 | 3 70 | | | | 12 |
| 13 | (19) Fuel Stations | 102,008 | 107,438 | 3 33 | | | | 13 |
| 14 | (20) Shops and enginehouse | 280,309 | 293,655 | 2 38 | | | | 14 |
| 15 | (22) Storage warehouses | 984 | 984 | 3 33 | | | | 15 |
| 16 | (23) Wharves and docks | 21,950 | 22,012 | 4 00 | | | | 16 |
| 17 | (24) Coal and ore wharves | 3,150 | 3,033 | 1 85 | | | | 17 |
| 18 | (25) TOFC/COFC terminals | 310,127 | 333,012 | 3 33 | | | | 18 |
| 19 | (26) Communication systems | 285,157 | 287,379 | 2.83 | | | | 19 |
| 20 | (27) Signals and interlockers | 1,524,382 | 1,644,300 | 2 44 | | | | 20 |
| 21 | (29) Power plants | 0 | 0 | 0 | | | | 21 |
| 22 | (31) Power-transmission systems | 42,484 | 45,904 | 2 22 | | | | 22 |
| 23 | (35) Miscellaneous structures | 13,396 | 14,402 | 2 63 | | | | 23 |
| 24 | (37) Roadway machines | 342,539 | 360,547 | 5 28 | | | | 24 |
| 25 | (39) Public improvements-Construction | 461,384 | 475,001 | 2 86 | | | | 25 |
| 26 | (44) Shop machinery | 138,465 | 141,684 | 3.65 | | | | 26 |
| 27 | (45) Power-plant machinery | 0 | 0 | 0 | | | | 27 |
| 28 | All other road accounts | 0 | 0 | 0 | | | | 28 |
| 29 | Amortization (other than def. projects) | 0 | 0 | 0 | | | | 29 |
| 30 | TOTAL ROAD | 22,613,297 | 23,859,529 | 3.54 | | | | 30 |
| | EQUIPMENT | | | | | | | |
| 31 | (52) Locomotives | 4,499,864 | 4,548,888 | 4.12 | | | | 31 |
| 32 | (53) Freight-train cars | 2,522,214 | 2,425,553 | 3 43 | | | | 32 |
| 33 | (54) Passenger-train cars | 41 | 28 | 6 43 | | | | 33 |
| 34 | (55) Highway revenue equipment | 5,706 | 1,708 | 6 53 | | | | 34 |
| 35 | (56) Floating equipment | 0 | 0 | 0 | | | | 35 |
| 36 | (57) Work equipment | 120,012 | 123,584 | 3.04 | | | | 36 |
| 37 | (58) Miscellaneous equipment | 35,160 | 27,369 | 7 29 | | | | 37 |
| 38 | (59) Computer systems and WP equipment | 267,678 | 257,388 | 15 63 | | | | 38 |
| 39 | TOTAL EQUIPMENT | 7,450,675 | 7,384,518 | 4.35 | | | | 39 |
| 40 | GRAND TOTAL | 30,063,972 | 31,244,047 | N/A | | | N/A | 40 |

335 ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT OWNED AND USED

(Dollars in Thousands)

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" accounts and "Other Rents-Debit-Equipment" accounts. (See Schedule 351 for the accumulated depreciation to road and equipment owned and leased to others.)

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

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

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

5 Enter amounts representing amortization under an authorized amortization program other than for defense projects on lines 29 and 39.

| Line No | Cross Check | Account (a) | Balance at beginning of year (b) | CREDITS TO RESERVE | | DEBITS TO RESERVE | | Balance at close of year (g) | Line No |
|-----------|-------------|---------------------------------------|---|--|-------------------------|--------------------|---------------------|---------------------------------------|---------|
| | | | | During the year | | During the year | | | |
| | | | | Charges to operating expenses (c) | Other credits (d) 2/ | Retirements (e) | Other debits (f) | | |
| ROAD | | | | | | | | | |
| 1 | | (3) Grading | 173,179 | 40,225 | 0 | 25,064 | 0 | 188,340 | 1 |
| 2 | | (4) Other, right-of-way expenditures | 8,708 | 1,719 | 178 | 1,095 | 0 | 9,510 | 2 |
| 3 | | (5) Tunnels and subways | 23,314 | 3,813 | 0 | 2,719 | 0 | 24,408 | 3 |
| 4 | | (6) Bridges, trestles, and culverts | 105,249 | 44,646 | 182 | 27,383 | 0 | 122,694 | 4 |
| 5 | | (7) Elevated structures | 0 | 0 | 0 | 0 | 0 | 0 | 5 |
| 6 | | (8) Ties | 867,772 | 187,454 | 1,451 | 17,463 | 0 | 1,039,214 | 6 |
| 7 | | (9) Rail and other track material | 2,727,782 | 350,968 | 7,187 | 166,623 | 0 | 2,919,314 | 7 |
| 8 | | (11) Ballast | 288,351 | 65,698 | 943 | 488 | 0 | 354,504 | 8 |
| 9 | | (13) Fences, snow sheds and signs | 3,595 | 719 | 122 | (430) | 0 | 4,866 | 9 |
| 10 | | (16) Station and office buildings | 40,105 | 13,968 | 247 | 9,784 | 0 | 44,536 | 10 |
| 11 | | (17) Roadway buildings | 8,355 | 1,144 | 14 | 186 | 0 | 9,327 | 11 |
| 12 | | (18) Water stations | 2,978 | 242 | 324 | (131) | 0 | 3,675 | 12 |
| 13 | | (19) Fuel stations | 31,809 | 3,577 | 2 | (442) | 0 | 35,830 | 13 |
| 14 | | (20) Shops and enginehouses 1/ | 71,775 | 4,292 | 4,811 | (4,769) | 0 | 85,647 | 14 |
| 15 | | (22) Storage warehouses | 0 | 20 | 428 | 0 | 0 | 448 | 15 |
| 16 | | (23) Wharves and docks | 0 | 666 | 8,909 | 0 | 0 | 9,575 | 16 |
| 17 | | (24) Coal and ore wharves | 1,175 | 73 | 0 | 1 | 0 | 1,247 | 17 |
| 18 | | (25) TOFC/COFC terminals | 54,080 | 11,653 | 0 | (713) | 0 | 66,446 | 18 |
| 19 | | (26) Communication systems | 58,635 | 7,797 | 181 | (1,056) | 0 | 67,669 | 19 |
| 20 | | (27) Signals and interlockers | 240,795 | 39,119 | 34 | 17,721 | 0 | 262,227 | 20 |
| 21 | | (29) Power plants | 0 | 0 | 1 | 1 | 0 | 0 | 21 |
| 22 | | (31) Power-transmission systems | 3,026 | 959 | 7 | (304) | 0 | 4,296 | 22 |
| 23 | | (35) Miscellaneous structures | 4,433 | 393 | 773 | 15 | 0 | 5,584 | 23 |
| 24 | | (37) Roadway machines 1/ | 48,280 | 8,482 | 253 | (10,941) | 0 | 67,956 | 24 |
| 25 | | (39) Public improvements-Construction | 78,242 | 14,608 | 45 | 9,736 | 0 | 83,159 | 25 |
| 26 | | (44) Shop machinery* 1/ | 20,584 | 2,663 | 1,408 | (3,144) | 0 | 27,799 | 26 |
| 27 | | (45) Power-plant machinery | 0 | 0 | 5 | 5 | 0 | 0 | 27 |
| 28 | | All other road accounts | 0 | 0 | 0 | 0 | 0 | 0 | 28 |
| 29 | | Amortization (Adjustments) | 0 | 0 | 0 | 0 | 0 | 0 | 29 |
| 30 | | TOTAL ROAD | 4,862,222 | 804,898 | 27,505 | 256,354 | 0 | 5,438,271 | 30 |
| EQUIPMENT | | | | | | | | | |
| 31 | | (52) Locomotives 1/ | 1,092,830 | 193,960 | 1,691 | 72,271 | 0 | 1,216,210 | 31 |
| 32 | | (53) Freight-train cars | 992,229 | 99,726 | 4,662 | 100,291 | 0 | 996,326 | 32 |
| 33 | | (54) Passenger-train cars | 0 | 15 | 0 | 13 | 0 | 2 | 33 |
| 34 | | (55) Highway revenue equipment | 5,332 | 196 | 93 | 4,105 | 0 | 1,516 | 34 |
| 35 | | (56) Floating equipment | 0 | 0 | 0 | 0 | 0 | 0 | 35 |
| 36 | | (57) Work equipment 1/ | 16,747 | 3,112 | 0 | 2,664 | 0 | 17,195 | 36 |
| 37 | | (58) Miscellaneous equipment | 11,955 | 1,660 | 995 | 2,399 | 0 | 12,211 | 37 |
| 38 | | (59) Computer systems and WP equip | 138,052 | 36,820 | 4 | 38,018 | 0 | 136,858 | 38 |
| 39 | | Amortization Adjustments | 0 | 0 | 0 | 0 | 0 | 0 | 39 |
| 40 | | TOTAL EQUIPMENT | 2,257,145 | 335,489 | 7,445 | 219,761 | 0 | 2,380,318 | 40 |
| 41 | | GRAND TOTAL | 7,119,367 | 1,140,387 | 34,950 | 476,115 | 0 | 7,818,589 | 41 |

1/ Column (c) includes a reduction for costs charged to capital projects.

2/ The figures in this column represent additions made to the schedule as required by Ex Parte 634.

339. ACCRUED LIABILITY -- LEASED PROPERTY
(Dollars in Thousands)

- 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

| Line No. | Cross Check | Account (a) | Balance at beginning of year (b) | CREDITS TO ACCOUNTS During the year | | DEBITS TO ACCOUNTS During the year | | Balance at close of year (g) | Line No |
|----------|-------------|---|---|--|----------------------|---------------------------------------|---------------------|---------------------------------------|---------|
| | | | | Charges to operating expenses (c) | Other credits (d) | Retirements (e) | Other debits (f) | | |
| | | ROAD | | | | | | | |
| 1 | | (3) Grading | | | | | | | 1 |
| 2 | | (4) Other, right-of-way expenditures | | | | | | | 2 |
| 3 | | (5) Tunnels and subways | | | | | | | 3 |
| 4 | | (6) Bridges, trestles, and culverts | | | | | | | 4 |
| 5 | | (7) Elevated structures | | | | | | | 5 |
| 6 | | (8) Ties | | | | | | | 6 |
| 7 | | (9) Rail and other track material | | | | | | | 7 |
| 8 | | (11) Ballast | | | | | | | 8 |
| 9 | | (13) Fences, snow sheds, and signs | | | | | | | 9 |
| 10 | | (16) Station and office buildings | | Not Applicable | | | | | 10 |
| 11 | | (17) Roadway buildings | | | | | | | 11 |
| 12 | | (18) Water stations | | | | | | | 12 |
| 13 | | (19) Fuel Stations | | | | | | | 13 |
| 14 | | (20) Shops and enginehouse | | | | | | | 14 |
| 15 | | (22) Storage warehouses | | | | | | | 15 |
| 16 | | (23) Wharves and docks | | | | | | | 16 |
| 17 | | (24) Coal and ore wharves | | | | | | | 17 |
| 18 | | (25) TOFC/COFC terminals | | | | | | | 18 |
| 19 | | (26) Communication systems | | | | | | | 19 |
| 20 | | (27) Signals and interlockers | | | | | | | 20 |
| 21 | | (29) Power plants | | | | | | | 21 |
| 22 | | (31) Power-transmission systems | | | | | | | 22 |
| 23 | | (35) Miscellaneous structures | | | | | | | 23 |
| 24 | | (37) Roadway machines | | | | | | | 24 |
| 25 | | (39) Public improvements-Construction | | | | | | | 25 |
| 26 | | (44) Shop machinery* | | | | | | | 26 |
| 27 | | (45) Power-plant machinery | | | | | | | 27 |
| 28 | | All other road accounts | | | | | | | 28 |
| 29 | | Amortization (Adjustments) | | | | | | | 29 |
| 30 | | TOTAL ROAD | | | | | | | 30 |
| | | EQUIPMENT | | | | | | | |
| 31 | | (52) Locomotives | | | | | | | 31 |
| 32 | | (53) Freight-train cars | | | | | | | 32 |
| 33 | | (54) Passenger-train cars | | | | | | | 33 |
| 34 | | (55) Highway revenue equipment | | | | | | | 34 |
| 35 | | (56) Floating equipment | | | | | | | 35 |
| 36 | | (57) Work equipment | | | | | | | 36 |
| 37 | | (58) Miscellaneous equipment | | | | | | | 37 |
| 38 | | (59) Computer systems and word processing equipment | | | | | | | 38 |
| 39 | | Amortization (Adjustments) | | | | | | | 39 |
| 40 | | TOTAL EQUIPMENT | | | | | | | 40 |
| 41 | | GRAND TOTAL | | | | | | | 41 |

* To be reported with equipment expenses rather than W&S expenses.

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

(Dollars in Thousands)

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 to compute depreciation charges for December, and on lines 30 and 40 of these columns show the composite percentage of 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 authorized by the Board, except that where the authorized by the Board 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 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 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.
4. 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. However, line 41, Grand Total, should be completed.

| Line No | Account (a) | Depreciation base | | Annual composite rate (percent) (d) | Line No. |
|---------|---|--------------------------|----------------------|-------------------------------------|----------|
| | | At beginning of year (b) | At close of year (c) | | |
| | ROAD | | | | |
| 1 | (3) Grading | | | | 1 |
| 2 | (4) Other, right-of-way expenditures | | | | 2 |
| 3 | (5) Tunnels and subways | | | | 3 |
| 4 | (6) Bridges, trestles, and culverts | | | | 4 |
| 5 | (7) Elevated structures | | | | 5 |
| 6 | (8) Ties | | | | 6 |
| 7 | (9) Rail and other track material | | | | 7 |
| 8 | (11) Ballast | | | | 8 |
| 9 | (13) Fences, snow sheds, and signs | | | | 9 |
| 10 | (16) Station and office buildings | Not Applicable | | | 10 |
| 11 | (17) Roadway buildings | | | | 11 |
| 12 | (18) Water stations | | | | 12 |
| 13 | (19) Fuel Stations | | | | 13 |
| 14 | (20) Shops and enginehouse | | | | 14 |
| 15 | (22) Storage warehouses | | | | 15 |
| 16 | (23) Wharves and docks | | | | 16 |
| 17 | (24) Coal and ore wharves | | | | 17 |
| 18 | (25) TOFC/COFC terminals | | | | 18 |
| 19 | (26) Communication systems | | | | 19 |
| 20 | (27) Signals and interlockers | | | | 20 |
| 21 | (29) Power plants | | | | 21 |
| 22 | (31) Power-transmission systems | | | | 22 |
| 23 | (35) Miscellaneous structures | | | | 23 |
| 24 | (37) Roadway machines | | | | 24 |
| 25 | (39) Public improvements-Construction | | | | 25 |
| 26 | (44) Shop machinery* | | | | 26 |
| 27 | (45) Power-plant machinery | | | | 27 |
| 28 | All other road accounts | | | | 28 |
| 29 | Amortization (Adjustments) | | | | 29 |
| 30 | TOTAL ROAD | | | | 30 |
| | EQUIPMENT | | | | |
| 31 | (52) Locomotives | | | | 31 |
| 32 | (53) Freight-train cars | | | | 32 |
| 33 | (54) Passenger-train cars | | | | 33 |
| 34 | (55) Highway revenue equipment | | | | 34 |
| 35 | (56) Floating equipment | | | | 35 |
| 36 | (57) Work equipment | | | | 36 |
| 37 | (58) Miscellaneous equipment | | | | 37 |
| 38 | (59) Computer systems and word processing equipment | | | | 38 |
| 39 | Amortization Adjustments | | | | 39 |
| 40 | TOTAL EQUIPMENT | | | | 40 |
| 41 | GRAND TOTAL | | | | 41 |

* To be reported with equipment expense rather than W&S expenses

342 ACCUMULATED DEPRECIATION -- IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS
(Dollars in Thousands)

- 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 on page 39. A debit balance in columns (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 on page 39
- 4 Show in column (e) the debits to the reserve arising from retirements. These debits should not exceed investment, etc
- 5 Details 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. However, line 39, Grand Total, should be completed

| Line No | Cross Check | Account (a) | Balance at beginning of year (b) | CREDITS TO ACCOUNTS During the Year | | DEBITS TO ACCOUNTS During the year | | Balance at close of year (g) | Line No |
|---------|-------------|---------------------------------------|---|--|----------------------|---------------------------------------|---------------------|---------------------------------------|---------|
| | | | | Charges to operating expenses (c) | Other credits (d) | Retirements (e) | Other debits (f) | | |
| | | ROAD | | | | | | | |
| 1 | | (3) Grading | | | | | | | 1 |
| 2 | | (4) Other right-of-way expenditures | | | | | | | 2 |
| 3 | | (5) Tunnels and subways | | | | | | | 3 |
| 4 | | (6) Bridges, trestles, and culverts | | | | | | | 4 |
| 5 | | (7) Elevated structures | | | | | | | 5 |
| 6 | | (8) Ties | | | | | | | 6 |
| 7 | | (9) Rail and other track material | | | | | | | 7 |
| 8 | | (11) Ballast | | | | | | | 8 |
| 9 | | (13) Fences, snow sheds, and signs | | | | | | | 9 |
| 10 | | (16) Station and office buildings | | | | | | | 10 |
| 11 | | (17) Roadway buildings | | | | | | | 11 |
| 12 | | (18) Water stations | | | | | | | 12 |
| 13 | | (19) Fuel Stations | | | | | | | 13 |
| 14 | | (20) Shops and enginehouse | | | | | | | 14 |
| 15 | | (22) Storage warehouses | | | | | | | 15 |
| 16 | | (23) Wharves and docks | | | | | | | 16 |
| 17 | | (24) Coal and ore wharves | | | | | | | 17 |
| 18 | | (25) TOFC/COFC terminals | | | | | | | 18 |
| 19 | | (26) Communication systems | | | | | | | 19 |
| 20 | | (27) Signals and interlockers | | | | | | | 20 |
| 21 | | (29) Power plants | | | | | | | 21 |
| 22 | | (31) Power-transmission systems | | | | | | | 22 |
| 23 | | (35) Miscellaneous structures | | | | | | | 23 |
| 24 | | (37) Roadway machines | | | | | | | 24 |
| 25 | | (39) Public improvements-Construction | | | | | | | 25 |
| 26 | | (44) Shop machinery* | | | | | | | 26 |
| 27 | | (45) Power-plant machinery | | | | | | | 27 |
| 28 | | All other road accounts | | | | | | | 28 |
| 29 | | TOTAL ROAD | | | | | | | 29 |
| | | EQUIPMENT | | | | | | | |
| 30 | | (52) Locomotives | | | | | | | 30 |
| 31 | | (53) Freight-train cars | | | | | | | 31 |
| 32 | | (54) Passenger-train cars | | | | | | | 32 |
| 33 | | (55) Highway revenue equipment | | | | | | | 33 |
| 34 | | (56) Floating equipment | | | | | | | 34 |
| 35 | | (57) Work equipment | | | | | | | 35 |
| 36 | | (58) Miscellaneous equipment | | | | | | | 36 |
| 37 | | (59) Computer systems & WP equip | | | | | | | 37 |
| 38 | | TOTAL EQUIPMENT | | | | | | | 38 |
| 39 | | GRAND TOTAL | | | | | | | 39 |

* To be reported with equipment expense rather than W&S expenses

NOTES AND REMARKS

Notes Referring to Schedule 352A, page 42

- 1/ Figures in Column (c) are miles of road only, as reported in Schedule 702, Columns (b) and (c).
- 2/ Actual value not known. Amounts reported in lieu of actual value represent results of capitalizing rentals at 6 percent.
- 3/ Amounts of depreciation and amortization accrued are not known
- 4/ As inventoried by ICC as of 12/31/1928, and reported in Land Report dated 3/31/1930, Engineering Report dated 5/09/1931. Includes estimated value based on capitalization of rentals at 6 percent.
- 5/ No depreciation reserve is maintained by respondent or by Moffat Tunnel Improvement District

Notes Referring to Schedule 352B, page 43

- 1/ Amounts on Schedule 352B, Columns (b) and (c), exclude adjustments to Investment For Property Leased To or From Others, for which the "Actual Value is not Known." These items are shown on Schedule 352A as 2/ "Actual Value Not Known " Amounts so reported on Schedule 352A represent results of capitalizing annual rental at 6 percent.
- 2/ Amounts on Schedule 352B, Column (c) represents St. Joseph and Grand Island Railway Company, which is included in the respondent's investments in property reported on line 1, column (d) of Schedule 352A.

350 DEPRECIATION BASE AND RATES -- ROAD AND EQUIPMENT LEASED TO OTHERS
(Dollars in Thousands)

- 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 to compute the depreciation for the month of December and on lines 29 and 38 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 to compute the depreciation for December and dividing the total also computed by the depreciation base.
- 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 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. However, line 39, Grand Total, should be completed.

| Line No | Account (a) | Depreciation base | | Annual composite rate (percent) (d) | Line No |
|---------|---|--------------------------|----------------------|-------------------------------------|---------|
| | | At beginning of year (b) | At close of year (c) | | |
| | ROAD | | | | |
| 1 | (3) Grading | | | | 1 |
| 2 | (4) Other, right-of-way expenditures | | | | 2 |
| 3 | (5) Tunnels and subways | | | | 3 |
| 4 | (6) Bridges, trestles, and culverts | | | | 4 |
| 5 | (7) Elevated structures | | | | 5 |
| 6 | (8) Ties | | | | 6 |
| 7 | (9) Rail and other track material | | | | 7 |
| 8 | (11) Ballast | Not Applicable | | | 8 |
| 9 | (13) Fences, snow sheds, and signs | | | | 9 |
| 10 | (16) Station and office buildings | | | | 10 |
| 11 | (17) Roadway buildings | | | | 11 |
| 12 | (18) Water stations | | | | 12 |
| 13 | (19) Fuel Stations | | | | 13 |
| 14 | (20) Shops and enginehouses | | | | 14 |
| 15 | (22) Storage warehouses | | | | 15 |
| 16 | (23) Wharves and docks | | | | 16 |
| 17 | (24) Coal and ore wharves | | | | 17 |
| 18 | (25) TOFC/COFC terminals | | | | 18 |
| 19 | (26) Communication systems | | | | 19 |
| 20 | (27) Signals and interlockers | | | | 20 |
| 21 | (29) Power plants | | | | 21 |
| 22 | (31) Power-transmission systems | | | | 22 |
| 23 | (35) Miscellaneous structures | | | | 23 |
| 24 | (37) Roadway machines | | | | 24 |
| 25 | (39) Public improvements-Construction | | | | 25 |
| 26 | (44) Shop machinery | | | | 26 |
| 27 | (45) Power-plant machinery | | | | 27 |
| 28 | All other road accounts | | | | 28 |
| 29 | TOTAL ROAD | | | | 29 |
| | EQUIPMENT | | | | |
| 30 | (52) Locomotives | | | | 30 |
| 31 | (53) Freight-train cars | | | | 31 |
| 32 | (54) Passenger-train cars | | | | 32 |
| 33 | (55) Highway revenue equipment | | | | 33 |
| 34 | (56) Floating equipment | | | | 34 |
| 35 | (57) Work equipment | | | | 35 |
| 36 | (58) Miscellaneous equipment | | | | 36 |
| 37 | (59) Computer systems and word processing equipment | | | | 37 |
| 38 | TOTAL EQUIPMENT | | | | 38 |
| 39 | GRAND TOTAL | | | | 39 |

351 ACCUMULATED DEPRECIATION -- ROAD AND EQUIPMENT LEASED TO OTHERS
(Dollars in Thousands)

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 330 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. Details in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

| Line No | Account (a) | Balance at beginning of year (b) | CREDITS TO ACCOUNTS During the year | | DEBITS TO ACCOUNTS During the year | | Balance at close of year (g) | Line No. |
|---------|---|----------------------------------|-------------------------------------|-------------------|------------------------------------|------------------|------------------------------|----------|
| | | | Charges to operating expenses (c) | Other credits (d) | Retirements (e) | Other debits (f) | | |
| | ROAD | | | | | | | |
| 1 | (3) Grading | | | | | | | 1 |
| 2 | (4) Other, right-of-way expenditures | | | | | | | 2 |
| 3 | (5) Tunnels and subways | | | | | | | 3 |
| 4 | (6) Bridges, trestles, and culverts | | Not Applicable | | | | | 4 |
| 5 | (7) Elevated structures | | | | | | | 5 |
| 6 | (8) Ties | | | | | | | 6 |
| 7 | (9) Rail and other track material | | | | | | | 7 |
| 8 | (11) Ballast | | | | | | | 8 |
| 9 | (13) Fences, snow sheds, and signs | | | | | | | 9 |
| 10 | (16) Station and office buildings | | | | | | | 10 |
| 11 | (17) Roadway buildings | | | | | | | 11 |
| 12 | (18) Water stations | | | | | | | 12 |
| 13 | (19) Fuel Stations | | | | | | | 13 |
| 14 | (20) Shops and enginehouse | | | | | | | 14 |
| 15 | (22) Storage warehouses | | | | | | | 15 |
| 16 | (23) Wharves and docks | | | | | | | 16 |
| 17 | (24) Coal and ore wharves | | | | | | | 17 |
| 18 | (25) TOFC/COFC terminals | | | | | | | 18 |
| 19 | (26) Communication systems | | | | | | | 19 |
| 20 | (27) Signals and interlockers | | | | | | | 20 |
| 21 | (29) Power plants | | | | | | | 21 |
| 22 | (31) Power-transmission systems | | | | | | | 22 |
| 23 | (35) Miscellaneous structures | | | | | | | 23 |
| 24 | (37) Roadway machines | | | | | | | 24 |
| 25 | (39) Public improvements-Construction | | | | | | | 25 |
| 26 | (44) Shop machinery* | | | | | | | 26 |
| 27 | (45) Power-plant machinery | | | | | | | 27 |
| 28 | All other road accounts | | | | | | | 28 |
| 29 | TOTAL ROAD | | | | | | | 29 |
| | EQUIPMENT | | | | | | | |
| 30 | (52) Locomotives | | | | | | | 30 |
| 31 | (53) Freight-train cars | | | | | | | 31 |
| 32 | (54) Passenger-train cars | | | | | | | 32 |
| 33 | (55) Highway revenue equipment | | | | | | | 33 |
| 34 | (56) Floating equipment | | | | | | | 34 |
| 35 | (57) Work equipment | | | | | | | 35 |
| 36 | (58) Miscellaneous equipment | | | | | | | 36 |
| 37 | (59) Computer systems and word processing equipment | | | | | | | 37 |
| 38 | TOTAL EQUIPMENT | | | | | | | 38 |
| 39 | GRAND TOTAL | | | | | | | 39 |

* To be reported with equipment expense rather than W&S expenses.

352A. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Company)
(Dollars in Thousands)

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, track, 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 respondent's 731 or 732 property, and (b) the investment of other companies' 731 and 732 property (including operating and lessor railroads) used by the respondent when the lease is for exclusive use or control of roads, tracks, or bridges (including equipment of other railway property covered by the contract). This excludes leased equipment from operating railroads under separate distinct contracts and the investment of other carriers in property jointly used by the respondent.

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

3 In column (a) to (e), inclusive, first show the data requested for the respondent (R); next show 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 respondent. Show a total for each class of company in columns (d) and (e). 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. Report miles in whole numbers.

5 In column (d), show the amount applicable to Accounts 731 and 732 on the books of companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to deductions made by the owners in their reports. If separate value is not available, explanations should be provided. Differences between amounts shown in column (d) of this schedule and column (c), line 24, on the asset side of the general balance sheet of each individual railway should be explained in a footnote. Book values 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% 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 733, 734, 735, 736, and 772, that is applicable to the property of the carriers whose names are listed in column (b), regardless of where reserves therefor are recorded.

| Line No | Class (See Ins. 2) (a) | Name of Company (b) | Miles of road used (See Ins. 4) (whole number) (c) | Investments in property (See Ins. 5) (d) | Depreciation and amortization of defense projects (See Ins. 6) (e) | Line No |
|---------|------------------------|---|--|--|--|-----------|
| 1 | R | Union Pacific Railroad | 27,357 | \$36,616,021 | \$7,818,589 | 1 |
| 2 | | | | | | 2 |
| 3 | | Add - Leased From Others | | | | 3 |
| 4 | | | | | | 4 |
| 5 | O | U.S. Government - Sable to Bunell, CO used under contract | 1/ 1 | | | 5 |
| 6 | O | City of Kansas City, KS - Tracks | | 2/ 244 | 3/ | 6 |
| 7 | O | Mid States Port Authority, Track Rental Fairbury to Hallam, NE | | 2/ 4,800 | 3/ | 7 |
| 8 | O | General Motors | | 2/ 11 | 3/ | 8 |
| 9 | O | Louisville & Nashville RR Co. -SCL | | | 16 3/ | 9 |
| 10 | O | New Orleans Public Belt Railroad Co | | | 36 3/ | 10 |
| 11 | O | Port of Corpus Christi | | 2/ 581 | 3/ | 11 |
| 12 | O | Greater Baton Rouge Port Commission | | 2/ 2,960 | 3/ | 12 |
| 13 | O | Lake Charles Harbor & Terminal District | | 2/ 104 | 3/ | 13 |
| 14 | O | Port of Beaumont | | 2/ 419 | 3/ | 14 |
| 15 | O | City and County of San Francisco (Formerly Ocean Shore Railway) yard switching tracks | | | 34 3/ | 15 |
| 16 | | | | | | 16 |
| 17 | O | Medford Corp. Medford, Oregon-Way switching tracks | | | 40 3/ | 17 |
| 18 | O | Nueces County Navigation Dist. No. 1 Terminal | | | | 18 |
| 19 | | Properties Corpus Christi, TX | | | 581 3/ | 19 |
| 20 | O | Moffat Tunnel Improvement District | 9 4/ | 11,435 | 5/ | 20 |
| 21 | | | | | | 21 |
| 22 | | | | | | 22 |
| 23 | | Total Leased From Others | 10 | 21,261 | | 0 23 |
| 24 | | | | | | 24 |
| 25 | | Deduct - Leased to Others: | | | | 25 |
| 26 | | | | | | 26 |
| 27 | O | Houston Belt & Terminal Rwy. Co | 3 2/ | 3,798 | 3/ | 27 |
| 28 | | | | | | 28 |
| 29 | | Total Leased to Others | 3 | 3,798 | | 0 29 |
| 30 | | | | | | 30 |
| 31 | | TOTAL | 27,364 | \$36,633,484 | \$7,818,589 | 31 |

1/, 2/, 3/, 4/, 5/ See notes on page 39.

352B INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Property Account)
(Dollars in Thousands)

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 44 should correspond with the amounts for each class of company and property shown in Schedule 352A. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in this schedule

3 Report on line 29 amounts representing capitalization of rentals for leased property based on 6% per year where property is not classified by accounts by noncarrier owners, or where the cost of property leased from other carriers is not ascertainable Identify noncarrier owners, and briefly explain on page 39 the methods of estimating value of property of noncarriers or property of other carriers

4 Report on line 30 amounts not included in the accounts shown, or in line 29 The items reported should be briefly identified and explained Also include here those items after permission is obtained from the Board 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 Board

| Line No. | Cross Check | Account (a) | Respondent (b) | 2/ Lessor Railroads (c) | Inactive (proprietary companies) (d) | Other Leased Properties (e) | Line No |
|----------|-------------|---|----------------|----------------------------|--------------------------------------|-----------------------------|---------|
| 1 | | (2) Land for transportation purposes | \$4,634,530 | \$4,066 | | \$16 | 1 |
| 2 | | (3) Grading | 2,631,171 | 6,573 | | 108 | 2 |
| 3 | | (4) Other, right-of-way expenditures | 59,372 | 228 | | | 3 |
| 4 | | (5) Tunnels and subways | 349,731 | | | 8,593 | 4 |
| 5 | | (6) Bridges, trestles, and culverts | 2,119,685 | 8,996 | | 72 | 5 |
| 6 | | (7) Elevated structures | 0 | | | | 6 |
| 7 | | (8) Ties | 4,256,274 | 10,817 | | 793 | 7 |
| 8 | | (9) Rail and other track material | 7,824,485 | 37,557 | | 48 | 8 |
| 9 | | (11) Ballast | 2,415,710 | 12,676 | | 324 | 9 |
| 10 | | (13) Fences, snowsheds and signs | 48,053 | 305 | | 5 | 10 |
| 11 | | (16) Station and office buildings | 408,808 | 684 | | 19 | 11 |
| 12 | | (17) Roadway buildings | 33,562 | 52 | | 38 | 12 |
| 13 | | (18) Water stations | 6,438 | 9 | | | 13 |
| 14 | | (19) Fuel stations | 108,086 | 9 | | | 14 |
| 15 | | (20) Shops and enginehouses | 293,646 | 55 | | | 15 |
| 16 | | (22) Storage warehouses | 984 | | | | 16 |
| 17 | | (23) Wharves and docks | 22,012 | | | | 17 |
| 18 | | (24) Coal and ore wharves | 3,033 | | | | 18 |
| 19 | | (25) TOFC/COFC terminals | 331,317 | 1,919 | | | 19 |
| 20 | | (26) Communication systems | 287,226 | 370 | | | 20 |
| 21 | | (27) Signals and interlockers | 1,645,384 | 6,348 | | 78 | 21 |
| 22 | | (29) Power plants | 0 | | | | 22 |
| 23 | | (31) Power transmission systems | 46,024 | 19 | | | 23 |
| 24 | | (35) Miscellaneous structures | 14,447 | 51 | | | 24 |
| 25 | | (37) Roadway machines | 361,333 | 4 | | | 25 |
| 26 | | (39) Public improvements-construction | 474,690 | 935 | | 612 | 26 |
| 27 | | (44) Shop machinery | 141,953 | | | | 27 |
| 28 | | (45) Power-plant machinery | 0 | | | | 28 |
| 29 | | Leased property capitalized rentals (explain) | 0 | | | 1/ 5,749 | 29 |
| 30 | | Other (specify and explain) | 0 | | | | 30 |
| 31 | | TOTAL ROAD | 28,517,954 | 91,673 | | 16,455 | 31 |
| 32 | | (52) Locomotives | 4,555,697 | | | | 32 |
| 33 | | (53) Freight-train cars | 2,426,779 | | | | 33 |
| 34 | | (54) Passenger-train cars | 28 | | | | 34 |
| 35 | | (55) Highway revenue equipment | 1,709 | | | | 35 |
| 36 | | (56) Floating equipment | 0 | | | | 36 |
| 37 | | (57) Work equipment | 123,719 | | | | 37 |
| 38 | | (58) Miscellaneous equipment | 27,368 | 1 | | | 38 |
| 39 | | (59) Computer systems & WP equipment | 263,127 | | | | 39 |
| 40 | | TOTAL EQUIPMENT | 7,398,427 | 1 | | | 40 |
| 41 | | (76) Interest during construction | 43,337 | 632 | | 1,008 | 41 |
| 42 | | (80) Other elements of investment | 13,252 | | | | 42 |
| 43 | | (90) Construction work in progress | 550,745 | | | | 43 |
| 44 | | GRAND TOTAL | \$36,523,715 | \$92,306 | | \$17,463 | 44 |

1/ See note on page 39

2/ See note on page 39

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

Cross-checks

Schedule 410

Line 620, column (h)
 Line 620, column (f)
 Line 620, column (g)

=
 =
 =

Schedule 210

Line 14, column (b)
 Line 14, column (d)
 Line 14, column (e)

Schedule 412

Line 29, column (b)
 Line 29, column (c)

Line 136 thru 138 column (f)
 Line 118 thru 123, and 130 thru 135
 column (f)

=
 =

Schedule 414

Line 19, columns (b) thru (d)

Line 231, column (f)

=

Line 19, columns (e) thru (g)

Line 230, column (f)

=

Schedule 415

Lines 5, 38, column (f)

Lines 207, 208, 211, 212, columns (f)

=

Lines 24, 39, column (f)

Lines 226, 227, column (f)

=

Lines 32, 35, 36, 37, 40, 41, column (f)

Lines 311, 312, 315, 316, column (f)

=

And

Schedule 414

Minus line 24, columns (b) thru (d) plus
 line 24, columns (e) thru (g)

Line 213, column (f)

=

Schedule 415

Lines 5, 38, columns (c) and (d)

Line 232, column (f)

=

Lines 24, 39, columns (c) and (d)

Line 317, column (f)

=

Lines 32, 35, 36, 37, 40, 41, columns (c) and (d)

Lines 202, 203, 216, column (f) (equal
 to or greater than, but variance cannot
 exceed line 216, column (f))

Lines 5, 38, column (b)

Lines 221, 222, 235, column (f) (equal
 to or greater than, but variance cannot
 exceed line 235, column (f))

Lines 24, 39, column (b)

Lines 302 thru 307 and 320, column (f) (equal
 to or greater than, but variance cannot
 exceed line 320, column (f))

Lines 32, 35, 36, 37, 40, 41, column (b)

Line 507, column (f)

=

Schedule 417

Line 1, column (j)

Line 508, column (f)

=

Line 2, column (j)

Line 509, column (f)

=

Line 3, column (j)

Line 510, column (f)

=

Line 4, column (j)

Line 511, column (f)

=

Line 5, column (j)

Line 512, column (f)

=

Line 6, column (j)

Line 513, column (f)

=

Line 7, column (j)

Line 514, column (f)

=

Line 8, column (j)

Line 515, column (f)

=

Line 9, column (j)

Line 516, column (f)

=

Line 10, column (j)

Line 517, column (f)

=

Line 11, column (j)

Schedule 450

Line 4, column (b)

=

Schedule 210

Line 47, column (b)

410 RAILWAY OPERATING EXPENSES - Continued
(Dollars in Thousands)

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 Board's rules governing the separation of such expenses between freight and passenger services

| Line No. | Cross Check | 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 (g) | Total (h) | Line No. |
|----------|-------------|---|------------------------|---|------------------------|-------------|---------------------------|---------------|-----------|----------|
| | | WAY AND STRUCTURES | | | | | | | | |
| | | ADMINISTRATION | | | | | | | | |
| 1 | | Track | 4,722 | 2,681 | 1,355 | 3,692 | 12,450 | 899 | 13,349 | 1 |
| 2 | | Bridge & Building | 2,183 | 165 | 556 | 598 | 3,502 | 724 | 4,226 | 2 |
| 3 | | Signal | 2,966 | 209 | 1,204 | (1,607) | 2,772 | 947 | 3,719 | 3 |
| 4 | | Communication | 899 | 39 | 837 | 501 | 2,276 | 59 | 2,335 | 4 |
| 5 | | Other | 2,041 | 176 | 2,618 | 1,348 | 6,183 | 135 | 6,318 | 5 |
| | | REPAIR AND MAINTENANCE | | | | | | | | |
| 6 | | Roadway - Running | 13,107 | 659 | 18,418 | 41 | 32,225 | 1,659 | 33,884 | 6 |
| 7 | | Roadway - Switching | 3,807 | 169 | 4,872 | 30 | 8,878 | 0 | 8,878 | 7 |
| 8 | | Tunnels and Subways - Running | 78 | 0 | 899 | 0 | 977 | 0 | 977 | 8 |
| 9 | | Tunnels and Subways - Switching | 21 | 0 | 235 | 0 | 256 | 0 | 256 | 9 |
| 10 | | Bridges - Culverts - Running | 15,062 | 2,514 | 79 | 3,333 | 20,988 | 846 | 21,834 | 10 |
| 11 | | Bridges - Culverts - Switching | 4,166 | 997 | 21 | 933 | 6,117 | 0 | 6,117 | 11 |
| 12 | | Ties - Running | 6,506 | 81 | 0 | 476 | 7,063 | 805 | 7,868 | 12 |
| 13 | | Ties - Switching | 1,817 | 807 | 28 | 132 | 2,784 | 0 | 2,784 | 13 |
| 14 | | Rail & Other Track Material - Running | 82,520 | 5,937 | 5,448 | 8,392 | 102,297 | 3,591 | 105,888 | 14 |
| 15 | | Rail & Other Track Material - Switching | 22,103 | 3,444 | 1,407 | 2,236 | 29,190 | 8 | 29,198 | 15 |
| 16 | | Ballast - Running | 116 | 39 | 25 | 0 | 180 | 111 | 291 | 16 |
| 17 | | Ballast - Switching | 31 | 32 | 0 | 0 | 63 | 0 | 63 | 17 |
| 18 | | Road Property Damaged - Running | 555 | 0 | 445 | 0 | 1,000 | 8 | 1,008 | 18 |
| 19 | | Road Property Damaged - Switching | 142 | 0 | 114 | 0 | 256 | 4 | 260 | 19 |
| 20 | | Road Property Damaged - Other | 50 | 0 | 41 | 0 | 91 | 0 | 91 | 20 |
| 21 | | Signal & Interlockers-Running | 37,221 | 6,949 | 6,026 | 1,527 | 51,723 | 3,427 | 55,150 | 21 |
| 22 | | Signal & Interlockers-Switching | 10,159 | 2,159 | 491 | 409 | 13,218 | 0 | 13,218 | 22 |
| 23 | | Communications Systems | 19,662 | 9,630 | 2,052 | 998 | 32,342 | 63 | 32,405 | 23 |
| 24 | | Power Systems | 1,645 | 0 | 0 | 0 | 1,645 | 165 | 1,810 | 24 |
| 25 | | Highway Grade Crossing - Running | 10,293 | 125 | 1,774 | 0 | 12,192 | 595 | 12,787 | 25 |
| 26 | | Highway Grade Crossing - Switching | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 26 |
| 27 | | Station & Office Buildings | 5,231 | 5,268 | 15,774 | 42 | 26,315 | 1,586 | 27,901 | 27 |
| 28 | | Shop Buildings - Locomotives | 10,176 | 0 | 1,076 | 0 | 11,252 | 180 | 11,432 | 28 |
| 29 | | Shop Buildings - Freight Cars | 280 | 0 | 588 | 0 | 868 | N/A | 868 | 29 |
| 30 | | Shop Buildings - Other Equipment | 0 | 78 | 27 | 0 | 105 | 54 | 159 | 30 |

410 RAILWAY OPERATING EXPENSES - Continued
(Dollars in Thousands)

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 Board's rules governing the separation of such expenses between freight and passenger services.

| Line No | Cross Check | 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 (g) | Total (h) | Line No |
|---------|-------------|---|------------------------|---|------------------------|-------------|---------------------------|---------------|-----------|---------|
| | | REPAIR AND MAINTENANCE - (Continued) | | | | | | | | |
| 101 | | Locomotive Servicing Facilities | 577 | 577 | 2,844 | 56 | 4,054 | 107 | 4,161 | 101 |
| 102 | | Miscellaneous Buildings & Structures | 1,948 | 436 | 207 | 29 | 2,620 | 852 | 3,472 | 102 |
| 103 | | Coal Terminals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 103 |
| 104 | | Ore Terminals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 104 |
| 105 | | Other Marine Terminals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 105 |
| 106 | | TOFC/COFC-Terminals | 0 | 0 | 17,434 | 0 | 17,434 | 0 | 17,434 | 106 |
| 107 | | Motor Vehicle Loading & Distribution Facilities | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 107 |
| 108 | | Facilities for Other Specialized Service Operations | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 108 |
| 109 | | Roadway Machines | 7,485 | 14,678 | 0 | 809 | 22,972 | 784 | 23,756 | 109 |
| 110 | | Small Tools and Supplies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 110 |
| 111 | | Snow Removal | 730 | 1,813 | 1,222 | 0 | 3,765 | 922 | 4,687 | 111 |
| 112 | | Fringe Benefits - Running | N/A | N/A | N/A | 63,601 | 63,601 | 3,749 | 67,350 | 112 |
| 113 | | Fringe Benefits - Switching | N/A | N/A | N/A | 14,203 | 14,203 | 247 | 14,450 | 113 |
| 114 | | Fringe Benefits - Other | N/A | N/A | N/A | 41,303 | 41,303 | 475 | 41,778 | 114 |
| 115 | | Casualties & Insurance - Running | N/A | N/A | N/A | 28,065 | 28,065 | 15 | 28,080 | 115 |
| 116 | | Casualties & Insurance - Switching | N/A | N/A | N/A | 6,416 | 6,416 | 0 | 6,416 | 116 |
| 117 | | Casualties & Insurance - Other | N/A | N/A | N/A | 8,676 | 8,676 | 0 | 8,676 | 117 |
| 118 | | Lease Rentals - Debit - Running | N/A | N/A | 3,001 | N/A | 3,001 | 0 | 3,001 | 118 |
| 119 | | Lease Rentals - Debit - Switching | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 119 |
| 120 | | Lease Rentals - Debit - Other | N/A | N/A | 33,862 | N/A | 33,862 | 348 | 34,210 | 120 |
| 121 | | Lease Rentals - (Credit) - Running | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 121 |
| 122 | | Lease Rentals - (Credit) - Switching | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 122 |
| 123 | | Lease Rentals - (Credit) - Other | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 123 |
| 124 | | Joint Facility Rent - Debit - Running | N/A | N/A | 25,151 | N/A | 25,151 | 0 | 25,151 | 124 |
| 125 | | Joint Facility Rent - Debit - Switching | N/A | N/A | 298 | N/A | 298 | 0 | 298 | 125 |
| 126 | | Joint Facility Rent - Debit - Other | N/A | N/A | 108 | N/A | 108 | 0 | 108 | 126 |
| 127 | | Joint Facility Rent - (Credit) - Running | N/A | N/A | (16,802) | N/A | (16,802) | 0 | (16,802) | 127 |
| 128 | | Joint Facility Rent - (Credit) - Switching | N/A | N/A | (232) | N/A | (232) | 0 | (232) | 128 |
| 129 | | Joint Facility Rent - (Credit) - Other | N/A | N/A | (67) | N/A | (67) | 0 | (67) | 129 |
| 130 | | Other Rents - Debit - Running | N/A | N/A | 4 | N/A | 4 | 0 | 4 | 130 |
| 131 | | Other Rents - Debit - Switching | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 131 |
| 132 | | Other Rents - Debit - Other | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 132 |
| 133 | | Other Rents - (Credit) - Running | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 133 |

410 RAILWAY OPERATING EXPENSES - Continued
(Dollars in Thousands)

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 Board's rules governing the separation of such expenses between freight and passenger services.

| Line No | Cross Check | 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 (g) | Total (h) | Line No |
|---------|-------------|---|------------------------|---|------------------------|-------------|---------------------------|---------------|-----------|---------|
| 134 | | REPAIR AND MAINTENANCE - (Continued) | | | | | | | | 134 |
| 135 | | Other Rents - (Credit) - Switching | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 135 |
| 136 | | Other Rents - (Credit) - Other | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 136 |
| 137 | | Depreciation - Running | N/A | N/A | N/A | 593,136 | 593,136 | 1,765 | 594,901 | 137 |
| 138 | | Depreciation - Switching | N/A | N/A | N/A | 153,623 | 153,623 | 0 | 153,623 | 138 |
| 139 | | Depreciation - Other | N/A | N/A | N/A | 53,711 | 53,711 | 0 | 53,711 | 139 |
| 140 | | Joint Facility - Debit - Running | N/A | N/A | 84,545 | N/A | 84,545 | 101 | 84,646 | 140 |
| 141 | | Joint Facility - Debit - Switching | N/A | N/A | 8,554 | N/A | 8,554 | 0 | 8,554 | 141 |
| 142 | | Joint Facility - Debit - Other | N/A | N/A | 400 | N/A | 400 | 0 | 400 | 142 |
| 143 | | Joint Facility - (Credit) - Running | N/A | N/A | (40,721) | N/A | (40,721) | 0 | (40,721) | 143 |
| 144 | | Joint Facility - (Credit) - Switching | N/A | N/A | (3) | N/A | (3) | 0 | (3) | 144 |
| 145 | | Joint Facility - (Credit) - Other | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 145 |
| 146 | | Dismantling Retired Road Property - Running | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 146 |
| 147 | | Dismantling Retired Road Property - Switching | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 147 |
| 148 | | Dismantling Retired Road Property - Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 148 |
| 149 | | Other - Running | 188 | 0 | 0 | 28 | 216 | 0 | 216 | 149 |
| 150 | | Other - Switching | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 150 |
| 151 | | Other - Other | 0 | 45 | 0 | 230 | 275 | 1 | 276 | 151 |
| | | TOTAL WAY & STRUCTURE | 268,487 | 59,707 | 186,215 | 986,967 | 1,501,376 | 25,232 | 1,526,608 | 151 |
| 201 | | EQUIPMENT - LOCOMOTIVES | | | | | | | | 201 |
| 202 | | Administration | 6,824 | 841 | 5,427 | 1,567 | 14,659 | 359 | 15,018 | 202 |
| 203 | | Repair & Maintenance | 133,975 | 152,290 | 109,510 | 3,781 | 399,556 | 2,845 | 402,401 | 203 |
| 204 | | Machinery Repair | 0 | 2,374 | 772 | 0 | 3,146 | 0 | 3,146 | 204 |
| 205 | | Equipment Damaged | 346 | 594 | 156 | 2 | 1,098 | 0 | 1,098 | 205 |
| 206 | | Fringe Benefits | N/A | N/A | N/A | 63,532 | 63,532 | 1,403 | 64,935 | 206 |
| 207 | | Other Casualties and Insurance | N/A | N/A | N/A | 23,516 | 23,516 | 3 | 23,519 | 207 |
| 208 | | Lease Rentals - Debit | N/A | N/A | 258,463 | N/A | 258,463 | 0 | 258,463 | 208 |
| 209 | | Lease Rentals - (Credit) | N/A | N/A | (159) | N/A | (159) | 0 | (159) | 209 |
| 210 | | Joint Facility Rent - Debit | N/A | N/A | 5 | N/A | 5 | 0 | 5 | 210 |
| 211 | | Joint Facility Rent - (Credit) | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 211 |
| 212 | | Other Rents - Debit | N/A | N/A | 859 | N/A | 859 | 0 | 859 | 212 |
| 213 | | Other Rents - (Credit) | N/A | N/A | (515) | N/A | (515) | 0 | (515) | 213 |
| 214 | | Depreciation | N/A | N/A | N/A | 195,375 | 195,375 | 29 | 195,404 | 214 |
| 215 | | Joint Facility - Debit | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 215 |
| 216 | | Joint Facility - (Credit) | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 216 |
| | | Repairs Billed to Others - (Credit) | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 216 |

410 RAILWAY OPERATING EXPENSES - Continued
(Dollars in Thousands)

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 Board's rules governing the separation of such expenses between freight and passenger services

| Line No. | Cross Check | 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 (g) | Total (h) | Line No |
|----------|-------------|--|------------------------|---|------------------------|-------------|---------------------------|---------------|-----------|---------|
| 217 | | LOCOMOTIVES - (Continued) | | | | | | | | |
| 218 | | Dismantling Retired Property | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 217 |
| 219 | | Other | 527 | 0 | 1,302 | 94 | 1,923 | 2 | 1,925 | 218 |
| 220 | | TOTAL LOCOMOTIVES | 141,672 | 156,099 | 375,820 | 287,867 | 961,458 | 4,641 | 966,099 | 219 |
| 221 | | FREIGHT CARS | | | | | | | | |
| 222 | | Administration | 5,001 | 1,622 | 1,918 | 1,308 | 9,849 | N/A | 9,849 | 220 |
| 223 | | Repair & Maintenance | 114,655 | 172,771 | 79,616 | 4,474 | 371,516 | N/A | 371,516 | 221 |
| 224 | | Machinery Repair | 0 | 1,654 | 2,113 | 0 | 3,767 | N/A | 3,767 | 222 |
| 225 | | Equipment Damaged | 0 | 0 | 0 | 0 | 0 | N/A | 0 | 223 |
| 226 | | Fringe Benefits | N/A | N/A | N/A | 54,009 | 54,009 | N/A | 54,009 | 224 |
| 227 | | Other Casualties & Insurance | N/A | N/A | N/A | 37,972 | 37,972 | N/A | 37,972 | 225 |
| 228 | | Lease Rentals - Debit | N/A | N/A | 214,629 | N/A | 214,629 | N/A | 214,629 | 226 |
| 229 | | Lease Rentals - (Credit) | N/A | N/A | (1,188) | N/A | (1,188) | N/A | (1,188) | 227 |
| 230 | | Joint Facility Rent - Debit | N/A | N/A | 0 | N/A | 0 | N/A | 0 | 228 |
| 231 | | Joint Facility Rent - (Credit) | N/A | N/A | 0 | N/A | 0 | N/A | 0 | 229 |
| 232 | | Other Rents - Debit | N/A | N/A | 766,723 | N/A | 766,723 | N/A | 766,723 | 230 |
| 233 | | Other Rents - (Credit) | N/A | N/A | (145,245) | N/A | (145,245) | N/A | (145,245) | 231 |
| 234 | | Depreciation | N/A | N/A | N/A | 100,746 | 100,746 | N/A | 100,746 | 232 |
| 235 | | Joint Facility - Debit | N/A | N/A | 0 | N/A | 0 | N/A | 0 | 233 |
| 236 | | Joint Facility - (Credit) | N/A | N/A | 0 | N/A | 0 | N/A | 0 | 234 |
| 237 | | Repairs Billed Other - (Credit) | N/A | N/A | (184,129) | N/A | (184,129) | N/A | (184,129) | 235 |
| 238 | | Dismantling Retired Property | 0 | 0 | 0 | 0 | 0 | N/A | 0 | 236 |
| 239 | | Others | 770 | 0 | 1 | 7 | 778 | N/A | 778 | 237 |
| 240 | | TOTAL FREIGHT CARS | 120,426 | 176,047 | 734,438 | 198,516 | 1,229,427 | N/A | 1,229,427 | 238 |
| 241 | | OTHER EQUIPMENT | | | | | | | | |
| 242 | | Administration | 0 | 0 | 0 | 0 | 0 | 132 | 132 | 301 |
| 243 | | Repair and Maintenance | | | | | | | | |
| 244 | | Truck, Trailers & Containers - Revenue Service | 349 | 7,298 | 23,845 | 40 | 31,532 | N/A | 31,532 | 302 |
| 245 | | Floating Equipment - Revenue Services | 0 | 0 | 0 | 0 | 0 | N/A | 0 | 303 |
| 246 | | Passenger & Other Revenue Equipment | 1,110 | 246 | 0 | 0 | 1,356 | 12,121 | 13,477 | 304 |
| 247 | | Computers & Data Process Systems | 0 | 3,915 | 29,419 | 0 | 33,334 | 65 | 33,399 | 305 |
| 248 | | Machinery | 0 | 301 | 313 | 0 | 614 | 75 | 689 | 306 |
| 249 | | Work & Other Nonrevenue Equipment | 459 | 1,823 | 17,499 | 0 | 19,781 | 582 | 20,363 | 307 |
| 250 | | Equipment Damaged | 0 | 0 | 188 | 0 | 188 | 0 | 188 | 308 |
| 251 | | Fringe Benefits | N/A | N/A | N/A | 840 | 840 | 4,552 | 5,392 | 309 |
| 252 | | Other Casualties & Insurance | N/A | N/A | N/A | 509 | 509 | 4 | 513 | 310 |
| 253 | | Lease Rentals - Debit | N/A | N/A | 97,927 | N/A | 97,927 | 1,101 | 99,028 | 311 |
| 254 | | Lease Rentals - (Credit) | N/A | N/A | (821) | N/A | (821) | 0 | (821) | 312 |

410. RAILWAY OPERATING EXPENSES - Continued
(Dollars in Thousands)

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 Board's rules governing the separation of such expenses between freight and passenger services

| Line No | Cross Check | 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 (g) | Total (h) | Line No |
|---------|-------------|---|------------------------|---|------------------------|-------------|---------------------------|---------------|-----------|---------|
| 313 | | OTHER EQUIPMENT - (Continued) | | | | | | | | |
| 314 | | Joint Facility Rent - Debit | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 313 |
| 315 | | Joint Facility Rent - (Credit) | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 314 |
| 316 | | Other Rents - Debit | N/A | N/A | 15,769 | N/A | 15,769 | 0 | 15,769 | 315 |
| 317 | | Other Rents - (Credit) | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 316 |
| 318 | | Depreciation | N/A | N/A | 0 | 41,876 | 41,876 | 126 | 42,002 | 317 |
| 319 | | Joint Facility - Debit | N/A | N/A | 2,478 | N/A | 2,478 | 0 | 2,478 | 318 |
| 320 | | Joint Facility - (Credit) | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 319 |
| 321 | | Repairs Billed Other - (Credit) | N/A | N/A | (7,846) | N/A | (7,846) | 0 | (7,846) | 320 |
| 322 | | Dismantling Retired Equipment | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 321 |
| 323 | | Other | 0 | 30 | 1,382 | 21 | 1,433 | 8 | 1,441 | 322 |
| 324 | | TOTAL OTHER EQUIPMENT | 1,918 | 13,613 | 180,153 | 43,286 | 238,970 | 18,766 | 257,736 | 323 |
| 325 | | TOTAL EQUIPMENT | 264,016 | 345,759 | 1,290,411 | 529,669 | 2,429,855 | 23,407 | 2,453,262 | 324 |
| 401 | | TRANSPORTATION | | | | | | | | |
| 402 | | TRAIN OPERATIONS | | | | | | | | |
| 403 | | Administration | 36,937 | 3,169 | 11,546 | 2,686 | 54,338 | 2,707 | 57,045 | 401 |
| 404 | | Engine Crews | 513,182 | 805 | 4,557 | 77,631 | 596,175 | 5,318 | 601,493 | 402 |
| 405 | | Train Crews | 451,610 | 160 | 59 | 92 | 451,921 | 11,407 | 463,328 | 403 |
| 406 | | Dispatching Trains | 33,025 | 3 | 2,435 | 37 | 35,500 | 461 | 35,961 | 404 |
| 407 | | Operating Signal & Interlockers | 63 | 0 | 2,681 | 0 | 2,744 | 70 | 2,814 | 405 |
| 408 | | Operating Drawbridges | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 406 |
| 409 | | Highway Crossing Protection | 0 | 0 | 1,404 | 0 | 1,404 | 0 | 1,404 | 407 |
| 410 | | Train Inspection & Lubricants | 63,338 | 26,992 | 1,449 | 3,132 | 94,911 | 447 | 95,358 | 408 |
| 411 | | Locomotive Fuel | 0 | 860,345 | 0 | 0 | 860,345 | 7,800 | 868,145 | 409 |
| 412 | | Electric Power Purchased or Produced for Motive Power | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 410 |
| 413 | | Servicing Locomotives | 61,064 | 6,554 | 2,106 | 17 | 69,741 | 2,342 | 72,083 | 411 |
| 414 | | Freight Lost or Damaged | N/A | N/A | N/A | 0 | 0 | 0 | 0 | 412 |
| 415 | | Cleaning Wrecks | 2,095 | 186 | 19,210 | 0 | 21,491 | 0 | 21,491 | 413 |
| 416 | | Fringe Benefits | N/A | N/A | N/A | 469,345 | 469,345 | 7,188 | 476,533 | 414 |
| 417 | | Other Casualties & Insurance | N/A | N/A | N/A | 120,622 | 120,622 | (672) | 119,950 | 415 |
| 418 | | Joint Facility - Debit | N/A | N/A | 94,329 | N/A | 94,329 | 0 | 94,329 | 416 |
| 419 | | Joint Facility - (Credit) | N/A | N/A | (79,581) | N/A | (79,581) | 0 | (79,581) | 417 |
| 420 | | Other | 21,827 | 96 | 250 | 1,755 | 23,928 | 87 | 24,015 | 418 |
| 421 | | TOTAL TRAIN OPERATIONS | 1,183,141 | 898,310 | 60,445 | 675,317 | 2,817,213 | 37,155 | 2,854,368 | 419 |
| 422 | | YARD OPERATIONS | | | | | | | | |
| 423 | | Administration | 16,469 | 1,585 | 6,673 | 1,140 | 25,867 | 0 | 25,867 | 420 |
| 424 | | Switch Crews | 227,693 | 2,182 | 5,343 | 27,078 | 262,296 | 1,236 | 263,532 | 421 |

410 RAILWAY OPERATING EXPENSES - Continued
(Dollars in Thousands)

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 Board's rules governing the separation of such expenses between freight and passenger services

| Line No | Cross Check | 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 (g) | Total (h) | Line No |
|---------|-------------|---|------------------------|---|------------------------|-------------|---------------------------|---------------|-----------|---------|
| 422 | | YARD OPERATIONS - (Continued) | | | | | | | | |
| 423 | | Controlling Operations | 27,925 | 0 | 0 | 0 | 27,925 | 968 | 28,893 | 422 |
| 424 | | Yard & Terminal Clerical | 17,040 | 307 | 119 | 101 | 17,567 | 579 | 18,146 | 423 |
| 425 | | Operating Switches, Signals, Retarders & Humps | 129 | 0 | 1,680 | 0 | 1,809 | 136 | 1,945 | 424 |
| 426 | | Locomotive Fuel | 0 | 94,605 | 0 | 0 | 94,605 | 0 | 94,605 | 425 |
| 427 | | Electric Power Purchased or Produced for Motive Power | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 426 |
| 428 | | Servicing Locomotives | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 427 |
| 429 | | Freight Lost or Damaged - Solely Related | N/A | N/A | N/A | 0 | 0 | 0 | 0 | 428 |
| 430 | | Cleaning Wrecks | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 429 |
| 431 | | Fringe Benefits | N/A | N/A | N/A | 114,746 | 114,746 | 1,106 | 115,852 | 430 |
| 432 | | Other Casualties & Insurance | N/A | N/A | N/A | 28,143 | 28,143 | 0 | 28,143 | 431 |
| 433 | | Joint Facility - Debit | N/A | N/A | 30,616 | N/A | 30,616 | 0 | 30,616 | 432 |
| 434 | | Joint Facility - (Credit) | N/A | N/A | (1,667) | N/A | (1,667) | 0 | (1,667) | 433 |
| 435 | | Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 434 |
| | | TOTAL YARD OPERATION | 289,256 | 98,679 | 42,764 | 171,208 | 601,907 | 4,025 | 605,932 | 435 |
| 501 | | TRAIN & YARD OPERATIONS COMMON | | | | | | | | |
| 502 | | Cleaning Car Interiors | 404 | 0 | 5,197 | N/A | 5,601 | 4,276 | 9,877 | 501 |
| 503 | | Adjusting & Transferring Loads | 52 | 0 | 7,185 | N/A | 7,237 | N/A | 7,237 | 502 |
| 504 | | Car Loading Devices & Grain Doors | 240 | 240 | 27,699 | N/A | 28,179 | N/A | 28,179 | 503 |
| 505 | | Freight Loss or Damaged - All Other | N/A | N/A | N/A | 38,048 | 38,048 | 0 | 38,048 | 504 |
| 506 | | Fringe Benefits | N/A | N/A | N/A | 273 | 273 | 0 | 273 | 505 |
| | | TOTAL TRAIN & YARD OPERATIONS COMMON | 696 | 240 | 40,081 | 38,321 | 79,338 | 4,276 | 83,614 | 506 |
| 507 | | SPECIALIZED SERVICE OPERATIONS | | | | | | | | |
| 508 | | Administration | 5,341 | 208 | 370 | 204 | 6,123 | N/A | 6,123 | 507 |
| 509 | | Picking & Delivery & Marine Line Haul | 0 | 0 | 17,028 | 0 | 17,028 | N/A | 17,028 | 508 |
| 510 | | Loading & Unloading Local Marine | 11,314 | 503 | 118,926 | 57 | 130,800 | N/A | 130,800 | 509 |
| 511 | | Protective Services | 0 | 0 | 235 | 0 | 235 | N/A | 235 | 510 |
| 512 | | Freight Loss or Damaged - Solely Related | N/A | N/A | N/A | 0 | 0 | N/A | 0 | 511 |
| 513 | | Fringe Benefits | N/A | N/A | N/A | 3,314 | 3,314 | N/A | 3,314 | 512 |
| 514 | | Casualties & Insurance | N/A | N/A | N/A | 681 | 681 | N/A | 681 | 513 |
| 515 | | Joint Facility - Debit | N/A | N/A | 0 | N/A | 0 | N/A | 0 | 514 |
| 516 | | Joint Facility - (Credit) | N/A | N/A | (86) | N/A | (86) | N/A | (86) | 515 |
| 517 | | Others | 330 | 196 | 39 | 40 | 605 | N/A | 605 | 516 |
| | | TOTAL SPECIALIZED SERVICES OPERATIONS | 16,985 | 907 | 136,512 | 4,296 | 158,700 | N/A | 158,700 | 517 |

410 RAILWAY OPERATING EXPENSES - Continued
(Dollars in Thousands)

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 Board's rules governing the separation of such expenses between freight and passenger services

| Line No | Cross Check | 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 (g) | Total (h) | Line No |
|---------|-------------|---|------------------------|---|------------------------|-------------|---------------------------|---------------|-----------|---------|
| | | ADMINISTRATIVE SUPPORT OPERATIONS | | | | | | | | |
| 518 | | Administration | 70,753 | 2,507 | 7,793 | 7,778 | 88,831 | 1,024 | 89,855 | 518 |
| 519 | | Employees Performing Clerical & Acctg Functions | 47,756 | 3,059 | 4,491 | 862 | 56,168 | 5,160 | 61,328 | 519 |
| 520 | | Communication Systems Operations | 4,743 | 1,061 | 3,525 | 74 | 9,403 | 418 | 9,821 | 520 |
| 521 | | Loss & Damage Claims Process | 11,661 | 288 | 1,585 | 1,272 | 14,806 | 0 | 14,806 | 521 |
| 522 | | Fringe Benefits | N/A | N/A | N/A | 58,318 | 58,318 | 1,615 | 59,933 | 522 |
| 523 | | Casualties & Insurance | N/A | N/A | N/A | 15,574 | 15,574 | 0 | 15,574 | 523 |
| 524 | | Joint Facility - Debit | N/A | N/A | 244 | N/A | 244 | 0 | 244 | 524 |
| 525 | | Joint Facility - (Credit) | N/A | N/A | 0 | N/A | 0 | 0 | 0 | 525 |
| 526 | | Other | 3,461 | 4 | 144 | 99 | 3,708 | 13 | 3,721 | 526 |
| 527 | | TOTAL ADMINISTRATION SUPPORT OPERATIONS | 138,374 | 6,919 | 17,782 | 83,977 | 247,052 | 8,230 | 255,282 | 527 |
| 528 | | TOTAL TRANSPORTATION | 1,628,452 | 1,005,055 | 297,584 | 973,119 | 3,904,210 | 53,686 | 3,957,896 | 528 |
| | | GENERAL & ADMINISTRATIVE | | | | | | | | |
| 601 | | Officers General & Administration | 30,029 | 2,797 | 20,642 | 16,558 | 70,026 | 699 | 70,725 | 601 |
| 602 | | Accounting, Auditing & Finance | 32,977 | 289 | 5,285 | 869 | 39,420 | 879 | 40,299 | 602 |
| 603 | | Management Services & Data Processing | 29,579 | 156 | 17,723 | 3,202 | 50,660 | 2,033 | 52,693 | 603 |
| 604 | | Marketing | 38,119 | 526 | 33,015 | 8,098 | 79,758 | 0 | 79,758 | 604 |
| 605 | | Sales | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 605 |
| 606 | | Industrial Development | 536 | 8 | 1 | 86 | 631 | N/A | 631 | 606 |
| 607 | | Personnel & Labor Relations | 13,666 | 438 | 4,106 | 8,705 | 26,915 | 1,044 | 27,959 | 607 |
| 608 | | Legal & Secretarial | 11,034 | 101 | 46,064 | 1,498 | 58,697 | 1,336 | 60,033 | 608 |
| 609 | | Public Relations & Advertising | 2,723 | 39 | 12,624 | 487 | 15,873 | 232 | 16,105 | 609 |
| 610 | | Research & Development | 0 | 0 | 207 | 0 | 207 | 0 | 207 | 610 |
| 611 | | Fringe Benefits | N/A | N/A | N/A | 102,332 | 102,332 | 1,374 | 103,706 | 611 |
| 612 | | Casualties & Insurance | N/A | N/A | N/A | 18,714 | 18,714 | 7 | 18,721 | 612 |
| 613 | | Writedown of Uncollectible Accounts | N/A | N/A | N/A | 15,792 | 15,792 | 28 | 15,820 | 613 |
| 614 | | Property Taxes | N/A | N/A | N/A | 138,090 | 138,090 | 1,286 | 139,376 | 614 |
| 615 | | Other Taxes | N/A | N/A | N/A | 25,627 | 25,627 | 101 | 25,728 | 615 |
| 616 | | Joint Facility - Debit | N/A | N/A | 2,267 | N/A | 2,267 | 0 | 2,267 | 616 |
| 617 | | Joint Facility - (Credit) | N/A | N/A | (69) | N/A | (69) | 0 | (69) | 617 |
| 618 | | Other | 110,941 | 466 | 119,099 | 23,255 | 253,761 | 381 | 254,142 | 618 |
| 619 | | TOTAL GENERAL & ADMINISTRATIVE | 289,604 | 4,820 | 260,964 | 363,313 | 898,701 | 9,400 | 908,101 | 619 |
| 620 | | TOTAL OPERATING EXPENSE | 2,430,559 | 1,415,341 | 2,035,174 | 2,853,068 | 8,734,142 | 111,725 | 8,845,867 | 620 |

412. WAY AND STRUCTURES

(Dollars in Thousands)

1. Report freight expenses only.
2. The total depreciation expense reported in column (b), line 29, should balance to the sum of the depreciation expense reported in Schedule 410, column (f), lines 136, 137 and 138.
3. Report in column (c) the lease/rentals for the various property categories of way and structures. The total lease/rental reported in column (c), line 29 should balance the net amount reported in Schedule 410, column (f), lines 118 through 123, plus lines 130 through 135. If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property categories is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases for all categories of depreciable leased property. Use Schedule 352B of this report to obtain the depreciation bases of the categories of leased property.
4. Amortization adjustment of each road property type which is included in column (b) shall be repeated in column (d) as a debit or credit to the appropriate line item. The net adjustment on line 29 shall equal the adjustment reported on line 29 of Schedule 335.
5. Report on line 28 all other lease rentals not apportioned to any category listed on lines 1-27
6. Line 11, Account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

| Line No. | Cross Check | Property account | Category (a) | Depreciation (b) | Lease/Rentals (net) (c) | Amortization adjustment during year (d) | Line No. |
|----------|-------------|------------------|-----------------------------------|------------------|-------------------------|---|----------|
| 1 | | 2 | Land for transportation purposes | N/A | | | 1 |
| 2 | | 3 | Grading | 40,225 | | | 2 |
| 3 | | 4 | Other right-of-way expenditures | 1,719 | | | 3 |
| 4 | | 5 | Tunnels and subways | 3,813 | | | 4 |
| 5 | | 6 | Bridges, trestles and culverts | 44,646 | | | 5 |
| 6 | | 7 | Elevated structures | 0 | | | 6 |
| 7 | | 8 | Ties | 187,454 | | | 7 |
| 8 | | 9 | Rail and other track material | 349,203 | | | 8 |
| 9 | | 11 | Ballast | 65,698 | | | 9 |
| 10 | | 13 | Fences, snowsheds and signs | 719 | | | 10 |
| 11 | | 16 | Station and office buildings | 13,968 | | | 11 |
| 12 | | 17 | Roadway buildings | 1,144 | | | 12 |
| 13 | | 18 | Water stations | 242 | | | 13 |
| 14 | | 19 | Fuel stations | 3,577 | | | 14 |
| 15 | | 20 | Shops and enginehouses | 4,292 | | | 15 |
| 16 | | 22 | Storage warehouses | 20 | | | 16 |
| 17 | | 23 | Wharves and docks | 666 | | | 17 |
| 18 | | 24 | Coal and ore wharves | 73 | | | 18 |
| 19 | | 25 | TOFC/COFC terminals | 11,653 | | | 19 |
| 20 | | 26 | Communications systems | 7,797 | | | 20 |
| 21 | | 27 | Signals and interlockers | 39,119 | | | 21 |
| 22 | | 29 | Power plants | 0 | | | 22 |
| 23 | | 31 | Power transmission systems | 959 | | | 23 |
| 24 | | 35 | Miscellaneous structures | 393 | | | 24 |
| 25 | | 37 | Roadway machines | 8,482 | | | 25 |
| 26 | | 39 | Public improvements; construction | 14,608 | | | 26 |
| 27 | | 45 | Power plant machines | 0 | | | 27 |
| 28 | | | Other lease/rentals | N/A | 36,867 | N/A | 28 |
| 29 | | | TOTAL | 800,470 | 36,867 | | 29 |

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

(Dollars in Thousands)

1. Report freight expenses only

2. Report in this supporting schedule rental information by car type and other freight-carrying equipment relating to the interchange of railroad-owned or leased equipment and privately-owned equipment. Reporting for leased equipment covers equipment with the carrier's own railroad markings.

3. The gross amounts receivable and payable for freight-train cars (line 19, columns (b) through (d), and line 19, columns (e) through (g), respectively) should balance with Schedule 410, column (f), lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f), lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rents for "Other Equipment" which is reported in Schedule 415, column (e). The balancing of Schedules 410, 414 and 415 "Other Equipment" is outlined in note 6 to Schedule 415.

4. Report in columns (b) and (e) rentals for private-line cars (whether under railroad control or not) and shipper-owned cars

5. Report in columns (c), (d), (f), and (g) rentals for railroad owned cars prescribed by the Board 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

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

| Line No | Cross Check | Type of Equipment (a) | GROSS AMOUNTS RECEIVABLE Per diem basis | | | GROSS AMOUNTS PAYABLE Per diem basis | | | Line No |
|----------------------------------|-------------|-------------------------------------|--|----------------|-------------|---|----------------|-------------|---------|
| | | | Private line cars (b) | Mileage (c) | Time (d) | Private line cars (e) | Mileage (f) | Time (g) | |
| CAR TYPES | | | | | | | | | |
| 1 | | Box - Plain 40 Foot | | 0 | 0 | 0 | 0 | 0 | 1 |
| 2 | | Box - Plain 50 Foot and Longer | | 13 | (5) | 40,454 | 2,453 | 6,896 | 2 |
| 3 | | Box - Equipped | | 7,856 | 18,657 | 8 | 34,908 | 71,914 | 3 |
| 4 | | Gondola - Plain | | 98 | 302 | 4,511 | 1,553 | 2,637 | 4 |
| 5 | | Gondola - Equipped | | 1,606 | 5,026 | 12 | 10,081 | 19,212 | 5 |
| 6 | | Hopper - Covered | | 7,157 | 21,581 | 83,616 | 9,225 | 28,581 | 6 |
| 7 | | Hopper - Open Top - General Service | | 874 | 3,099 | 98 | 492 | 1,375 | 7 |
| 8 | | Hopper - Open Top - Special Service | | 187 | 495 | 65 | 877 | 1,921 | 8 |
| 9 | | Refrigerator - Mechanical | | 4,821 | 7,525 | 0 | 70 | 375 | 9 |
| 10 | | Refrigerator - Non-Mechanical | | 1,138 | 2,500 | 538 | 1,606 | 3,480 | 10 |
| 11 | | Flat - TOFC/COFC | | 1,136 | 5,933 | 68,071 | 20,815 | 55,188 | 11 |
| 12 | | Flat - Multi-Level | | 2,424 | 3,317 | 109,639 | 6,049 | 7,930 | 12 |
| 13 | | Flat - General Service | | 8 | 24 | 34 | 288 | 298 | 13 |
| 14 | | Flat - Other | | 715 | 2,637 | 44,741 | 14,648 | 31,445 | 14 |
| 15 | | Tank - Under 22,000 Gallons | | 0 | 1 | 11,249 | 0 | 0 | 15 |
| 16 | | Tank - 22,000 Gallons and Over | | 0 | 1 | 21,296 | 0 | 3 | 16 |
| 17 | | All Other Freight Cars | | 5 | 11 | 462 | 67 | 211 | 17 |
| 18 | | Auto Racks | | 0 | 46,103 | 0 | 0 | 47,331 | 18 |
| 19 | | TOTAL FREIGHT TRAIN CARS | 0 | 28,038 | 117,207 | 384,794 | 103,132 | 278,797 | 19 |
| OTHER FREIGHT-CARRYING EQUIPMENT | | | | | | | | | |
| 20 | | Refrigerated Trailers | | | | | | | 20 |
| 21 | | Other Trailers | | | 0 | | | 15,769 | 21 |
| 22 | | Refrigerated Containers | | | | | | | 22 |
| 23 | | Other Containers | | | | | | | 23 |
| 24 | * | TOTAL TRAILERS AND CONTAINERS | 0 | 0 | 0 | 0 | 0 | 15,769 | 24 |
| 25 | | GRAND TOTAL (Lines 19 and 24) | 0 | 28,038 | 117,207 | 384,794 | 103,132 | 294,566 | 25 |

NOTES AND REMARKS

(This page intentionally left blank)

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 415

- 1 Report freight expenses only.
- 2 Report by type of equipment all natural expenses relating to the equipment functions (salaries and wages, materials, tools, suppliers, fuels and lubricants, purchased services and general).
- 3 Report in column (b) net repair expense excluding the cost to repair damaged equipment.

Schedule 415, column (b), will balance to Schedule 410, column (f), as follows

- (a) Locomotives, line 5 plus line 38 compared to the sum of Schedule 410, lines 202, 203 plus 216 (excluding wreck repairs). Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 204
- (b) Freight Cars, line 24 plus line 39 compared to the sum of Schedule 410, lines 221, 222 plus 235 (excluding wreck repairs) Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 223.
- (c) Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40), plus Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, the sum of lines 302 through 307, inclusive, plus line 320 (excluding wreck repairs) Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 308.

NOTE: Lines 216, 235, and 320 of Schedule 410 are credit amounts.

The allocation of freight car repair expense reportable on Schedule 415 by car types shall be in accordance with Instruction 2-21, Freight train repair costing, 49 CFR 1201

- 4 Depreciation expense for each class of equipment by car type shall be reported in columns (c) and (d) For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415, which will relate to Schedules 340 and 342

Depreciation charges reported on columns (c) and (d) will balance to Schedule 410, column (f), as follows

- (a) Locomotives, line 5 plus 38 compared to Schedule 410, line 213
- (b) Freight Cars, line 24 plus line 39 compared to Schedule 410, line 232.
- (c) Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40), and Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, line 317

- 5 Amortization adjustment of each equipment type which is included in column (c) shall be reported in column (e) as a debit or credit to the appropriate line item, the net adjustment on line 43 shall equal the equipment amortization adjustment applicable to equipment used in freight service included in line 39, column c of Schedule 335

- 6 Lease/Rentals reported in column (f) should balance to column (f) of Schedule 410 as follows

- (a) Locomotives, line 5 plus 38 compared to Schedule 410, lines 207, 208, 211 and 212
- (b) Freight Cars, line 24 plus line 39 compared to Schedule 410, line 226 plus 227 (note that Schedule 410, lines 230 and 231, are reported in Schedule 414 and are not to be included in Schedule 415).
- (c) Sum of Lease/Rentals for All Other Equipment, lines 32, 35, 36, 37, 40 and 41, will balance to Schedule 410, lines 311, 312, 315 and 316, except for the interchange rental on trailers and containers which is reported in Schedule 414 Therefore, both Schedules 414 and 415 should be used when balancing Lease/Rentals Other Equipment to Schedule 410 Do not report in Schedule 415 the Trailer and Container rentals reported in Schedule 414

- 7 Investment base by types of equipment shall be reported in columns (g) and (h) and should not include the cost of Equipment Used But Not Owned when the rents therefore are included in the rent for equipment and Account Nos 31-21-00, 31-22-00, 31-23-00, 35-21-00, 35-22-00 and 35-23-00. It should include the Cost of Equipment Owned and Leased to Others when the rents are included in the rent for Equipment Account Nos 32-21-00, 32-22-00, 32-23-00, 36-21-00, 36-22-00 and 36-23-00

Property Used But Not Owned should also be included when the rent is included in Accounts Nos 31-12-00, 31-13-00, 31-21-00, 31-22-00 and 31-23-00, inclusive.

The grand total of each equipment account in column (h) of Schedule 330 should equal the totals of line items constituting the equipment account totals of columns (g) and (h), of Schedule 415

- 8 Accumulated depreciation for each class of equipment shall be reported in columns (i) and (j) The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items constituting the corresponding equipment accounts reported in columns (i) and (j), on Schedule 415.

415 SUPPORTING SCHEDULE -- EQUIPMENT

(Dollars in Thousands)

| Line No | Cross Check | Types of equipment (a) | Repairs (net expenses) (b) | Depreciation | | Amortization adjustment net during year (e) | Line No |
|---------|-------------|--|----------------------------------|--------------|-------------------------|--|---------|
| | | | | Owned (c) | Capital lease (d) | | |
| | | LOCOMOTIVES | | | | | |
| 1 | | Diesel Locomotive - Yard | 27,618 | 3,990 | 0 | | 1 |
| 2 | | Diesel Locomotive - Road | 371,938 | 111,805 | 78,136 | | 2 |
| 3 | | Other Locomotive - Yard | | | | | 3 |
| 4 | | Other Locomotive - Road | | | | | 4 |
| 5 | * | TOTAL LOCOMOTIVES | 399,556 | 115,795 | 78,136 | | 5 |
| | | FREIGHT TRAIN CARS | | | | | |
| 6 | | Box - Plain-40 foot | 0 | 1 | 0 | | 6 |
| 7 | | Box - Plain-50 foot and Longer | 336 | 6,273 | 311 | | 7 |
| 8 | | Box - Equipped | 48,357 | 11,555 | 2,278 | | 8 |
| 9 | | Gondola - Plain | 2,746 | 6,117 | 358 | | 9 |
| 10 | | Gondola - Equipped | 28,994 | 3,368 | 1,078 | | 10 |
| 11 | | Hopper - Covered | 57,814 | 13,771 | 1,276 | | 11 |
| 12 | | Hopper - Open Top Gen Svc | 27,513 | 9,602 | 5,288 | | 12 |
| 13 | | Hopper - Open Top Spec Svc | 4,842 | 1,491 | 0 | | 13 |
| 14 | | Refrigerator - Mechanical | 0 | 2,980 | 0 | | 14 |
| 15 | | Refrg - Non-mechanical | 6,397 | 3,353 | 1,849 | | 15 |
| 16 | | Flat - TOFC/COFC | 428 | 30 | 874 | | 16 |
| 17 | | Flat - Multi-level | 187 | 2,271 | 0 | | 17 |
| 18 | | Flat - General Service | 364 | 402 | 0 | | 18 |
| 19 | | Flat - Other | 4,421 | 3,187 | 1 | | 19 |
| 20 | | All Other Freight Cars | 3,513 | 122 | 0 | | 20 |
| 21 | | Cabooses | 173 | 527 | 0 | | 21 |
| 22 | | Auto Racks | 1,302 | 20,183 | 23 | | 22 |
| 23 | | Misc Accessories | 0 | 1,157 | 0 | | 23 |
| 24 | * | TOTAL FREIGHT TRAIN CARS | 187,387 | 86,390 | 13,336 | 0 | 24 |
| | | OTHER EQUIPMENT-REVENUE FREIGHT | | | | | |
| 25 | | Refrigerated Trailers | | | | | 25 |
| 26 | | Other Trailers | 31,532 | 196 | | | 26 |
| 27 | | Refrigerated Containers | | | | | 27 |
| 28 | | Other Containers | | | | | 28 |
| 29 | | Bogies | | | | | 29 |
| 30 | | Chassis | | | | | 30 |
| 31 | | Other Highway Equip (Freight) | | | | | 31 |
| 32 | * | TOTAL HIGHWAY EQUIPMENT | 31,532 | 196 | 0 | 0 | 32 |
| | | FLOATING EQUIP-REVENUE SERVICE | | | | | |
| 33 | | Marine Line-Haul | | | | | 33 |
| 34 | | Local Marine | | | | | 34 |
| 35 | * | TOTAL FLOATING EQUIPMENT | 0 | 0 | 0 | 0 | 35 |
| | | OTHER EQUIPMENT | | | | | |
| 36 | * | Pass and Other Revenue Equip (Freight Portion) | 1,356 | 15 | | | 36 |
| 37 | * | Comp Sys & Word Proc Equip | 33,334 | 36,694 | | | 37 |
| 38 | * | Machinery - Locomotives (1) | 3,146 | 1,444 | | | 38 |
| 39 | * | Machinery - Freight Cars (2) | 3,767 | 1,020 | | | 39 |
| 40 | * | Machinery - Other Equipment (3) | 614 | 199 | | | 40 |
| 41 | * | Work and Non-revenue Equip | 19,781 | 4,747 | 25 | | 41 |
| 42 | | TOTAL OTHER EQUIPMENT | 61,998 | 44,119 | 25 | 0 | 42 |
| 43 | | TOTAL ALL EQUIPMENT (Freight Portion) | 680,473 | 246,500 | 91,497 | 0 | 43 |

- (1) Data reported on line 38, column (b) is the amount reported in Schedule 410, column (f), line 203 reduced by the allocated portion of line 216
- (2) Data reported on line 39, column (b) is the amount reported in Schedule 410, column (f), line 222, reduced by the allocable portion of line 235
- (3) Data reported on line 40, column (b) is the amount reported in Schedule 410, column (f), lines 302 through 306, reduced by the allocable portion of line 320

415 SUPPORTING SCHEDULE -- EQUIPMENT - Concluded
(Dollars in Thousands)

| Line No | Cross Check | Lease and rentals (net) (f) | Investment base as of 12/31 | | Accumulated depreciation as of 12/31 | | Line No |
|---------|-------------|-----------------------------|-----------------------------|-----------------------|--------------------------------------|-----------------------|---------|
| | | | Owned (g) | Capitalized lease (h) | Owned (i) | Capitalized lease (j) | |
| 1 | | 2,595 | 108,770 | | 37,914 | | 1 |
| 2 | | 256,053 | 2,658,076 | 1,788,851 | 638,917 | 539,379 | 2 |
| 3 | | | | | | | 3 |
| 4 | | | | | | | 4 |
| 5 | * | 258,648 | 2,766,846 | 1,788,851 | 676,831 | 539,379 | 5 |
| 6 | | 0 | 23 | | 17 | | 6 |
| 7 | | 4,509 | 116,961 | 5,461 | 43,781 | 1,106 | 7 |
| 8 | | 3,865 | 251,938 | 50,279 | 107,268 | 23,041 | 8 |
| 9 | | 7,515 | 170,028 | 18,144 | 75,755 | 1,598 | 9 |
| 10 | | 9,662 | 90,935 | 13,973 | 25,535 | 11,204 | 10 |
| 11 | | 45,091 | 441,964 | 38,385 | 163,411 | 15,704 | 11 |
| 12 | | 429 | 278,649 | 89,609 | 150,366 | 39,309 | 12 |
| 13 | | 13,313 | 38,663 | 0 | 12,832 | 0 | 13 |
| 14 | | 6,656 | 70,877 | 0 | 27,204 | 0 | 14 |
| 15 | | 2,147 | 62,410 | 40,748 | 18,025 | 19,577 | 15 |
| 16 | | 104,782 | 476 | 16,185 | 40 | 7,864 | 16 |
| 17 | | 0 | 40,316 | 0 | 31,184 | 0 | 17 |
| 18 | | 1,288 | 5,370 | 0 | 2,187 | 0 | 18 |
| 19 | | 1,932 | 104,806 | 36 | 35,167 | 5 | 19 |
| 20 | | 429 | 2,681 | 0 | 605 | 0 | 20 |
| 21 | | 0 | 7,326 | 0 | 2,806 | 0 | 21 |
| 22 | | 13,100 | 445,048 | 0 | 175,930 | 0 | 22 |
| 23 | | (1,277) | 25,488 | 0 | 4,805 | 0 | 23 |
| 24 | * | 213,441 | 2,153,959 | 272,820 | 876,918 | 119,408 | 24 |
| 25 | | | | | | | 25 |
| 26 | | 45,978 | 1,709 | | 1,516 | | 26 |
| 27 | | | | | | | 27 |
| 28 | | | | | | | 28 |
| 29 | | | | | | | 29 |
| 30 | | | | | | | 30 |
| 31 | | | | | | | 31 |
| 32 | * | 45,978 | 1,709 | 0 | 1,516 | 0 | 32 |
| 33 | | | | | | | 33 |
| 34 | | | | | | | 34 |
| 35 | * | 0 | 0 | 0 | 0 | 0 | 35 |
| 36 | * | | 28 | | 2 | | 36 |
| 37 | * | 8,084 | 263,127 | | 136,858 | | 37 |
| 38 | * | | 73,978 | | 13,462 | | 38 |
| 39 | * | | 60,737 | | 12,431 | | 39 |
| 40 | * | | 7,238 | | 1,906 | | 40 |
| 41 | * | 43,044 | 150,258 | 830 | 29,358 | 48 | 41 |
| 42 | | 51,128 | 555,366 | 830 | 194,017 | 48 | 42 |
| 43 | | 569,195 | 5,477,880 | 2,062,501 | 1,749,282 | 658,835 | 43 |

- (1) Data reported on lines 38, 39, and 40 in columns (g) and (h) are investment recorded in property account 44, allocated to locomotives, freight cars, and other equipment.
- (2) Depreciation reported on lines 38, 39, and 40 in column (c) is calculated by multiplying the investment in each element by the effective composite rate for the property account 44. And then adding or subtracting the adjustment reported in column (e). This calculation should equal the amount shown in column (c), Schedule 335

416 SUPPORTING SCHEDULE - ROAD
(Dollars in Thousands)

| Line No | Density Category (Class) (a) | Account No. (b) | Owned and Used | | | Improvements to Leased Property | | | Capitalized leases | | | TOTAL | | Line No |
|---------|------------------------------|-----------------|---------------------|------------------------------|-----------------|---------------------------------|------------------------------|-----------------|---------------------|-------------------------------|------------------------------|---------------------|---|---------|
| | | | Investment Base (c) | Accumulated Depreciation (d) | Depr rate % (e) | Investment Base (f) | Accumulated Depreciation (g) | Depr rate % (h) | Investment Base (i) | Current Year Amortization (j) | Accumulated Amortization (k) | Investment Base (l) | Accumulated Depreciation & Amortization (m) | |
| 1 | I | 3 | 1,392,946 | 123,507 | 1.11 | | | | | | | 1,392,946 | 123,507 | 1 |
| 2 | | 8 | 2,322,654 | 492,989 | 4.14 | | | | | | | 2,322,654 | 492,989 | 2 |
| 3 | | 9 | 4,151,804 | 1,914,386 | 6.07 | | | | | | | 4,151,804 | 1,914,386 | 3 |
| 4 | | 11 | 1,390,583 | 188,597 | 2.78 | | | | | | | 1,390,583 | 188,597 | 4 |
| 5 | SUB-TOTAL | | 9,257,987 | 2,719,479 | | | | | | | | 9,257,987 | 2,719,479 | 5 |
| 6 | II | 3 | 606,518 | 32,868 | 1.11 | | | | | | | 606,518 | 32,868 | 6 |
| 7 | | 8 | 1,075,477 | 295,224 | 4.21 | | | | | | | 1,075,477 | 295,224 | 7 |
| 8 | | 9 | 1,807,784 | 509,465 | 1.60 | | | | | | | 1,807,784 | 509,465 | 8 |
| 9 | | 11 | 621,419 | 102,099 | 2.78 | | | | | | | 621,419 | 102,099 | 9 |
| 10 | SUB-TOTAL | | 4,111,198 | 939,656 | | | | | 0 | 0 | 0 | 4,111,198 | 939,656 | 10 |
| 11 | III | 3 | 5,715 | N/A | N/A | | N/A | N/A | | N/A | N/A | 5,715 | 0 | 11 |
| 12 | | 8 | 9,828 | N/A | N/A | | N/A | N/A | | N/A | N/A | 9,828 | 0 | 12 |
| 13 | | 9 | 17,034 | N/A | N/A | | N/A | N/A | | N/A | N/A | 17,034 | 0 | 13 |
| 14 | | 11 | 5,803 | N/A | N/A | | N/A | N/A | | N/A | N/A | 5,803 | 0 | 14 |
| 15 | SUB-TOTAL | | 38,380 | N/A | N/A | | N/A | N/A | | N/A | N/A | 38,380 | 0 | 15 |
| 16 | IV | 3 | 602,597 | 28,519 | 1.11 | | | | | | | 602,597 | 28,519 | 16 |
| 17 | | 8 | 809,948 | 230,172 | 4.17 | | | | | | | 809,948 | 230,172 | 17 |
| 18 | | 9 | 1,796,097 | 442,045 | 3.28 | | | | | | | 1,796,097 | 442,045 | 18 |
| 19 | | 11 | 383,087 | 57,858 | 2.78 | | | | | | | 383,087 | 57,858 | 19 |
| 20 | SUB-TOTAL | | 3,591,729 | 758,594 | | | | | 0 | 0 | 0 | 3,591,729 | 758,594 | 20 |
| 21 | V | 3 | 29,968 | 3,064 | 1.11 | | | | | | | 29,968 | 3,064 | 21 |
| 22 | | 8 | 49,183 | 16,837 | 4.37 | | | | | | | 49,183 | 16,837 | 22 |
| 23 | | 9 | 89,324 | 47,498 | 3.28 | | | | | | | 89,324 | 47,498 | 23 |
| 24 | | 11 | 27,494 | 4,754 | 2.78 | | | | | | | 27,494 | 4,754 | 24 |
| 25 | SUB-TOTAL | | 195,969 | 72,153 | | | | | | | | 195,969 | 72,153 | 25 |
| 26 | GRAND TOTAL | N/A | 17,195,263 | 4,489,882 | N/A | | | | 0 | 0 | 0 | 17,195,263 | 4,489,882 | 26 |

Notes:

- (1) Columns (c) + (f) + (i) = Column (l)
 (2) Columns (d) + (g) + (k) = Column (m)
 (3) The base grand total for owned and used, improvements to leased property and capitalized leases should equal the sum of Accounts 3, 8, 9 and 11 shown at year end on Schedule 330

NOTES AND REMARKS

(This page intentionally left blank)

417. SPECIALIZED SERVICE SUBSCHEDULE -- TRANSPORTATION

(Dollars in Thousands)

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 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 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. See Schedule 755, Note R.
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 (total debits and credits). The expenses on line 4, column (h), relate to refrigerator cars only.
8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, and grain elevator terminal operations and livestock feeding operations only.

| Line No. | Cross Check | Items (a) | TOFC/COFC Terminal (b) | Floating Equipment (c) | Coal Marine Terminal (d) | Ore Marine Terminal (e) | Other Marine Terminal (f) | Motor Vehicle Load and Distribution (g) | Protective Services Refrigerator Car (h) | Other Special Services (i) | Total Columns (b-i) (j) | Line No. |
|----------|-------------|--|------------------------|------------------------|--------------------------|-------------------------|---------------------------|---|--|----------------------------|-------------------------|----------|
| 1 | * | Administration | 6,123 | | | | | 0 | 0 | | 6,123 | 1 |
| 2 | * | Pick up and delivery, marine line haul | 15,849 | | | | | 1,179 | N/A | | 17,028 | 2 |
| 3 | * | Loading and unloading and local marine | 104,573 | | | | | 26,227 | N/A | | 130,800 | 3 |
| 4 | * | Protective services, total debit and credits | 0 | | | | | 235 | 0 | | 235 | 4 |
| 5 | * | Freight lost or damaged-solely related | 0 | | | | | 0 | 0 | | 0 | 5 |
| 6 | * | Fringe benefits | 3,314 | | | | | 0 | 0 | | 3,314 | 6 |
| 7 | * | Casualty and insurance | 544 | | | | | 137 | 0 | | 681 | 7 |
| 8 | * | Joint facility - Debit | 0 | | | | | 0 | 0 | | 0 | 8 |
| 9 | * | Joint facility - Credit | (86) | | | | | 0 | 0 | | (86) | 9 |
| 10 | * | Other | 605 | | | | | 0 | 0 | | 605 | 10 |
| 11 | * | TOTAL | 130,922 | | | | | 27,778 | 0 | | 158,700 | 11 |

SCHEDULE 418

Instructions:

This schedule will show the investment in capitalized leases in road and equipment by primary account.

COLUMN

- (a) = primary account number and title for which capital lease amounts are included therein.
 (b) = the total investment in that primary account.
 (c) = the investment in capital leases at the end of the year.
 (d) = the current year amortization.
 (e) = the accumulated amortization relating to the leased properties.

418. SUPPORTING SCHEDULE - CAPITAL LEASES

(Dollars in thousands)

| Primary Account No. and Title (a) | Total Investment At End of Year (b) | Capital Leases | | |
|--------------------------------------|---|-------------------------------------|-------------------------------------|------------------------------------|
| | | Investment At End of Year (c) | Current Year Amortization (d) | Accumulated Amortization (e) |
| 52 Locomotives | 4,555,697 | 1,788,851 | 78,136 | 539,379 |
| 53 Freight-Train Cars | 2,426,779 | 272,820 | 13,336 | 119,408 |
| 57 Work Equipment | 123,719 | 830 | 25 | 48 |
| TOTAL | 7,106,195 | 2,062,501 | 91,497 | 658,835 |

NOTES AND REMARKS

(This page intentionally left blank)

450 ANALYSIS OF TAXES

(Dollars in Thousands)

A. Railway Taxes

| Line No. | Cross Check | Kind of tax (a) | Amount (b) | Line No |
|----------|-------------|---------------------------------|------------|---------|
| 1 | | Other than U S Government Taxes | 181,584 | 1 |
| | | U S Government Taxes | | |
| 2 | | Income Taxes: | | |
| | | Normal Tax and Surtax | 192,960 | 2 |
| 3 | | Excess Profits | 0 | 3 |
| 4 | * | Total - Income Taxes L 2 + 3 | 192,960 | 4 |
| 5 | | Railroad Retirement | 599,645 | 5 |
| 6 | | Hospital Insurance | 44,086 | 6 |
| 7 | | Supplemental Annuities | (2) | 7 |
| 8 | | Unemployment Insurance | 22,566 | 8 |
| 9 | | All Other United States Taxes | 58,526 | 9 |
| 10 | | Total - U S Government Taxes | 917,781 | 10 |
| 11 | | Total - Railway Taxes | 1,099,365 | 11 |

B. Adjustments to Federal Income Taxes

- 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 (Specify)," 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 (Specify) "
- 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)
- Indicate in column (c) the net changes in Accounts 714, 744, 762 and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.
- 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
- The total of line 19 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
- 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

| Line No | Particulars (a) | Beginning of year balance (b) | Net credits (charges) for current year (c) | Adjustments (d) | End of year balance (e) | Line No |
|---------|---|-------------------------------|--|-----------------|-------------------------|---------|
| 1 | Accelerated depreciation, Sec 167 I R C.. Guideline lives pursuant to Rev. Proc. 62-21 | 7,792,543 | 375,687 | | 8,168,230 | 1 |
| 2 | Accelerated amortization of facilities, Sec 168 I R C | | | | | 2 |
| 3 | Accelerated amortization of rolling stock, Sec 184 I R C | | | | | 3 |
| 4 | Amortization of rights of way, Sec 185 I R C | | | | | 4 |
| 5 | Other (Specify) | | | | | 5 |
| 6 | Retirement Benefits | (243,642) | (72,098) | | (315,740) | 6 |
| 7 | Deferred State Income Taxes - Net | 592,669 | 40,969 | (4,530) | 629,108 | 7 |
| 8 | Tax Loss Carryforwards | (80,496) | 80,496 | | 0 | 8 |
| 9 | Alternative Minimum Tax Credit Carryforwards | (129,959) | 36,881 | | (93,078) | 9 |
| 10 | Other Items | 192,957 | 66,896 | (106,867) | 152,986 | 10 |
| 11 | | | | | | 11 |
| 12 | | | | | | 12 |
| 13 | | | | | | 13 |
| 14 | | | | | | 14 |
| 15 | | | | | | 15 |
| 16 | | | | | | 16 |
| 17 | | | | | | 17 |
| 18 | Investment tax credit* | 0 | | | 0 | 18 |
| 19 | TOTALS | 8,124,072 | 528,831 | (111,397) | 8,541,506 | 19 |

450. ANALYSIS OF TAXES - Concluded
(Dollars in Thousands)

* Footnotes:

| | |
|--|---|
| 1. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit. | |
| 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 | |
| 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. | 0 |

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

(Dollars in Thousands)

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 the account and any other items in excess of 10% of net income.

| Line No. | Account No. (a) | Item (b) | Debits (c) | Credits (d) | Line No. |
|----------|-----------------|--|------------|-------------|----------|
| 1 | | | | | 1 |
| 2 | 603 | Appropriations Released: | | | 2 |
| 3 | | - First Mortgage | | 772 | 3 |
| 4 | | - General Mortgage Bond | | 688 | 4 |
| 5 | | - Income Debenture (CE&I) | | 123 | 5 |
| 6 | | TOTAL | | 1,583 | 6 |
| 7 | | | | | 7 |
| 8 | | | | | 8 |
| 9 | | | | | 9 |
| 10 | 606 | Other Comprehensive Income and other credits related to Equity Companies | | 23,944 | 10 |
| 11 | | | | | 11 |
| 12 | | | | | 12 |
| 13 | | | | | 13 |
| 14 | 620 | Appropriations Established | | | 14 |
| 15 | | - First Mortgage | 772 | | 15 |
| 16 | | - General Mortgage Bond | 688 | | 16 |
| 17 | | - Income Debenture (CE&I) | 123 | | 17 |
| 18 | | TOTAL | 1,583 | | 18 |
| 19 | | | | | 19 |
| 20 | | | | | 20 |
| 21 | | | | | 21 |
| 22 | 519 | Gain on Sale of Real Estate | | 288,711 | 22 |
| 23 | | Other | | 2,235 | 23 |
| 24 | | TOTAL | | 290,946 | 24 |
| 25 | | | | | 25 |
| 26 | | | | | 26 |
| 27 | | | | | 27 |
| 28 | | | | | 28 |
| 29 | | | | | 29 |
| 30 | | | | | 30 |

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

501. GUARANTEES AND SURETYSHIPS
(Dollars in Thousands)

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 the date of issue. Items of less than \$50,000 may be shown as one total.

| Line No | Names of all parties principally and primary liable (a) | Description (b) | Amount of contingent liability (c) | Sole or joint contingent liability (d) | Line No |
|---------|---|---|------------------------------------|--|---------|
| 1 | Terminal RR Association of St. Louis | | | | 1 |
| 2 | Union Pacific Railroad Company | Sinking Fund & Int on RFT & Mtge | 7,787 | Joint | 2 |
| 3 | Burlington Northern Santa Fe Railway Co | Bonds Series C due 7-1-2019 | | | 3 |
| 4 | CSX Transportation, Inc | (FD 14553) | | | 4 |
| 5 | Canadian National/Illinois Central | | | | 5 |
| 6 | Norfolk Southern Railway Co | | | | 6 |
| 7 | | | | | 7 |
| 8 | | | | | 8 |
| 9 | Union Pacific Railroad Company | Helm - Pacific Leasing - various lease agreements | 3,600 | Sole | 9 |
| 10 | | | | | 10 |
| 11 | | | | | 11 |
| 12 | Union Pacific Railroad Company | Equipment Management Provider Venture | 1,695 | Sole | 12 |
| 13 | | container and chassis rental | | | 13 |
| 14 | | | | | 14 |
| 15 | | | | | 15 |
| 16 | Union Pacific Railroad Company | Crew Lodging Facilities | 32,352 | Sole | 16 |
| 17 | | | | | 17 |
| 18 | | | | | 18 |
| 19 | | | | | 19 |
| 20 | Kansas City Terminal Flyover | | | | 20 |
| 21 | Union Pacific Railroad Company | 6 8884% Railway Bndge System Bond | 70,394 | Joint | 21 |
| 22 | Burlington Northern Santa Fe Railway Co | | | | 22 |
| 23 | | | | | 23 |
| 24 | | | | | 24 |
| 25 | Union Pacific Railroad Company | Japanese Leverage Lease Yen Deposit | 86,765 | Sole | 25 |
| 26 | | | | | 26 |
| 27 | | | | | 27 |
| 28 | Union Pacific Railroad Company | Headquarters Building - Synthetic Lease | 45,264 | Sole | 28 |
| 29 | | | | | 29 |
| 30 | | | | | 30 |
| 31 | Union Pacific Railroad Company | Kansas and Missouri Highline Project | 56,850 | Sole | 31 |
| 32 | | | | | 32 |
| 33 | | | | | 33 |
| 34 | | | | | 34 |
| 35 | | | | | 35 |
| 36 | | | | | 36 |
| 37 | | | | | 37 |
| 38 | | | | | 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 the particulars called for hereunder for each such 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 the 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 obligations (a) | Name of all guarantors and sureties (b) | Amount contingent liability of guarantors (c) | Sole or joint contingent liability (d) | Line No |
|---------|---|---|---|--|---------|
| 1 | | | | | 1 |
| 2 | | | | | 2 |
| 3 | | | | | 3 |
| 4 | | | | | 4 |
| 5 | | | | | 5 |
| 6 | | | | | 6 |
| 7 | | | | | 7 |
| 8 | | | | | 8 |
| 9 | | | | | 9 |

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS
(Dollars in Thousands)

Using the following notes as a guideline, show the requirements compensating balances and short-term borrowing arrangements. Footnote disclosure is required even though the arrangements 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.*

The Company has outstanding letters of credit in the amount of \$27.6 million with various banks under which no borrowings were outstanding at December 31, 2002.

NOTES AND REMARKS

(This page intentionally left blank)

SCHEDULE 510. SEPARATION OF DEBTHOLDINGS BETWEEN ROAD PROPERTY AND EQUIPMENT
(Dollars in Thousands)

The principal use of this schedule is to determine the average embedded rate of debt capital.

I. Debt Outstanding at End of Year:

| Line No. | Account No. (a) | Title (b) | Source (c) | Balance at Close of Year (d) | Line No. |
|----------|--------------------|--|---|------------------------------------|----------|
| 1 | 751 | Loans and Notes Payable | Sch. 200, L. 30 | 0 | 1 |
| 2 | 764 | Equip Obligations and Other Debt due within one year | Sch. 200, L. 39 | 275,200 | 2 |
| 3 | 765/767 | Funded Debt Unmatured | Sch. 200, L. 41 | 423,193 | 3 |
| 4 | 766 | Equipment Obligations | Sch. 200, L. 42 | 271,088 | 4 |
| 5 | 766 5 | Capitalized Lease Obligations | Sch. 200, L. 43 | 1,351,391 | 5 |
| 6 | 768 | Debt in Default | Sch. 200, L. 44 | 0 | 6 |
| 7 | 769 | Accounts Payable. Affiliated Companies | Sch. 200, L. 45 | 4,465,542 | 7 |
| 8 | 770.1/770.2 | Unamortized Debt Premium | Sch. 200, L. 46 | (61,779) | 8 |
| 9 | | Total Debt | Sum L. 1-8 | 6,724,635 | 9 |
| 10 | | Debt Directly Related to Road Property | Note 1 | 178,827 | 10 |
| 11 | | Debt Directly Related to Equipment | Note 1 | 1,991,407 | 11 |
| 12 | | Total Debt Directly Related to Road & Equipment | Sum L. 10 and L. 11 | 2,170,234 | 12 |
| 13 | | Percent Directly Related to Road | L. 10 divided by L. 12 Whole % plus 2 decimals | 8.24% | 13 |
| 14 | | Percent Directly Related to Equipment | L. 11 divided by L. 12 Whole % plus 2 decimals | 91.76% | 14 |
| 15 | | Debt Not Directly Related to Road or Equipment | L. 9 minus L. 12 | 4,554,401 | 15 |
| 16 | | Road Property Debt (Note 2) | (L. 13 x L. 15) plus L. 10 | 554,110 | 16 |
| 17 | | Equipment Debt (Note 2) | (L. 14 x L. 15) plus L. 11 | 6,170,525 | 17 |

II. Interest Accrued During the Year:

| Line No. | Account No. (a) | Title (b) | Source (c) | Balance at Close of Year (d) | Line No. |
|----------|--------------------|--|-----------------------------|------------------------------------|----------|
| 18 | 546-548 | Total Interest and Amortization (Fixed Charges) | Sch. 210, L. 42 | 543,681 | 18 |
| 19 | 546 | Contingent Interest on Funded Debt | Sch. 210, L. 44 | 7,746 | 19 |
| 20 | 517 | Release of Premium on Funded Debt | Sch. 210, L. 22 | 10,242 | 20 |
| 21 | | Total Interest (Note 3) | (L. 18 + L. 19) minus L. 20 | 541,185 | 21 |
| 22 | | Interest Directly Related to Road Property Debt | Note 4 | 7,918 | 22 |
| 23 | | Interest Directly Related to Equipment Debt | Note 4 | 157,514 | 23 |
| 24 | | Interest Not Directly Related to Road or Equipment Property Debt | L. 21 minus (L. 22 + L. 23) | 375,753 | 24 |
| 25 | | Interest on Road Property Debt (Note 5) | L. 22 plus (L. 24 x L. 13) | 38,880 | 25 |
| 26 | | Interest on Equipment Debt (Note 5) | L. 23 plus (L. 24 x L. 14) | 502,305 | 26 |
| 27 | | Embedded Rate of Debt Capital - Road Property | L. 25 divided by L. 16 | 7.02% | 27 |
| 28 | | Embedded Rate of Debt Capital - Equipment | L. 26 divided by L. 17 | 8.14% | 28 |

Note 1. Directly related means the purpose which the funds were used when the debt was issued.

Note 2. Line 16 plus Line 17 must equal Line 9.

Note 3. Line 21 includes interest on debt in Account 769 – Accounts Payable; Affiliated Companies.

Note 4. This interest relates to debt reported on Lines 10 and 11, respectively

Note 5. Line 25 plus Line 26 must equal Line 21.

NOTES AND REMARKS

(This page intentionally left blank)

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512

1. Furnish the information called for below between the respondent and the affiliated companies or persons affiliated with the respondent, including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but are not restricted to, management, legal, accounting, purchasing or other type of service including the furnishing of materials, supplies, purchase of equipment, leasing of structures, land and equipment, and agreements relating to allocation of officers' salaries and other common costs between affiliated companies

To be excluded are payments for the following types of services:

- (a) Lawful tariff charges for transportation services
 - (b) Payments to or from other carriers for interline services and interchange of equipment
 - (c) Payment to or from other carriers which may reasonably be regarded as ordinarily connected with routine operation or maintenance, but any special or unusual transactions should be reported.
 - (d) Payments to public utility companies for rates or charges fixed in conformity with government authority.
2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$50,000 or more for the year. If an affiliated company provides services to more than one affiliate and the aggregate compensation amounts to \$50,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges. If the respondent provides services to more than one affiliate and the aggregate compensation amounts to \$50,000 or more for the year, reference to this fact should be made and the detail as to the allocation of charges should be stated. For those affiliates providing services to the respondent, also enter in column (a) the percent of affiliate's gross income derived from transactions with respondent

The respondent may be required to furnish as an attachment to Schedule 512 a balance sheet and income statement for each affiliate with which respondent carrier had reportable transactions during the year, or alternatively, attach a "Pro forma" balance sheet and income statement for that portion or entity of each affiliate which furnished the agreed to services, equipment, or other reportable transaction. The statements, if required, should be prepared on a calendar year basis in conformity with the prescribed schedules for the balance sheet and income statement in Annual Report Form R-1, and should be noted (1) to indicate the method used for depreciating equipment or other property furnished the carrier, and (2) whether the affiliate's Federal income tax return for the year was filed on a consolidated basis with the respondent carrier.

3. In column (b) indicate nature of relationship or control between the respondent and the company or person identified in column (a) as follows
 - (a) If respondent directly controls affiliate, insert the word "direct"
 - (b) If respondent controls through another company, insert the word "indirect"
 - (c) If respondent is under common control with affiliate, insert the word "common"
 - (d) If respondent is controlled directly or indirectly by the company listed in column (a), insert the word "controlled"
 - (e) If control is exercised by other means such as a management contract or other arrangement of whatever kind, insert the word "other" and footnote to describe such arrangements.
4. In column (c) fully describe the transactions involved such as management fees, lease of building, purchase of material, etc. When the affiliate listed in column (a) provides more than one type of service in column (c), list each type of service separately and show total for the affiliate. When services are both provided and received between the respondent and an affiliate, they should be listed separately and the amounts shown separately in column (e).
5. In column (d) report the dollar amounts of transaction shown and the effect of any change in the method of establishing the terms from that used in the preceding period.
6. In column (e) report the dollar amounts due from or to related parties and, if not otherwise apparent, the terms and manner of settlement. Insert (P) paid and (R) received by the amount in column (e)

512. Transactions Between Respondent and Companies or Persons Affiliated with Respondent for Services Received or Provided
(Dollars in Thousands)

| Line No | Name of company or related party with percent of gross income (a) | % | Nature of relationship (b) | Description of transactions (c) | Dollar amounts of transactions (d) | Amount due from or to related parties (e) | Line No |
|---------|---|---|----------------------------|---------------------------------|------------------------------------|---|---------|
| 1 | Union Pacific Corporation | | Controlled | Various (see below) | 538,400 | 4,465,000 (P) | 1 |
| 2 | Wasatch Insurance Ltd. | | Common | Insurance | 15,272 | | 2 |
| 3 | | | | | | | 3 |
| 4 | | | | | | | 4 |
| 5 | | | | | | | 5 |
| 6 | | | | | | | 6 |
| 7 | | | | | | | 7 |
| 8 | | | | | | | 8 |
| 9 | | | | | | | 9 |
| 10 | | | | | | | 10 |
| 11 | | | | | | | 11 |
| 12 | | | | | | | 12 |
| 13 | | | | | | | 13 |
| 14 | | | | | | | 14 |
| 15 | | | | | | | 15 |
| 16 | | | | | | | 16 |
| 17 | | | | | | | 17 |
| 18 | | | | | | | 18 |
| 19 | | | | | | | 19 |
| 20 | | | | | | | 20 |
| 21 | | | | | | | 21 |
| 22 | | | | | | | 22 |
| 23 | | | | | | | 23 |
| 24 | | | | | | | 24 |
| 25 | | | | | | | 25 |

| | |
|-------------------------------|------------------|
| Balance 12-31-01 | 5,003,400 |
| Interest Expense | 371,100 |
| Financing Net | (1,249,400) |
| Taxes | 112,800 |
| Technology Subsidiary Charges | (6,000) |
| Insurance | 28,100 |
| Dividends | 205,000 |
| Balance 12-31-02 | <u>4,465,000</u> |

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 700

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

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

Give subtotals for each of the several numbered classes, in the order listed above, as well as the total for all classes. Lengths of track should be reported to the nearest WHOLE mile adjusted to accord with footings: i.e., counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile. In column (a) insert the figure (and letter, if any) indicating its class in accordance with the preceding classification. In column (b) give the various proportions of each class owned or leased by respondent, listing each proportion once in any grouping. Canadian mileage should be segregated and identified on separate lines in the various groupings. For each listing, in column (d) give its entire length (the distances between termini of single or first main track), and in the following columns the lengths of second main track, all other main tracks, passing tracks, cross-overs and turn-outs, way switching tracks, and yard switching tracks. These classes of tracks are defined as follows:

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

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

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

The returns in columns (h) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc. 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.

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.

700 MILEAGE OPERATED AT CLOSE OF YEAR

| Line No | Class (a) | Proportion owned or leased by Respondent (b) | Running tracks, passing tracks, cross-overs, etc | | | | Miles of way switching tracks (g) | Miles of yard switching tracks (h) | Total (i) | Line No. |
|---------|-----------|--|--|--------------------------------|------------------------------------|---|-----------------------------------|------------------------------------|-----------|----------|
| | | | Miles of road (c) | Miles of second main track (d) | Miles of all other main tracks (e) | Miles of passing tracks cross-overs, and turnouts (f) | | | | |
| 1 | 1 | 100% | 27,097 | 3,893 | 313 | 3,910 | 4,051 | 6,351 | 45,615 | 1 |
| 2 | | | | | | | | | | 2 |
| 3 | 1J | 12 5% | | | | | 30 | 5 | 35 | 3 |
| 4 | 1J | 23 0% | | | | | | 5 | 5 | 4 |
| 5 | 1J | 25 0% | | | | | 7 | 14 | 21 | 5 |
| 6 | 1J | 33 3% | 1 | | | | 16 | 31 | 48 | 6 |
| 7 | 1J | 37 5% | | | | | | | - | 7 |
| 8 | 1J | 40 0% | | | | | | | - | 8 |
| 9 | 1J | 44 0% | | | | | | 11 | 11 | 9 |
| 10 | 1J | 50 0% | 247 | 213 | 46 | 50 | 119 | 304 | 979 | 10 |
| 11 | 1J | 62 5% | | | | | | 3 | 3 | 11 |
| 12 | 1J | 66.7% | 12 | | | | 7 | 3 | 22 | 12 |
| 13 | | Total 1J | 260 | 213 | 46 | 51 | 179 | 376 | 1,125 | 13 |
| 14 | | | | | | | | | | 14 |
| 15 | | Total 1 and 1J | 27,357 | 4,106 | 359 | 3,961 | 4,230 | 6,727 | 46,740 | 15 |
| 16 | | | | | | | | | | 16 |
| 17 | 2 | A&S | 21 | 10 | | 4 | 17 | 89 | 141 | 17 |
| 18 | 2 | OUR&D | | | | | | | - | 18 |
| 19 | | Total 2 | 21 | 10 | - | 4 | 17 | 89 | 141 | 19 |
| 20 | | | | | | | | | | 20 |
| 21 | 3A | | | | | | | | - | 21 |
| 22 | 3B | | 314 | | | 38 | 101 | 50 | 503 | 22 |
| 23 | | | | | | | | | | 23 |
| 24 | | Total 3 | 314 | - | - | 38 | 101 | 50 | 503 | 24 |
| 25 | | | | | | | | | | 25 |
| 26 | | | | | | | | | | 26 |
| 27 | 4B | | | | | | | | - | 27 |
| 28 | | | | | | | | | | 28 |
| 29 | | Total 4 | - | - | - | - | - | - | - | 29 |
| 30 | | | | | | | | | | 30 |
| 31 | | | | | | | | | | 31 |
| 32 | 5 | | 5,449 | 1,475 | 80 | 163 | 199 | 151 | 7,517 | 32 |
| 33 | 5J | | | | | | | | - | 33 |
| 34 | | | | | | | | | | 34 |
| 35 | | Total 5 | 5,449 | 1,475 | 80 | 163 | 199 | 151 | 7,517 | 35 |
| 36 | | | | | | | | | | 36 |
| 37 | | | | | | | | | | 37 |
| 38 | | | | | | | | | | 38 |
| 39 | | | | | | | | | | 39 |
| 40 | | | | | | | | | | 40 |
| 41 | | | | | | | | | | 41 |
| 42 | | | | | | | | | | 42 |
| 43 | | | | | | | | | | 43 |
| 44 | | | | | | | | | | 44 |
| 45 | | | | | | | | | | 45 |
| 46 | | | | | | | | | | 46 |
| 47 | | | | | | | | | | 47 |
| 48 | | | | | | | | | | 48 |
| 49 | | | | | | | | | | 49 |
| 50 | | | | | | | | | | 50 |
| 51 | | | | | | | | | | 51 |
| 52 | | | | | | | | | | 52 |
| 53 | | | | | | | | | | 53 |
| 54 | | | | | | | | | | 54 |
| 55 | | | | | | | | | | 55 |
| 56 | | | | | | | | | | 56 |
| 57 | | TOTAL | 33,141 | 5,591 | 439 | 4,166 | 4,547 | 7,017 | 54,901 | 57 |
| 58 | | Miles of electrified road or track included in preceding grand total | N/A | | | | | | | 58 |

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

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), (d), or (e), as may be appropriate. The remainder of jointly operated mileage should be shown in column (f). Respondent's proportion of road jointly owned but not operated should be shown in column (h), as may be appropriate. Mileage which has been permanently abandoned should not be included in column (h).

Mileage 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 | Cross Check | State or Territory (a) | Line owned (b) | Line of proprietary companies (c) | Line operated under lease (d) | Line operated under contract, etc (e) | Line operated under trackage rights (f) | Total mileage operated (g) | Line owned, not operated by respondent (h) | New line constructed during year (i) | Line No |
|---------|-------------|------------------------------|----------------|-----------------------------------|-------------------------------|---------------------------------------|---|----------------------------|--|--------------------------------------|---------|
| 1 | | Arizona | 664 | | | | | 664 | | | 1 |
| 2 | | Arkansas | 1,337 | | | | 5 | 1,342 | 140 | | 2 |
| 3 | | California | 3,064 | | | | 515 | 3,579 | 630 | | 3 |
| 4 | | Colorado | 1,499 | | | | 300 | 1,799 | 16 | | 4 |
| 5 | | Idaho | 872 | | | | 4 | 876 | 42 | | 5 |
| 6 | | Illinois | 1,615 | 21 | 2 | | 634 | 2,272 | 8 | | 6 |
| 7 | | Indiana | 0 | | | | 6 | 6 | | | 7 |
| 8 | | Iowa | 1,530 | | | | 98 | 1,628 | 7 | | 8 |
| 9 | | Kansas | 1,656 | | | | 699 | 2,355 | 408 | | 9 |
| 10 | | Louisiana | 900 | | | | 243 | 1,143 | 15 | | 10 |
| 11 | | Minnesota | 468 | | | | 227 | 695 | | | 11 |
| 12 | | Missouri | 1,025 | | | | 474 | 1,499 | 329 | | 12 |
| 13 | | Montana | 125 | | | | | 125 | 52 | | 13 |
| 14 | | Nebraska | 987 | | | | 9 | 996 | 254 | | 14 |
| 15 | | Nevada | 1,200 | | | | | 1,200 | | | 15 |
| 16 | | New Mexico | 561 | | | | | 561 | | | 16 |
| 17 | | Oklahoma | 516 | | 312 | | 353 | 1,181 | 19 | | 17 |
| 18 | | Oregon | 892 | | | | 205 | 1,097 | 406 | | 18 |
| 19 | | Tennessee | 11 | | | | 5 | 16 | 2 | | 19 |
| 20 | | Texas | 5,283 | | | | 1,084 | 6,367 | 326 | | 20 |
| 21 | | Utah | 1,334 | | | | | 1,334 | 6 | | 21 |
| 22 | | Washington | 297 | | | | 260 | 557 | 72 | | 22 |
| 23 | | Wisconsin | 641 | | | | 328 | 969 | 75 | | 23 |
| 24 | | Wyoming | 880 | | | | | 880 | | | 24 |
| 25 | | | | | | | | | | | 25 |
| 26 | | | | | | | | | | | 26 |
| 27 | | | | | | | | | | | 27 |
| 28 | | | | | | | | | | | 28 |
| 29 | | | | | | | | | | | 29 |
| 30 | | | | | | | | | | | 30 |
| 31 | | TOTAL MILEAGE (single track) | 27,357 | 21 | 314 | 0 | 5,449 | 33,141 | 2,807 | 0 | 31 |
| 32 | | | | | | | | | | | 32 |

NOTES AND REMARKS

Notes to Schedule 710S

1. Includes 80 locomotives purchased in previous years and 64 locomotives rebuilt in previous years but financially complete this year.
2. Excludes 91 locomotives, 1 scale test car, 1 ballast vacuum extractor, 1 conveyor ballast hopper, 2 snow cats and 1 car mover purchased and 31 locomotives and 319 flat cars rebuilt but not financially complete this year.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data.

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

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

6. A "diesel" unit includes all units propelled by diesel internal combustion engines irrespective of final drive or whether power may at times be supplied from an 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 a third rail, and includes all units other than diesel, or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "auxiliary unit" includes all units used in conjunction with

locomotives, but which draw their power from the "mother" unit, e.g., boosters, slugs, etc. For reporting purposes, indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate.

Radio-controlled units that are self-propelled, 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 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

9. Cross-checks

Schedule 710

| | | |
|---------------------|---|---------------------|
| Line 5, column (j) | = | Line 11, column (l) |
| Line 6, column (j) | = | Line 12, column (l) |
| Line 7, column (j) | = | Line 13, column (l) |
| Line 8, column (j) | = | Line 14, column (l) |
| Line 9, column (j) | = | Line 15, column (l) |
| Line 10, column (j) | = | Line 16, column (l) |

Schedule 710

When data appear in column (j), lines 1 thru 8, column (k) should have data on same lines.

When data appear in columns (k) or (l), lines 36 thru 53 and 55, column (m) should have data on same lines

710. INVENTORY OF EQUIPMENT - Continued

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

| Line No | Cross Check | Type of design of units (a) | Units in service of respondent at beginning of year (b) | Changes During the Year | | | | Units retired from service of respondent whether owned or leased or including reclassification (g) | Units at Close of Year | | | | | Line No |
|---------|-------------|--|---|----------------------------------|----------------------------------|---|--|--|------------------------|------------------------|---|---|----------------------|---------|
| | | | | Units installed | | | | | Owned and used (h) | Leased from others (i) | Total in service of respondent (col. (h)&(i)) (j) | Aggregate capacity of units reported in col (j) (see ins 7) (k) | Leased to others (l) | |
| | | | | New units purchased or built (c) | New units leased from others (d) | Rebuilt units acquired and rebuilt units rewritten into property accounts (e) | All other units including reclassification and second hand units purchased or leased from others (f) | | | | | | | |
| | | | | | | | | | | | | | | |
| 1 | | LOCOMOTIVE UNITS | | | | | | | | | | (H.P.) | | 1 |
| 2 | | Diesel-freight units | 58 | | | | | 3 | 5 | 50 | 55 | 173,800 | | 2 |
| 3 | | Diesel-passenger units | 6,282 | 109 | 421 | 17 | 12 | 324 | 3,357 | 3,160 | 6,517 | 23,837,475 | | 3 |
| 4 | | Diesel-multiple purpose units | 514 | | | 14 | 8 | 48 | 452 | 36 | 488 | 793,500 | | 4 |
| 5 | * | Diesel-switching units | 6,854 | 109 | 421 | 31 | 20 | 375 | 3,814 | 3,246 | 7,060 | 24,804,775 | 0 | 5 |
| 6 | * | TOTAL (lines 1 to 4) | | | | | | | | | | | | 6 |
| 7 | * | Electric-locomotives | | | | | | | | | | | | 7 |
| 8 | * | Other self-powered units (steam) | 2 | | | | | | 2 | | 2 | N/A | | 8 |
| 9 | * | TOTAL (lines 5, 6 and 7) | 6,856 | 109 | 421 | 31 | 20 | 375 | 3,816 | 3,246 | 7,062 | 24,804,775 | 0 | 9 |
| | | Auxiliary units | 32 | | | | | | 32 | | 32 | N/A | | 10 |
| 10 | * | TOTAL LOCOMOTIVE UNITS (lines 8 and 9) | 6,888 | 109 | 421 | 31 | 20 | 375 | 3,848 | 3,246 | 7,094 | 24,804,775 | 0 | 10 |

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

| Line No | Cross Check | Type of design of units (a) | Before Jan 1, 1980 (b) | DURING CALENDAR YEAR | | | | | | | | | | | TOTAL (l) | Line No | |
|---------|-------------|---|------------------------------|--|--|--|---|-------------|-------------|-------------|-------------|-------------|--|--|--------------|---------|----|
| | | | | Between Jan 1, 1980 and Dec 31, 1984 (c) | Between Jan 1, 1985 and Dec 31, 1989 (d) | Between Jan 1, 1990 and Dec 31, 1994 (e) | Between Jan. 1, 1995 and Dec 31, 1999 (f) | | | | | | | | | | |
| | | | | | | | | 2000 (g) | 2001 (h) | 2002 (i) | 2003 (j) | 2004 (k) | | | | | |
| 11 | * | Diesel | 1,934 | 837 | 653 | 858 | 1,297 | 451 | 500 | 530 | | | | | | 7,060 | 11 |
| 12 | * | Electric | | | | | | | | | | | | | | | 12 |
| 13 | * | Other self-powered units (steam) | 2 | | | | | | | | | | | | | 2 | 13 |
| 14 | * | TOTAL (lines 11 to 13) | 1,936 | 837 | 653 | 858 | 1,297 | 451 | 500 | 530 | 0 | 0 | | | | 7,062 | 14 |
| 15 | * | Auxiliary units | 4 | 21 | | 3 | 4 | | | | | | | | | 32 | 15 |
| 16 | * | TOTAL LOCOMOTIVE UNITS (lines 14 and 15) | 1,940 | 858 | 653 | 861 | 1,301 | 451 | 500 | 530 | 0 | 0 | | | | 7,094 | 16 |

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

| Line No | Cross Check | Type of design of units (a) | Units in service of respondent at beginning of year (b) | Changes During the Year | | | | | Units retired from service of respondent whether owned or leased or including reclassification (g) | Units at Close of Year | | | | | Line No |
|---------|-------------|---|---|----------------------------------|----------------------------------|---|--|--------------------|--|------------------------|---|---|----------------------|----|---------|
| | | | | Units installed | | | | Owned and used (h) | | Leased from others (i) | Total in service of respondent (col (h)&(i) (j) | Aggregate capacity of units reported in col (j) (see ins 7) (k) | Leased to others (l) | | |
| | | | | New units purchased or built (c) | New units leased from others (d) | Rebuilt units acquired and rebuilt units rewritten into property accounts (e) | All other units including reclassification and second hand units purchased or leased from others (f) | | | | | | | | |
| | | PASSENGER-TRAIN CARS Non-Self-Propelled Coaches (PA,PB, PBO) | 232 | | | | | | 232 | | 232 | | | 17 | |
| 18 | | Combined cars | | | | | | | | | | | | 18 | |
| 19 | | (All class C, except CSB) | | | | | | | | | | | | 19 | |
| 20 | | Parlor cars (PBC,PC,PL,PO) | | | | | | | | | | | | 20 | |
| 21 | | Sleeping cars (PS,PT,PAS,PDS) Dining, grill and tavern cars (All class D, PD) | | | | | | | | | | | | 21 | |
| 22 | | Non-passenger-carrying cars (All Class B,CSB,M,PSA,IA) | | | | | | | | | | | | 22 | |
| 23 | | TOTAL (lines 17 to 22) Self-Propelled | 232 | 0 | 0 | 0 | 0 | 0 | 232 | 0 | 232 | | | 23 | |
| 24 | | Electric passenger cars (EP,ET) | | | | | | | | | | | | 24 | |
| 25 | | Electric combined cars (EC) | | | | | | | | | | | | 25 | |
| 26 | | Internal combustion rail motorcars (ED, EG) | | | | | | | | | | | | 26 | |
| 27 | | Other self-propelled cars (Specify types) | 79 | | | | | | 79 | | 79 | | | 27 | |
| 28 | | TOTAL (lines 24 to 27) | 79 | 0 | 0 | 0 | 0 | 0 | 79 | 0 | 79 | | | 28 | |
| 29 | | TOTAL (lines 23 to 28) COMPANY SERVICE CARS | 311 | 0 | 0 | 0 | 0 | 0 | 311 | 0 | 311 | | | 29 | |
| 30 | | Business car (PV) | 78 | | | | | | 78 | | 78 | | | 30 | |
| 31 | | Board outfit cars (MWX) | 127 | | | | | | 127 | | 127 | | | 31 | |
| 32 | | Derrick and snow removal cars (MWU,MWV,MWW,MWK) | 54 | | | | | | 54 | | 54 | | | 32 | |
| 33 | | Dump and ballast cars (MWB,MWD) | 3,037 | | | | | | 3037 | | 3037 | | | 33 | |
| 34 | | Other maintenance and service equipment cars | 3,320 | | 0 | | | | 3320 | | 3320 | | | 34 | |
| 35 | | TOTAL (lines 30 to 34) | 6,616 | 0 | 0 | 0 | 0 | 0 | 6,616 | | 6,616 | | | 35 | |

710 INVENTORY OF EQUIPMENT - Continued

Instructions for reporting freight-train car data

- 1 Give particulars of each of the various classes of equipment which respondent owned or leased during the year
- 2 In column (d) give the number of units purchased or built in company shops In column (e) give the number of new units leased from others The term "new" means a unit placed in service for the first time on any railroad.
- 3 Units leased to others for a period of one year or more are reportable in column (n) Units temporarily out of respondent's service and rented to others for less than one year are to be included in column (i) Units rented from others for a period less than one year should not be included in column (j)

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

| Line No | Cross Check | Class of equipment and car designations (a) | Units in service of respondent at beginning of year | | Changes during the year | | | | Line No |
|--------------------|-------------|---|---|-------------------|-------------------------------------|--|--|---|---------|
| | | | Time-mileage cars (b) | All others (c) | Units installed | | | All other units including reclassification and second hand units purchased or leased from others (g) | |
| | | | | | New units purchased or built (d) | New or rebuilt units leased from others (e) | Rebuilt units acquired and rebuilt units rewritten into property accounts (f) | | |
| FREIGHT TRAIN CARS | | | | | | | | | |
| 36 | | Plain box cars - 40' (B1__, B2__) | 1 | | | | | | 36 |
| 37 | | Plain box cars - 50' longer (B3_0-7 B4_0-7, B5__, B6__, B7__, B8__) | 100 | | | | | | 37 |
| 38 | | Equipped box cars (All Code A, Except A_5_) | 15,460 | | | | | 1,012 | 38 |
| 39 | | Plain gondola cars (All Codes, G & J__1,J__2,J__3,J__4) | 3,091 | | | | | 563 | 39 |
| 40 | | Equipped gondola cars (All Code E) | 12,340 | | | | | 140 | 40 |
| 41 | | Covered hopper cars (C__1, C__2, C__3, C__4) | 33,901 | | | | | 297 | 41 |
| 42 | | Open top hopper cars—general service (All Code H) | 14,962 | | | | | 200 | 42 |
| 43 | | Open top hopper cars—special service (J__0,J__5 J__6, J__7, J__8, J__9, and K) | 2,240 | | | | | 345 | 43 |
| 44 | | Refrigerator cars -- mechanical (R_5_, R_6_, R_7_, R_8_, R_9_) | 4,816 | | | | | 390 | 44 |
| 45 | | Refrigerator cars -- non-mechanical (R_0_, R_1_, R_2_) | 3,738 | | | | | | 45 |
| 46 | | Flat cars -- TOFC/COFC (All Code P, Q and S, Except Q8__) | 251 | | | | | 533 | 46 |
| 47 | | Flat cars -- multi-level (All Code V) | 1,796 | | | | | 100 | 47 |
| 48 | | Flat cars -- general service (F10_, F20_, F30_) | 140 | | | | | | 48 |
| 49 | | Flat cars -- other (F_1_, F_2_, F_3_, F_4_, F_5_, F_6_) (F_8_, F40_) | 3,861 | | | | | 243 | 49 |
| 50 | | Tank cars -- under 22,000 gallons (T__0, T__1, T__2, T__3, T__4, T__5) | 17 | | | | | | 50 |
| 51 | | Tank cars -- 22,000 gallons and over (T__6, T__7, T__8, T__9) | 47 | | | | | | 51 |
| 52 | | All other freight cars (A_5_, F_7_, All Code L and Q8__) | 79 | | | | | | 52 |
| 53 | | TOTAL (lines 36 to 52) | 96,840 | 0 | 0 | 0 | 0 | 3,823 | 53 |
| 54 | | Caboose (All Code M-930) | N/A | 7 | | | | | 54 |
| 55 | | TOTAL (lines 53 and 54) | 96,840 | 7 | 0 | 0 | 0 | 3,823 | 55 |

710. INVENTORY OF EQUIPMENT - Continued

- 4 Column (m) should show aggregate capacity for all units reported in columns (k) and (l), as follows For freight-train cars, report the nominal capacity (in tons of 2,000 lbs) as provided for in Rule 86 of the AAR Code of Rules Governing Cars in Interchange Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to carry customarily
- 5 Time-mileage cars refers to freight cars, other than cabooses, owned or held under lease arrangement, whose interline rental is settled on a per diem and line haul mileage basis under "Code of Car Hire Rules" or would be so settled if used by another railroad

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

| Line No | Changes during the year (concluded) Units retired from service respondent whether owned or leased, including reclassification (h) | Units at Close of Year | | | | | | Line No |
|---------|---|------------------------|------------------------|--|---------------|--|----------------------|---------|
| | | Owned and used (i) | Leased from others (j) | Total in service of respondent col (i) & (j) | | Aggregate capacity of units reported in cols (k) & (l) (see ins 4) (m) | Leased to others (n) | |
| | | | | Time-mileage cars (k) | All other (l) | | | |
| 36 | 1 | 0 | 0 | 0 | | 0 | | 36 |
| 37 | 37 | 55 | 8 | 63 | | 5,008 | | 37 |
| 38 | 1,495 | 13,004 | 1,973 | 14,977 | | 1,233,804 | | 38 |
| 39 | 214 | 1,288 | 2,152 | 3,440 | | 398,277 | | 39 |
| 40 | 1,127 | 9,551 | 1,802 | 11,353 | | 1,117,720 | | 40 |
| 41 | 3,596 | 19,931 | 10,671 | 30,602 | | 3,152,079 | | 41 |
| 42 | 1,329 | 10,301 | 3,532 | 13,833 | | 1,404,603 | | 42 |
| 43 | 527 | 1,529 | 529 | 2,058 | | 203,622 | | 43 |
| 44 | 143 | 3,223 | 1,840 | 5,063 | | 356,135 | | 44 |
| 45 | 429 | 2,844 | 465 | 3,309 | | 244,069 | | 45 |
| 46 | 170 | 190 | 424 | 614 | | 168,981 | | 46 |
| 47 | 198 | 1,315 | 383 | 1,698 | | 65,778 | | 47 |
| 48 | 61 | 79 | 0 | 79 | | 6,285 | | 48 |
| 49 | 385 | 3,035 | 684 | 3,719 | | 357,410 | | 49 |
| 50 | 0 | 17 | 0 | 17 | | 1,820 | | 50 |
| 51 | 0 | 47 | 0 | 47 | | 4,522 | | 51 |
| 52 | 74 | 5 | 0 | 5 | | 2,261 | | 52 |
| 53 | 9,786 | 66,414 | 24,463 | 90,877 | 0 | 8,722,374 | 0 | 53 |
| 54 | | 7 | 0 | N/A | 7 | N/A | | 54 |
| 55 | 9,786 | 66,421 | 24,463 | 90,877 | 7 | 8,722,374 | 0 | 55 |

710. INVENTORY OF EQUIPMENT - Continued

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

| Line No. | Cross Check | Class of equipment and car designations (a) | Units in service of respondent at beginning of year | | Changes during the year | | | | Line No. |
|----------|-------------|---|---|-------------------|-------------------------------------|-------------------------------------|--|---|----------|
| | | | Per diem (b) | All others (c) | Units installed | | | | |
| | | | | | New units purchased or built (d) | New units leased from others (e) | Rebuilt units acquired and rebuilt units rewritten into property accounts (f) | All other units including reclassification and second hand units purchased or leased from others (g) | |
| 56 | | FLOATING EQUIPMENT Self-propelled vessels (Tugboats, car ferries, etc.) | | | | | | | 56 |
| 57 | | Non-self-propelled vessels (Car floats, lighters, etc) | | | | | | | 57 |
| 58 | | TOTAL (lines 56 and 57) | | | | | | | 58 |
| 59 | | HIGHWAY REVENUE EQUIPMENT Chassis Z1__, Z67__, Z68__, Z69__ | 20,410 | | | | | | 59 |
| 60 | | Dry van U2__, Z__, Z6__, 1-6 | | | | | | | 60 |
| 61 | | Flat bed U3__, Z3__ | 0 | | | | | | 61 |
| 62 | | Open bed U4__, Z4__ | | | | | | | 62 |
| 63 | | Mechanical refrigerator U5__, Z5__ | | | | | | | 63 |
| 64 | | Bulk hopper U0__, Z0__ | | | | | | | 64 |
| 65 | | Insulated U7__, Z7__ | | | | | | | 65 |
| 66 | | Tank Z0__, U6__ (See Note) | | | | | | | 66 |
| 67 | | Other trailer and container (Special equipped dry van U9__,Z8__,Z9__) | 21,789 | | | | | | 67 |
| 68 | | Tractor | | | | | | | 68 |
| 69 | | Truck | | | | | | | 69 |
| 70 | | TOTAL (lines 59 and 69) | 42,199 | | 0 | 0 | 0 | 0 | 70 |

NOTES AND REMARKS

Note: Line 66 (Tank) must have fitting code "CN" to qualify as a tank otherwise it is a bulk hopper

710 INVENTORY OF EQUIPMENT - Concluded

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

| Line No | Cross Check | Changes during the year (Concluded) | Units at Close of Year | | | | | | Line No |
|---------|-------------|---|------------------------|------------------------------|---|------------------|--|-------------------------|---------|
| | | Units retired from service of respondent whether owned or leased, including reclassification (h) | Owned and used (i) | Leased from others (j) | Total in service of respondent (col (i) & (j)) | | Aggregate capacity of units reported in cols (k) & (l) (see ins 4) (m) | Leased to others (n) | |
| | | | | | Per diem (k) | All other (l) | | | |
| 56 | | | | | | | | | 56 |
| 57 | | | | | | | | | 57 |
| 58 | | | | | | | | | 58 |
| 59 | | | 20,410 | 0 | 20,410 | | | | 59 |
| 60 | | | | | | | | | 60 |
| 61 | | | | 0 | 0 | | | | 61 |
| 62 | | | | | | | | | 62 |
| 63 | | | | | | | | | 63 |
| 64 | | | | | | | | | 64 |
| 65 | | | | | | | | | 65 |
| 66 | | | | | | | | | 66 |
| 67 | | | 1,275 | 20,514 | 21,789 | | | | 67 |
| 68 | | | | | | | | | 68 |
| 69 | | | | | | | | | 69 |
| 70 | | 0 | 21,685 | 20,514 | 42,199 | | | | 70 |

NOTES AND REMARKS

710S UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR
(Dollars in Thousands)

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) including units acquired through capitalized leases (L).
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. Cars should be identified as to special construction or service characteristics, such as aluminum-covered hopper car (LO), steel boxcars-special service (XAP), etc. For TOFC/COFC show type of equipment as enumerated in Schedule 710.
3. In column (c) show the total weight in tons of 2,000 pounds. The weight of the equipment acquired should be the weight empty.
4. The cost should be the complete cost as entered on the ledger, including foreign line freight charges and handling charges.
5. Data for this schedule should be confined to the units reported in Schedule 710, columns (c) and (e) for locomotive units, passenger-train cars and company service cars and 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 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.

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) | Line No |
|---------|---------------------------|------------------------|-------------------------------|----------------------|--|-----------|
| 1 | LOCOMOTIVES | | | | | 1 |
| 2 | Diesel Road Freight | | | | | 2 |
| 3 | 6000 HP C60AC | 25 | 5,250 | \$49,631,403 | | 3 |
| 4 | 4390 HP C44AC | 55 | 11,413 | 74 445,242 | | 4 |
| 5 | | | | | | 5 |
| 6 | | | | | | 6 |
| 7 | | | | | | 7 |
| 8 | | | | | | 8 |
| 9 | | | | | | 9 |
| 10 | WORK EQUIPMENT | | | | | 10 |
| 11 | IN TRACK WELDING MACHINE | 1 | 72 | 2,234,475 | | 11 |
| 12 | | | | | | 12 |
| 13 | | | | | | 13 |
| 14 | | | | | | 14 |
| 15 | | | | | | 15 |
| 16 | | | | | | 16 |
| 17 | 1/ 2/ TOTAL | 81 | N/A | \$126,311,120 | | 17 |

REBUILT UNITS

| | | | | | | |
|----|--------------------------|------------|------------|----------------------|------------|-----------|
| 18 | LOCOMOTIVES | | | | | 18 |
| 19 | GP 38 2 | 68 | 4,630 | 19,532,894 | | 19 |
| 20 | | | | | | 20 |
| 21 | | | | | | 21 |
| 22 | | | | | | 22 |
| 23 | | | | | | 23 |
| 24 | | | | | | 24 |
| 25 | | | | | | 25 |
| 26 | | | | | | 26 |
| 27 | | | | | | 27 |
| 28 | | | | | | 28 |
| 29 | | | | | | 29 |
| 30 | | | | | | 30 |
| 31 | | | | | | 31 |
| 32 | | | | | | 32 |
| 33 | | | | | | 33 |
| 34 | | | | | | 34 |
| 35 | | | | | | 35 |
| 36 | | | | | | 36 |
| 37 | | | | | | 37 |
| 38 | | | | | | 38 |
| 39 | | | | | | 39 |
| 40 | | | | | | 40 |
| 41 | 1/ 2/ TOTAL | 68 | N/A | \$19,532,894 | | 41 |
| 42 | | | | | | 42 |
| 43 | 1/ 2/ GRAND TOTAL | 149 | N/A | \$145,844,014 | N/A | 43 |

1/ 2/ See note on Page 76

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720, 721, 723, AND 726

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

Track category (1)

- A - Freight density of 20 million or more gross ton miles per track mile per year (include passing tracks, turnouts and crossovers).
 B - Freight density of less than 20 million gross ton miles per track mile per year, but at least 5 million (include passing tracks, turnouts and crossovers)
 C - Freight density of less 5 million gross ton miles per track mile per year, but at least 1 million (include passing tracks, turnouts and crossovers).
 D - Freight density of less 1 million gross ton miles per track mile per year (include passing tracks, turnouts and crossovers).
 E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in category A, B, C, D, F, and Potential abandonments, as appropriate.)
 F - Track over which any passenger service is provided (other than potential abandonments) Mileage should be included within track categories A through E unless it is dedicated entirely to passenger service, category F.

Potential abandonments -- Route segments identified by railroads as potentially subject to abandonment as required by Section 10903 of the ICC Termination Act of 1995.

2. This schedule should include all class 1, 2, 3, or 4 track from Schedule 700 that is maintained by the respondent (class 5 is assumed to be maintained by others).
 3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.
 4. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions

| Line No. | Track category (a) | Mileage of tracks at end of period (whole numbers) (b) | Average annual traffic density in millions of gross ton-miles per track-mile* (use two decimal places) (c) | Average running speed limit (use two decimal places) (d) | Track miles under slow orders at end of period (e) | |
|----------|------------------------|--|--|--|--|---|
| 1 | A | 19,909 | 63.82 | N/A | 974 | 1 |
| 2 | B | 7,950 | 11.13 | N/A | 677 | 2 |
| 3 | C | 3,252 | 2.45 | N/A | 543 | 3 |
| 4 | D | 5,059 | 0.17 | N/A | 36 | 4 |
| 5 | E | 11,214 | XXXXXXX | XXXXXXX | XXXXXXX | 5 |
| 6 | TOTAL | 47,384 | 30.92 | | 2,230 | 6 |
| 7 | F | 6,151 | XXXXXXX | XXXXXXX | XXXXXXX | 7 |
| 8 | Potential abandonments | 320 | | | | 8 |

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

N/A - Information is not available.

721 TIES LAID IN REPLACEMENT

1. Furnish the requested information concerning ties laid in replacement
2. In column (j), report the total board feet of switch and bridge ties laid in replacement.
3. The term "spot maintenance" in column (k) means repairs to track components during routing inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "Percent of spot maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.
4. In No. 9, the average cost per tie should include 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 treating 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.

| Line No. | Track category (a) | Number of cross-ties laid in replacement | | | | | | | | | | Switch and bridge ties (board feed) (j) | Cross-ties switch and bridge ties Percent of spot maintenance (k) | Line No. |
|----------|---|--|---------------|--------------|-----------|------------------|---------------|-----------|-----------|-----------|-----|---|---|----------|
| | | New ties | | | | Second-hand ties | | | | | | | | |
| | | Wooden | | Concrete (d) | Other (e) | Wooden | | Total (i) | | | | | | |
| | | Treated (b) | Untreated (c) | | | Treated (f) | Untreated (g) | | | | | | | |
| | | | | | | | | | Other (h) | | | | | |
| 1 | A | 2,258,654 | | 244,520 | 6,960 | 1,088 | | 1,762 | 2,512,984 | 2,015,400 | N/A | 1 | | |
| 2 | B | 857,520 | | 142 | 20,810 | | | 25,696 | 904,168 | 1,113,555 | | 2 | | |
| 3 | C | 157,011 | | 26 | 3,810 | | | 4,705 | 165,552 | 203,890 | | 3 | | |
| 4 | D | 193,244 | | 32 | 4,690 | | | 5,790 | 203,756 | 250,942 | | 4 | | |
| 5 | E | 613,650 | | 913 | 14,500 | | | 21,139 | 650,202 | 4,641,502 | | 5 | | |
| 6 | TOTAL | 4,080,079 | | 245,633 | 50,770 | 1,088 | | 59,092 | 4,436,662 | 8,225,289 | | 6 | | |
| 7 | F | | | | | | | | | | | 7 | | |
| 8 | Potential abandonment | | | | | | | | | | | 8 | | |
| 9 | Average cost per cross-ties \$31.90 and switches (MBM) \$748.77 | | | | | | | | | | | 9 | | |

** Concrete and steel switch ties are not included in column (j). In lieu of board measure, number of steel switch ties was 881 at an average cost of \$83.97. The number of concrete switch ties was 126 at an average cost of \$284.68.

N/A - Information is not available.

722 TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS
(Dollars in Thousands)

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

In column (a) classify the ties as follows

U - Wooden ties untreated when applied.

T - Wooden ties treated before application

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

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

In columns (d) and (g) show 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 yard in the case of treated ties, also show 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

| Line No | Class of ties (a) | CROSSTIES | | | SWITCH AND BRIDGE TIES | | | Remarks (h) | Line No |
|---------|--|----------------------------------|--------------------------|--|---|---|---|--|---------|
| | | 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 | 33,184 | \$35 04 | \$1,163 | 98,325 | \$1,165 35 | \$115 | New | 1 |
| 2 | T | 320 | 16 94 | 5 | | | | Secondhand | 2 |
| 3 | S | 63,834 | 36 74 | 2,345 | | | | Concrete | 3 |
| 4 | S | | | | 1,768 | 284 84 | 504 | Concrete - Reported per tie in lieu of board measure | 4 |
| 5 | S | | | | | | | Steel | 5 |
| 6 | S | | | | | | | Steel - Reported per tie in lieu of board measure | 6 |
| 7 | | | | | | | | | 7 |
| 8 | | | | | | | | | 8 |
| 9 | | | | | | | | | 9 |
| 10 | | | | | | | | | 10 |
| 11 | | | | | | | | | 11 |
| 12 | | | | | | | | | 12 |
| 13 | | | | | | | | | 13 |
| 14 | | | | | | | | | 14 |
| 15 | | | | | | | | | 15 |
| 16 | | | | | | | | | 16 |
| 17 | | | | | | | | | 17 |
| 18 | | | | | | | | | 18 |
| 19 | | | | | | | | | 19 |
| 20 | TOTAL | 97,338 | | \$3,513 | N/M | | \$619 | | 20 |
| 21 | Number of miles of new running tracks, crossovers, etc., in which ties were laid | | | | | | | | |
| 22 | Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid | | | | | | | | |
| | N/A | | | | | | | | |
| | N/A | | | | | | | | |

723. RAILS LAID IN REPLACEMENT

1. Furnish the requested information concerning rails laid in replacement.
2. The term "spot maintenance" in column (h) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "Percent of spot maintenance" refers to the percentage of total rails laid in replacement considered to be spot maintenance
3. In line 9, the average cost of new and relay rail 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 rails should not be included in this schedule.

| Line No. | Track category (a) | Miles of rail laid in replacement (rail miles) | | | | | Total | | Percent of spot maintenance (h) | Line No. |
|----------|--|--|-----------------|------------------|-----------------|-----------------|------------------|-----------------|---------------------------------|----------|
| | | New rail | | Relay rail | | Bolted rail (e) | Weilded rail (f) | Bolted rail (g) | | |
| | | Weilded rail (b) | Bolted rail (c) | Weilded rail (d) | Bolted rail (e) | | | | | |
| 1 | A | 992.50 | 3.47 | | 28.78 | 0.42 | 1,021.28 | 3.89 | N/A | 1 |
| 2 | B | 342.83 | 2.75 | | 237.53 | 1.92 | 580.36 | 4.67 | N/A | 2 |
| 3 | C | 102.86 | 0.84 | | 71.26 | 0.58 | 174.12 | 1.42 | N/A | 3 |
| 4 | D | 44.08 | 0.36 | | 30.54 | 0.25 | 74.62 | 0.61 | N/A | 4 |
| 5 | E | 9.27 | 6.95 | | 270.60 | 4.28 | 279.87 | 11.23 | N/A | 5 |
| 6 | TOTAL | 1,491.54 | 14.37 | | 638.71 | 7.45 | 2,130.25 | 21.82 | N/A | 6 |
| 7 | F | | | | | | | | N/A | 7 |
| 8 | Potential abandonment | | | | | | | | N/A | 8 |
| 9 | Average cost of new and relay rail laid in replacement per gross ton | | | New | | \$534 | Relay | \$195 | | 9 |

N/A - Information is not available.

724 RAILS LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS
(Dollars in Thousands)

1 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

2 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 should be counted as one

3 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, as well as train service in connection with the distribution of the rail should not be included in this schedule.

| Line No | Class of rail (a) | RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC | | | | RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY AND OTHER SWITCHING TRACKS | | | | Line No | |
|---------|---|--|---------------------------------|--|---------------------------------------|--|---------------------------------|--|---------------------------------------|---------|----|
| | | Weight of rail | | Total cost of rail applied in running tracks passing tracks, cross-overs, etc. during year (d) | Average cost per ton (2,000 lbs.) (e) | Weight of rail | | Total cost of rail applied in yard station, team, industry, and other switching tracks during year (h) | Average cost per ton (2,000 lbs.) (i) | | |
| | | Pounds per yard of rail (b) | Number of tons (2,000 lbs.) (c) | | | Pounds per yard of rail (f) | Number of tons (2,000 lbs.) (g) | | | | |
| 1 | 2 | 133 | 288 | \$147 | \$511 | 133 | 537 | \$253 | \$472 | 1 | |
| 2 | 2 | 115 | 8 | 4 | 566 | 115 | 5 | 3 | 563 | 2 | |
| 3 | 2 | 141 | 6,274 | 3,521 | 561 | | | | | 3 | |
| 4 | | | | | | | | | | 4 | |
| 5 | 4 | | | | | 115 | 8 | 1 | 134 | 5 | |
| 6 | 4 | 133 | 188 | 36 | 189 | 133 | 766 | 146 | 190 | 6 | |
| 7 | 4 | | | | | 136 | 636 | 123 | 193 | 7 | |
| 8 | 4 | | | | | 131 | 107 | 21 | 198 | 8 | |
| 9 | | | | | | | | | | 9 | |
| 10 | | | | | | | | | | 10 | |
| 11 | | | | | | | | | | 11 | |
| 12 | | | | | | | | | | 12 | |
| 13 | | | | | | | | | | 13 | |
| 14 | | | | | | | | | | 14 | |
| 15 | | | | | | | | | | 15 | |
| 16 | | | | | | | | | | 16 | |
| 17 | | | | | | | | | | 17 | |
| 18 | | | | | | | | | | 18 | |
| 19 | | | | | | | | | | 19 | |
| 20 | | | | | | | | | | 20 | |
| 21 | | | | | | | | | | 21 | |
| 22 | | | | | | | | | | 22 | |
| 23 | | | | | | | | | | 23 | |
| 24 | | | | | | | | | | 24 | |
| 25 | | | | | | | | | | 25 | |
| 26 | | | | | | | | | | 26 | |
| 27 | | | | | | | | | | 27 | |
| 28 | | | | | | | | | | 28 | |
| 29 | | | | | | | | | | 29 | |
| 30 | | | | | | | | | | 30 | |
| 31 | | | | | | | | | | 31 | |
| 32 | | | | | | | | | | 32 | |
| 33 | TOTAL | N/A | 6,758 | \$3,708 | | N/A | 2,059 | \$547 | | 33 | |
| 34 | Number of miles new running tracks passing tracks cross-over, etc. in which rails were laid | | | | | | | | | | 34 |
| 35 | Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid | | | | | | | | | | 35 |
| 36 | Track-miles of welded rail installed on system this year N/A, total to date N/A | | | | | | | | | | 36 |

725 WEIGHT OF RAIL

Give the particulars called for below concerning the road and track operated by the respondent at the close of the year. Only the respondent's proportion of jointly-owned mileage should be included. Under "Weight of rail," the various weights of rails should be given. Road and track occupied under trackage right or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

| Line No. | Weight of rails per yard (a) | Line-haul companies (miles of main track) (b) | Switching and terminal companies (miles of all tracks) (c) | Remarks (d) | Line No. |
|----------|---------------------------------|--|--|----------------|----------|
| | Pounds | | | | |
| 1 | | | | | 1 |
| 2 | 141 | 521 | | | 2 |
| 3 | 140 | 12 | | | 3 |
| 4 | 136 | 8,560 | | | 4 |
| 5 | 133 | 11,469 | | | 5 |
| 6 | 132 | 1,344 | | | 6 |
| 7 | 131 | 632 | | | 7 |
| 8 | 130 | 17 | | | 8 |
| 9 | 128 | 9 | | | 9 |
| 10 | 127 | 7 | | | 10 |
| 11 | 122 | 5 | | | 11 |
| 12 | 119 | 1,772 | | | 12 |
| 13 | 115 | 3,417 | | | 13 |
| 14 | 113 | 802 | | | 14 |
| 15 | 112 | 2,821 | | | 15 |
| 16 | 110 | 107 | | | 16 |
| 17 | 106 | 7 | | | 17 |
| 18 | 100 | 186 | | | 18 |
| 19 | 90 | 223 | | | 19 |
| 20 | 85 | 51 | | | 20 |
| 21 | 80 | 0 | | | 21 |
| 22 | 75 | 9 | | | 22 |
| 23 | 72 | 0 | | | 23 |
| 24 | 70 | 0 | | | 24 |
| 25 | 65 | 0 | | | 25 |
| 26 | 60 | 0 | | | 26 |
| 27 | Under 60 | 0 | | | 27 |
| 28 | | | | | 28 |
| 29 | TOTAL | 31,971 | | | 29 |
| 30 | | | | | 30 |
| 31 | | | | | 31 |
| 32 | | | | | 32 |
| 33 | | | | | 33 |
| 34 | | | | | 34 |
| 35 | | | | | 35 |
| 36 | | | | | 36 |
| 37 | | | | | 37 |
| 38 | | | | | 38 |
| 39 | | | | | 39 |
| 40 | | | | | 40 |
| 41 | | | | | 41 |
| 42 | | | | | 42 |
| 43 | | | | | 43 |
| 44 | | | | | 44 |
| 45 | | | | | 45 |
| 46 | | | | | 46 |

726. SUMMARY OF TRACK REPLACEMENTS

1. Furnish the requested information concerning the summary of track replacements.
 2 In columns (d), (e), (g), and (i) give the percentage of replacements to units of property in each track category at year end.

| Line No. | Track category (a) | Ties | | | | | Rail | | Ballast | Track surfacing | | Line No. |
|----------|------------------------|-------------------------|---|------------------|---|---|----------------------|-----------------------------------|---------|--------------------|----------------------|----------|
| | | Number of ties replaced | | Percent replaced | | Miles of rail replaced (rail-miles) (f) | Percent replaced (g) | Cubic yards of ballast placed (h) | | Miles surfaced (i) | Percent surfaced (j) | |
| | | Crossities (b) | Switch and bridge ties (board feet) (c) | Crossities (d) | Switch and bridge ties (board feet) (e) | | | | | | | |
| 1 | A | 2,512,984 | 2,015,400 | 4.8% | N/A | 1,025.17 | 2.6% | 2,842,282 | 4,818 | 24.4% | 1 | |
| 2 | B | 904,168 | 1,113,555 | 4.3% | N/A | 585.03 | 3.7% | 927,577 | 1,631 | 20.7% | 2 | |
| 3 | C | 165,552 | 203,890 | 1.9% | N/A | 175.54 | 2.7% | 118,394 | 213 | 606.0% | 3 | |
| 4 | D | 203,756 | 250,942 | 1.5% | N/A | 75.23 | 70.0% | 280,125 | 719 | 14.3% | 4 | |
| 5 | E | 650,202 | 4,641,502 | 2.2% | N/A | 291.10 | 1.3% | 74,479 | 318 | 2.8% | 5 | |
| 6 | TOTAL | 4,436,662 | 8,225,289 | 3.6% | N/A | 2,152.07 | 2.3% | 4,242,857 | 7,699 | 16.3% | 6 | |
| 7 | F | | | | | | | | | | 7 | |
| 8 | Potential abandonments | | | | | | | | | | 8 | |

750. CONSUMPTION OF DIESEL FUEL
(Dollars in Thousands)

| LOCOMOTIVES | | | | |
|-------------|--------------------------------|--------|--------------------------|----------|
| Line No | Kind of locomotive service (a) | Diesel | | Line No. |
| | | | Diesel oil (gallons) (b) | |
| 1 | Freight | | 1,176,963,998 | 1 |
| 2 | Passenger | | 10,183,073 | 2 |
| 3 | Yard switching | | 137,902,327 | 3 |
| 4 | TOTAL | | 1,325,049,398 | 4 |
| 5 | COST OF FUEL \$(000) | | \$962,750 | 5 |
| 6 | Work Train | | 4,749,471 | 6 |

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755

Unit Train, Way Train and Through Train data under Items 2, 3, 4, 6, and 12 shall be obtained from conductor's wheel reports (freight) or similar records. Unit train service is a specialized scheduled shuttle type service in equipment (Railroad or privately owned) dedicated to such service, moving between origin and destination. The applicable tariffs and/or contracts generally require that a specific minimum tonnage or quantity of carloads be tendered as a unit for shipment on one bill of lading or other shipping document in a solid train for movement between origin and destination. Such tariffs and/or contracts generally contain restricted detention provisions and are subject to time-volume requirements which reflect the approximate capacity of the unit trains for the stated period. Way Trains are defined as trains operated primarily to gather and distribute cars in road service and move them between way stations or way points. Through Trains are those trains operated between two or more major concentration or distribution points. Do not include Unit Train statistics in Way and Through Train statistics. A Work Train is a train operated solely or preponderantly for the purpose of transporting company freight, work equipment or company employees. Statistics for Work Trains should be reported under Item 11 only. Statistics related to company equipment, company employees and company freight moving in transportation trains are not to be reported in Item 11, but are to be reported in Items 4-17, 6-04, 7-02, and 8-04 and 8-05 as instructed in Notes I, K, and L.

(A) Report miles of road operated at close of year excluding industrial tracks, yard tracks, and sidings.

(B) A train-mile is the movement of a train a distance of 1 mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions considered as 1 mile. Train Miles -- Running shall be based on the actual distance run between terminals and/or stations and shall be computed from the official time tables or distance tables. Train-miles shall not be increased to cover the running of locomotives from shops to terminals, doubling hills, switching, or other work at way stations, or for the service of helper or pusher locomotives or of extra locomotives on double-head or triple-head trains. When the carrier's trains are detoured over foreign roads, the miles shall be computed on the basis of the miles actually run and in accordance with the service performed. Train-miles shall be kept separately for trains hauled by locomotives and trains moved by motorcars.

(C) A motorcar is a self-propelled unit of equipment designed to carry freight or passenger traffic and is not considered a locomotive.

(D) A locomotive is a self-propelled unit of equipment designed solely for moving other equipment. A locomotive unit-mile is a movement of a locomotive unit a distance of 1 mile under its own power. Include miles made by all locomotive units. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.

(E) All locomotives units-miles in road service shall be based on the actual distance run between terminals and/or stations. Follow instructions (B) regarding fractions and official time tables for computing locomotive-units.

(F) Train switching locomotive-miles shall be computed at the rate of 6 miles per hour for the time actually engaged in such service. Include miles allowed train locomotives for performing switching service at terminals and way stations.

(G) Yard switching locomotive-miles shall be computed at the rate of 6 miles per hour for the time actually engaged in yard switching service. Include miles allowed to yard locomotives for switching service in yards where regular switching service is maintained and in terminal switching and transfer service.

(H) Use car designations shown in Schedule 710. Under Railroad Owned and Leased Cars, Items 4-01 and 4-11, report both foreign cars and respondents' own cars while on the line of the respondent railroad. In Items 4-13 and 4-15, report the private-line categories, miles for private lien cars (whether or not under railroad control) and shipper-owned cars. A car-mile is a movement of a unit of car equipment a distance of 1 mile. Report miles made by flatcars carrying loaded highway trailers or empty highway trailers moving under revenue billings as loaded freight car-miles and miles made by flatcars carrying other empty highway trailers as empty freight car-miles. Exclude miles made by motorcars and report miles made by business car or other than reporting carrier as sleeping car-miles in Item 5-03. Report mail, express baggage cars and combination cars other than 5-02 combination cars, in Item 5-05.

(I) Exclude from Item 4-01, 4-11, 4-13, and 4-15 car-miles of work equipment, cars carrying company freight and no-payment cars moving in transportation trains. Include such car-miles in Item 4-17, 4-18, and 4-19. No payment car-miles are miles made by private-line cars (other than railroad controlled) and shipper-owned cars for which the railroad does not reimburse the owner on a loaded and/or empty mile basis. If the payment for the loaded miles includes the empty miles, the loaded and empty miles should not be considered no-payment car miles.

(J) Report miles actually run by passenger-train cars in transportation service. Passenger-train car-miles include miles run by coaches and cars in which passengers are carried at regular tariff fares without extra charge for space occupied, miles run by combination passenger and baggage, passenger and mail, passenger and express, miles run by sleeping, parlor and other cars for which an extra fare is charged, miles run by dining, cafe, and other cars devoted exclusively to the serving of meals and other refreshments and by club, lounge, and observation cars; and miles run by other passenger-train cars where services are combined such as baggage, express and mail.

(K) From conductors' or dispatchers' train reports or other appropriate source, compute weight in tons (2,000 pounds). Item 6-01 includes weight of all locomotive units moved 1 mile in transportation trains. Ton-miles of motorcars should be excluded. Items 6-02 and 6-03 represent tons behind locomotive units (cars and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Non-revenue gross ton-miles in transportation trains include work equipment and cars carrying company freight (and other contents). Use 150 lbs. as the average weight per passenger, and 4 tons as the average weight of contents of each head-end car.

(L) From conductors' train reports or other appropriate source, compute ton-miles of freight. Ton-miles represent the number of tons of revenue and non-revenue freight moved one mile in transportation train. Include net ton-miles in motorcar trains. Exclude 1 c 1 shipment of freight handled in mixed baggage express cars. Total Ton-Miles Revenue Freight should correspond to the Ton-Miles reported on Form CBS.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755 - Concluded

(M) Road service represents elapsed time of transportation trains (both ordinary and light) between the time of leaving the initial terminals and the time at the final terminals, including trains switching at way stations and delays on road as shown by conductors' or dispatchers' train reports. Include time of motorcar service performed by train locomotives at terminals and way stations. Report in Item 9-02 train switching hours included in Item 9-01. Train switching is the time spent by the train while performing switching service at terminals and way stations where no regular yard service is maintained. A train hour is independent of the number of locomotives in the train.

(N) Yard switching hours are hours expended in switching service performed by yard crews in yards where regular switching service is maintained, including switching and transfer service in connection with the transportation of revenue and incidentally of company freight. Hours in yard switching are independent of the number of locomotives used.

(O) Work-train miles inside the miles run by trains engaged in company service such as official inspection, inspection trains for railway Commissioners for which no revenue is received, trains running special with fire apparatus to save carrier's property from destruction, trains run for transporting the carrier's employees to and from work when no transportation charge is made, wrecking trains, trains run solely for the purpose of transporting company material, trains run for distributing material and supplies for use in connection with operations, and all other trains used in work-train services. Exclude miles run by locomotives while engaged incidentally in switching company materials in company shops or material yards in connection with regular yard switching service or in switching equipment for repairs between yards and shops.

(P) The number of loaded freight cars shall be obtained from the conductors' wheel report and shall be the sum of all loaded cars handled by each train. For example, if a car moves loaded (1) in a way train from the origination points, (2) in two through trains, and (3) in a way train to the destination point, the total count of loaded cars would be four: two counts for the movements in the way trains and two counts for the movements in through trains. Therefore, each car originated or received from a connecting carrier receives an initial count, plus one count for each subsequent physical transfer between trains on respondent lines. No additional count is given because of crew change or changes in track identification number unless there is a physical transfer of the car between trains. Each car moving under revenue billing shall be considered as a loaded car.

(Q) Report vehicle (TOFC trailers/containers, automobiles and trucks) loaded and unloaded to and from TOFC and multiple level freight cars when the work is performed at the railroad's expense.

(R) Report the number of loaded revenue trailers/containers picked up, plus revenue trailers/containers delivered in TOFC/COFC and in highway interchange service, when the work is performed at the railroad's expense. (Performed at railroad's expense means that railroad employees perform the service or that the railroad hires a subsidiary or outside contractor to perform the service.) Do not include those trailers/containers which are picked up or delivered by a shipper or motor carrier, etc., when a tariff provision requires the shipper-motor carrier, etc., and not the railroad to perform that service. Note: The count should reflect the trailers/containers for which expenses is reported in Schedule 417, Line 2, Column (b).

(S) Report under Marine Terminals, Item 16, the tons loaded onto and unloaded from marine vessels at the expense of the reporting railroad.

(T) Report the total number of foreign railroad cars on line at the end of the year (except surplus cars, see below). Foreign railroad cars refer to freight cars owned by other railroads whose interline rental is settled on time (by hour) and actual line-haul mileage charges under the Code of Car Hire Rules.

Carriers will be governed by local conditions in determining whether a car at an interchange point should be considered "on line." Unserviceable cars include cars on repair tracks undergoing or awaiting repairs. They include cars on repair tracks repaired and awaiting switching, cars on repair tracks undergoing or awaiting repairs switching, cars awaiting movement to repair tracks held in train yard (excluding cars which are to be repaired in train yard without loss of time), car moving empty in trains en route to shop, and cars stored awaiting disposition.

Surplus cars are cars which are in serviceable condition for loading on the last day of the year, but have not been placed for loading within 48 hours. This count can be an annual average based on weekly count of cars that have not been placed for loading within 48 hours.

755. RAILROAD OPERATING STATISTICS

| Line No. | Cross Check | Item description (a) | Freight train (b) | (2) Passenger train (c) | Line No. |
|----------|-------------|--|----------------------|-------------------------------|----------|
| 1 | | 1. Miles of Road Operated (A) | 33,141 | | 1 |
| 2 | | 2. Train Miles - Running (B) | | | |
| 2 | | 2-01 Unit Trains | 43,692,680 | XXXXXX | 2 |
| 3 | | 2-02 Way Trains | 7,853,644 | XXXXXX | 3 |
| 4 | | 2-03 Through Trains | 109,454,801 | 0 | 4 |
| 5 | | 2-04 TOTAL TRAIN MILES (lines 2-4) | 161,001,125 | 0 | 5 |
| 6 | | 2-05 Motorcars (C) | 0 | 0 | 6 |
| 7 | | 2-07 TOTAL ALL TRAINS (lines 5 and 6) | 161,001,125 | 0 | 7 |
| | | 3. Locomotive Unit Miles (D) | | | |
| 8 | | Road Service (E) | | | |
| 8 | | 3-01 Unit Trains | 124,514,073 | XXXXXX | 8 |
| 9 | | 3-02 Way Trains | 18,722,621 | XXXXXX | 9 |
| 10 | | 3-03 Through Trains | 296,516,850 | 0 | 10 |
| 11 | | 3-04 TOTAL (lines 8-10) | 439,753,544 | 0 | 11 |
| 12 | | 3-11 Train Switching (F) | 27,923,370 | XXXXXX | 12 |
| 13 | | 3-21 Yard Switching (G) | 35,452,956 | 0 | 13 |
| 14 | | 3-31 TOTAL ALL SERVICES (line 11-13) | 503,129,870 | 0 | 14 |
| | | 4. Freight Car-Miles (thousands) (H) | | | |
| 15 | | 4-01 RR Owned and Leased Cars - Loaded | | | |
| 15 | | 4-010 Box-Plain 40-Foot | 2 | XXXXXX | 15 |
| 16 | | 4-011 Box-Plain 50-Foot and Longer | 18,894 | XXXXXX | 16 |
| 17 | | 4-012 Box-Equipped | 428,000 | XXXXXX | 17 |
| 18 | | 4-013 Gondola-Plain | 102,739 | XXXXXX | 18 |
| 19 | | 4-014 Gondola-Equipped | 125,393 | XXXXXX | 19 |
| 20 | | 4-015 Hopper-Covered | 388,118 | XXXXXX | 20 |
| 21 | | 4-016 Hopper-Open Top-General Service | 318,813 | XXXXXX | 21 |
| 22 | | 4-017 Hopper-Open Top-Special Service | 86,473 | XXXXXX | 22 |
| 23 | | 4-018 Refrigerator-Mechanical | 83,381 | XXXXXX | 23 |
| 24 | | 4-019 Refrigerator-Non-Mechanical | 66,726 | XXXXXX | 24 |
| 25 | | 4-020 Flat-TOFC/COFC | 1,027,660 | XXXXXX | 25 |
| 26 | | 4-021 Flat-Multi-Level | 70,027 | XXXXXX | 26 |
| 27 | | 4-022 Flat-General Service | 1,626 | XXXXXX | 27 |
| 28 | | 4-023 Flat-All Other | 129,666 | XXXXXX | 28 |
| 29 | | 4-024 All Other Car Types-Total | 1,009 | XXXXXX | 29 |
| 30 | | 4-025 TOTAL (Lines 15-29) | 2,848,527 | XXXXXX | 30 |

755. RAILROAD OPERATING STATISTICS - Continued

| Line No. | Cross Check | Item description (a) | Freight train (b) | (2) Passenger train (c) | Line No. |
|----------|-------------|---------------------------------------|----------------------|-------------------------------|----------|
| 31 | | 4-11 RR Owned and Leased Cars - Empty | | | |
| | | 4-110 Box-Plain 40-Foot | 0 | XXXXXX | 31 |
| 32 | | 4-111 Box-Plain 50-Foot and Longer | 15,861 | XXXXXX | 32 |
| 33 | | 4-112 Box-Equipped | 342,502 | XXXXXX | 33 |
| 34 | | 4-113 Gondola-Plain | 100,312 | XXXXXX | 34 |
| 35 | | 4-114 Gondola-Equipped | 115,332 | XXXXXX | 35 |
| 36 | | 4-115 Hopper-Covered | 386,691 | XXXXXX | 36 |
| 37 | | 4-116 Hopper-Open Top-General Service | 328,362 | XXXXXX | 37 |
| 38 | | 4-117 Hopper-Open Top-Special Service | 85,996 | XXXXXX | 38 |
| 39 | | 4-118 Refrigerator-Mechanical | 56,504 | XXXXXX | 39 |
| 40 | | 4-119 Refrigerator-Non-Mechanical | 47,616 | XXXXXX | 40 |
| 41 | | 4-120 Flat-TOFC/COFC | 88,931 | XXXXXX | 41 |
| 42 | | 4-121 Flat-Multi-Level | 39,889 | XXXXXX | 42 |
| 43 | | 4-122 Flat-General Service | 1,633 | XXXXXX | 43 |
| 44 | | 4-123 Flat-All Other | 124,485 | XXXXXX | 44 |
| 45 | | 4-124 All Other Car Types | 997 | XXXXXX | 45 |
| 46 | | 4-125 TOTAL (Lines 31-45) | 1,735,111 | XXXXXX | 46 |
| | | 4-13 Private Line Cars - Loaded (H) | | | |
| 47 | | 4-130 Box-Plain 40-Foot | 0 | XXXXXX | 47 |
| 48 | | 4-131 Box-Plain 50-Foot and Longer | 95,218 | XXXXXX | 48 |
| 49 | | 4-132 Box-Equipped | 8,299 | XXXXXX | 49 |
| 50 | | 4-133 Gondola-Plain | 692,514 | XXXXXX | 50 |
| 51 | | 4-134 Gondola-Equipped | 11,499 | XXXXXX | 51 |
| 52 | | 4-135 Hopper-Covered | 627,291 | XXXXXX | 52 |
| 53 | | 4-136 Hopper-Open Top-General Service | 26,719 | XXXXXX | 53 |
| 54 | | 4-137 Hopper-Open Top-Special Service | 434,271 | XXXXXX | 54 |
| 55 | | 4-138 Refrigerator-Mechanical | 7,952 | XXXXXX | 55 |
| 56 | | 4-139 Refrigerator-Non-Mechanical | 8,302 | XXXXXX | 56 |
| 57 | | 4-140 Flat-TOFC/COFC | 321,903 | XXXXXX | 57 |
| 58 | | 4-141 Flat-Multi-Level | 628,001 | XXXXXX | 58 |
| 59 | | 4-142 Flat-General Service | 87 | XXXXXX | 59 |
| 60 | | 4-143 Flat-All Other | 100,187 | XXXXXX | 60 |
| 61 | | 4-144 Tank Under 22,000 Gallons | 163,083 | XXXXXX | 61 |
| 62 | | 4-145 Tank-22,000 Gallons and Over | 270,384 | XXXXXX | 62 |
| 63 | | 4-146 All Other Car Types | 5,712 | XXXXXX | 63 |
| 64 | | 4-147 TOTAL (lines 47-63) | 3,401,422 | XXXXXX | 64 |

755. RAILROAD OPERATING STATISTICS - Continued

| Line No | Cross Check | Item description (a) | Freight train (b) | (2) Passenger train (c) | Line No. |
|---------|-------------|---|----------------------|-------------------------------|----------|
| 65 | | 4-15 Private Line Cars - Empty (H) | XXXXXX | XXXXXX | 65 |
| 66 | | 4-150 Box-Plain 40-Foot | 0 | XXXXXX | 66 |
| 67 | | 4-151 Box-Plain 50-Foot and Longer | 32,079 | XXXXXX | 67 |
| 68 | | 4-152 Box-Equipped | 82 | XXXXXX | 68 |
| 69 | | 4-153 Gondola-Plain | 4,139 | XXXXXX | 69 |
| 70 | | 4-154 Gondola-Equipped | 331 | XXXXXX | 70 |
| 71 | | 4-155 Hopper-Covered | 882 | XXXXXX | 71 |
| 72 | | 4-156 Hopper-Open Top-General Service | 8 | XXXXXX | 72 |
| 73 | | 4-157 Hopper-Open Top-Special Service | 40 | XXXXXX | 73 |
| 74 | | 4-158 Refrigerator-Mechanical | 10 | XXXXXX | 74 |
| 75 | | 4-159 Refrigerator-Non-Mechanical | 15 | XXXXXX | 75 |
| 76 | | 4-160 Flat-TOFC/COFC | 24,820 | XXXXXX | 76 |
| 77 | | 4-161 Flat-Multi-Level | 304,772 | XXXXXX | 77 |
| 78 | | 4-162 Flat-General Service | 111 | XXXXXX | 78 |
| 79 | | 4-163 Flat-All Other | 84,768 | XXXXXX | 79 |
| 80 | | 4-164 Tank Under 22,000 Gallons | 211 | XXXXXX | 80 |
| 81 | | 4-165 Tank-22,000 Gallons and Over | 314 | XXXXXX | 81 |
| 82 | | 4-166 All Other Car Types | 1,188 | XXXXXX | 82 |
| 83 | | 4-167 TOTAL (lines 65-81) | 453,770 | XXXXXX | 83 |
| 84 | | 4-17 Work Equipment and Company Freight Car-Miles | 31,546 | XXXXXX | 84 |
| 85 | | 4-18 No Payment Car-Miles (I) (1) | 4,917,287 | XXXXXX | 85 |
| 86 | | 4-19 Total Car-Miles by Train Type (Note) | | | 86 |
| 87 | | 4-191 Unit Trains | 4,923,657 | XXXXXX | 87 |
| 88 | | 4-192 Way Trains | 262,687 | XXXXXX | 88 |
| 89 | | 4-193 Through Trains | 8,201,319 | XXXXXX | 89 |
| | | 4-194 TOTAL (lines 85-87) | 13,387,663 | XXXXXX | |
| | | 4-20 Caboose Miles | 69 | XXXXXX | |

- (1) Total number of loaded miles 0 and empty miles 0 by roadrailer reported above.
 (2) As in prior years, the passenger statistics exclude results from commuter operations.

Note: Line 88 total car miles is equal to the sum of lines 30, 46, 64, 82, 83 and 84. Accordingly, the car miles reported on lines 83 and 84 are to be allocated to lines 85, 86 and 87 and included in the total shown on line 88. Line 88 excludes business car miles.

755. RAILROAD OPERATING STATISTICS - Concluded

| Line No | Cross Check | Item description (a) | Freight train (b) | (2) Passenger train (c) | Line No |
|---------|-------------|--|----------------------|-------------------------------|---------|
| | | 6. Gross Ton-Miles (thousands) (K) | | | |
| 98 | | 6-01 Road Locomotives | 86,966,458 | XXXXXX | 98 |
| | | 6-02 Freight Trains, Cars, Cnts., and Caboose | | | |
| 99 | | 6-020 Unit Trains | 405,118,289 | XXXXXX | 99 |
| 100 | | 6-021 Way Trains | 17,332,462 | XXXXXX | 100 |
| 101 | | 6-022 Through Trains | 570,778,077 | XXXXXX | 101 |
| 102 | | 6-03 Passenger-Trains, Cars, and Cnts | | 0 | 102 |
| 103 | | 6-04 Non-Revenue | 5,505,239 | XXXXXX | 103 |
| 104 | | 6-05 TOTAL (lines 98-103) | 1,085,700,525 | 0 | 104 |
| | | 7. Tons of Freight (thousands) | | | |
| 105 | | 7-01 Revenue | 579,484 | XXXXXX | 105 |
| 106 | | 7-02 Non-Revenue | 8,838 | XXXXXX | 106 |
| 107 | | 7-03 TOTAL (lines 105 and 106) | 588,322 | XXXXXX | 107 |
| | | 8. Ton-Miles of Freight (thousands) (L) | | | |
| 108 | | 8-01 Revenue-Road Service | 518,700,065 | XXXXXX | 108 |
| 109 | | 8-02 Revenue-Lake Transfer Service | 0 | XXXXXX | 109 |
| 110 | | 8-03 TOTAL (lines 108, 109) | 518,700,065 | XXXXXX | 110 |
| 111 | | 8-04 Non-Revenue-Road Service | 3,844,933 | XXXXXX | 111 |
| 112 | | 8-05 Non-Revenue-Lake Transfer Service | 0 | XXXXXX | 112 |
| 113 | | 8-06 TOTAL (lines 111 and 112) | 3,844,933 | XXXXXX | 113 |
| 114 | | 8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110 and 113) | 522,544,998 | XXXXXX | 114 |
| | | 9. Train Hours (M) | | | |
| 115 | | 9-01 Road Service | 7,136,391 | XXXXXX | 115 |
| 116 | | 9-02 Train Switching | 1,836,882 | XXXXXX | 116 |
| 117 | | 10. TOTAL YARD-SWITCHING HOURS (N) | 2,345,106 | XXXXXX | 117 |
| | | 11. Train-Miles Work Trains (O) | | | |
| 118 | | 11-01 Locomotives | 1,798,380 | XXXXXX | 118 |
| 119 | | 11-02 Motorcars | 0 | XXXXXX | 119 |
| | | 12. Number of Loaded Freight Cars (P) | | | |
| 120 | | 12-01 Unit Trains | 2,882,181 | XXXXXX | 120 |
| 121 | | 12-02 Way Trains | 3,501,613 | XXXXXX | 121 |
| 122 | | 12-03 Through Trains | 9,805,865 | XXXXXX | 122 |
| 123 | | 13. TOFC/COFC-No. of Rev Trailers and Containers Loaded and Unloaded (Q) | 5,376,400 | XXXXXX | 123 |
| 124 | | 14. Multi-Level Cars-No. of Motor Vehicles Loaded and Unloaded (Q) | 4,975,389 | XXXXXX | 124 |
| 125 | | 15. TOFC/COFC-No. of Rev Trailers Picked Up and Delivered (R) | 163,505 | XXXXXX | 125 |
| | | 16. Revenue Tons-Marine Terminal (S) | | | |
| 126 | | 16-01 Marine Terminals-Coal | 0 | XXXXXX | 126 |
| 127 | | 16-02 Marine Terminals-Ore | 0 | XXXXXX | 127 |
| 128 | | 16-03 Marine Terminals-Other | 0 | XXXXXX | 128 |
| 129 | | 16-04 TOTAL (lines 126-128) | 0 | XXXXXX | 129 |
| | | 17. Number of Foreign Per Diem Cars on Line (T) | | | |
| 130 | | 17-01 Serviceable | 53,736 | XXXXXX | 130 |
| 131 | | 17-02 Unserviceable | 0 | XXXXXX | 131 |
| 132 | | 17-03 Surplus | 0 | XXXXXX | 132 |
| 133 | | 17-04 TOTAL (lines 130-132) | 53,736 | XXXXXX | 133 |

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 over the accounting of the respondent)

State of Nebraska
County of Douglas

J. R. Young makes oath and says that he (she) is Chief Financial Officer
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Union Pacific Railroad Company
(Insert here the exact legal title or name of the respondent)

that it is his or her 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 or she knows that such books have been kept in good faith during the period covered by this report; that he or she knows that the entries contained in this report relate to accounting matters that have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroad Companies and other accounting and reporting directives of the Surface Transportation Board; that he or she believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including

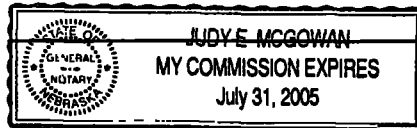
January 1, 2002 to and including December 31, 2002

James R. Young
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 21st day of March, 2003.

My commission expires

Use an
L.S.
impression seal



Judy E. McGowan
(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

R. K. Davidson makes oath and says that he (she) is Chairman and Chief Executive Officer
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Union Pacific Railroad Company
(Insert here the exact legal title or name of the respondent)

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

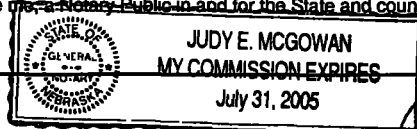
January 1, 2002, to and including December 31, 2002

R. K. Davidson
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 21st day of March, 2003.

My commission expires

Use an
L.S.
impression seal



Judy E. McGowan
(Signature of officer authorized to administer oaths)

**MEMORANDA
(FOR USE OF BOARD ONLY)
CORRESPONDENCE**

[illegible]

CORRECTIONS

[illegible]

| EXPLANATORY REMARKS | |
|---------------------|--|
| | |

INDEX

| | Page No | | Page No |
|---|------------|--|------------|
| Accumulated depreciation | | Mileage-Average of road operated | 85 |
| Road and equipment leased | | Of new tracks in which rails were laid | 88 |
| From others | 38 | Of new tracks in which ties were laid | 87 |
| Improvements to | 38 | Miscellaneous items in retained income accounts for the year | 65 |
| To others | 41 | Motorcar car miles | 94 |
| Owned and used | 35 | Motor rail cars owned or leased | 79 |
| Accruals-railway tax | 63 | Net income | 17 |
| Analysis of taxes | 63 | Oath | 98 |
| Application of funds-Source | 21 | Operating expenses (see Expenses) | |
| Balance sheet | 5-9 | Revenues (see Revenues) | |
| Capital stock | 20 | Statistics (see Statistics) | |
| Car, locomotive, and floating equipment-Classification | 78-83 | Ordinary income | 16 |
| Changes in financial position | 21-22 | Private line cars loaded | 95 |
| Company service equipment | 79 | Private line cars empty | 95 |
| Compensating balances and short-term borrowing arrangements | 67 | Rails | |
| Consumption of fuel by motive-power units | 91 | Laid in replacement | 88 |
| Contingent assets and liabilities | 8 | Charges to operating expenses | 45 |
| Crossties (see Ties) | | Additional tracks, new lines, and extensions | 89 |
| Debt holdings | 69 | Miles of new track in which rails were laid | 88 |
| Depreciation base and rates | | Weight of | 89 |
| Road and equipment leased | | Railway - Operating expenses | 45-53 |
| From others | 34 | Railway - Operating revenues | 16 |
| Improvements to | 32-33 | Results of Operations | 16-17 |
| To others | 40 | Retained income unappropriated | 19 |
| Owned and used | 34 | Miscellaneous items in accounts for year | 65 |
| Electric locomotive equipment at close of year | 68 | Revenues | |
| Equipment -- classified | 78-83 | Freight | 16 |
| Company service | 79 | Passenger | 16 |
| Floating | 82-83 | Road and equipment - Investment in | 32-33 |
| Freight-train cars | 80-81 | Improvements to leased property | 32-33 |
| Highway revenue equipment | 82-83 | Reserve | 38 |
| Passenger-train cars | 78-79 | Leased to others - Depreciation base and rates | 40 |
| Inventory | 78-83 | Reserve | 41 |
| Owned-Not in service of respondent | 78 | Owned - Depreciation base and rates | 34 |
| Equipment-Leased, depreciation base and rate | | Reserve | 35 |
| From others | 34 | Used - Depreciation base and rates | 34 |
| Improvements to | 37 | Reserve | 35 |
| Reserve | 38 | Road - Mileage operated at close of year | 74 |
| To others | 40 | By States and Territories | 75 |
| Reserve | 41 | Securities (see Investments) | |
| Equipment -- Owned, depreciation base rates | 34 | Short-term borrowing arrangements-Compensating | |
| Reserve | 35 | balances and | 67 |
| Expenses-railway operating | 45-53 | Sinking funds | 7 |
| Extraordinary items | 17 | Source and application of working capital | 21-22 |
| Federal income taxes | 63 | Specialized service subschedule | 60 |
| Financial position - Changes in | 21-22 | Statement of changes in financial position | 21-22 |
| Floating equipment | 82-83 | Stock outstanding | 20 |
| Freight car loaded | 94 | Changes during year | 20 |
| Freight-train cars | 80-81 | Number of security holders | 3 |
| Freight car-miles | 94 | Total voting power | 3-4 |
| Fuel consumed diesel | 91 | Value per share | 3 |
| Cost | 91 | Voting rights | 3 |
| Funded debt (see Debt holdings) | | Supporting schedule - Road | 56-57 |
| Guaranties and suretyships | 66 | Suretyships - Guaranties and | 66 |
| Identity of respondent | 2 | Ties laid in replacement | 86 |
| Items in selected income and retained earnings accounts | 65 | Ties - Additional tracks, new lines and extensions | 87 |
| Investments in common stocks of affiliated companies | 30 | Tracks operated at close of year | 74 |
| Investments and advances of affiliated companies | 26-29 | Miles of, at close of year | 75 |
| Railway property used in transportation service | 42-43 | Track and traffic conditions | 85 |
| Road and equipment | 32-33 | Train hours, yard switching | 97 |
| Changes during year | 32-33 | Train miles | 94 |
| Leased property-improvements made during the year | 32-33 | Tons of freight | 97 |
| Leases | 61 | Ton-miles of freight | 97 |
| Locomotive equipment | 78 | TOFC/COFC number of revenue trailers and containers | |
| Electric and other | 78 | loaded and unloaded | 97 |
| Consumption of diesel fuel | 91 | Voting powers and elections | 3 |
| Locomotive unit miles | 94 | Weight of rail | 90 |