

ANNUAL REPORT 1972 CLASS I

139700

WESTERN PACIFIC RAILROAD CO.

1 OF 5

139700

8

Railroad Annual Report Form A

(Class I Line haul and Switching and Terminal Companies)

OMB No. 60-R0098

Batch 60

ANNUAL REPORT

OF

CORRECT NAME AND ADDRESS IF DIFFERENT THAN SHOWN.

FULL NAME AND ADDRESS OF REPORTING CARRIER.
(USE MAILING LABEL ON ORIGINAL, COPY IN FULL ON DUPLICATE.)

INTERSTATE COMMERCE COMMISSION RECEIVED APR 2 1973 ADMINISTRATIVE SERVICES IF MAIL BRANCH INTERSTATE COMMISSION	125000397WESTERNPACI 1 CHIEF ACCOUNTING OFFICER WESTERN PACIFIC R.R. CO. 526 MISSION ST. SAN FRANCISCO, CALIF 94105 FORM-A 139700
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TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1972

397

ANNUAL REPORT

OF

THE WESTERN PACIFIC RAILROAD SYSTEM

(Includes The Western Pacific Railroad Company, Sacramento Northern Railway and Tidewater Southern Railway Company)

System reporting approved, effective January 1, 1972, per Mr. M. Paolo's letter dated November 16, 1971, file ACR-C.

SAN FRANCISCO, CALIFORNIA

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1972

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

(Name) F. A. Tegeler (Title) Vice President-Finance & Treasurer

(Telephone number) 415 982-2100
(Area code) (Tel. none number)

(Office address) 526 Mission Street, San Francisco, California 94105
(Street and number, city, State, and ZIP code)

SPECIAL NOTICE

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

All pages of this report form have been renumbered in sequence. See revised Index on pages 131 and 132.

Page 4: Schedule 104, Relationship of Respondent with Affiliated Companies

Schedule 104A, Companies Controlled by Respondent

5: Schedule 104B, Companies Indirectly Controlled by Respondent

Schedule 104C, Companies Under Common Control with Respondent

6: Schedule 104D, Companies Controlling Respondent

These schedules revise and amend former Schedules 104A and 104B, to reflect relationship of affiliated companies.

Pages 10 and 11: Schedules 200A and 200L, Comparative General Balance Sheet - Assets, and Liabilities and Shareholders' Equity

Columns for reporting opening balances data have been moved to right side of respective schedules.

Pages 12 and 13: Comparative General Balance Sheet - Explanatory Notes

The Explanatory Notes have been revised to reflect affiliated company transactions and the Revenue Act of 1971.

Page 41: Schedule 211-L, Unit Cost of Equipment Installed During the Year

Instructions have been amended to require reporting of TOFC/COFC equipment.

Page 83: Schedule 351, Reconciliation of Reported Net Income with Taxable Income for Federal Income Taxes

This is a new schedule provided to show a reconciliation of Federal tax net income with net income reported in Schedule 300.

Page 84: Schedule 352, Computation of Federal Income Taxes

This is a new schedule principally requiring the breakdown of taxes paid on ordinary income and those paid on capital gains.

Page 85: Schedule 353, Consolidated Federal Income Tax Information

This is a new schedule to disclose income and tax liability information with respect to carrier and noncarrier affiliates.

Page 93: Schedule 397, Statement of Changes in Financial Position

This is a new schedule provided for reporting the source and application of funds during the year.

Pages 109-105: Schedule 417, Inventory of Equipment

Car type codes on pages 102 and 103 revised to reflect changes in AAR car type codes.

Provision has been made for reporting of highway revenue equipment on pages 104 and 105.

Page 120: Schedule 562, Compensation of Officers, Directors, etc.

Minimum dollar amount has been increased to \$40,000 and instructions clarified as to what compensation must be reported.

Page 121: Schedule 563, Payments for Services Rendered by Other Than Employees and Affiliates

Minimum dollar amounts will be increased to \$50,000 and \$100,000, respectively. Instruction 4 modified to require only the total amount paid for other management services.

Pages 122: Schedule 564, Transactions Between Respondent and Companies or Persons Affiliated With Respondent for Services Received or Provided

123: Schedule 565, Other Transactions Between Respondent and Companies or Persons Affiliated With Respondent

124: Schedule 566A, Transactions Between Noncarrier Subsidiaries of Respondent and Other Affiliated Companies or Persons for Services Received or Provided

125: Schedule 566B, Other Transactions Between Noncarrier Subsidiaries of Respondent and Other Affiliated Companies or Persons

These are new schedules provided for reporting transactions among affiliated companies.

Page 127: Schedule 581, Contracts, Agreements, etc.

Instructions revised to exclude through route arrangements for the handling of traffic between the reporting carrier and carrier affiliates.

101. 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 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 128.

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" (p. 129). If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

2. If incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or other

possession began. If a partnership, give date of formation and also names in full of present partners.

3. Give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter.

4. Give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected, citing chapter and section. Specify Government, State, or Territory under the laws of which each company consolidated or merged or otherwise combined into the present company was organized; give reference to the charters of each and to all amendments of them.

5. 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 *The Western Pacific Railroad Company

2. Date of incorporation *June 6, 1916

3. Under laws of what Government, State, or Territory organized? If more than one, name all. Give specific reference to each charter or statute and all amendments thereof, effected during the year. If previously effected, show the year(s) of the report(s) setting forth details. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees

California: In accordance with Part 3, Division First of the Civil Code of the State of California.

4. If the respondent was formed as the result of a consolidation or merger during the year, name all constituent and all merged companies

5. If respondent was reorganized during the year, give name of original corporation and state the occasion for the reorganization

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars

No

7. Class of switching and terminal company
(See section No. 7 on inside of front cover)

*This is a system report of The Western Pacific Railroad Company and its subsidiary lines.
(For names of companies and other information see Page 65.)

NOTES AND REMARKS

1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (c) of schedule No. 102 and column (d) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 108 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices, separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

102. DIRECTORS

Line No.	Name of director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	Benjamin C. Carter	San Jose, Ca. 95106	6-22-72	6-26-73	None	
2	A. Leon Eriksonson	New York, N.Y. 10017	"	"	"	
3	W. P. Fuller III	San Francisco, Ca. 94104	"	"	"	
4	Robert V. Hansberger	Boise, Id. 83706	"	"	"	
5	Alfred B. Layton	Walnut Creek, Ca. 94595	"	"	"	
6	Harry C. Munson	Los Altos, Ca. 94022	"	"	"	
7	Howard A. Newman	New York, N.Y. 10022	"	"	"	
8	Alfred E. Perlman	San Francisco, Ca. 94105	"	"	"	
9	Joseph Rosenblatt	Salt Lake City, Ut. 84111	"	"	"	
10	Theodore Weisman	Los Angeles, Ca. 90069	"	"	"	
11	Robert G. Flannery	San Francisco, Ca. 94105	"	"	"	
12	Norman L. Gidden	Washington, D.C. 20015	"	"	"	
13	Robert A. Kavesh	New York, N.Y. 10006	"	"	"	
14	Paul J. Kern	New York, N.Y. 10006	"	"	"	
15						
16						
17						
18						
19						
20						

21. Give the names and titles of all officers of the Board of Directors in control of the respondent at the close of the year:

Chairman of board Howard A. Newman

Secretary (or clerk) of board Walter G. Treanor

22. Name the members of the executive committee of the Board of Directors of the respondent at the close of the year (naming first the chairman), and state briefly the powers and duties of that committee:

Howard A. Newman (Chairman), Benjamin C. Carter, W. P. Fuller III

Alfred E. Perlman, Theodore Weisman (See note on bottom of page).

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

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
GENERAL OFFICERS OF CORPORATION					
21	Chairman of Board				400 Park Avenue
22	of Directors	All	Howard A. Newman	None	New York 10022
23	President	All	Alfred E. Perlman	None	San Francisco, Ca. 94105
24	VP-Marketing	Marketing	Harry J. Bruce	None	" "
25	VP-Operations	Transportation	Robert C. Marquis	None	" "
26	VP-Finance and	Treasury and			
27	Treasurer	Accounting	F. A. Tegeler	None	" "
28	VP-Law	Law	E. L. Van Dellen	None	" "
29	Secretary	None	Walter G. Treanor	None	" "
30	Director of				
31	Purchases&Material	Purchasing	Wm. G. Lueke	None	" "
32					
33					
34					
35					
36	Executive Committee shall have and may exercise during the intervals between the meetings of the				
37	Board all the powers vested in the Board except the power to fill vacancies in the Board, power				
38	to declare dividends, power to change the numbers of or fill vacancies in the Executive Committee				
39	and the power to adopt, amend or repeal By-Laws.				
40					
41					
42					
43					
44					

104. RELATIONSHIP OF RESPONDENT WITH AFFILIATED COMPANIES

Enter below in the appropriate schedule, No. 104A through 104D, the names of all companies, corporate and noncorporate, which are affiliated with the respondent and submit the information requested in each schedule. Control for the purpose of these schedules shall be construed to include sole or jointly held control, whether maintained or exercised through or by reason of the method of or circumstances surrounding organization or operation, through or by common directors, officers, or stockholders a voting trust or trusts, a holding or investment company or companies, or through or by any other direct or indirect means; and to include the power to exercise control. For the purposes of these schedules, forms of control shall include the following (among others):

1. Right through ownership of securities, an agreement of some character or through some other source to name the majority of the board of directors, managers, or trustees of the controlled company.
 2. Right to foreclose a first lien upon all or a major part in value of the tangible property of the controlled company.
 3. Right to secure control in consequence of advances made for construction of the operating property of the controlled company.
- Right to control only in a specific respect the action of the controlled company or a lessee interest in the property of a company is not to be classed as a form of control over the lessor company.

104 A. COMPANIES CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled solely or jointly by the respondent. If the respondent obtained control over a company during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of each company listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control of the respondent in the controlled company. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter names of other companies, if any, that jointly control the companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
1	Standard Realty & Development Co.	Real Estate	Purchase of Capital Stock	100%	
2					
3					
4					
5					
6					
7					
8	(See Balance Sheet and Income Statement attached to Schedule 564)				
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					

104 B. COMPANIES INDIRECTLY CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled through intermediary companies. If control was obtained during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In Column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the names of intermediate companies through which control is exercised over companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Intermediary Through Which Control Exists (e)
1	Delta Finance Company, Ltd.*	Real Estate	Purchase of Capital Stock	100%	Standard Realty & Development Company
2					
3	Western Pacific Company	(No operations during the year 1972)	Purchase of Capital Stock	100%	Standard Realty & Development Company
4					
5					
6					
7					
8					
9					
10	*Balance Sheet and Income Statement attached to Schedule 564.				
11					
12					

104 C. COMPANIES UNDER COMMON CONTROL WITH RESPONDENT

1. Enter in column (a) the names of all companies which are controlled by the same interest that control the respondent.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the name of companies controlling those listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Controlling Company or Individual (e)
1		None			
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					

104 D. COMPANIES CONTROLLING RESPONDENT

1. Enter in column (a) the names of all companies controlling the respondent. Commence with the company which is most remote followed by the company immediately controlled by it. If control over the respondent or control over an intermediary through which respondent is controlled has changed during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised by the company immediately controlled by it.
4. In column (d) indicate the extent of control. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.

Line No.	Name of Controlling Company or Individual (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)
1	Western Pacific Industries*	The Railroad is the principal activity of The Western Pacific Industries Inc..	Exchange of Capital Stock	100%
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16	*Balance Sheet and Income Statement attached to Schedule 564.			
17				
18				
19				
20				

108 STOCKHOLDERS REPORTS

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

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

FOOTNOTES

109. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$NONE per share; first preferred, \$NONE per share; second preferred, \$NONE per share; debenture stock, \$..... per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock, to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing Stock books were not closed. (See Note Sec. 9, Line 25)
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. 1,917,112 votes, as of December 31, 1972 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. 1 stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information on page 13, the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH HAD VOTING POWER			
				Common	PREFERRED		Other securities with voting power
	(a)	(b)	(c)	(d)	Second (e)	First (f)	(g)
1	Western Pacific Industries Inc.	400 Park Avenue New York 10022	1,917,112	1,917,112			
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25	Note: The record date of June 23, 1972 for stockholders entitled to vote at the annual meeting on June 28, 1972 was established under the provisions of Section 2215 of the California Corporation Code.						
26							
27							
28							
29							
30							

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 1,917,112 votes cast.
11. Give the date of such meeting June 28, 1972
12. Give the place of such meeting San Francisco, California

110. GUARANTIES AND SURETYSHIPS

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

during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue.

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	Trailer Train Company	Contingent liability for payment of principal and interest of equipment obligations as one of the proprietors of Trailer Train Company.		
2				
3				
4				
5				
6		Percent of liability based on stock ownership.		
7				
8				
9		Liability as of 12-31-72	\$780,800	Joint
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				

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

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
41				
42				
43		None		
44				
45				
46				
47				
48				
49				
50				
51				

200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (c) should be restated to conform with the account-

ing requirements followed in column (b). The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Account or item (a)		Balance at close of year (b)			Balance at beginning of year (c)		
CURRENT ASSETS							
1	(701) Cash		(125 783)		(17 056)		
2	(702) Temporary cash investments (p. 15)	13 548 741		11 934 868			
3	(703) Special deposits (p. 15)	29 330		293 090			
4	(704) Loans and notes receivable (p. 15)						
5	(705) Traffic and car-service balances—Debit						
6	(706) Net balance receivable from agents and conductors	3 502 334		2 785 995			
7	(707) Miscellaneous accounts receivable	5 913 814		4 613 824			
8	(708) Interest and dividends receivable	28 736		37 474			
9	(709) Accrued accounts receivable (p. 15)	9 646 180		9 276 373			
10	(710) Working fund advances	8 217		7 702			
11	(711) Prepayments (p. 15)	586 149		466 786			
12	(712) Material and supplies	2 828 766		3 143 833			
13	(713) Other current assets (p. 15)	342 214		294 510			
14	Total current assets	36 308 698		32 837 399			
SPECIAL FUNDS							
		(a1) Total book assets at close of year	(a2) Respondent own issues included in (a1)				
16	(715) Sinking funds (pp. 16 and 17)	105	None	105			
17	(716) Capital and other reserve funds (pp. 16 and 17)	429 227		687 974			
18	(717) Insurance and other funds (pp. 16 and 17)	53 180		51 635			
19	Total special funds	482 512		739 609			
INVESTMENTS							
20	(721) Investments in affiliated companies (pp. 20-23)	23 678 199		20 983 684			
21	(722) Other investments (pp. 24-27)	735 338		694 663			
22	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)						
23	Total investments (accounts 721, 722 and 723)	24 413 537		21 678 347			
PROPERTIES							
24	(731) Road and equipment property (pp. 30-32)	218 539 787		225 120 874			
25	Road	154 888 697					
26	Equipment	86 510 278					
27	General expenditures	32 860					
28	Other elements of investment	(22 892 248)					
29	Construction work in progress						
30	(732) Improvements on leased property (pp. 30-32)	1 791 127		1 675 589			
31	Road	1 717 767					
32	Equipment						
33	General expenditures	73 860					
34	Total transportation property (accounts 731 and 732)	220 330 914		226 796 463			
35	(735) Accrued depreciation—Road and Equipment (pp. 36 and 38)	(61 917 592)		(63 657 426)			
36	(736) Amortization of defense projects—Road and Equipment (p. 39)	(1 625 694)		(1 864 777)			
37	Recorded depreciation and amortization (accounts 735 and 736)	(63 543 286)		(65 522 203)			
38	Total transportation property, less recorded depreciation and amortization (line 33 less line 36)	156 787 628		161 274 260			
39	(737) Miscellaneous physical property (pp. 41 and 45)	5 995 482		6 329 978			
40	(738) Accrued depreciation—Miscellaneous physical property (pp. 44 and 45)	(802 854)		(774 380)			
41	Miscellaneous physical property less recorded depreciation (account 737 less 738)	5 192 628		5 555 598			
42	Total properties less recorded depreciation and amortization (line 37 plus line 40)	161 980 256		166 829 858			
OTHER ASSETS AND DEFERRED CHARGES							
43	(741) Other assets (p. 46)	3 670 195		2 126 836			
44	(742) Unamortized discount on long-term debt	113 074		124 758			
45	(743) Other deferred charges (p. 46)	869 050		576 093			
46	Total other assets and deferred charges	4 652 319		2 827 687			
47	TOTAL ASSETS	227 837 322		224 912 900			

NOTE—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200L. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

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

in column (b). The entries in short column (a1) should reflect total book liability at close of year. The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line No.	Account or item (a)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES			
47	(751) Loans and notes payable (p. 55)		
48	(752) Traffic and car-service balances—Credit	5 549 562	2 006 343
49	(753) Audited accounts and wages payable	2 729 217	3 430 435
50	(754) Miscellaneous accounts payable	2 818 431	3 097 403
51	(755) Interest matured unpaid		263 759
52	(756) Dividends matured unpaid	2 934	2 936
53	(757) Unmatured interest accrued	1 706 298	1 449 747
54	(758) Unmatured dividends declared		
55	(759) Accrued accounts payable (p. 55)	10 737 253	9 829 316
56	(760) Federal income taxes accrued (p. 56)	1 059 964	1 044 802
57	(761) Other taxes accrued (p. 56)	768 266	868 247
58	(763) Other current liabilities (p. 55)	3 737 496	3 368 568
59	Total current liabilities (exclusive of long-term debt due within one year)	29 109 421	25 361 556
LONG-TERM DEBT DUE WITHIN ONE YEAR			
	(a1) Total issued (a2) Held by or for respondent		
60	(764) Equipment obligations and other debt (pp. 48-51)	3 425 302 None	3 425 302 3 499 607
LONG-TERM DEBT DUE AFTER ONE YEAR			
	(a1) Total issued (a2) Held by or for respondent		
61	(765) Funded debt unmatured	28 463 700 195 700	28 268 000 28 678 000
62	(766) Equipment obligations	20 261 982 None	20 261 982 23 648 263
63	(767) Receivers' and Trustees' securities		
64	(768) Debt in default		
65	(769) Amounts payable to affiliated companies (p. 54)	1 127 254	2 065 032
66	Total long-term debt due after one year	42 657 236	54 391 295
RESERVES			
67	(771) Pension and welfare reserves (p. 57)	13 496	4 214
68	(772) Insurance reserves (p. 57)		
69	(774) Casualty and other reserves (p. 57)	1 801 155	1 694 052
70	Total reserves	1 814 651	1 698 266
OTHER LIABILITIES AND DEFERRED CREDITS			
71	(781) Interest in default (p. 50)		
72	(782) Other liabilities (p. 57)	457 375	455 999
73	(783) Unamortized premium on long-term debt		
74	(784) Other deferred credits (p. 57)	2 595 190	2 583 329
75	(785) Accrued depreciation—Leased property (p. 37)	1 240 746	1 284 269
76	Total other liabilities and deferred credits	4 293 311	4 323 597
SHAREHOLDERS' EQUITY			
<i>Capital stock (Par or stated value)</i>			
	(a1) Total issued (a2) Held by or for company		
77	(791) Capital stock issued—Total	44 874 284	46 490 387
78	Common stock (p. 59) See Note Page 13	45 492 299 618 015	
79	Preferred stock (p. 59)	14 650 14 650	
80	(792) Stock liability for conversion (p. 60)		
81	(793) Discount on capital stock		
82	Total capital stock	44 874 284	46 490 387
<i>Capital surplus</i>			
83	(794) Premiums and assessments on capital stock (p. 61)	491 470	493 175
84	(795) Paid-in surplus (p. 61)	1 660 540	42 732
85	(796) Other capital surplus (p. 61)		
86	Total capital surplus	2 152 010	535 907
<i>Retained income</i>			
87	(797) Retained income—Appropriated (p. 61)	3 020 000	2 840 000
88	(798) Retained income—Unappropriated (p. 68)	89 491 107	85 772 285
89	Total retained income	92 511 107	88 612 285
90	Total shareholders' equity	139 537 401	135 638 579
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	22 837 322	224 912 900

NOTE—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes explanatory statements explaining (1) service interruption insurance policies and indicate the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under section 168 (formerly section 124-A) and under section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under section 168 (formerly section 124-A) of the Internal Revenue Code \$ 3,179,105

(b) Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below \$ 22,056,346

—Accelerated depreciation since December 31, 1953, under section 167 of the Internal Revenue Code,

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

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

(c)(i) Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended \$ 1,853,482

(ii) If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit in account 784, other deferred credits, at beginning of year \$ None

Add investment tax credits applied to reduction of current year's tax liability but deferred for accounting purposes \$ None

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual \$ None

Other adjustments (indicate nature such as recapture on early disposition) \$ None

Total deferred investment tax credit in account 784 at close of year \$ None

(d) Estimated accumulated net reduction in Federal income taxes because of accelerated amortization of certain rolling stock since December 31, 1969, under provisions of Section 184 of the Internal Revenue Code \$ None

(e) Estimated accumulated net reduction in Federal income taxes because of amortization of certain rights-of-way investments since December 31, 1969, under the provisions of Section 185 of the Internal Revenue Code \$ None

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
Thirty-Year 5% Income Debenture	1970-1972	757	\$ 1,465,493
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	\$ 1,465,493

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

As recorded on books					Amount not recorded
Item	Amount in dispute	Account Nos.			
		Debit	Credit		
Per diem receivable-----	\$ None	741		\$	
Per diem payable-----	None		741		
Net amount-----	\$ None	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	\$ None	

Continued on following page

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES-Continued

4. 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-----\$ 3,020,000

5. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made-----\$ 3,400,000

6. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year:-----
See note below

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

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

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

(ii) If funding is by trust agreement, list trustee(s)-----Bank of America

Date of trust agreement or latest amendment-----Effective 1/1/1967

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

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

(e)(i) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates? Specify.

Yes----- No-----X-----

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

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

Under the Incentive Stock Option Plan of Railroad, options expiring after five years to purchase up to 75,000 shares of Railroad common stock may be granted to officers and key employees of Railroad and its subsidiaries at not less than the market price. The options for 60,050 Railroad shares outstanding at December 31, 1972 were granted at market prices as follows: 1969 - 24,050 shares at \$38.81 per share (\$933,381); 1970 - 25,000 shares at \$16.31 per share (\$407,740); 1971 - 10,000 shares at \$17.13 per share (\$171,300). None of these outstanding options is now or will become exercisable, as a result of the agreements made by the holders in accepting substitute options under Western Pacific Industries' Employee Stock Option Plan. Options granted for 9,450 shares have expired as a result of termination of employment. No options have been exercised under Railroad's plan.

Pension Plans Railroad has two pension plans.

A noncontributory funded pension plan covers all salaried employees. The pension expense of the plan for 1972 was \$558,000 (\$396,000 for 1971), including amortization of past service cost over a 40-year period. The actuarially computed value of vested benefits exceeded the amount in the pension fund by approximately \$1,331,000 at December 31, 1972.

A noncontributory unfunded pension plan covers nonsalaried employees who commenced employment prior to February 1, 1962. The amount charged to expense during 1972 was \$410,000 (\$482,000 in 1971), representing payments made to retired employees. Future payments, as computed under the terms of the plan, will be reduced by any increases in Railroad Retirement benefits.

Railroad is a party to a service interruption insurance agreement under which additional premiums, in the maximum amount of \$1,055,300 as of December 31, 1972, may arise from work stoppages on other roads. As a result of a strike against certain roads in July and August 1971, Railroad accrued or paid \$227,000 under this agreement in 1971 and \$17,000 in 1972.

NOTES AND REMARKS

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

Give brief description for each item or class of items of like description in accounts Nos. 702, "Temporary cash investments"; 703, "Special deposits"; 704, "Loans and notes receivable"; 709, "Accrued accounts receivable"; 711, Prepayments; and 713, "Other current assets," at the close of the year. Show description of the temporary cash investments, the names of depositaries for the special deposits, the character of loans and notes, with name of debtor (or class of debtors), dates of issue and maturity, and appropriate description for each class of accrued accounts receivable and for the other current assets. Show each item (or

the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in schedule 200A. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Account No. (a)	Item (b)	Amount (c)	
1	702	USA Treasury Notes, Bills and Certificates	2 850	208
2	702	Commercial Paper	6 673	421
3	702	Euro Dollar Deposit	4 025	112
4	702	Total	13 548	741
5	703	First Mortgage 5% Gold Bonds	28	860
6	703	Other items each less than \$100,000		470
7	703	Total	29	330
8	709	Sundry foreign roads estimated unreported freight revenue	7 765	410
9	709	Miscellaneous recollectible disbursements	165	855
10	709	Estimated equipment rents receivable	1 400	000
11	709	Other items, each less than \$100,000	314	915
12	709	Total	9 646	180
13	711	Insurance premiums paid in advance	418	064
14	711	Prepaid locomotive lease charges	122	430
15	711	Other items, each less than \$100,000	45	655
16			586	149
17	713	Unreported advance charges on freight forwarded	169	649
18	713	Other items, each less than \$100,000	172	565
19	713	Total	342	214
20				
21				
22				
23				
24				
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204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS

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

In column (b) give the name by which the fund is designated in the respondent's records; the kind of fund, such as sinking, capital, property

insurance, pension, and relief; the rate of interest (if any); and the date of maturity.

Insert totals separately for each account. Such totals of columns (g) and (j) should be the same as those stated in short columns (b₁) and (b₂), respectively, in the comparative general balance sheet statement. Entries in column (g) should be the sums of corresponding entries in

Line No.	Account No.	Name, kind, and purpose of fund	Name of trustee or depository	Balance at beginning of year - Book value	
	(a)	(b)	(c)	(d)	
1	716	Crocker-Citizens National Bank	Crocker-Citizen National Bank	\$	376 210
2		Trustee First & Refunding Mortgage			
3		Property sold			
4					
5	716	Bank of America, NT&SA	Bank of America, NT&SA		294 163
6		Conditional Sale Agreements			
7		Deposits in lieu of equipment			
8		destroyed			
9					
10	716	First Pennsylvania Banking	First Pennsylvania Banking		17 601
11		and Trust Co. Deposits in lieu	and Trust Co.		
12		of destroyed equipment			
13					
14					
15					
16	716	Total			687 974
17					
18					
19					
20					
21	717	Service Interruption Insurance			51 635
22					
23	717	Total			51 635
24					
25					
26	715	Crocker First Ref. Mortgage 3-1/8% Bond			
27					
28	715	Total			
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
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41					
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43					
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48					
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51					
52					
53					
			TOTAL		739 609

¹Includes income of \$ _____ earned on earmarked incentive per diem funds.

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS—Concluded

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

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

Funds representing net credit balances of earmarked incentive per diem

should be reported separately for each year. The amount of income earned on these funds should be reported in footnote to this schedule.¹ Wholly owned Canadian subsidiary lines should subdivide the earmarked funds between monies received from Canadian parent companies as a result of incentive charges and the carrier's own credit balances.

Additions during the year—Book value			Withdrawals during the year—Book value			Balance at close of year—Book value			ASSETS IN FUNDS AT CLOSE OF YEAR												Line No.
									Cash	SECURITIES ISSUED OR ASSUMED BY RESPONDENT				OTHER SECURITIES AND INVESTED ASSETS							
										Par value (i)	Book value (j)	Par value (k)	Book value (l)								
(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)														
138 205	514 415																	1			
																		2			
224 302	107 415	411 050	411 050															3			
																		4			
																		5			
																		6			
																		7			
																		8			
576		18 177	18 177															9			
																		10			
																		11			
																		12			
																		13			
																		14			
363 083	621 830	429 227	429 227															15			
																		16			
																		17			
																		18			
																		19			
1 545		53 180	53 180															20			
																		21			
1 545		53 180	53 180															22			
																		23			
																		24			
105		105	105															25			
																		26			
105		105	105															27			
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																		45			
																		46			
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																		48			
																		49			
																		50			
364 733	621 830	482 512	482 512	None	None	None	None											51			
																		52			

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 205 AND 206

1. Schedules 205 and 206 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated and nonaffiliated companies held by respondent at close of year specifically as investments including obligations of the United States, of a State or local government, or of an individual, so held; investments made, disposed of, or written down during the year; and dividends and interest credited to income. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing account No. 721, "Investments in affiliated companies," in the Uniform System of Accounts for Railroad Companies.

2. These investments should be subdivided to show the par value pledged, unpledged, and held in fund accounts. Under "pledged" include the par value of securities recorded in accounts Nos. 721, "Investments in affiliated companies," and 722, "Other investments," which are deposited with some pledgee or other trustee, or held subject to the lien of a chattel mortgage, or subject to any other restriction or condition which makes them unavailable for general corporate purposes. "Unpledged" should include all securities held by or for the respondent free from any lien or restriction, recorded in the accounts mentioned above. Under "In sinking, insurance, and other funds" include the par value of securities recorded in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

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

(A) Stocks:

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

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

(C) Other secured obligations:

(D) Unsecured notes:

(E) Investment advances:

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

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

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

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

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

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

9. Any balance in account 723, Reserve for adjustment of investment in securities - Credit, shall be disclosed by footnote to the securities against which such reserves were established.

205. INVESTMENTS IN AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, 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....." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR							
						Fair value of amount held at close of year							
						Pledged	Unpledged		In sinking, insurance, and other funds		Total per value		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)
1	721 A-1	VII	Salt Lake City Union Depot and Railroad Company										
2			*Common Stock	50	100 000							100 000	
3			*Preferred Stock	50	300 000							300 000	
4	721 A-1	VII	Tidewater Southern Railway Co.										
5			*Capital Stock	100	1 163 037							1 163 037	
6	721 A-1	VII	Central California Traction										
7			*Common Stock	33 1/3	96 767							96 767	
8			*Preferred Stock	33 1/3	264 267							264 267	
9	721 A-1	VII	Alameda Belt Line										
10			*Capital Stock	50	471 100							471 100	
11	721 A-1	VII	Oakland Terminal										
12			*Capital Stock	50	112 500							112 500	
13	721 A-1	VII	Pullman Company										
14			*Capital Stock	0.42	30 720							30 720	
15	721 A-1	VII	Sacramento Northern Railway										
16			*Common Stock	100	7 500 000							7 500 000	
17													
18													
19													
20													
21			Total Class A-1		10 038 391	None	None				10 038 391		
22													
23	721 A-3	VI	Standard Realty and Development										
24			*Common Stock	100	10 570 700							10 570 700	
25	721 A-3	X	Trailer Train Co.										
26			*Common Stock	2.44	500							500	
27			*Note Receivable										
28	721 A-3	X	Fruit Growers Express										
29			*Common	1.05	188 800							188 800	
30													
31													
32			Total Class A-3		10 760 000							10 760 000	
33													
34	721 D-1	VII	R.E.A. Express										
35			*Note Receivable										
36			Total Class D			None	None		None		None		
37													
38													
39													
40													
41													
42													
43													
44													
45													
46													
47													
48													
49													

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. For nonpar stock, show the number of shares in lieu of the par value in columns (f), (g), (h), (i), (k), and (m).

8. In reporting advances, columns (f), (g), (h), (i), (k), and (m) should be left blank. If any advances are pledged, give particulars in a footnote.

9. Particulars of investments made, disposed of, or written down during

the year should be given in columns (k) to (o), inclusive. If the cost of any investment made during the year differs from the book value reported in column (l), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (n), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

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

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR				Line No.		
Total book value			Par value			Book value			Par value			Book value			Selling price			Rate		Amounts credited to income	
(j)			(k)			(l)			(m)			(n)			(o)			(p)		(q)	
\$			\$			\$			\$			\$			\$			%		\$	
	99	900																			1
	300	000																			2
	1	258 888																4%		12 000	3
								23 752													4
	399	027																			5
	264	716																			6
																					7
	471	100																			8
																					9
	112	500																			10
																					11
	92	160																			12
																					13
	3	975 456																			14
																					15
																					16
																					17
																					18
	6	973 747						23 752		None		None		None		4%			12 000		19
																					20
	10	345 640																			21
																					22
	69	200																			23
	120	000																			24
	1	000 051																			25
																					26
																					27
																					28
	11	534 891						None		None		None		None		None			None		29
																					30
																					31
	57	831																			32
																					33
	57	831						None				None		None		None			2 892		34
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205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and description of security held; also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR							
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR							
						Pledged		Unpledged		In sinking, insurance, and other funds		Total par value	
						(f)		(g)		(h)		(i)	
	(a)	(b)	(c)	(d)	(e)								
90	721	E-1	VII	Investment Advances to:	%								
91	721	E-1	VII	*Alameda Belt Line	50								
92	721	E-1	VII	*Oakland Terminal	50								
93	721	E-1	VII	*Western Pacific Railroad	100								
94													
95				Total Class E-1		None		None		None		None	
96													
97	721	E-3	VI	*Standard Realty & Dev. Co.	100								
98	721	E-3	VI	*Western Pacific Co.	100								
99													
100				Total Class E-3									
101													
102				Grand Total Class E		None		None		None		None	
103													
104				Sacramento Northern Ry. to:									
105	721	B-1	VII	Western Pacific Railroad									
106	721	B-1	VII	*Income Debenture Bonds									
107	721	B-1	VII	*First Mortgage Bonds									
108													
109				Total Class B-1		None		None		None		None	
110													
111													
112	721			Grand Total		20 798 391		None		None		20 798 391	
113													
114													
115													
116													
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205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR												DIVIDENDS OR INTEREST DURING YEAR				Line No.
Total book value			Par value			Book value			Par value				Book value				Selling price				Rate	Amount credited to income			
(j)			(k)			(l)			(m)				(n)				(o)				(p)	(q)			
\$			\$			\$			\$			\$			\$			%	\$						
	52	490																				60			
	400	700																				61			
	1	050 000					62	223					1	000 000		1	000 000					62			
	1	503 190					62	223					1	000 000		1	000 000				None	63			
	None						20	000					20	000		20	000					64			
	None						26	000					26	000		26	000					65			
																						66			
																						67			
	None						46	000					46	000		46	000				None	68			
																						69			
	3	363 540				3	363 540															70			
	245	000				245	000															71			
	3	608 540				3	608 540						None		None					None		72			
																						73			
	23	678 199				3	740 515						1	046 000		1	046 000				14 892	74			
																						75			
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206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds", 716, "Capital and other reserve funds", 722, "Other investments", and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investment in U. S. Treasury obligations may be reported as one item.

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.....". In making entries in this column, abbreviations

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged			Unpledged			In sinking, insurance, and other funds			Total per value		
(a)	(b)	(c)	(d)		(e)			(f)			(g)			(h)		
					\$			\$			\$			\$		
1																
2																
3																
4																
5																
6																
7																
8	722	C-3	X	Promissory Notes, Notes Receivable and Construction Loans:												
9				Cargill Inc.												
10				Foster Co.												
11				John C. Weaver												
12				Triple E Produce												
13				Albert C. Jones												
14				Stanfred												
15																
16																
17				McLaughlin Drayage Co.												
18				Chapel of the Chimes												
19				Dean and Edith Williams												
20																
21				Turlock Fruit Co.												
22				Snider Lumber Co.												
23				San Joaquin Tomato Growers												
24				Smith-Palmer												
25																
26																
27	722			Total Class C												
28																
29																
30		E-3	VII	Railroad Associations												
31				Work Funds												
32																
33																
34				Total Class E												
35																
36																
37				Grand Total												
38																
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204. OTHER INVESTMENTS—Continued

in common use in standard financial publications may be used where necessary on account of limited space.

6. For nonpar stock, show the number of shares in lieu of the par value in columns (e), (f), (g), (h), (i), and (j).

7. In reporting advances, columns (e), (f), (g), (h), (i), and (j) should be left blank. If any advances are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (n), inclusive. If the cost of any investment made during the year differs from the book value reported in column (k), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (m) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR			DIVIDENDS OR INTEREST DURING YEAR			Line No.
Total book value			Par value		Book value	Par value		Book value	Selling price	Rate	Amount credited to income	
(f)			(j)		(k)	(l)		(m)	(n)	(o)	(p)	
\$			\$		\$	\$		\$	\$	%	\$	
												1
												2
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												53

206. OTHER INVESTMENTS—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged			Unpledged			In sinking, insurance, and other funds			Total per value		
(a)	(b)	(c)	(d)		(e)			(f)			(g)			(h)		
\$					\$			\$			\$			\$		
54																
55																
56																
57																
58																
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206. OTHER INVESTMENTS—Concluded

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR									DIVIDENDS OR INTEREST DURING YEAR		Line No.
Total book value			Par value			Book value			Par value			Book value			Selling price			Rate	Amount credited to income	
(i)			(j)			(k)			(l)			(m)			(n)			(o)	(p)	
\$			\$			\$			\$			\$			\$			%	\$	
																				54
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RAILROAD CORPORATIONS—OPERATING—A.

209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES

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

the provisions of Part 1 of the Interstate Commerce Act, without regard to any question of whether the company issuing the securities, or the obligor, is controlled by the subsidiary.

2. This schedule should include all securities, open account advances, and other intangible

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	INVESTMENTS AT CLOSE OF YEAR				INVESTMENTS MADE DURING YEAR			
			Total par value (c)		Total book value (d)		Par value (e)		Book value (f)	
1	A-3	Delta Finance Company, Ltd.	\$	264 400	\$	2 639 428	\$	None	\$	None
2										
3	C-3	Standard Realty & Development Company		None		1 644 869		None		None
4		(Contracts for Sale of Land and								
5		Notes Receivable)								
6										
7	C-3	Western Pacific Company		10 000		10 000		None		None
8		Capital Stock								
9										
10	C-3	Delta Finance Company, Ltd.		None		2 409 564		None		None
11		(Note Receivable)								
12										
13										
14										
15										
16										
17										
18										
19										
20										
21										
22										
23										
24										
25										

NOTES AND REMARKS

209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES--Continued

property owned or controlled by nonreporting companies shown in schedules 104A, 104B, and 205, as well as those owned or controlled by any other organization or individual whose action respondent is able to determine.

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

4. Column (a), Class No., should show classifications as provided in instructions 3 and 4, page 19.

INVESTMENT; DISPOSED OF OR WRITTEN DOWN DURING YEAR						Names of subsidiaries in connection with things owned or controlled through them (j)	Line No.
Par value (g)		Book value (h)		Selling price (i)			
\$	None	\$	None	\$	None	Standard Realty & Development Company	2
	None		2 537 513		2 537 513	Standard Realty & Development Company	3
							4
							5
	None		None		None		6
							7
							8
	None		455 034		455 034		9
							10
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NOTES AND REMARKS

2.1. ROAD AND EQUIPMENT PROPERTY (See instructions page 32)

Line No.	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering.....	4 336 465		
2	(2) Land for transportation purposes.....	7 210 827		
3	(2 ¹) Other right-of-way expenditures.....	141 074		
4	(3) Grading.....	33 669 496		
5	(5) Tunnels and subways.....	15 636 562		
6	(6) Bridges, trestles, and culverts.....	13 050 195		
7	(7) Elevated structures.....			
8	(8) Ties.....	6 333 902		
9	(9) Rails.....	14 532 734		
10	(10) Other track material.....	12 745 709		
11	(11) Ballast.....	6 868 445		
12	(12) Track laying and surfacing.....	6 614 459		
13	(13) Fences, snowsheds, and signs.....	686 537		
14	(16) Station and office buildings.....	4 023 952		
15	(17) Roadway buildings.....	792 903		
16	(18) Water stations.....	135 932		
17	(19) Fuel stations.....	600 672		
18	(20) Shops and enginehouses.....	5 360 229		
19	(21) Grain elevators.....			
20	(22) Storage warehouses.....			
21	(23) Wharves and docks.....	995 578		
22	(24) Coal and ore wharves.....			
23	(25) TOFC/COFC terminals.....	465 066		
24	(26) Communication systems.....	2 180 582		
25	(27) Signals and interlockers.....	10 528 552		
26	(29) Power plants.....	722		
27	(31) Power-transmission systems.....	302 014		
28	(35) Miscellaneous structures.....	22 558		
29	(37) Roadway machines.....	2 585 832		
30	(38) Roadway small tools.....	42 476		
31	(39) Public improvements—Construction.....	2 806 051		
32	(43) Other expenditures—Road.....	45 988		
33	(44) Shop machinery.....	1 884 771		
34	(45) Power-plant machinery.....	81 627		
35	Other (specify and explain).....			
36	Total expenditures for road.....	154 681 810		
37	(52) Locomotives.....	22 500 823		
38	(53) Freight-train cars.....	68 113 400		
39	(54) Passenger-train cars.....			
40	(55) Highway revenue equipment.....	794 885		
41	(56) Floating equipment.....	1 459 921		
42	(57) Work equipment.....	1 506 314		
43	(58) Miscellaneous equipment.....	516 691		
44	Total expenditures for equipment.....	94 892 034		
45	(71) Organization expenses.....	8 324		
46	(76) Interest during construction.....	28 639		
47	(77) Other expenditures—General.....	77 904		
48	Total general expenditures.....	114 867		
49	TOTAL.....	249 688 711		
50	(80) Other elements of investment (p. 33).....	(22 892 248)		
51	(90) Construction work in progress.....			
52	GRAND TOTAL.....	226 796 463		

211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 32)

EXPENDITURES FOR ADDITIONS AND IMPROVEMENTS DURING THE YEAR			CREDITS FOR PROPERTY RETIRED DURING THE YEAR		Net changes during the year (f)	Balance at close of year (g)		Line No.
Made on owned property (a)	Made on leased property (b)		Owning property (c)	Leased property (d)				
25 441			7 124	1 629	16 688	4 353	153	1
31 802			32 378		(576)	7 210	251	2
230					230	141	304	3
142 532			5 391		137 141	33 806	637	4
52 533					52 533	15 689	095	5
223 880			25 579		198 501	13 248	496	6
113 018			14 570	369	98 079	6 431	981	7
242 180			11 321	393	230 466	14 763	200	8
436 540	3 004		88 947	964	349 631	13 095	342	9
40 453			15 139	51	25 263	6 893	708	10
166 461	280		12 175	442	154 124	6 768	583	11
8 459			1 827		6 632	693	169	12
169 291	220 022		36 175	1 730	851 408	4 375	360	13
18 245			1 224	6 286	10 735	803	638	14
			356		(356)	135	476	15
			2 425		(2 425)	598	247	16
(47 210)			270 524		(317 734)	5 042	495	17
								18
								19
				87 258	(87 258)	908	320	20
								21
53 448					53 448	518	514	22
365 948			13 072		352 876	2 533	458	23
164 760			2 365		162 395	10 690	947	24
(11)					(11)		711	25
						302	014	26
						22	558	27
15 392			39 799		(24 407)	2 561	425	28
						42	476	29
180 589			19 419		161 170	2 967	221	30
						45	988	31
32 145			30 179		1 966	1 886	737	32
			5 467		(5,467)	76	160	33
								34
2 436 126	223 306		635 456	99 122	1 924 854	156 606	664	35
19 181			2 866 180		(2 848 999)	19 651	824	36
400 744			5 895 131		(5 494 387)	62 619	013	37
								38
						794	885	39
						1 459	921	40
83 320			110 665		(27 345)	1 478	969	41
46 726			57 751		(11 025)	505	666	42
549 371			8 931 727		(8 381 756)	86	510 278	43
						8	324	44
						28	639	45
				8 647	(8 647)	69	257	46
				8 647	(8 647)	106	220	47
2 986 097	223 306		9 567 183	107 769	(6 465 549)	243 223	162	48
						(22 892	248	49
								50
2 986 097	223 306		9 567 183	107 769	(6 465 549)	220 330	914	51
								52

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE III ON PAGES 30 and 31

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 (h), inclusive. Column (j) is the aggregate of columns (b) to (h), inclusive. Grand totals of columns (b) and (j) should equal the sum of accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.

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

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

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

5. In column (f) show particulars for improvements made on property held under lease or other form of long-term contract and not charged to the owning company.

6. In columns (g) and (h) should be entered all credits representing property sold, abandoned, or otherwise retired.

7. 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.

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

9. Report on line 35 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

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

11. If an amount of less than \$500 is used as the minimum debit or credit for additions and betterments to property investment accounts as provided for in Instruction 2-2, of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

NOTES AND REMARKS

211A. OTHER ELEMENTS OF INVESTMENT

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

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

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

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)			Credits during the year (d)		
1	None							
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20								
21								
22								
23								
24								
25								
26								
27								
28								
29								
30								
31								
32								
33								
34								
35								
36								
37								
38								
39								
40								
41								
42								
43								
44								
45								
46								
47								
48								
49								
50								
51								
52								
53								
TOTALS.....		III						
NET CHARGES..		III				None		

211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 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 the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be

shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote.

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

3. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is included in account 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2 1/2, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

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

Line No.	Account	OWNED AND USED				LEASED FROM OTHERS			
		DEPRECIATION BASE		Annual composite rate (percent)		DEPRECIATION BASE		Annual composite rate (percent)	
		At beginning of year	At close of year			At beginning of year	At close of year		
	(a)	(b)	(c)	(d)		(e)	(f)	(g)	
1	ROAD								
2	(1) Engineering	4 280 714	4 299 552			2 836	1 029	8 00	
3	(2 1/2) Other right-of-way expenditures	127 640	127 870						
4	(3) Grading	33 208 195	33 344 762			9 493	8 845	8 00	
5	(5) Tunnels and subways	15 636 562	15 680 516						
6	(6) Bridges, trestles, and culverts	12 965 746	13 126 159			1 339	1 248	8 00	
7	(7) Elevated structures								
8	(13) Fences, snowsheds, and signs	684 415	690 932						
9	(16) Station and office buildings	3 702 393	3 798 682			127 187	326 896	8 00	
10	(17) Roadway buildings	784 777	801 799			464	432	7 89	
11	(18) Water stations	125 627	125 272						
12	(19) Fuel stations	589 566	587 142						
13	(20) Shops and enginehouses	5 345 485	5 007 186						
14	(21) Grain elevators								
15	(22) Storage warehouses								
16	(23) Wharves and docks	253 406	253 406			145 328	48 718	8 00	
17	(24) Coal and ore wharves								
18	(25) TOFC/COFC terminals	465 066	518 513						
19	(26) Communication systems	2 160 809	2 456 049			252	227	7 98	
20	(27) Signals and interlockers	10 249 442	10 407 299						
21	(29) Power plants		377 365			93	87	8 04	
22	(31) Power transmission systems	299 771	299 771			358	334	8 01	
23	(35) Miscellaneous structures	22 558	22 558						
24	(37) Roadway machines	2 585 832	2 560 788						
25	(39) Public improvements—Construction	2 803 489	2 964 618						
26	(44) Shop machinery	1 877 993	1 878 933						
27	(45) Power-plant machinery	81 627	76 160						
28	All other road and General Accounts					51 022	48 585	8 02	
29	Amortization (other than defense projects)								
30	Total road	98 251 489	99 028 332	(A)		338 379	436 401	8 00	
31	EQUIPMENT								
32	(52) Locomotives	22 224 665	19 564 978						
33	(53) Freight-train cars	67 987 991	62 742 055						
34	(54) Passenger-train cars								
35	(55) Highway revenue equipment	767 972	777 483						
36	(56) Floating equipment	1 459 921	1 459 921						
37	(57) Work equipment	1 488 753	1 474 081						
38	(58) Miscellaneous equipment	216 106	230 160						
39	Total equipment	94 145 408	86 248 678	(A)		None	None	None	
40	GRAND TOTAL	192 396 897	185 277 010	XX XX		338 379	436 401	XX XX	

Note (A) - Refer to individual railroad schedules included in this Form A for composite rates used and notes thereto.

211C. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in account No. 509.

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

3. In column (d) show the composite rates used in computing the depreciation for the month of December and on lines 29 and 36 of this column

show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary accounts composite rates to the depreciation base used in computing the depreciation for December and dividing the total so computed by the depreciation base.

4. If the depreciation base for accounts 1, 2½, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

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

Line No.	Account	DEPRECIATION BASE				Annual composite rate (percent)	
		Beginning of year		Close of year			
		(b)		(c)			
	(a)					(d)	%
1	ROAD						
2	(1) Engineering.....						
3	(2½) Other right-of-way expenditures.....						
4	(3) Grading.....						
5	(5) Tunnels and subways.....						
6	(6) Bridges, trestles, and culverts.....						
7	(7) Elevated structures.....						
8	(13) Fences, snowsheds, and signs.....						
9	(16) Station and office buildings.....						
10	(17) Roadway buildings.....						
11	(18) Water stations.....						
12	(19) Fuel stations.....	None					
13	(20) Shops and enginehouses.....						
14	(21) Grain elevators.....						
15	(22) Storage warehouses.....						
16	(23) Wharves and docks.....						
17	(24) Coal and ore wharves.....						
18	(25) TOFC/COFC terminals.....						
19	(26) Communication systems.....						
20	(27) Signals and interlockers.....						
21	(29) Power plants.....						
22	(31) Power transmission systems.....						
23	(35) Miscellaneous structures.....						
24	(37) Roadway machines.....						
25	(39) Public improvements—Construction.....						
26	(44) Shop machinery.....						
27	(45) Power-plant machinery.....						
28	All other road accounts.....						
29	Total road.....						
30	EQUIPMENT						
31	(52) Locomotives.....						
32	(53) Freight-train cars.....						
33	(54) Passenger-train cars.....						
34	(55) Highway revenue equipment.....						
35	(56) Floating equipment.....						
36	(57) Work equipment.....						
37	(58) Miscellaneous equipment.....						
38	Total equipment.....						
39	GRAND TOTAL.....						

21'D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 543, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211F for the reserve relating to road and equipment owned but not used by the respondent.) If any

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

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 29.

Line No.	ACCOUNT	Balance at beginning of year			CREDITS TO RESERVE DURING THE YEAR				DEBITS TO RESERVE DURING THE YEAR				Balance at close of year		
					Charges to operating expenses		Other credits		Retirements		Other debits				
1	ROAD														
2	(1) Engineering	1	009	429	30	042			6	387			1	033	084
3	(2) Other right-of-way expenditures		40	896	1	764								42	660
4	(3) Grading		686	255	27	026								713	281
5	(5) Tunnels and subways	1	963	060	100	202							2	063	262
6	(6) Bridges, trestles, and culverts	6	759	841	208	174			11	732			6	956	283
7	(7) Elevated structures														
8	(13) Fences, snow sheds, and signs		588	582	17	514			1	818				604	278
9	(16) Station and office buildings	1	824	841	91	903			31	189			1	885	555
10	(17) Roadway buildings		369	340	22	114				895				390	559
11	(18) Water stations		118	775	3	377				356				121	796
12	(19) Fuel stations		123	297	13	681			2	425				134	553
13	(20) Shops and enginehouses	1	773	330	107	496			270	524			1	610	302
14	(21) Grain elevators														
15	(22) Storage warehouses														
16	(23) Wharves and docks		164	002	6	588								170	590
17	(24) Coal and ore wharves														
18	(25) TOPC/COFC terminals		8	591	14	175								22	766
19	(26) Communication systems		953	292	64	562			13	071			1	004	783
20	(27) Signals and interlockers	5	322	227	300	673			1	954			5	620	946
21	(29) Power plants			886		11									897
22	(31) Power-transmission systems		274	546	9	744								284	290
23	(35) Miscellaneous structures		15	729		900								16	629
24	(37) Roadway machines	1	365	684	153	340			33	891			1	485	133
25	(39) Public improvements—Construction		533	337	22	987				346				555	978
26	(44) Shop Machinery *		817	509	42	545			22	332				837	722
27	(45) Power-plant machinery * and general		58	852	2	987			4	592				57	247
28	All other road accounts	1	118	817									1	118	817
29	Amortization (other than defense projects)														
30	Total road	25	891	118	1	241	805			401	512		26	731	411
31	EQUIPMENT														
32	(52) Locomotives	11	353	353	1	004	767		2	551	123		9	806	997
33	(53) Freight-train cars	23	520	811	2	392	852		3	385	932		22	527	731
34	(54) Passenger-train cars														
35	(55) Highway revenue equipment		534	069		79	818							613	887
36	(56) Floating equipment		661	210		43	512							704	722
37	(57) Work equipment	1	275	54		39	626			173	752		1	141	528
38	(58) Miscellaneous equipment		421	212		15	313			45	209			391	316
39	Total equipment	37	766	309	3	575	888		6	156	016		35	186	181
40	GRAND TOTAL	63	657	427	4	817	693		6	557	528		61	917	592

*Chargeable to account 305

211E. DEPRECIATION RESERVE—ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Give full particulars called for hereunder with respect to credits and debits to account No. 785, "Accrued depreciation—Leased property," during the year relating to road and equipment leased from others, the depreciation charges for which are includible in operating expenses of the respondent.

2. Show in column (c) amounts which were charged to operating expenses, and in column (f) show payments made to the lessor in settlement thereof. A full explanation should be given of all entries in columns (d) and (f).

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

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

5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 785 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.	Account	Balance at beginning of year		CREDITS TO RESERVE DURING THE YEAR						DEBITS TO RESERVE DURING THE YEAR						Balance at close of year	
				Charges to operating expenses			Other credits			Retirements			Other debits				
(a)	(b)	(c)	(d)	(e)	(f)	(g)											
1	ROAD																
2	(1) Engineering	21 430		186					1 262					20 354			
3	(2) Other right-of-way expenditures																
4	(3) Grading	254 639		708										255 347			
5	(5) Tunnels and subways																
6	(6) Bridges, trestles, and culverts	140		100										240			
7	(7) Elevated structures																
8	(13) Fences, snow sheds, and signs	20												20			
9	(16) Station and office buildings	156 080		20 763					1 730					175 113			
10	(17) Roadway buildings	7 962		35					6 287					1 710			
11	(18) Water stations	9 261												9 261			
12	(19) Fuel stations	11 098												11 098			
13	(20) Shops and enginehouses																
14	(21) Grain elevators																
15	(22) Storage warehouses																
16	(23) Wharves and docks	596 844		9 676					87 258					519 262			
17	(24) Coal and ore wharves																
18	(25) TOFC/COFC terminals																
19	(26) Communication systems	2 432		26										2 458			
20	(27) Signals and interlockers	82												82			
21	(29) Power plants	252		7										259			
22	(31) Power-transmission systems	1 115		27										1 142			
23	(35) Miscellaneous structures																
24	(37) Roadway machines																
25	(39) Public improvements—Construction																
26	(44) Shop machinery*																
27	(45) Power-plant machinery* and General																
28	All other road accounts	222 914		3 759					(17 727)					244 400			
29	Total road	1 284 269		35 287					78 810					1 240 746			
30	EQUIPMENT																
31	(52) Locomotives																
32	(53) Freight-train cars																
33	(54) Passenger-train cars																
34	(55) Highway revenue equipment																
35	(56) Floating equipment																
36	(57) Work equipment																
37	(58) Miscellaneous equipment																
38	Total equipment	None		None					None					None			
39	GRAND TOTAL	1 284 269		35 287					78 810					1 240 746			

*Chargeable to account 305.

211F. DEPRECIATION RESERVE—ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the Depreciation reserve is carried in the accounts of the respondent, and the rent therefrom is included in account No. 509.

2. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," 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 211D 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 column (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

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

211G. AMORTIZATION OF DEFENSE PROJECTS—ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

1. Show in columns (b) to (e) the amount of base of road and equipment property for which amortization reserve is provided in account No. 736, "Accrued amortization of defense projects—Road and Equipment" of the respondent. If the amortization base is other than the ledger value stated in the investment account, a full explanation should be given.

2. Show in columns (f) to (i) the balance at the close of the

year and all credits and debits during the year in reserve account No. 736, "Accrued amortization of defense projects—Road and Equipment."

3. The information requested for "Road" by columns (b) through (i) may be shown by projects amounting to \$100,000 or more, or by single entries as "Total road" in line 28. If

reported by projects, each project should be briefly described, stating kind, location, and authorization date and number. Projects amounting to less than \$100,000 should be combined in a single entry designated "Minor items, each less than \$100,000."

4. Any amounts included in columns (b) and (f), and in column (h) affecting operating expenses, should be fully explained.

Line No.	Description of property or account (a)	BASE												RESERVE											
		Debits during year (b)			Credits during year (c)			Adjustments (d)			Balance at close of year (e)			Credits during year (f)			Debits during year (g)			Adjustments (h)			Balance at close of year (i)		
		\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx
1	ROAD:	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx
2																									
3																									
4																									
5																									
6																									
7																									
8																									
9																									
10																									
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21																									
22																									
23																									
24																									
25																									
26																									
27																									
28	TOTAL ROAD	None			53	773		None			1	409	437	None			53	773		None			1	409	437
29	EQUIPMENT:	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx
30	(52) Locomotives				140	485					135	673					140	485					135	673	
31	(53) Freight-train cars				44	824					80	584					44	824					80	584	
32	(54) Passenger-train cars																								
33	(55) Highway revenue equipment																								
34	(56) Floating equipment																								
35	(57) Work equipment																								
36	(58) Miscellaneous equipment																								
37	TOTAL EQUIPMENT	None			185	309		None			216	257		None			185	309		None			216	257	
38	GRAND TOTAL	None			239	082		None			1	625	694	None			239	082		None			1	625	694

NOTES AND REMARKS

2111. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

1. Give particulars as requested, separately, for the various classes of new units and rebuilt units of equipment installed by respondent during the year. If information regarding the cost of any units installed is not complete at time of filing of report, the units should be limited, but reference to the number of units limited 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 (a) whether an installation represents equipment purchased (P), built or rebuilt by contract in outside railroad shops (C), or built or rebuilt in company or system shops (S).

2. In column (a) list each class or type of locomotive unit, car, or TOFC/COFC equipment on a separate line. By class is meant the standard classification used to distinguish types of locomotive units, freight cars or other equipment, adopted by the Association of American Railroads, and should include physical characteristics requested by Schedule 417. Locomotive units should be identified as to power source, wheel arrangement, and horsepower per unit; and cars should be identified as to special construction or service characteristics, such as Multiple purpose diesel locomotive A units (B-B1 2500 HP,

Aluminum covered hopper cars, LO: Steel boxcars—special service, XAP, etc.; for TOFC/COFC show type of equipment as enumerated in Schedule 417, lines 70-81, and type of construction.

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 reportable in columns (c), (d), (e), and (f) of schedule 417, showing returns for new units in the upper section of this schedule and showing returns for rebuilt units acquired and rebuilt units rewritten into respondent's property investment account in the lower section. The term "new" as used herein shall refer to and mean a unit or units placed in service for the first time on any railroad.

6. All unequipped box cars 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)
1	Freight Train Cars:			\$	
2					
3	Note "A" - 3 Hopper (Open Top) general service HK				
4	Type H330, Cost incomplete. Will be				
5	reported in subsequent year.				
6					
7					
8					
9	Note "B" - 10 General Service Box Cars, XL, Type A-230				
10	Cost incomplete. Will be reported in				
11	subsequent year.				
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30	TOTAL	XXXX	XXXX		XXXX

REBUILT UNITS

41					
42					
43					
44	None				
45					
46					
47					
48					
49					
50					
51					
52					
53					
54	TOTAL	XXXX	XXXX		XXXX
55	GRAND TOTAL	XXXX	XXXX		XXXX

211N-1. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE (SEE INSTRUCTION 2)

1. Give particulars, as requested, of the investment in transportation property at the close of the year, as related to "Net railway operating income," of the respondent for the year.

2. The term "Investment in railway property used in transportation service" means the aggregate of property owned, and property not owned but used by the respondent, in transportation service, (a) the investment in which is represented in accounts 731 and 732 of the respondent, including operating, lessor, and inactive railroads, (b) road and equipment property used to or from others, the rentals of which are included in accounts 509 and 542, (c) equipment owned or leased, the lease-rental from which is included in accounts 503 to 507, inclusive, of the respondent, minus (d) investment in property leased to others the lease-rental from which is included in account 509. It does not include investment of others in equipment used by the respondent, rent for which is included in accounts 536 to 540, inclusive, nor does it include investment of other carriers in property jointly used by the respondent, such as trackage rights, rent for which is included in account 541 of the respondent. In column (a), classify each company in this schedule as respondent (R), lessor railroad (L), inactive or proprietary company (P), and other leased properties (O).

3. In columns (a) to (c), inclusive, first show the data requested for the respondent (R), next the data for companies whose entire properties are used in transportation service of the respondent, divided between lessor (L) and proprietary (P) companies, followed by data for carriers and others (O), portions of whose property are used in transportation service of the respondent.

Show a total for each class of company. Then show, as deductions, data for transportation property leased to carriers and others, rentals from which are included in account 509.

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

5. In column (d) show the amount applicable in accounts 731 and 732 on the books of the companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to the deductions made by the owners in their reports. If separate value is not available, explanation should be given. Differences between the amounts in column (d) of this schedule and the amounts shown in column (c), line 3d, on the asset side of the comparative general balance sheet of each individual railway should be explained in a footnote. Book value included in accounts 731 and 732 of the owner should be reported in column (d) in reference to the investment of the respondent in the securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6 percent or otherwise) value of property of private owners, or portions of property of other carriers, should be explained.

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

Line No.	Class (See Ins. 2) (a)	Name of company (b)	Miles of road owned (See Ins. 4) (c)		Investment in property (See Ins. 5) (d)			Depreciation and amortization of defense projects (See Ins. 6) (e)		
1	R	The Western Pacific Railroad Company System	1	339,23	\$	220	330	914	\$	64 784 032
2										
3										
4										
5										
6										
7										
8										
9										
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41										
42										
43										
44										
45										
46										
47										
48										
49										
50										
TOTAL			1	339,23		220	330	914		64 784 032

211N-2. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE—Continued

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 53 hereon, should correspond with the amount for respondent and with the aggregate amounts for each class of company and properties shown in schedule 211N-1 on page 42. 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 35 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where cost of property

learned from other carriers is not ascertainable. Identify non-carrier owners, and briefly explain methods of estimating value of property of non-carriers or property of other carriers under "Notes and Remarks," page 40.

4. Report on line 35 amounts not includable in the accounts shown, or in line 35. The items reported should be briefly identified and explained under "Notes and Remarks," page 40. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary) companies (d)	Other leased properties (e)
1	(1) Engineering.....	\$ 4,353,153			
2	(2) Land for transportation purposes.....	7,210,251			
3	(24) Other right-of-way expenditures.....	141,304			
4	(3) Grading.....	33,806,637			
5	(5) Tunnels and subways.....	15,689,095			
6	(6) Bridges, trestles, and culverts.....	13,248,496			
7	(7) Elevated structures.....				
8	(8) Piers.....	5,431,981			
9	(9) Rails.....	14,763,200			
10	(10) Other track material.....	13,095,342			
11	(11) Ballast.....	6,893,708			
12	(12) Track laying and surfacing.....	6,768,583			
13	(13) Fences, snowsheds, and signs.....	693,169			
14	(16) Station and office buildings.....	4,375,360			
15	(17) Roadway buildings.....	803,638			
16	(18) Water stations.....	135,476			
17	(19) Fuel stations.....	598,247			
18	(20) Shops and enginehouses.....	5,042,495			
19	(21) Grain elevators.....				
20	(22) Storage warehouses.....				
21	(23) Wharves and docks.....	908,320			
22	(24) Coal and ore wharves.....				
23	(25) TOFC/COFC terminals.....	518,514			
24	(26) Communication systems.....	2,533,458			
25	(27) Signals and interlockers.....	10,690,947			
26	(29) Power plants.....	711			
27	(31) Power-transmission systems.....	302,014			
28	(35) Miscellaneous structures.....	22,558			
29	(37) Roadway machines.....	2,561,425			
30	(38) Roadway small tools.....	42,476			
31	(39) Public improvements—Construction.....	2,967,221			
32	(43) Other expenditures—Road.....	45,988			
33	(44) Shop machinery.....	1,886,737			
34	(45) Power-plant machinery.....	76,160			
35	Leased property capitalized rentals (explain).....				
36	Other (specify & explain).....				
37	Total expenditures for road.....	156,606,664			
38	(52) Locomotives.....	19,651,824			
39	(53) Freight-train cars.....	62,619,013			
40	(54) Passenger-train cars.....				
41	(55) Highway revenue equipment.....	794,885			
42	(56) Floating equipment.....	1,459,921			
43	(57) Work equipment.....	1,478,969			
44	(58) Miscellaneous equipment.....	505,666			
45	Total expenditures for equipment.....	86,510,278			
46	(71) Organization expenses.....	8,324			
47	(76) Interest during construction.....	28,639			
48	(77) Other expenditures—General.....	69,257			
49	Total general expenditures.....	106,220			
50	TOTAL.....	243,223,162			
51	(80) Other elements of investment.....	(22,892,248)			
52	(90) Construction work in progress.....				
53	GRAND TOTAL.....	220,330,914			

214. MISCELLANEOUS PHYSICAL PROPERTY

1. Give particulars of all investments of the respondent in physical property includible in account No. 737, "Miscellaneous physical property," together with the revenue, income, expenses, taxes, and depreciation data on such property, as requested.

2. Show in column (c) a description and location of the physical property, and, if operated, the kind of business in which engaged, stating whether the respondent's title is that of ownership or whether the property is held under lease or other incomplete title. All peculiarities of title should be explained. Each item of property investment amounting to \$1,000.00 or more should be separately stated and each item whose net profit or net loss for the year (as per column (i), regardless of amount of investment) is \$50,000 or more should also be separately stated. All other items may be combined in a single entry designated "All other items."

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

4. If any property investment includible in this schedule, amounting to \$250,000 or more, was disposed of during the year, give particulars in a footnote.

Line No.	ITEM (Kind and location of property, and nature of business, if any) (c)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charge during the year (d)	Credits during the year (e)	Balance at close of year (See line 2) (f)
1	Various		68,279	402,775	5,995,482
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
TOTAL			68,279	402,775	5,995,482

NOTES AND REMARKS

214. MISCELLANEOUS PHYSICAL PROPERTY—Continued

5. In section B include in column (f) the gross amount of revenue or income included in accounts 502 and 511, in column (g) the gross amount of expenses (including depreciation) charged to accounts 511 and 534, in column (h) the amount of taxes charged to accounts 502 and 544 for the year, and in column (i) the net profit or loss of columns (f) minus (g) and (h).

6. Any differences between the total of column (h) and the totals of accounts 535 and 544, and differences between the total of column (i) and the net total of accounts 502, 511, 534, 535, and 544, of such accounts in Schedule 300, "Income Account for the Year," should be explained in a footnote.

7. In section C give an analysis of account 728, "Accrued depreciation—Miscellaneous physical property," for each item shown in column (s). Show in column (n) the percentage or composite rate used by the respondent for computing the amount of depreciation credited to the account during the year. Any adjustments of importance included in columns (j) and (k) should be fully explained in a footnote.

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

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEDUCTIBLE TO ACCOUNTS 502, 511, 534, 535 AND 544 DURING THE YEAR				C. DEPRECIATION RESERVE (ACCOUNT 728)					Line No.
Revenues or Income (f)	Expense (g)	Taxes (h)	Net profit for year after taxes (i) loss (j) profit	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rate (n)	
\$ 293,545	\$ 106,663	\$ 355,782	\$ 168,900	\$ 48,286	\$ 19,812	\$ 802,854	\$ 1,928,603	(1)	1
									2
									3
									4
									5
									6
									7
									8
									9
									10
									11
									12
									13
									14
									15
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									18
									19
									20
									21
293,545	106,663	355,782	168,900	48,286	19,812	802,854	1,928,603		22

NOTES AND REMARKS

(1) Col. (N)

Actual Depreciation Rates: Western Pacific Railroad Company 2.44
 Sacramento Northern Railway 2.49
 Tidewater Southern Railway Company 2.58

216. OTHER ASSETS AND DEFERRED CHARGES

Give description and particulars for each item or class of items of like description in accounts Nos. 741, "Other assets," and 743, "Other deferred charges," at the close of the year. Show debtor (or class of debtors) for deferred assets and appropriate description for items or class of items of deferred charges. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be

combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200A. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Account No. (a)	Item (b)	Amount (c)
1	741	Freight Charges Receivable in Dispute	180 000
2	741	U. S. Government Amounts Claimed due Other Land Grants	575 311
3	741	Individuals and Companies Doubtful Accounts	222 226
4	741	Accident Costs - Various	2 646 706
5	741	Other Items, each less than \$100,000	45 952
6	741	Total	3 670 195
7			
8			
9	743	Freight Claim Department - Unadjusted Loss and Damage	155 918
10	743	Unadjusted Claims - Freight Overcharges	227 845
11	843	U. S. Government Cutbacks and Payment Bills	109 994
12	743	Union Street Franchise, Oakland, California	133 960
13	943	Third Street Franchise, Oakland, California	6 025
14	743	Other Items, each less than \$100,000	235 308
15	743	Total	869 050
16			
17			
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19			
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23			
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45			

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 48, 49, 50 AND 51

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

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

- (1) MORTGAGE BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS:
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.
- (5) MISCELLANEOUS OBLIGATIONS.
- (6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).
- (7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

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

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

In column (m) enter the amount of debt both nominally and actually issued up to the date of the report and not the amount authorized. In the event debt is assumed, column (m) should include the amount of debt issued by the original debtor.

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

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

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

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

The grand totals of columns (n) and (r), when combined, should equal the sum of the amounts stated in short column (b₁) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 51 give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (x) and (aa) only.

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

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

Particulars concerning the reacquirement of securities that were actually outstanding should be reported on pages 50 and 51, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

218. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—				
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien			
													(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
1	764&765 Funded Debt Unmatured;														
2	(1) Mortgage Bonds														
3	(a) With Fixed Interest														
4	First and Refunding Mortgage														
5	3 1/8% Bonds, Series "A"	1- 1-51	1- 1-81	3 1/8	1-1 7-1	No	Yes	Yes	Yes	None	1132	None			
6	Total Class 1														
7	(2) Unsecured Bonds (Debentures)														
8	(b) With Contingent Interest (a) With Fixed Interest - First and Last Year.														
9	Thirty-Year 5% Income														
10	Debentures	10- 1-54	10-1-84	5	5-1	No	Yes	Yes	None	None	None	None			
11	Total Class 3														
12															
13															
14															
15															
16															
17	Total 764&765 Funded Debt Unmatured;														
18	(4) 764&766 Equipment Obligations;			(See Note)		No	No	No	None	None	None	None			
19	(c) Conditional or Deferred Payment Contracts Line 48)														
20															
21	Bank of America, NT & SA	12-1-56	6-1-72	4.200	7-1-11	No	No	No	None	None	None	None			
22	Bank of America, NT & SA	11-1-57	4-1-73	4.714	7-1-11	No	No	No	None	None	None	None			
23	Bank of America, NT & SA	3- 1-59	8-1-74	4.460	Note (3)	"	"	"	"	"	"	"			
24	Bank of America, NT & SA	7-15-59	3-1-75	4.958	Note (4)	"	"	"	"	"	"	"			
25	Bank of America, NT & SA	7- 1-60	2-1-76	4.850	Note (5)	"	"	"	"	"	"	"			
26	Bank of America, NT & SA	1- 1-62	11-1-77	4.660	Note (6)	"	"	"	"	"	"	"			
27	Bank of America, NT & SA	2- 1-63	4-1-78	4.300	Note (7)	"	"	"	"	"	"	"			
28	Bank of America, NT & SA	6- 1-63	10-1-78	4.376	Note (8)	"	"	"	"	"	"	"			
29	Bank of America, NT & SA	8-15-63	1-1-79	4.485	Quarterly	"	"	"	"	"	"	"			
30	Bank of America, NT & SA	3- 1-64	10-1-79	4.518	Quarterly	"	"	"	"	"	"	"			
31	Bank of America, NT & SA	3- 1-65	3-15-80	4.537	Semi-Annually	"	"	"	"	"	"	"			
32	Bank of America, NT & SA	5- 1-66	5-15-81	5.500	Semi-Annually	"	"	"	"	"	"	"			
33	First Pennsylvania Banking														
34	& Trust Co. Assignee	9- 1-67	9-15-82	6.500	Semi-Annually	"	"	"	"	"	"	"			
35	Bank of America, NT & SA	12-1-67	12-1-82	6.750	Semi-Annually	"	"	"	"	"	"	"			
36	Bank of America, NT & SA	4- 1-69	4-1-84	7.875	5-1; 11-1	"	"	"	"	"	"	"			
37	Crocker-Citizens Natl. Bank	5- 1-71	6-1-76	1% Above Quarterly		"	"	"	"	"	"	"			
38				Prime											
39															
40															
41	Total Conditional or Deferred Payment Contracts														
42	(4) (a) 764&766 Equipment Trust Certificates														
43	Series of 1967	3-15-67	3-15-82	5.250	Semi-Annually	No	No	No	None	None	None	None			
44	Series of 1968	7-15-68	7-15-83	6.125	Semi-Annually	"	"	"	"	"	"	"			
45	Bank of America, NT & SA	10-2-61	10-30-77	4.706	Quarterly	No	"	"	"	"	"	"			
46	Total Equipment Trust Certs.														
47	Total Equipment Obligations														
48	Note (1) After 36 Monthly payments balance to be paid quarterly														
49	Note (2) After 60 Monthly payments balance to be paid quarterly														
50	Note (3) After 96 Monthly payments balance to be paid quarterly														
51	Note (4) After 60 Monthly payments balance to be paid semi-annually														
52	Note: Column (d) lines 21 through 44 represent composite of varying rates during life of														
53	contracts.														
54															
55															
56															
GRAND TOTAL												XXXX	XXXX	XXXX	XXXX

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

AMOUNT NOMINALLY ISSUED AND—			AMOUNT REACQUIRED AND—			TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
Total amount nominally and actually issued	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Canceled	Total amount actually issued	Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	Matured and no provision made for payment (account 768)	
(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	
									1
									2
									3
22 000 000			22 000 000	5 304 000	None	16 476 000	220 000	(1)	4
22 000 000	None	None	22 000 000	5 304 000	None	16 476 000	220 000	None	5
									6
									7
									8
22 500 000	None	None	22 500 000	10 512 300	195 700	11 792 000			9
22 500 000	None	None	22 500 000	10 512 300	195 700	11 792 000	None	None	10
									11
									12
									13
									14
									15
44 500 000	None	None	44 500 000	15 816 300	195 700	28 268 000	220 000	None	16
									17
									18
									19
2 700 000			2 700 000	2 700 000					20
2 100 000			2 100 000	2 100 000					21
1 651 500			1 651 500	1 605 703			45 795		22
2 322 000			2 322 000	1 935 000		232 200	154 800		23
3 690 000			3 690 000	2 890 500		553 500	246 000		24
3 795 000			3 795 000	2 530 000		1 012 000	253 000		25
970 000			970 000	630 325		274 975	64 700		26
550 000			550 000	341 620		171 240	37 140		27
2 310 000			2 310 000	1 386 000		770 000	154 000		28
5 700 000			5 700 000	3 135 000		2 185 000	380 000		29
9 675 000			9 675 000	4 515 000		4 515 000	645 000		30
6 000 000			6 000 000	2 400 000		3 200 000	402 000		31
									32
900 000			900 000	300 000		540 000	60 000		33
830 000			830 000	276 667		498 000	55 333		34
5 060 000			5 060 000	1 012 000		3 710 667	337 333		35
370 000			370 000	111 000		185 000	74 000		36
									37
									38
									39
48 623 500	None	None	48 623 500	27 868 817	None	17 847 582	2 907 101	None	40
									41
2 490 000			2 490 000	913 000		1 411 000	166 000		42
1 275 000			1 275 000	340 000		850 000	85 000		43
377 600			377 600	177 000		153 400	47 200		44
4 142 600	None	None	4 142 600	1 430 000	None	2 414 400	298 200	None	45
52 766 100	None	None	52 766 100	24 498 817	None	20 261 982	3 205 301	None	46
									47
									48
Note (5) After 60 Monthly payments balance to be paid semi-annually									49
Note (6) After 60 Monthly payments and 20 quarterly payments balance to be paid semi-annually									50
Note (7) After 60 Monthly payments balance to be paid quarterly									51
Note (8) After 84 Monthly payments balance to be paid quarterly									52
									53
									54
97 256 100			97 256 100	45 115 117	195 700	48 529 982	3 425 301	None	55
									56

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 214)	AMOUNT OF INTEREST ACCRUED DURING YEAR								Amount of interest paid during year	Total amount of interest in default
		Charged to income				Charged to investment accounts					
		(v)				(w)					
		(u)	(t)	(s)	(r)	(v)	(w)	(x)	(y)		
1	764&765 Funded Debt Unmatured:										
2	(1) Mortgage Bonds										
3	(a) With Fixed Interest										
4	First & Refunding Mortgage										
5	3 1/8% Bonds - Series "A"			527	687				527	687	
6	Total Class 1			527	687		None		527	687	None
7	(3) Unsecured Bonds (Debentures)										
8	(b) With Contingent Interest (a) With Fixed Interest First and Last Year										
9	Thirty-Year 5% Income										
10	Debentures			589	600						
11	Total Class 3			589	600		None		None		None
12											
13											
14											
15											
16											
17	Total 764-765 Funded Debt Unmatured			1,117	1,287		None		527	687	None
18	(4) 764&765 Equipment Obligations:										
19	(c) Conditional or Deferred Payment Contracts										
20											
21	Bank of America, N.T. & S.A.			1,116					1,116		
22	Bank of America, N.T. & S.A.			4,572					4,572		
23	Bank of America, NT & SA			8	187				8	187	
24	Bank of America, NT & SA			22	575				22	575	
25	Bank of America, NT & SA			44	244				44	244	
26	Bank of America, NT & SA			64	818				64	818	
27	Bank of America, NT & SA			16	345				16	345	
28	Bank of America, NT & SA			10	165				10	165	
29	Bank of America, NT & SA			45	911				45	911	
30	Bank of America, NT & SA			127	514				127	514	
31	Bank of America, NT & SA			240	894				240	894	
32	Bank of America, NT & SA			206	250				206	250	
33	First Pennsylvania Banking			41	763				41	763	
34	and Trust Co., Assignee										
35	Bank of America, NT & SA			41	085				41	085	
36	Bank of America, NT & SA			327	608				327	608	
37	Crocker Citizens National Bank			19	047				19	047	
38											
39											
40				1,222	094				1,222	094	
41	Total Conditional or Deferred Payment Contracts			1,216	406		None		1,216	406	None
42	(4) (a) 764&766 Equipment Trust Certificates										
43	Series of 1967			86	787				86	787	
44	Series of 1968			60	089				60	089	
45	Bank of America, NT & SA			10	743				10	743	
46	Total Equipment Trust Certificates			157	619		None		157	619	None
47	Total Equipment Obligations			1,374	025		None		1,374	025	None
48				1,379	713				1,379	713	
49											
50											
51											
52											
53											
54											
55				2,497	000				1,901	712	
56	GRAND TOTAL			2,491	312		None		1,901	712	None

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

[illegible]

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in

column (b) show the classes of equipment and the number of units covered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218) (a)	Description of equipment covered (b)	Contract price of equipment acquired (c)	Cash paid on acceptance of equipment (d)
1				
2	Bank of America, NT & SA	5 - Cabooses	128 508	25 195
3		100 - Insulated Box Cars	2 493 571	4 028
4		10 - 3000 H.P. Diesel Electric		
5		Road Locomotives	2 467 144	
6		Total	5 089 223	29 223
7				
8	Crocker-Citizens Natl. Bk.	2 - 3000 H.P. Diesel		
9		Electric Locomotives	370 000	
10	Bank of America, NT & SA	25 Flat Cars	378 750	69 975
11		100 Insulated Box Cars	1 485 602	300 577
12		19 Gondola Cars	194 647	36 947
13		Total	2 058 999	407 499
14	Bank of America, NT & SA	50 Insulated Box Cars	807 715	182 015
15		6-2000 H.P. Diesel Electric Locomotives	1 274 944	254 944
16		50 Insulated Box Cars	1 004 722	328 422
17		Total	3 087 381	765 381
18	Bank of America, NT & SA	4-2000 H.P. Diesel Electric Locomotives	781 368	161 368
19		25 Special Service Box Cars	357 843	67 843
20		200 Insulated Box Cars	2 922 684	582 684
21		50 Flat Cars	530 221	90 221
22		Total	4 592 116	902 116
23	Bank of America, NT & SA	214 Insulated Box Cars	3 570 786	74 066
24		15 Hopper Cars	302 279	3 999
25		Total	3 873 065	78 065
26	Bank of America, NT & SA	50 Insulated Box Cars	971 200	1 200
27	Bank of America, NT & SA	25 Box Cars	550 642	642
28	Bank of America, NT & SA	10 2500 H.P. Diesel Electric Locomotives	2 078 983	18 083
29		20 Flexi-Van Flat Cars	252 780	3 680
30		Total	2 331 763	21 763
31	Bank of America, NT & SA	150 Insulated & 35 High Cube Box Cars	3 944 426	103 781
32		45 Covered Hopper Cars	704 880	5 700
33		75 Flat Cars	1 178 746	18 571
34		Total	5 828 052	128 052
35	Bank of America, NT & SA	10-2500 H.P. Diesel Electric Locomotives	2 038 900	20 389
36		16 Covered Hopper Cars	244 912	2 449
37		350 Insulated Box Cars	6 951 350	69 449
38		25 Covered Hopper Cars	537 500	5 375
39		Total	9 772 662	97 662
40	Bank of America, NT & SA	10-3000 H.P. Diesel Electric Locomotives	2 219 487	479 487
41		40 Covered Hopper Cars	855 514	195 514
42		230 Box Cars	4 510 193	910 193
43		Total	7 585 194	1 585 194
44	First Penn. Bk. & Trust Co.	5-3000 H.P. Diesel Electric Locomotives	1 122 104	252 104
45	Bank of America, NT & SA	36 Box Cars	1 043 210	213 210
46	Equipment Trust Certs.	6-3000 H.P. Diesel Electric Locomotives	1 333 694	266 739
47	Series of 1967	50 Covered Hopper Cars	870 313	174 063
48		15 Flat Cars	218 724	43 745
49		32 Box Cars	754 824	203 008
50		Total	3 177 555	687 555
51	Equipment Trust Certs.	4-2000 H.P. Diesel Electric		
52	Series of 1968	Road Locomotives	974 723	253 969
53		25 Box Cars	692 808	138 562
54		Total	1 667 531	392 531
55	Equipment Trust Certs.	40-70 Ton Insulated Box Cars	652 000	130 400
56	Series of 1961	10-100 Ton Covered Hopper Cars	232 900	46 500
		Total	884 900	176 900

220. INTEREST ON INCOME BONDS

1. Give particulars concerning interest payable, accrued, paid, and accumulated and unpaid on the securities having contingent interest provisions classified as (1) Mortgage Bonds, (2) Collateral Trust Bonds, and (3) Unsecured Bonds (Debentures), in schedule 218, "Funded Debt and Other Obligations."

2. In columns (a), (b), and (c) state the name, amount, and nominal rate of interest shown in columns (a), (v), and (d), respectively, in schedule 218, for each security of the kind indicated. List the names of such securities in the same order as in schedule 218.

3. In column (d) show the amount of interest payable for the year at the nominal rate, if earned, on all of the bonds outstanding at the close of the year plus those retired during the year.

4. In column (e) show the amount of interest charged to the income account for the year.

5. In column (f) show the difference between columns (d) and (e).

6. In columns (h), (i), and (j) show the amounts of interest actually paid during the year, segregated in columns (h) and (i) between payments applicable to the current year's accruals, and those applicable to past accruals.

7. In column (k) enter the maximum accumulation of unpaid interest as provided for in the bonds.

8. In column (l) show the sum of unearned interest accumulated under the provisions of the security plus the earned interest unpaid at the close of the year.

9. In the second section of this schedule show the particulars of the several items on the same line and in the same order as in the first section.

Line No.	Name of issue (from schedule 218)	Amount actually outstanding (from schedule 218)	Nominal rate of interest (from schedule 218)	AMOUNT OF INTEREST			
				Maximum amount payable, if earned		Amount actually payable under contingent interest provisions, charged to income for the year	
	(a)	(b)	(c)	(d)		(e)	
1	Thirty-Year 5% Income Debentures	\$ 11 792 000	5%	\$ 589 600		\$ 589 600	
2	(with fixed interest first and last year)						
3							
4							
5							
6							
7							
8							
9							
10							

AMOUNT OF INTEREST—Concluded

Line No.	DIFFERENCE BETWEEN MAXIMUM PAYABLE IF EARNED AND AMOUNT ACTUALLY PAYABLE					TOTAL PAID WITHIN YEAR					Maximum period, or percentage, for which cumulative, if any (k)	Total accumulated unearned interest plus earned interest unpaid at the close of year (l)		
	Current year (f)			All years to date (g)		On account of current year (h)		On account of prior years (i)		Total (j)				
	\$			\$		\$		\$		\$				
1		None			516 650		None		None		None	Life of issue		None
2														
3														
4														
5														
6														
7														
8														
9														
10														

222. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

Give full particulars of amounts payable by the respondent to affiliated companies, as defined in connection with account No. 769, "Amounts payable to affiliated companies," in the Uniform System of Accounts for Railroad Companies. If any such amounts are evidenced by notes, each note should be separately shown in column (a). Entries in columns (e) and (f) should include interest accruals and interest payments on debt retired during the year, even though no portion of the debt remained outstanding at the close of the year. Show, also, in a footnote, particulars of interest charged to cost of property.

Line No.	Name of creditor company (a)	Rate of interest (b)	Balance at beginning of year (c)	Balance at close of year (d)	Interest accrued during year (e)	Interest paid during year (f)
		% \$	\$	\$	\$	\$
1	Sacramento Northern	Advances				
2	Railway	on open				
3		account	1 987 778	1 050 000		
4						
5	Alameda Belt Line	Proport.of				
6		P&L				
7		Deficit	77 254	77 254		
8						
9						
10		TOTAL	2 065 032	1 127 254	None	None

NOTES AND REMARKS

223. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 751, "Loans and notes payable"; 759, "Accrued accounts payable"; and 763, "Other current liabilities," at the close of the year. Show character of loans and notes, with name of creditor (or class of creditors), dates of issue and maturity, and appropriate description for each class of accrued accounts payable and for the other current liabilities. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class

of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1	751			None
2				
3	759	Estimated amount charged operating expense - Bills not received	4,276	569
4	759	Estimated equipment rents payable	1,089	655
5	759	Estimated amount payable within one year for:		
6	759	Personal Injury Claims	1,203	500
7	759	Loss and Damage Claims	972	697
8	759	Estimated Vacation Pay Liability	2,401	564
9	759	Other Items, each less than \$100,000	793	248
10	759	Total	10,737	253
11				
12				
13	763	Unreported prepaid charges on freight forwarded	3,502	832
14	763	Other Items, each less than \$100,000	234	664
15	763	Total	3,737	496
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
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45				

224. FEDERAL INCOME AND OTHER TAXES ACCRUED

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

Line No.	Kind of tax (a)	Previous years (b)		Current year (c)		Balance at close of year (d)	
		\$		\$		\$	
1	Federal income taxes TOTAL (account 760)		909 054		150 910		1 059 964
2	Railway property State and local taxes (532)				266 576		266 576
3	Old-age retirement (532)				224 028		224 028
4	Unemployment insurance (532)				152 652		152 652
5	Miscellaneous operating property (535)						
6	Miscellaneous tax accruals (544)		2 677				2 677
7	All other taxes				122 333		122 333
8	TOTAL (account 761)		2 677		765 589		768 266

NOTES AND REMARKS

235. ITEMS IN SELECTED RESERVE AND OTHER LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 771, "Pension and welfare reserves"; 772, "Insurance reserves"; 774, "Casualty and other reserves"; 782, "Other liabilities"; and 784, "Other deferred credits," at the close of the year. Show creditor (or class of creditors) for deferred liabilities, and appropriate description of each class of operating reserve and for items of deferred credits. Show each item (or the aggregate of a class

of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1	771	Other Items, each less than \$100,000		13 496
2				
3	774	Reserve for estimated expenses and injuries to persons	1 801	155
4				
5	782	Refundable construction costs of spur tracks	248	116
6	782	Other Items, each less than \$100,000	209	259
7	782	Total	457	375
8				
9				
10	784	Individuals and Companies	1 095	008
11	784	Undistributed Amounts - U. S. Bills and Other Land	575	372
12	784	Other Items, each less than \$100,000	924	810
13	784	Total	2 595	190
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
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44				
45				
46				

NOTES AND REMARKS

228. CAPITAL STOCK

Give particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.

In the second section list particulars of the various issues on the same lines and in the same order as in the first section.

Identify the entries in columns (m) to (s), inclusive, in a manner which will indicate whether par value or the number of shares is shown.

In stating the date of an authorization the date of the latest assent or ratification necessary to its validity should be shown; e. g., in case an authorization is required to be ratified by stockholders after action by the board of directors, but is not required to be approved by any State or other governmental board or officer, give the date of approval by stockholders; if the assent

of a State railroad commission or other public board or officer is necessary, give the date of such assent, or if subsequent to such assent notice has to be filed with a secretary of state or other public officer and a tax or other fee has to be paid as a condition precedent to the validity of the issue, give the date of such payment. In case some condition precedent has to be complied with after the approval and ratification of the stockholders has been obtained, state, in a footnote, the particulars of such condition and of the respondent's compliance therewith.

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 for a valuable consideration, and such purchaser holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be *actually outstanding*. If reacquired by or for the respondent under such circumstances as require them to be considered as held alive, and not canceled or retired, they are considered to be *nominally outstanding*.

Column (d) refers to the initial preference dividend payable before any common dividend; columns (k) and (l) to participations in excess of initial preference dividend; at a specified percentage or amount (nonpar stock) (column (k)) or a percentage or proportion of the profits (column (l)).

Line No.	Class of stock	Date issue was authorized	Par value per share (if non-par, so state)	PREFERRED STOCK										STOCK ACTUALLY OUTSTANDING AT CLOSE OF YEAR																		
				Dividend rate specified in contract	Total amount of accumulated dividends			CUMULATIVE		Noncumulative ("Yes" or "No")	OTHER PROVISIONS OF CONTRACT																					
								To extent earned ("Yes" or "No")	Fixed \$ rate or percent specified by contract		Convertible ("Yes" or "No")	Callable or redeemable ("Yes" or "No")	PARTICIPATING DIVIDENDS																			
													Fixed amount or percent (Specify)	Fixed ratio with common (Specify)																		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)	(o)	(p)																	
1	Common	10-24-44	Non-Par	XXXXX	XX	XX	XX	XXXXX	XXXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX																	
2		7-7-53	"	XXXXX	XX	XX	XX	XXXXX	XXXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX																	
3		9-30-54	"	XXXXX	XX	XX	XX	XXXXX	XXXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX																	
4		6-22-56	"	XXXXX	XX	XX	XX	XXXXX	XXXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX																	
5		11-25-59	"																													
6		1-28-63	"																													
7		2-15-63	"																													
8		June-72	"																													
9		1-26-56	\$1.00																													
10		12-13-16	\$1.00																													
11																																
12																																
13																																
14		TOTAL	XXXXX	XXXXX				XXXXX	XXXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX	XXXXX																	
PAR VALUE OF PAR-VALUE STOCK OR NUMBER OF SHARES OF NONPAR STOCK																STOCK ACTUALLY OUTSTANDING AT CLOSE OF YEAR																
Line No.	Authorized			Authenticated			NOMINALLY ISSUED AND				Actually issued			REACQUIRED AND				Number of shares			Par value of par-value stock			Book value of stock without par value								
							Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P")		Canceled	Canceled				Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P")																		
							(e)	(f)		(g)				(h)	(i)	(j)																
(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	(v)	(w)	(x)	(y)	(z)	(aa)	(ab)	(ac)	(ad)	(ae)	(af)	(ag)	(ah)	(ai)	(aj)	(ak)	(al)	(am)	(an)	(ao)	(ap)			
1	743	412	767		528	851					528	851						528	851											9	987	285
2	30	000			27	131					27	131							27	131											529	148
3	37	500			37	500					37	500							37	500											708	183
4	11	928			11	860					11	860							11	860											224	434
5	30	415			30	255					30	255							30	255											572	987
6	1277	404			1	271	580				1	271	580						1	271	580									24	001	237
7	95	805			95	361					95	361							95	361										1	801	536
8														1	609	993			(85	426)										(1	609	993)
9	7500	000			7	500	000				7	500	000								7	500	000									
10	4750	000			1	781	054				1	781	054			618	016				1	163	038									
11																																
12																																
13	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX
14																																

*State the class of capital stock covered by the receipts.

229. CAPITAL STOCK CHANGES DURING THE YEAR

Give full particulars of stocks actually or nominally issued (either original issues or reissues) and of stocks reacquired or canceled during the year.

In the second section of the schedule show the particulars of the several issues on the same lines and in the same order as in the first section.

In column (c) state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. If an issue of securities was authorized for more than one purpose, state amount applicable to each purpose. Also

give the number and date of the authorization by the public authority under whose control such issue was made, naming such authority. In column (e) include as cash all money, checks, drafts, bills of exchange and other commercial paper payable at par on demand. For nominally issued stock, show returns in columns (a), (b), (c), and (d) only. For each class of stock actually issued, the sum of the entries in columns (e), (f), and (h), plus discounts or less premiums in column (g), should equal the total par value or the book value represented by the total number of shares reported in column (d).

Particulars concerning the reacquisition of stock that was actually outstanding should be given in columns (a), (i), and (j).

Line No.	Class of stock	STOCKS ISSUED DURING YEAR				
		Date of issue	Purpose of the issue and authority	Par value (for nonpar stock show the number of shares)	Net proceeds received for issue (cash or its equivalent)	
	(a)	(b)	(c)	(d)	(e)	
1	Common					
2	Common					
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
			TOTAL			

Line No.	STOCKS ISSUED DURING YEAR—Continued			STOCKS REACQUIRED DURING YEAR		Remarks
	Cash value of other property acquired or services received as consideration for issue	Net total discounts (in black) or premiums (in red). Excludes entries in column (a)	Expense of issuing capital stock	Par value (For nonpar stock show the number of shares)	Purchase price	
	(f)	(g)	(h)	(i)	(j)	(k)
1				2 540		Merger of "Tiderrail" Railroad - West Rail Merger
2				85 426		
3				1,673 563		
4						
5						
6	Minority interest on the Western Pacific Railroad and Tidewater Southern Railway was eliminated through merger. The results of these transactions reduced the number of common shares outstanding on the Western Pacific by 85,426 and the Tidewater Southern Railway by 2,540.					
7						
8						
9						
10						
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14						
15						
16				1,673 563		

230. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES

If at the close of the year respondent was subject to any liability to issue its own capital stock in exchange for outstanding securities of constituent of other companies, give full particulars thereof hereunder, including names of parties to contracts and abstracts of terms of contracts whereunder such liability exists.

None

231. CAPITAL SURPLUS

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

Line No.	Item (a)	Contra account number (b)	Account No.					
			794. Premiums and Assessments on Capital Stock (c)		795. Paid-in Surplus (d)		796. Other Capital Surplus (e)	
			\$		\$		\$	
1	Balance at beginning of year.....	x x x	493	175	42	732	None	
2	Additions during the year (describe):							
3	Merger of "Tiderrail" - TS	791			2	540		
4	" " " - TS	794			1	705		
5	Railroad - West Rail Merger - WP	791			3	570		
6	- WP	791			1	609	993	
7	Total additions during the year.....	x x x	None		1	617	808	None
8	Deductions during the year (describe):							
9	Merger of "Tiderrail" - TS	795	1	705				
10								
11								
12	Total deductions.....	x x x	1	705	None			None
13	Balance at close of year.....	x x x	491	470	1	660	540	None

232. RETAINED INCOME—APPROPRIATED

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

Line No.	Class of appropriation (a)	Credits during year (b)		Debits during year (c)		Balance at close of year (d)	
		\$		\$		\$	
31	Additions to property through retained income.....						
32	Funded debt retired through retained income.....						
33	Sinking fund reserves.....						
34	Incentive per diem funds.....						
35	Miscellaneous fund reserves.....						
36	Retained income—Appropriated not specifically invested.....						
	Other appropriations (specify):						
37	Sinking fund accruals for retirement of:						
38	First & Refunding Mortgage 3 1/8% Bonds	220	000	440	000	220	000
39	Thirty-Year, 5% Income Debentures	400	000	None		2	800 000
40							
41							
42							
43							
44							
45							
46	TOTAL.....	620	000	440	000	3	020 000

233. CONTINGENT ASSETS AND LIABILITIES

1. Give particulars with respect to contingent assets and liabilities at the close of the year, in accordance with Instruction 6-6 in the Uniform System of Accounts for Railroad Companies, that are not reflected in the accounts of the respondent and the value of the item amounts to \$100,000 or more. If an actual monetary amount is not known and an estimate of the amount of any item involved is not feasible, disclosure should be made describing the contingency and explaining why an estimate is not determinable.

Examples of contingent liabilities are items which may become obligations as a result of pending or threatened litigation, assessments or possi-

ble assessments of additional taxes, and agreements or obligations to repurchase securities or property.

2. Information concerning the guaranties and suretyships are to be shown in other schedules provided for those items and not in this schedule.

3. In column (a) give a description of each item of contingent assets and liabilities under an inserted caption "CONTINGENT ASSETS" or "CONTINGENT LIABILITIES," as appropriate, and in column (b) show the amount of each item.

Line No.	Item (a)	Amount (b)	
		\$	
1	Railroad is contingently liable, jointly and severally, as guarantor		
2	with 35 other participating companies of certain long-term debt of Trailer		
3	Train Company. The debt consists of conditional sale agreements for the		
4	purchase of railcars by Trailer Train Company and in the aggregate for all		
5	participating companies was approximately \$32,000,000 at December 31, 1972.		
6	due over following ten years. Railroad owns 2.44% of the capital stock of		
7	Trailer Train Company.		
8	Railroad is a party to a service interruption insurance agreement		
9	under which additional premiums, in the maximum amount of \$1,055,300 as of		
10	December 31, 1972, may arise from work stoppages on other roads. As a result		
11	of a strike against certain roads in July and August 1971, Railroad accrued		
12	or paid \$227,000 under this agreement in 1971 and \$17,000 in 1972.		
13	As a former owner of 2/10 of 1% of the stock of REA Express, Inc.,		
14	Railroad, along with a number of other major rail carriers, is involved in		
15	two actions initiated in 1971 by that Company seeking damages from all		
16	defendants in an aggregate amount in excess of \$285,000,000. Railroad has		
17	denied all the material allegations of these complaints. Both the Company		
18	and Railroad believe that the outcome will not materially affect the		
19	financial position of the Company at December 31, 1972.		
20			
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ANNUAL REPORT 1972 CLASS I

WESTERN PACIFIC RAILROAD CO.

2 OF 5

139700

300. INCOME ACCOUNT FOR THE YEAR

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report, the amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under lease for a

rental of \$1,000,000, but road (A) owns 80 percent of the stock of road (B) on which it receives \$250,000 in dividends. The entries in column (d) should be: Account No. 513, "Dividend income," \$250,000; Account No. 543, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire a part or all of the securities of road (D), a separately operated carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$	XX	XX	\$	XX	XX	\$	XX	XX
	ORDINARY ITEMS	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
	OPERATING INCOME	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
	RAILWAY OPERATING INCOME									
1	(501) Railway operating revenues (p. 69)-----	88	034	603	83	718	641			
2	(531) Railway operating expenses (p. 76)-----	72	376	626	68	947	230			
3	Net revenue from railway operations-----	15	657	977	14	771	411			
4	(532) Railway tax accruals (p. 82)-----	6	353	725	6	115	842			
5	Railway operating income-----	9	304	252	8	655	569			
	RENT INCOME	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
6	(503) Hire of freight cars and highway revenue equipment--									
7	Credit balance (p. 88)-----		12	806		20	137			
8	(504) Rent from locomotives (p. 89)-----									
9	(505) Rent from passenger-train cars (p. 89)-----									
10	(506) Rent from floating equipment-----									
11	(507) Rent from work equipment-----		930	864		973	700			
12	(508) Joint facility rent income-----		943	670		993	837			
13	Total rent income-----									
	RENTS PAYABLE	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
14	(536) Hire of freight cars and highway revenue equipment--	3	022	758	3	842	482			
15	Debit balance (p. 88)-----		973	850		483	943			
16	(537) Rent for locomotives (p. 89)-----									
17	(538) Rent for passenger-train cars (p. 89)-----									
18	(539) Rent for floating equipment-----			20			33			
19	(540) Rent for work equipment-----		573	075		545	762			
20	(541) Joint facility rents-----	4	569	703	4	872	220			
21	Total rents payable-----	(3	626	033)	(3	878	383)			
22	Net rents (lines 15, 23)-----	5	678	219	4	777	186			
23	Net railway operating income (lines 7, 24)-----									
	OTHER INCOME	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
24	(502) Revenues from miscellaneous operations (p. 45)-----			506			506			
25	(509) Income from lease of road and equipment (p. 86)-----		132	092		142	689			
26	(510) Miscellaneous rent income (p. 86)-----		186	882		234	820			
27	(511) Income from nonoperating property (p. 45)-----									
28	(512) Separately operated properties--Profit (p. 87)-----		12	010						
29	(513) Dividend income-----		782	668		483	336			
30	(514) Interest income-----		5	888		4	159			
31	(516) Income from sinking and other reserve funds-----									
32	(517) Release of premiums on funded debt-----									
33	(518) Contributions from other companies-----		526	955	1	025	561			
34	(519) Miscellaneous income (p. 92)-----	1	647	001	1	891	071			
35	Total other income-----	7	325	220	6	668	257			
36	Total income (lines 25, 38)-----									
	MISCELLANEOUS DEDUCTIONS FROM INCOME	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
37	(534) Expenses of miscellaneous operations (p. 45)-----									
38	(535) Taxes on miscellaneous operating property (p. 45)-----		139	784		167	360			
39	(543) Miscellaneous rents (p. 91)-----		355	782		336	285			
40	(544) Miscellaneous tax accruals (p. 45)-----		144	430		101	102			
41	(545) Separately operated properties--Loss (p. 87)-----									
42	(549) Maintenance of investment organization-----									
43	(550) Income transferred to other companies-----		98	305		459	247			
44	(551) Miscellaneous income charges (p. 92)-----		738	301	1	063	994			
45	Total miscellaneous deductions-----	6	586	919	5	604	263			
46	Income available for fixed charges (lines 39, 49)-----									

300. INCOME ACCOUNT FOR THE YEAR—Continued

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 25, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's rules governing the separation of operating

expenses between freight and passenger service; railroads.

4. Any unusual accruals involving substantial amounts included in column (b) on lines 9 to 22, inclusive, should be fully explained in a footnote.

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

RAIL LINE, INCLUDING WATER TRANSFERS																					
Related solely to freight service (e)			Apportioned to freight service (f)			Total freight service (g)			Related solely to passenger and allied services (h)			Apportioned to passenger and allied services (i)			Total passenger service (j)			Other items not related to either freight or to passenger and allied services (k)			Line No.
\$			\$			\$			\$			\$			\$			\$			
88 033 139	XX	XX	XX	XX	XX	88 033 139	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	1
88 034 503	XX	XX	XX	XX	XX	88 034 503	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	2
72 376 626	XX	XX	XX	XX	XX	72 376 626	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	3
6 353 725	XX	XX	XX	XX	XX	15 656 575	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	4
XX	XX	XX	XX	XX	XX	6 353 725	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	5
XX	XX	XX	XX	XX	XX	9 302 852	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	6
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	7
12 806						12 806															8
																					9
																					10
930 864						930 864															11
XX	XX	XX	XX	XX	XX	943 670	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	12
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	13
3 022 758						3 022 758															14
973 850						973 850															15
																					16
																					17
20						20															18
573 075						573 075															19
XX	XX	XX	XX	XX	XX	4 569 703	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	20
XX	XX	XX	XX	XX	XX	(3 526 033)	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	21
XX	XX	XX	XX	XX	XX	5 676 212	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	22
																					23
																					24
																					25

If this report is made for a system, list hereunder the names of all companies included in the system returns: Date of Incorporation
 Western Pacific Railroad Company June 6, 1916
 Tidewater Southern Railway Company March 11, 1912
 Sacramento Northern Railway August 29, 1921

Certain additional information pertaining to the individual companies is shown in supplementary schedules appended to this system statement.

300. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
51	FIXED CHARGES	xx	xx	xx	xx	xx	xx	xx	xx	xx
52	(542) Rent for leased roads and equipment (p. 90)			516			2 538			
53	(546) Interest on funded debt:	xx	xx	xx	xx	xx	xx	xx	xx	xx
54	(a) Fixed interest not in default	1	891	870	2	068	256			
55	(b) Interest in default									
56	(547) Interest on unfunded debt		184	064		127	907			
57	(548) Amortization of discount on funded debt		11	304		11	333			
58	Total fixed charges		2 087	754		2 210	034			
59	Income after fixed charges (lines 50, 58)		4 499	165		3 394	229			
60	OTHER DEDUCTIONS	xx	xx	xx	xx	xx	xx	xx	xx	xx
61	(546) Interest on funded debt:	xx	xx	xx	xx	xx	xx	xx	xx	xx
62	(c) Contingent interest		600	343		602	585			
63	Ordinary income (lines 59, 62)	3	898	822	2	791	644			
64	EXTRAORDINARY AND PRIOR PERIOD ITEMS	xx	xx	xx	xx	xx	xx	xx	xx	xx
65	(570) Extraordinary items - Net Credit (Debit)(p. 92)					(531	478)			
66	(580) Prior period items - Net Credit (Debit)(p. 92)									
67	(590) Federal income taxes on extraordinary and prior period items— Debit (Credit)(p. 92)									
68	Total extraordinary and prior period items - Credit (Debit)					(531	478)			
69	Net income transferred to Retained Income-Unappropriated (lines 63, 68)	3	898	822	2	260	166			

NOTE.—See page 301B for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

INCOME ACCOUNT FOR THE YEAR--EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential

effect on net income for the year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Federal income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 92.

ICC Notice of February 26, 1968 "Required Disclosure in Annual Reports."

1. Subsequent events which are essential to the proper interpretation of submitted financial statements None

2. Material and non-recurring amounts relative to firm commitments for the acquisition of permanent investments and fixed assets and for the purchase, repurchase, construction, or rental of assets under long-term leases None

3. The reporting carriers share of accumulated undistributed earnings and losses since acquisition of unconsolidated affiliated companies:

<u>Name of Affiliate</u>	<u>% Ownership</u>	<u>Undistributed Earnings</u>
Standard Realty & Development Company	100	99,445
The Salt Lake City Union Depot & RR Co.	50	Not Available
Alameda Belt Line	50	131,576
Central California Traction Company	33-1/3	102,131
The Oakland Terminal Railway	50	71,712
The Pullman Co.	0.42	Not Available
Total		404,864

305. RETAINED INCOME—UNAPPROPRIATED

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

2. All contra entries hereunder should be indicated in parentheses.
3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

Line No.	Item (a)	Amount (b)		Remarks (c)
	CREDITS			
1	(602) Credit balance transferred from Income (p. 66) -----	\$	3 828 822	
2	(606) Other credits to retained income -----			Net of Federal income taxes ----- \$ None
3	(622) Appropriations released -----		1 221 943	
4	Total -----		5 180 765	
	DEBITS			
5	(612) Debit balance transferred from Income (p. 66) -----			
6	(616) Other debits to retained income -----			Net of Federal income taxes ----- \$ None
7	(620) Appropriations for sinking and other reserve funds -----		1 401 943	
8	(621) Appropriations for other purposes -----			
9	(623) Dividends (p. 68) -----			
10	Total -----		1 401 943	
11	Net increase during year* -----		3,718,822	
12	Balance at beginning of year (p. 11)* -----		85,772,285	
13	Balance at end of year (carried to p. 11)* -----		89,491,107	

*Partial figures
Not called 6-27-33
Con. add. to follow*

* Amount in parentheses indicates debit balance.

Note.—See p. 92, schedule 396, for analysis of Retained Income accounts.

308. DIVIDEND APPROPRIATIONS

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

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

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

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

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
41	None			\$	\$		
42							
43							
44							
45							
46							
47							
48							
49							
50							
51							
52							
53				TOTAL	None		

310. RAILWAY OPERATING REVENUES

1. State the railway operating revenues of the respondent for the year classifying them in accordance with the Uniform System of Accounts for Railroad Companies and distribute the amounts among the classes of service as indicated. In the absence of records separating revenues between freight and passenger trains, the distribution should be estimated on the basis of the best data available.

2. Assign rail-line revenues, including revenues from water transfers and highway motor vehicle operation, to "Freight service" or to "Passenger and allied services" according to the type of train (or other equipment) by which the traffic moved.

3. Incidental revenues should be assigned as provided for in the schedule.

4. Revenues which are not assignable to freight service or to passenger and allied services are includible in column (e) only in cases where the related operating expenses are reportable in column (i) of schedule No. 320. If the expenses are assigned to the classes of service mentioned, the revenues, likewise, should be distributed on an equitable basis.

5. Any unusual accruals involving substantial amounts included in column (b) should be fully explained in a footnote.

Line No.	Class of railway operating revenues	Amount of revenue for the year			RAIL-LINE REVENUES, INCLUDING WATER TRANSFERS						Other revenues not assignable to freight or to passenger and allied services			Remarks
					Assignable to freight service			Assignable to passenger and allied services						
	(a)	(b)			(c)			(d)			(e)			(f)
	TRANSPORTATION—RAIL LINE													
1	(101) Freight*	85	498	456	85	498	456							
2	(102) Passenger*		1	464					1	464				
3	(103) Baggage													
4	(104) Sleeping car													
5	(105) Parlor and chair car													
6	(106) Mail	1	471	966	1	471	966							
7	(107) Express													
8	(108) Other passenger-train†													
9	(109) Milk													
10	(110) Switching*		542	789		542	789							
11	(113) Water transfers													
12	Total rail-line transportation revenue	87	514	675	87	513	211			1	464			
	INCIDENTAL													
13	(131) Dining and buffet													
14	(132) Hotel and restaurant													
15	(133) Station, train, and boat privileges			127			127							
16	(135) Storage—Freight													
17	(137) Demurrage		440	917		440	917							
18	(138) Communication													
19	(139) Grain elevator													
20	(141) Power													
21	(142) Rents of buildings and other property		25	476		25	476							
22	(143) Miscellaneous		36	178		36	178							
23	Total incidental operating revenue		502	698		502	698							
	JOINT FACILITY													
24	(151) Joint facility—Cr		14	736		14	736							
25	(152) Joint facility—Dr		(2	495) 4		(2	495) 4							
26	Total joint facility operating revenue		17	231 0		17	231 0							
27	Total railway operating revenues	88	034	604 3	88	033	146 3 9			1	464			

*Report hereunder the charges to these accounts representing:

A. Payments made to others for—

1. Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates: \$ 800,340

(a) Of the amount reported for item A.1, _____ % (to nearest whole number) represents payments in collection and delivery of LCL freight either in TOFC trailers or otherwise. The percentage reported is (check one):
Actual (), Estimated ().

2. Switching services when performed in connection with line-haul transportation of freight on the basis of switching tariffs and allowances out of freight rates, including the switching of empty cars in connection with a revenue movement: \$ 672,787

3. Substitute highway motor service in lieu of line-haul rail service performed under tariffs published by rail carriers (does not include traffic moved on joint rail-motor rates):

(a) Payments for transportation of persons: \$ None

(b) Payments for transportation of freight shipments: \$ 230,882

†Governmental aid for providing passenger commuter or other passenger-train service included in account 108, as provided in item (d) of that account. \$ None

NOTE.—Gross charges for protective services to perishable freight, without deduction for any proportion thereof credited to account No. 101, "Freight" (not required from switching and terminal companies):

1. Charges for service for the protection against heat: \$ 553,838

2. Charges for service for the protection against cold: \$ 5,432

320. RAILWAY OPERATING EXPENSES

State the railway operating expenses on respondent's road for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies, and analyzing them in accordance with the Commission's rules governing the separation of operating expenses between freight and passenger service; railroads. The returns to accounts 202-221 should be classified as provided for by instructions pertaining to those accounts in the effective rules. The designations shown in column (a) for these accounts are defined as follows:

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)		
		\$	xx	xx
1	MAINTENANCE OF WAY AND STRUCTURES			
2	(201) Superintendence.....	1	595	842
3	(202) Roadway maintenance—Yard switching tracks.....		37	917
4	Roadway maintenance—Way switching tracks.....		19	837
5	Roadway maintenance—Running tracks.....		674	227
6	(206) Tunnels and subways—Yard switching tracks.....		5	869
7	Tunnels and subways—Way switching tracks.....		3	070
8	Tunnels and subways—Running tracks.....		104	355
9	(208) Bridges, trestles, and culverts—Yard switching tracks.....		12	867
10	Bridges, trestles, and culverts—Way switching tracks.....		6	731
11	Bridges, trestles, and culverts—Running tracks.....		228	797
12	(210) Elevated structures—Yard switching tracks.....			
13	Elevated structures—Way switching tracks.....			
14	Elevated structures—Running tracks.....			
15	(212) Ties—Yard switching tracks.....		39	709
16	Ties—Way switching tracks.....	764,575	20	774
17	Ties—Running tracks.....		706	092
18	(214) Rails—Yard switching tracks.....		41	987
19	Rails—Way switching tracks.....	810,556	21	966
20	Rails—Running tracks.....		746	603
21	(216) Other track material—Yard switching tracks.....		47	713
22	Other track material—Way switching tracks.....		24	952
23	Other track material—Running tracks.....		848	429
24	(218) Ballast—Yard switching tracks.....		6	492
25	Ballast—Way switching tracks.....		3	396
26	Ballast—Running tracks.....		115	430
27	(220) Track laying and surfacing—Yard switching tracks.....		170	563
28	Track laying and surfacing—Way switching tracks.....		89	233
29	Track laying and surfacing—Running tracks.....		3	032
30	(221) Fences, snowsheds, and signs—Yard switching tracks.....		2	264
31	Fences, snowsheds, and signs—Way switching tracks.....		1	185
32	Fences, snowsheds, and signs—Running tracks.....		40	264
33	(227) Station and office buildings.....		216	668
34	(229) Roadway buildings.....		59	852
35	(231) Water stations.....		4	722
36	(233) Fuel stations.....		5	558
37	(235) Shops and engine houses.....		66	096
38	(237) Grain elevators.....			
39	(239) Storage warehouses.....			
40	(241) Wharves and docks.....		45	977
41	(243) Coal and ore wharves.....			
42	(244) TOFC/COFC terminals.....		28	205
43	(247) Communication systems.....		382	198
44	(249) Signals and interlockers.....		516	542
45	(253) Power plants.....			
46	(257) Power-transmission systems.....		22	809
47	(265) Miscellaneous structures.....			
48	(266) Road property—Depreciation (p. 78).....		1	231
49	(267) Retirements—Road (p. 78).....		31	681
50	(269) Roadway machines.....		605	954
51				
52				
53				

320. RAILWAY OPERATING EXPENSES—Continued

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

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

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

Any annual accruals involving substantial amounts included in column (b) should be fully explained in a footnote.

RAIL LINE EXPENSES, INCLUDING WATER TRANSPORTS																	Other expenses not related to either freight or to passenger and allied services	Line No.		
Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)					
\$			\$			\$			\$			\$			\$			\$		
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX
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320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expense for the year (b)		
		\$	xx	xx
MAINTENANCE OF WAY AND STRUCTURES—Continued				
54	(270) Dismantling retired road property.....		83	151
55	(271) Small tools and supplies.....		307	219
56	(272) Removing snow, ice, and sand.....		42	511
57	(273) Public improvements—Maintenance.....		70	831
58	(274) Injuries to persons.....		362	776
59	(275) Insurance.....		2	051
60	(276) Stationery and printing.....		24	726
61	(277) Employees' health and welfare benefits.....		378	599
62	(281) Right-of-way expenses.....			
63	(282) Other expenses.....		5	692
64	(278) Maintaining joint tracks, yards, and other facilities—Dr.....		483	474
65	(279) Maintaining joint tracks, yards, and other facilities—Cr.....		1	031 461
66	Total—All road property depreciation (account 266).....		1	231 561
67	Total—All other maintenance of way and structures accounts.....		11	614 334
68	Total maintenance of way and structures.....		12	845 895
MAINTENANCE OF EQUIPMENT				
69	(301) Superintendence.....		718	062
70	(302) Shop machinery.....		98	501
71	(304) Power-plant machinery.....			
72	(305) Shop and power-plant machinery—Depreciation (p. 80).....		45	532
73	(306) Dismantling retired shop and power-plant machinery.....			
74	(311) Locomotives—Repairs, Diesel locomotives—Yard.....		491	277
75	Locomotives—Repairs, Diesel locomotives—Other.....		3	121 633
76	Locomotives—Repairs, Other than Diesel—Yard.....			
77	Locomotives—Repairs, Other than Diesel—Other.....			
78	(314) Freight-train cars—Repairs*.....		5	524 280
79	(317) Passenger-train cars—Repairs.....			
80	(318) Highway revenue equipment—Repairs.....		97	104
81	(323) Floating equipment—Repairs.....		108	416
82	(326) Work equipment—Repairs.....		86	343
83	(328) Miscellaneous equipment—Repairs.....		39	834
84	(329) Dismantling retired equipment.....		6	213
85	(330) Retirements—Equipment (p. 80).....		(14	800)
86	(331) Equipment—Depreciation (p. 80).....		3	515 889
87	(332) Injuries to persons.....		304	027
88	(333) Insurance.....		482	027 185
89	(334) Stationery and printing.....		13	722
90	(335) Employees' health and welfare benefits.....		335	001
91	(339) Other expenses.....		13	835
92	(336) Joint maintenance of equipment expenses—Dr.....		54	512
93	(337) Joint maintenance of equipment expenses—Cr.....		55	371
94	Total—All equipment depreciation (accounts 305 and 331).....		3	561 421
95	Total—All other maintenance of equipment accounts.....		11	424 774
96	Total maintenance of equipment.....		14	986 195
TRAFFIC				
97	(351) Superintendence.....		1	448 361
98	(352) Outside agencies.....		1	692 224
99	(353) Advertising**.....		29	627
100	(354) Traffic associations.....		76	819
101	(355) Fast freight lines.....			
102	(356) Industrial and immigration bureaus.....		111	500
103	(357) Insurance.....		5	672
104	(358) Stationery and printing.....		125	657
105	(359) Employees' health and welfare benefits.....		108	571
106	(360) Other expenses.....			273
107	Total traffic.....		3	598 704
108	*Includes debits of \$ 1,718,732..... for charges on account of work done by others and includes credits of \$ 581,028..... on account of work charged to others.			
109	**Value of transportation issued in exchange for advertising, \$ None			

320. RAILWAY OPERATING EXPENSES—Continued

RAIL-LINE EXPENSES INCLUDING WATER TRANSFERS																			
Expenses related solely to freight service (e)				Common expenses apportioned to freight service (d)				Total freight expense (e)				Related solely to passenger and allied services (f)				Common expenses apportioned to passenger and allied services (g)			
Total passenger expense (h)				Other expenses not related to either freight or to passenger and allied services (i)															
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Solely Freight

320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account	Amount of operating expenses for the year	
	(a)	(b)	
	TRANSPORTATION—RAIL LINE		
110	(371) Superintendence	1	912 959
111	(372) Dispatching trains		496 570
112	(373) Station employees	1	925 258
113	(374) Weighing, inspection, and demurrage bureaus		109 675
114	(375) Coal and ore wharves		289 634
115	(376) Station supplies and expenses	1	902 340
116	(377) Yardmasters and yard clerks	2	633 013
117	(378) Yard conductors and brakemen		70 011
118	(379) Yard switch and signal tenders	1	029 213
119	(380) Yard enginemen		194 003
120	(382) Yard switching fuel		
121	(383) Yard switching power produced		
122	(384) Yard switching power purchased		69 770
123	(385) Servicing yard locomotives		99 390
124	(384) Yard supplies and expenses	3	397 790
125	(392) Train enginemen	3	518 936
126	(394) Train fuel		
127	(395) Train power produced		
128	(396) Train power purchased	1	103 586
129	(400) Servicing train locomotives	6	232 336
130	(401) Trainmen	1	929 775
131	(402) Train supplies and expenses*		3 152
132	(403) Operating sleeping cars		330 213
133	(404) Signal and interlocker operation		22 582
134	(405) Crossing protection		
135	(406) Drawbridge operation		312 594
136	(407) Communication system operation		258 315
137	(408) Operating floating equipment		943 813
138	(409) Employees' health and welfare benefits		196 929
139	(410) Stationery and printing		14 693
140	(411) Other expenses		209 314
141	(414) Insurance		265 930
142	(415) Clearing wrecks		116 943
143	(416) Damage to property		26 335
144	(417) Damage to livestock on right of way	1	904 674
145	(418) Loss and damage—Freight		
146	(419) Loss and damage—Baggage		
147	(420) Injuries to persons	1	362 383
148	(421) TOFC/COFC terminals		701 927
149	(422) Other highway transportation expenses		197 909
150	(390) Operating joint yards and terminals—Dr.		729 302
151	(391) Operating joint yards and terminals—Cr.		252 611
152	(412) Operating joint tracks and facilities—Dr.		236 052
153	(413) Operating joint tracks and facilities—Cr.		369 223
154	Total transportation—Rail line	34	126 265
	*Includes gross charges and credits for heater and refrigerator service as follows:		
155	Freight train cars: Refrigerator—Charges	5	3 838
156	—Credits		515 198
157	Heater—Charges		5 432
158	—Credits		5 432
159	TOFC trailers: Refrigerator—Charges		None
160	—Credits		None
161	Heater—Charges		None
162	—Credits		None

320. RAILWAY OPERATING EXPENSES—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS													Other expenses not related to either freight or to passenger and allied services			Line No.					
Expenses related solely to freight service			Common expenses apportioned to freight service			Total freight expense			Related solely to passenger and allied services			Common expenses apportioned to passenger and allied services			Total passenger expense						
(c)			(d)			(e)			(f)			(g)			(h)			(i)			
\$			\$			\$			\$			\$			\$			\$			
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Solely Freight

* Give description and amount of charges to account No. 460, "Other expenses," for severance payments made to employees. This includes payments made as a result of agreements with employee organizations and awards pursuant to decisions of arbitration boards or by specific orders of this Commission or by voluntary action on the part of respondent. This also includes severance payments in cases relating to mergers and situations involving reduction in employees because of abandonment or consolidation of facilities.

Description of payments	Amount
Severance payments - Reductions in force	54,958

includes "straight time paid for" in train and engine service, and "time actually worked and paid for at straight time rates" in other service; all overtime in train and engine service, and overtime paid for at punitive rates in other service; and "constructive allowances, including vacations and holidays" in train and engine service and "vacations, holidays, and other allowances" in other service. (Compensation chargeable to operating expenses applicable to prior years, which was paid or is payable under labor awards of the current year or for other reasons, should be shown in Schedule 36(C) and not included in this return.)

320. RAILWAY OPERATING EXPENSES--Concluded

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS																								Other expenses not related to either freight or to passenger and allied services	Line No.			
Expenses related solely to freight service (c)				Common expenses apportioned to freight service (d)				Total freight expense (e)				Related solely to passenger and allied services (f)				Common expenses apportioned to passenger and allied services (g)				Total passenger expense (h)				(i)				
\$				\$				\$				\$				\$				\$				\$				
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322. ROAD PROPERTY—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 266, "Road property—Depreciation," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year (b)	
		\$	
301	(1) Engineering.....	30	230
302	(2½) Other right-of-way expenditures.....	1	764
303	(3) Grading.....	27	734
304	(5) Tunnels and subways.....	100	202
305	(6) Bridges, trestles, and culverts.....	208	269
306	(7) Elevated structures.....		
307	(13) Fences, snowsheds, and signs.....	17	514
308	(16) Station and office buildings.....	112	663
309	(17) Roadway buildings.....	22	150
310	(18) Water stations.....	3	377
311	(19) Fuel stations.....	13	681
312	(20) Shops and enginehouses.....	107	495
313	(21) Grain elevators.....		
314	(22) Storage warehouses.....		
315	(23) Wharves and docks.....	16	268
316	(24) Coal and ore wharves.....		
317	(25) TOFC/COFC terminals.....	14	175
318	(26) Communication systems.....	64	591
319	(27) Signals and interlockers.....	300	672
320	(29) Power plants.....		23
321	(31) Power-transmission systems.....	9	768
322	(35) Miscellaneous structures.....		900
323	(37) Roadway machines.....	153	339
324	(39) Public improvements—Construction.....	22	987
325	All other road accounts.....	3	752
326	Total (account 266).....	1	231 561

324. RETIREMENTS—ROAD

Give the particulars called for with respect to the amount included in account 267, "Retirements—Road," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year (b)	
		\$	
341	(1) Engineering.....		1 170
342	(2½) Other right-of-way expenditures.....		
343	(3) Grading.....	2	288
344	(5) Tunnels and subways.....		
345	(8) Ties.....	9	291
346	(9) Rails.....	3	373
347	(10) Other track material.....	12	411
348	(11) Ballast.....	3	270
349	(12) Track laying and surfacing.....		243
350	(38) Roadway small tools.....		
351	(39) Public improvements—Construction.....		
352	(43) Other expenditures—Road.....		
353	(76) Interest during construction.....		
354	(77) Other expenditures—General.....		
355	(80) Other elements of investment.....		
356	All other road accounts.....		(365)
357	Total (account 267).....	31	681

322. ROAD PROPERTY--DEPRECIATION

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS													Line No.								
Expenses related solely to freight service			Common expenses apportioned to freight service			Total freight expense			Related solely to passenger and allied services			Common expenses apportioned to passenger and allied services			Total passenger expense			Other expenses not related to either freight or to passenger and allied services			
(c)			(d)			(e)			(f)			(g)			(h)			(i)			
\$			\$			\$			\$			\$			\$			\$			
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324. RETIREMENTS--ROAD

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS													Line No.								
Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)			Other expenses not related to either freight or to passenger and allied services (i)			
\$			\$			\$			\$			\$			\$			\$			
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326. SHOP AND POWER-PLANT MACHINERY—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 305, "Shop and power-plant machinery—Depreciation," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year (b)	
		\$	
391	(44) Shop machinery.....	42	545
392	(45) Power-plant machinery.....	2	987
393	Total (account 305).....	45	332

328. RETIREMENTS—EQUIPMENT

Give the particulars called for with respect to the amount included in account 330, "Retirements—Equipment," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year (b)	
		\$	
401	(52) Locomotives.....	2	500
402	(53) Freight-train cars.....	12	300
403	(54) Passenger-train cars.....		
404	(55) Highway revenue equipment.....		
405	(56) Floating equipment.....		
406	(57) Work equipment.....		
407	(58) Miscellaneous equipment.....		
408	(76) Interest during construction.....		
409	(77) Other expenditures—General.....		
410	(80) Other elements of investment.....		
411	Total (account 330).....	14	800

330. EQUIPMENT—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 331, "Equipment—Depreciation," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year (b)	
		\$	
431	(52) Locomotives—Yard.....	47	580
432	(52) Locomotives—Other.....	897	191
433	(53) Freight-train cars.....	2	392 854
434	(54) Passenger-train cars.....		
435	(55) Highway revenue equipment.....	79	618
436	(56) Floating equipment.....	43	512
437	(57) Work equipment.....	39	622
438	(58) Miscellaneous equipment.....	15	312
439	Total (account 331).....	3	515 889

326. SHOP AND POWER-PLANT MACHINERY—DEPRECIATION—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS														Other expenses not related to either freight or to passenger and allied service				Line No.												
Expenses related solely to freight service (c)				Common expenses apportioned to freight service (d)				Total freight expense (e)				Related solely to passenger and allied services (f)				Common expenses apportioned to passenger and allied services (g)				Total passenger expense (h)				(i)						
\$				\$				\$				\$				\$				\$				\$						
														Solely Freight																
																		</												

328. RETIREMENTS—EQUIPMENT—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS																Other expenses not related to either freight or to passenger and allied services				Line No.									
Expenses related solely to freight service				Common expenses apportioned to freight service				Total freight expense				Related solely to passenger and allied services									Common expenses apportioned to passenger and allied services				Total passenger expense				
(c)				(d)				(e)				(f)				(g)				(h)				(i)					
\$				\$				\$				\$				\$				\$				\$					
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330. EQUIPMENT—DEPRECIATION—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS															Other expenses not related to either freight or to passenger and allied services	Line No.					
Expenses related solely to freight service			Common expenses apportioned to freight service			Total freight expense			Related solely to passenger and allied services			Common expenses apportioned to passenger and allied services			Total passenger expense						
(c)			(d)			(e)			(f)			(g)			(h)			(i)			
\$			\$			\$			\$			\$			\$			\$			431
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350. RAILWAY TAX ACCRUALS

1. In Sections A and B show the particulars called for with respect to net accruals of taxes on railroad property, and U.S. Government taxes charged to account 532, "Railway tax accruals" of the re-

spondent's Income account for the year.

2. In Section C show an analysis and distribution of Federal income taxes.

A. Other Than U.S. Government Taxes				B. U.S. Government Taxes				
Line No.	State (a)	Amount (b)		Kind of tax (c)	Amount (d)			Line No.
		\$			\$	x x	x x	
1	Alabama			Income taxes:				
2	Alaska			Normal tax and surtax				58
3	Arizona			Excess profits				59
4	Arkansas			TOTAL—Income taxes				60
5	California	2,212	832	Old-age retirement*	3,085	854		61
6	Colorado		52	Unemployment insurance	684	019		62
7	Connecticut			All other United States taxes				63
8	Delaware			Total—U.S. Government taxes	3,769	873		64
9	Florida			GRAND TOTAL—Railway Tax Accruals				
10	Georgia			(account 532)	6,353	725		65
11	Hawaii			C. Analysis of Federal Income Taxes				
12	Idaho			Provision for income taxes based on taxable net income recorded in the accounts for the year				66
13	Illinois		256	Net decrease (or increase) because of use of accelerated depreciation under section 167 of the Internal Revenue Code and guideline lives pursuant to Revenue Procedure 62-21 and different basis used for book depreciation		384	200	67
14	Indiana			Net increase (or decrease) because of accelerated amortization of facilities under section 168 of the Internal Revenue Code for tax purposes and different basis used for book depreciation		337	000	68
15	Iowa			Net decrease (or increase) because of investment tax credit authorized in Revenue Act of 1962				69
16	Kansas		50	Net decrease (or increase) because of accelerated amortization of certain rolling stock under section 184 of the Internal Revenue Code and basis used for book depreciation				70
17	Kentucky		83	Net decrease or (or increase) because of amortization of certain rights-of-way investment under section 185 of the Internal Revenue Code				71
18	Louisiana		160					72
19	Maine							73
20	Maryland							74
21	Massachusetts		83					75
22	Michigan		160					76
23	Minnesota							77
24	Mississippi		102	Net applicable to the current year		721	200	78
25	Missouri			Adjustments applicable to previous years (net debit or credit), except carry-backs and carry-overs				79
26	Montana			Adjustments for carry-backs				80
27	Nebraska		222	Adjustments for carry-overs		721	200	81
28	Nevada		797	Total				82
29	New Hampshire			Distribution:				
30	New Jersey			Account 532				83
31	New Mexico			Account 590				84
32	New York		55	Other (Specify)				85
33	North Carolina							86
34	North Dakota		21	Total				87
35	Ohio		36					
36	Oklahoma		14	Note.—The amount shown on line 60 should equal line 83; the amount shown on line 82 should equal line 87.				
37	Oregon			*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:				
38	Pennsylvania			Hospital insurance	\$	165,306		88
39	Rhode Island			Supplemental annuities		512,416		89
40	South Carolina		106					
41	South Dakota		30					
42	Tennessee		146					
43	Texas		191					
44	Utah							
45	Vermont							
46	Virginia		47					
47	Washington							
48	West Virginia		127					
49	Wisconsin							
50	Wyoming							
51	District of Columbia							
52	OTHER	x x	x x					
53	Canada							
54	Mexico		983					
55	Puerto Rico							
56								
57	TOTAL—Other than U.S. Government taxes	2,583	852					

351. RECONCILIATION OF REPORTED NET INCOME WITH TAXABLE INCOME FOR FEDERAL INCOME TAXES

1. Report hereunder a reconciliation of reported net income for the year with taxable income used in computing Federal income tax accruals. The reconciliation shall be submitted even though there is no taxable income for the year. Descriptions should clearly indicate the nature of each reconciling amount.

2. If the respondent is a member of a group which files a consolidated Federal tax return, reconcile reported net income with taxable net income as if a separate return were to be filed, indicating however, intercompany amounts to be eliminated in such consolidated return.

Line No.		
1	Net income for year from Schedule 300 (p. 66)-----	\$-----
	Reconciling amounts (list additional income and unallowable deductions followed by additional deductions and nontaxable income)	
2	-----	-----
3	-----	-----
4	-----	-----
5	-----	-----
6	-----	-----
7	-----	-----
8	-----	-----
9	-----	-----
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20	-----	-----
21	-----	-----
22	-----	-----
23	-----	-----
24	-----	-----
25	-----	-----
26	-----	-----
27	-----	-----
28	-----	-----
29	-----	-----
30	Federal tax net income-----	-----
31	Amount taxed as ordinary income-----	\$-----
32	Amount taxed as capital gains-----	-----
33	Total (should be same as line 30)-----	-----

352. COMPUTATION OF FEDERAL INCOME TAXES

All carriers who are not members of a group which files a consolidated Federal tax return shall complete parts 1 and 3. Carriers who are members of a group which files a consolidated Federal tax return shall complete parts 2 and 3. All carriers shall furnish information requested at bottom of schedule.

Line No.		
	1. Computation of tax accrual on a separate return:	
1	Tax on ordinary income	\$
2	Tax on capital gains .....	.....
3	Total tax .....	.....
4	Less tax credits .....	.....
5	Tax accrual for year	=====
	2. If respondent is a member of an affiliated group which files a consolidated tax return, compute tax accrual in (a) as if filing on a separate return basis. Also compute tax accrual in (b) to reflect tax liability as allocated to respondent on consolidated tax return and complete Schedule 355.	
	(a) Computation of tax on separate return basis:	
6	Tax on ordinary income	\$
7	Tax on capital gains .....	.....
8	Total tax .....	.....
9	Less tax credits .....	.....
10	Tax accrual for year	=====
	(b) Allocation of tax on consolidated return:	
11	Allocated tax on ordinary income	\$
12	Allocated tax on capital gains .....	.....
13	Total tax .....	.....
14	Less tax credits allocated to respondent .....	.....
15	Tax accrual for year	=====
	3. Distribution of tax accrual:	
16	Account 532	\$
17	Account 590 .....	.....
18	Other (Specify) .....	.....
19	.....	.....
20	Tax accrual for year	=====
21	Net decrease (or increase) in tax because of computing book depreciation under Commission rules and computing tax depreciation using the items listed below.....	\$
	-Accelerated depreciation under section 167 of the Internal Revenue Code.	
	-Guideline lives pursuant to Revenue Procedure 62-21.	
	-Guideline lives under Class Life System (Asset Depreciation Range) as provided in the Revenue Act of 1971.	
22	Net increase (or decrease) in tax because of accelerated amortization of facilities under Section 168 of the Internal Revenue Code for tax purposes and different basis used for book depreciation.....	\$
23	(a) Indicate method elected by carrier, as provided in the Revenue Act of 1971, to account for the investment tax credit.	
	Flow-through Deferral	
24	(b) If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit.....	\$
25	(c) If deferral method was elected, indicate amount of investment tax credit utilized as a reduction of tax liability for current year.....	\$
26	Deduct amount of current year's investment tax credit applied to reduction of tax liability but deferred for accounting purposes.....	\$
27	Balance of current year's investment tax credit used to reduce current year's tax accrual.....	\$
28	Add amount of prior years' deferred investment tax credits being amortized and used to reduce current year's tax accrual.....	\$
29	Total decrease in current year's tax accrual resulting from use of investment tax credits.....	\$
30	Net decrease (or increase) in tax because of accelerated amortization of certain rolling stock under Section 184 of the Internal Revenue Code and basis used for book depreciation.....	\$
31	Net decrease (or increase) in tax because of amortization of certain rights-of-way investment under Section 185 of the Internal Revenue Code.....	\$

350 CONSOLIDATED FEDERAL INCOME TAX INFORMATION

To be completed by carriers who are members of a group which files a consolidated Federal tax return. Give particulars for latest consolidated return filed.

Line No.				
1	1. Schedule of affiliated companies included in consolidated return and allocation of tax liability for tax year ended, 19....			
	Name of Company	Book Income	Taxable Income	Tax liability on separate return basis
				Tax allocated on consolidated return
2	Carriers regulated by ICC:			
	Respondent:-----	\$.....	\$.....	\$.....
3	Other carriers:			
4	.....			
5	.....			
6	.....			
7	.....			
8	.....			
9	.....			
10	Totals-ICC regulated carriers			
	Other affiliates:			
11	.....	XXXXXXXXXX	XXXXXXXXXX	XXXXXXXXXX
12	.....	XXXXXXXXXX	XXXXXXXXXX	XXXXXXXXXX
13	.....	XXXXXXXXXX	XXXXXXXXXX	XXXXXXXXXX
14	.....	XXXXXXXXXX	XXXXXXXXXX	XXXXXXXXXX
15	.....	XXXXXXXXXX	XXXXXXXXXX	XXXXXXXXXX
16	.....			
17	Totals-Other affiliates			
18	Grand totals			
19	2. Indicate method of allocating the consolidated tax liability to the affiliated companies as elected under the provisions of Internal Revenue Code Section 1552 by specifying subsection 1, 2, 3 or 4. If subsection 4 is designated, describe method of allocation.			
20	Consolidated tax liability is allocated under Section 1552 (a) (....)			
21	.....			
22	.....			
23	3. (a) Are tax loss companies paid by the group for the tax benefits arising from the inclusion of their losses in the consolidated return? Specify. Yes.... No....			
	(b) If loss companies are paid for tax benefits, describe method of allocating the tax savings and the method of payment.			
24	.....			
25	.....			

371. INCOME FROM LEASE OF ROAD AND EQUIPMENT

1. Give particulars called for with respect to road and equipment leased to others during the year, the rent of which is includible in account No. 509, "Income from lease of road and equipment."

2. If the respondent leased to others during all or any part of the year any road and equipment upon which no rent receivable accrued, give particulars in a footnote. Properties leasing at less than \$100,000 per annum may be combined under a single entry designated, "Minor items, each less than \$100,000 per annum."

Line No.	Description of property (a)	Name of lessee (b)	Total rent accrued during year (account 509) (c)
1	Minor Items, each less than \$100 000 per annum		506
2			
3			
4			
5			
		Total	506

371A. ABSTRACT OF TERMS AND CONDITIONS OF LEASES

Give brief abstracts of the terms and conditions of the leases under which the above-stated rents are derived, showing particularly (1) the date of the grant, (2) the chain of title (in case of assignment or subletting) and dates of transfer connecting the original parties with the present parties, (3) the basis on which the amount of the annual rent is determined, and (4) the date when the lease will terminate, or, if the date of termination has not yet been fixed, the provisions governing the termination of the lease. Also give reference to the Interstate Commerce Commission's authority for the lease, if any. If none, state the reasons therefor.

Copies of leases may be filed in lieu of abstracts above called for. References to copies filed in prior years should be specific.

If the respondent has any reversionary interest in railroad property from which it derives no rent, give the particulars hereunder; if it has no such reversionary interest, state that fact.

NOTE.—Only changes during the year are required.—Indicate the year in which reference was made to the original lease, and also the year or years in which any change in lease was mentioned.

372. MISCELLANEOUS RENT INCOME

Give particulars of rents receivable accrued for use of all properties not otherwise specified under rents receivable. This account is for rent income from property not operated by the respondent but the cost of which is properly included in cost of road and equipment. It should not be confused with operating revenue account No. 142, "Rents of buildings and other property", which is for rent revenue from operated property

in road and equipment the cost of operation of which cannot be separately stated.

Properties renting at less than \$100,000 per annum may be combined under a single entry designated "Minor items, each less than \$100,000 per annum."

Line No.	Description of Property		Name of lessee (c)	Amount of rent (d)	
	Name (a)	Location (b)			
31	Minor Items, each less than \$100,000 per annum			132	092
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
			Total	132	092

375. SEPARATELY OPERATED PROPERTIES—PROFIT OR LOSS

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

erties, each having a profit or loss accrued to respondent of less than \$100,000 during the year, may be combined under a single entry designated "Minor items, each less than \$100,000."

No dividends or other returns on securities held by or for the respondent should be shown hereunder nor any interest on construction advances or other loans.

Line No.	Description of property operated (a)	Location of property (b)	Name of operator (c)	ACCUELED TO RESPONDENT			
				Profit (d)		Loss (e)	
1	Minor Items, each less than \$100,000			\$		\$	144 430
2							
3							
4							
5							
6							
7							
8							
9							
10			TOTAL				144 430

376. HIRE OF FREIGHT CARS

1. Show a recapitulation of the total amounts credited and charged during the year to hire of freight cars on account of freight cars leased, freight cars interchanged, private and individual cars, auto racks and highway trailers. The difference between the total amount receivable and the total amount payable should be entered as a balance, receivable or payable as the case may be, and should be consistent with the entry for hire of freight cars in the Income Account, on page 300.

2. In column (b) show the total car-miles, both loaded and empty whether paid for on loaded and empty basis or loaded basis only. Car-miles, loaded and empty, reported in column (b), lines 1 through 4, relate to total car-miles incurred on lines of respondent by cars rented on a mileage basis, for which payments are reported in columns (d) and (f). Exclude from lines 1 through 4, data applicable to TOFC and COFC cars and cars rented on a combination mileage and per diem* basis. These exclusions should be reported in lines 5 and 6 through 16.

3. On line 5, column (b), enter the total miles, loaded plus empty, incurred on lines of respondent by TOFC and COFC cars for which payments are reported in columns (d) and (f). In columns (c) through (f), as applicable, enter the rentals paid for TOFC and COFC cars regardless of basis for charges.

4. On lines 6, 7, and 8 report data applicable to all cars the rentals for which are charged only on a combination mileage and per diem* basis. Car-miles loaded and empty, reported in column (b), lines 6, 7, and 8, relate to total car-miles incurred on lines of respondent by cars rented on a combination mileage and time basis* for which payments are reported in columns (d) and (f). Exclude from lines 6, 7, and 8, data reported on lines 1 through 5 and 9 through 16.

5. On lines 9 through 14 report the per diem (time portion) charges applicable to cars rented on a combination mileage and per diem* basis for which the mileage portion was reported on lines 6, 7, and 8. Report on line 15, columns (c) and (d), the car-days paid for and for which payments were received applicable to the unequipped boxcar charges reported on lines 9 through 12. Report on line 16, columns (c) and (d), the car-days paid for and for which payments were received applicable to cars, other than unequipped box cars, for which charges are reported on line 13.

6. Amounts payable to insurance companies and to other non-carrier companies for lease rental of cars should be included on line 17, column (f). Amounts receivable from railroads or other carriers for per diem rental of these cars should be reported on lines 6 through 16, column (c).

7. Line 21 refers to the auto racks separate and apart from the cars on which the racks are installed.

*Combination mileage and per diem refers to cars moving at rates per mile and per day prescribed by the Commission in Docket No. 31358 or updated computations thereof.

Line No.	Item (a)	Car-miles (loaded and empty) See Instructions 2, 3, and 4 (b)	CARS OF RESPONDENT OR OTHER CARRIERS (Excluding cars of private car lines)		CARS OF INDIVIDUALS AND COMPANIES NOT CARRIERS (Including cars of private car lines)	
			Gross amount receivable (c)	Gross amount payable (d)	Gross amount receivable (e)	Gross amount payable (f)
	FREIGHT CARS					
	<u>Mileage Basis:</u>					
1	Tank cars-----	9,536,621	\$-----	\$-----	\$-----	\$-----778,430
2	Refrigerator cars-----	7,844,955	1,757,250	8,879		803,671
3	All other cars-----	1,637,045				68,800
4	Total (Lines 1-3)-----	19,018,621	1,757,250	8,879		1,650,901
5	TOFC and/or COFC Cars-----	19,777,414	81,088	61,368		637,807
	<u>Combination Mileage and Per Diem Basis:</u>					
	<u>Mileage Portion:</u>					
6	Unequipped box cars-----	28,878,823	598,492	606,774		
7	All other per diem cars-----	79,453,893	2,131,672	2,101,600		20,719
8	Total (Lines 6 and 7)-----	108,332,716	2,730,164	2,708,374		20,719
	<u>Per Diem Portion:</u>					
	<u>Unequipped Box Cars:</u>					
	U.S. Ownership:					
9	Basic-----		447,325	680,528		
10	Incentive-----		442,237	367,344		
	Canadian Ownership:					
11	Basic-----		34,483	9,302		
12	Incentive-----		12,637	3,792		
13	All Other Per Diem Cars-----		3,418,100	2,514,652		
14	Total Per Diem Portion (Lines 9-13)-----		4,354,782	3,575,618		
15	Car-days Paid For Unequipped Box Cars-----			248,765		
16	Car-days Paid For, All Other Per Diem Cars-----			539,949		
17	Leased Rental-Railroad, Insurance and Other Companies-----		\$ 16,155	\$-----	\$-----	\$ 2,376,000
18	Other Basis-----			21,279		484,079
	OTHER FREIGHT CARRYING EQUIPMENT					
19	Refrigerated Highway Trailers-----		29,301	34,590		132,741
20	Other Highway Trailers-----		212,948	340,612		291,262
21	Auto Racks-----		453,502	312,387		1,332
22	GRAND TOTAL (Lines 4, 5, 8, 14 & 17-21)-----		9,635,190	7,063,107		5,594,841
23	NET BALANCE CARRIED TO INCOME ACCOUNT: CREDIT \$----- or DEBIT \$3,022,758					
	Net Balance of Unequipped box car rentals included in Line 23:					
24	Basic----- Credit \$----- or Debit \$ 208,022					
25	Incentive----- Credit \$----- or Debit \$-----					

377. LOCOMOTIVE RENTALS

Give an analysis as requested of amounts credited to account 594, "Rent from locomotives," and amounts charged to account 537, "Rent for locomotives," on account of locomotives leased or otherwise rented.

Line No.	Item (a)	Amount receivable (b)			Amount payable (c)			Remarks (d)
		\$			\$			
1	Locomotives of respondent or other carriers:	xx	xx	xx	xx	xx	xx	
2	Mileage basis.....							
3	Per diem basis.....							
4	Other basis.....		12	806				
5	Locomotives of individuals and companies not carriers:	xx	xx	xx	xx	xx	xx	
6	Mileage basis.....							
7	Per diem basis.....							
8	Lease rental—insurance and other companies.....					979	172	
9	Other basis.....					(5	322)	
10	Total.....		12	806		973	850	

378. PASSENGER-TRAIN CAR RENTALS

Show a recapitulation of the total amounts credited to account 505, "Rent from passenger-train cars," and amounts charged to account 538, "Rent for passenger-train cars," on account of passenger cars leased, passenger cars interchanged, and private or individual cars.

Line No.	Item (a)	Amount receivable (b)			Amount payable (c)			Remarks (d)
		\$			\$			
1	Cars of respondent or other carriers:	xx	xx	xx	xx	xx	xx	
2	Mileage basis.....							
3	Per diem basis.....							
4	Other basis.....							
5	Cars of individuals and companies not carriers:	xx	xx	xx	xx	xx	xx	
6	Mileage basis.....							
7	Per diem basis.....							
8	Lease rental—insurance and other companies.....							
9	Other basis.....							
10	Total.....		None			None		

383. RENT FOR LEASED ROADS AND EQUIPMENT

1. Give particulars called for with respect to roads and equipment leased from others during the year, the rent for which is includible in account No. 542, "Rent for leased roads and equipment."

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

3. If the respondent held under lease during all or any part of the

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

4. Properties rented for less than \$100,000 per annum may be combined under a single entry designated, "Minor items, each less than \$100,000 per annum."

Line No	Name of lessor or reversioner and description of property	CLASSIFICATION OF AMOUNT IN COLUMN (b)									
		Total rent accrued during year (Acct. 542)		Interest on bonds			Dividends on stocks			Cash	
	(a)	(b)		(c)			(d)			(e)	
1	Minor Items, each less than \$100,000	\$	516	\$			\$			\$	516
2											
3											
4											
5											
6											
7											
8											
9											
10											
11											
12											
13											
14											
15											
16											
17											
18											
19											
20	TOTAL		516								516

383A. ABSTRACTS OF LEASEHOLD CONTRACTS

1. Give brief abstracts of the terms and conditions of the leases under which the respondent holds the properties above named, showing particularly (1) the date of the lease, (2) the chain of title and dates of transfers connecting the original lessee with the respondent in case of assignment or subletting, (3) the basis on which the amount of the annual rent is determined, and (4) the date when the lease is to terminate, or, if such

date has not yet been determined, the provisions governing its determination. Also give reference to the Interstate Commerce Commission's authority for the lease, if any. If none, state the reasons therefor.

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

NOTE.—Only changes during the year are required.

384. MISCELLANEOUS RENTS

Give particulars of all properties the rents on which were charged by the respondent during the year to Income, under the head "Miscellaneous rents," showing for each item the total charge therefor to Income. Items amounting to less than \$100,000 for the year may be combined into a single entry designated "Minor items, each less than \$100,000."

Line No.	DESCRIPTION OF PROPERTY		Name of lessor (e)	Amount charged to Income (d)	
	Name (a)	Location (b)			
31	Minor items, each less than \$100,000			\$	139 784
32					
33					
34					
35					
36					
37					
38					
39					
40					
TOTAL					139 784

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

Give a brief description for all items, regardless of amount, included during the year in accounts 570, "Extraordinary items"; 580, "Prior period items"; 590, "Federal income taxes on extraordinary and prior period items"; 606, "Other credits to retained income"; 616, "Other debits to retained income"; 620, "Appropriations for sinking and other reserve funds"; 621, "Appropriations for other purposes"; and 622, "Appropriations released". Give brief description of each item amounting to \$100,000 or more included during the year in accounts 519,

"Miscellaneous income", and 551, "Miscellaneous income charges"; items less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the total for each account shall be shown corresponding to the amounts in Schedules 300 and 305, as appropriate. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Account No. (a)	Item (b)	Debits (c)		Credits (d)	
			\$		\$	
1	519	Minor Items, each less than \$100,000			526	955
2						
3						
4	551	Minor Items, each less than \$100,000	98	305		
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
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23						
24						
25						
26						
27						
28						
29						
30						

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED INCOME ACCOUNTS

397. STATEMENT OF CHANGES IN FINANCIAL POSITION

Give the information as requested concerning the source and application of funds during the year. Funds for the purpose of this schedule shall include all assets or financial resources even though a transaction may not directly affect cash or working capital. For example, the purchase of property in exchange for shares of stock or bonds would be an application of funds for investment in property provided by the issue of securities. Sources and uses of funds should be individually disclosed. For example, outlays for fixed assets should not be reported net of retirements.

Line No.			
	Sources of funds:		
1	Net income (page 66, line 89)	\$3,898,822	
	Add non-cash charges for -		
2	Depreciation and amortization	4,841,269	
3	Retirements of nondepreciable property	31,681	
	Add non-cash charges for additions (deduct for decreases) to reserves:		
4	Pension and welfare reserves	9,282	
5	Insurance reserves		
6	Casualty and other reserves	107,103	
7	Interest in default		
8	Other important items (specify)		
9			
10	Funds provided by operations		\$8,888,157
11	Proceeds from sale of capital stock of own issue		
12	Proceeds from sale of funded debt and other obligations of own issue (except equipment obligations)		
13	Proceeds from sale of equipment obligations of own issue		
14	Book value of depreciable transportation property retired during year	\$9,489,556	
15	Less service value charged to accrued depreciation account	6,636,338	2,853,218
16	Net book value of miscellaneous physical property disposed of during year		402,775
17	Net book value of investment securities disposed of during year		
18	Advances, notes and other debts repaid by affiliated companies		46,000
19	Advances, notes and other debts repaid by other companies		87,733
20	Net decrease in sinking and other reserve funds		257,097
21	Net decrease in working capital (total current assets less total current liabilities)*		202,261
22	Other sources (specify)		
23			
24			
25			
26	Total Sources of funds (should be same as line 43)		\$12,731,241
	Application of funds:		
27	Investment in transportation property (excluding donations and grants)		\$3,209,403
28	Investment in miscellaneous physical property		68,279
29	Investments and advances, affiliated ICC regulated carriers	\$62,223	
30	Investments and advances, other affiliated companies	46,000	108,223
31	Investments in nonaffiliated companies		122,408
32	Advances, notes and other debts repaid to other companies		
33	Capital stock of own issue reacquired		
34	Funded debt and other obligations paid or reacquired, (except equipment obligations)		371,015
35	Equipment obligations paid or reacquired		3,386,281
36	Net increase in sinking and other reserve funds		
37	Payment of dividends (other than stock dividends)		
38	Net increase in working capital*		
39	Other applications (specify) Purchase by Sacramento Northern Railway of \$5,605,000 face value of WPRR 5% Income Debentures and \$350,000 face value of WPRR 1st Mortgage Bonds		3,641,000
40			
41			
42	Increase in Other Assets & Deferred Charges, Schedule 216, Page 46		1,824,632
43	Total Application of funds (should be same as line 26)		\$12,731,241

* For the purpose of this schedule, account 764, Long-term Debt Due Within One Year, shall be classified as a current liability in the determination of working capital.

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 411

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

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

Give subtotals for each of the several numbered classes, in the order listed above, as well as the total for all classes.

Lengths should be stated to the nearest hundredth of a mile.

In column (a) insert the figure (and letter, if any) indicating its class in accordance with the preceding classification.

In column (b) give the various proportions of each class owned or leased by respondent, listing each proportion once in any grouping. Canadian mileage should be segregated and identified on separate lines in the various groupings. For each listing, in column (d) give its entire length (the distances between termini of single or first main track), and in the following columns the lengths of second main track; all other main tracks; passing tracks, cross-overs and turn-outs; way switching tracks; and yard switching tracks. These classes of tracks are defined as follows:

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

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

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

The returns in columns (b) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc., not classifiable under "branch lines" as defined below. Tracks belonging to an industry for which no rent is payable should not be included.

Tracks leading to and in gravel and sand pits and quarries, the cost of which is chargeable to a clearing account and which are used in getting out material for the respondent's use, should not be included.

Class (1) includes all lines operated by the respondent at the close of the year to which it has title in perpetuity.

In classifying line between *main* and *branch* (column (c)), use the distinction usually followed by respondent. Branch lines are distinguished from industrial tracks or yard tracks and sidings in that branch lines serve one or more stations beyond the point of junction with the main line or another branch line and to or from which stations train service, or its equivalent, is performed.

Class (2) includes each line full title to which is in an inactive proprietary corporation of the respondent (i.e., one all of whose outstanding stocks or obligations are held by or for the respondent, and which is operated by the respondent or an affiliated system corporation without any accounting to the said proprietary corporation). It may also include such line when the actual title to all of the outstanding stocks or obligations rests 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.

411. MILEAGE OPERATED AT CLOSE OF YEAR
(For other than switching and terminal companies)

Line No.	Class	Proportion owned or leased by respondent	Main (M) or branch (B) line	RUNNING TRACKS, FARMING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turn-outs			
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	
1	1	100%	M	1,155 23	2 31		146 55	90 61	226 26	1,620 96
2	1	100%	B	184 00			7 53	39 51	15 58	246 62
3		Total Class I		1,339 23	2 31	None	154 08	130 12	241 84	1,867 58
4	1-J	50%	M				7 47	11	6 09	13 67
5	1-J	33-1/3%	M						15	15
6	1-J	50%	B					17	90	1 07
7		Total Class 1-J					7 47	28	7 14	14 89
8										
9		Total Classes 1 & 1-J		1,339 23	2 31	None	161 55	130 40	248 98	1,882 47
10										
11	2.5	None	M	116 58	234 61		43 63	25 05	46 39	466 26
12		None	B	34 12			49	2 88		37 56
13		Total Class S		150 77	234 61	None	44 12	27 93	46 39	503 82
14										
15		Total Road Mileage		1,490 00	236 92	None	205 67	158 33	295 37	2,386 29
16										
17		Ferry Service Across San Francisco Bay		4 20						4 20
18										
19		Grand Total		1,494 20	236 92	None	205 67	158 33	295 37	2,390 49
20										
21										
22										
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52										
53										
54										
55		TOTAL MAIN LINE		1,271 81	236 92		197 65	115 77	273 89	2,101 04
56		TOTAL BRANCH LINES		218 19			8 02	42 56	16 48	285 25
57		GRAND TOTAL		1,490 00	236 92	None	205 67	158 33	295 37	2,386 29
58		Miles of road or track electrified (included in preceding grand total)		0	7		6	8	5	6

411-A. MILEAGE OWNED BUT NOT OPERATED BY RESPONDENT AT CLOSE OF YEAR

If any of the tracks returned in this schedule are operated by other than the respondent, the name of the company or individual operating them and the conditions under which they are held for operation should be shown in a footnote. Tracks which have been permanently abandoned should not be included in this schedule.

Line No.	Class	Name of road or track	Main (M) or branch (B) line	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.								Miles of way switching tracks		Miles of yard switching tracks		Total			
				Miles of road		Miles of second main track		Miles of all other main tracks		Miles of passing tracks, cross-overs, and turn-outs									
				(a)	(b)	(c)	(d)		(e)		(f)		(g)		(h)		(i)		(j)
1		The Western Pacific RR Co.																	
2	1	Loyalton, Cal. South	B		1	14												1	14
3	1	At Marysville, Calif.	M													0	29		0 29
4		The Western Pacific RR Co.																	
5		Oakland Terminal Ry.																	
6	1	Union St. Oakland, Calif.	M													0	43		0 43
7																			
8																			
9																			
10																			
11		TOTAL			1	14										0	72		1 86

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

(For other than switching and terminal companies)

Give particulars, as of the close of the year, of all road operated and of all owned but not operated. The respondent's proportion of operated road held by it as joint or common owner, or under a joint lease, or under any joint arrangement,

should be shown in columns (b), (c), (e), or (f), as may be appropriate. The remainder of jointly operated mileage should be shown in column (g). Respondent's proportion of road jointly owned, not operated, should be shown in columns (i) and (j), as

may be appropriate. Tracks which have been permanently abandoned should not be included in columns (i) and (j).

Lengths should be stated to the nearest hundredth of a mile.

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT										LINE OWNED, NOT OPERATED BY RESPONDENT				New line constructed during year (k)						
		LINE OWNED						Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)		Branch lines (j)							
		Main line (b)		Branch lines (c)		Main line (i)							Branch lines (j)									
1	California	605	83	6	129	19	8					148	36	9	882	38	3			1	14	1
2	Nevada	427	25	7	23	25	3								450	50	0					
3	Utah	122	15	2	32	56	3					2	41	2	157	12	7					
4																						
5																						
6																						
7																						
8																						
9																						
10																						
11																						
12																						
13																						
14																						
15																						
16	TOTAL MILEAGE (single track)	1,155	23	5	184	00	4					150	77	1	1,490	00	4			1	14	1

184.00 4
 1339.239
 1.141
 1340.370

414. TRACKS OPERATED AT CLOSE OF YEAR

(For switching and terminal companies only)

Give particulars of all tracks operated by the respondent at the close of the year.

Classify the tracks, as follows:

- (1) Tracks owned by the respondent;
- (2) Tracks operated by the respondent but owned by the respondent's proprietary corporations;
- (3) Tracks operated under lease for a specified sum, lessor being (A) an affiliated corporation, or (B) independent or not affiliated with respondent;
- (4) Tracks operated under contract or agreement, or where the rent is contingent upon earnings or other consideration, owner being (A) an affiliated corporation, or (B) independent or not affiliated with respondent;
- (5) Tracks operated under trackage rights.

Name all the tracks of each class before any of a later class, and insert in column (a) before the name of each owner the figure (and letter, if any) indicating its class in accordance with the preceding classification.

Give subtotals for each of the several numbered classes.

Class (1) includes all tracks 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 rests 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 conditioned upon earnings or other fact.

Class (5) includes all tracks operated and maintained by another company but over which the respondent has the right to operate some or all of its trains. In the tracks of this class the respondent has no proprietary rights but only the rights of a licensee. Include in this class, also, all main tracks and sidings owned by noncarrier companies and individuals when the respondent operates over them but does not have exclusive possession of them.

Lengths should be stated to the nearest hundredth of a mile.

Tracks belonging to an industry for which no rent is payable should not be reported.

Tracks 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, and full particulars showing all of the joint or common title holders, and the extent of their respective interests should be shown in a memorandum attached to the schedule.

Line No.	Class (a)	Name of owner (b)	Location (c)	Character of business (d)	Total mileage operated (e)		
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
TOTAL							
Miles of road or track electrified (included in each preceding total)							

TRACKS OPERATED AT COST FOR JOINT BENEFIT—INCLUDED ABOVE

15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
TOTAL							

30 Are the tracks of the respondent operated primarily in the interest of any industrial, manufacturing, or other corporation, firm, or individual?

If so, give name, address, and character of business of corporation, firm, or individual. Name Address

Character of business

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

(For switching and terminal companies only)

Give particulars, as of the close of the year, of all tracks operated and of all owned but not operated. The respondent's proportion of operated tracks held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (d), or (e), as may be appro-

priate. The remainder of jointly operated mileage should be shown in column (f). Tracks owned, not operated by respondent (including respondent's proportion of jointly owned tracks, not operated), should be shown in column (h). If any of the tracks returned in column (h) are operated by other than

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

Line No.	State or Territory (a)	TRACKS OPERATED						Tracks owned, not operated by respondent (h)	New tracks constructed during year (i)
		Tracks owned (b)	Tracks of proprietary companies (c)	Tracks operated under lease (d)	Tracks operated under contract, etc. (e)	Tracks operated under trackage rights (f)	Total mileage operated (g)		
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223									

117. INVENTORY OF EQUIPMENT

Instructions for reporting locomotive and passenger-train car data, pages 100 and 101:

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 (i); 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 operating at terminals.

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

6. A "Diesel" unit includes all units propelled by diesel internal combustion engines irrespective of final drive, and whether power may at times be supplied from external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote giving the number and a brief description. An "Electric" unit includes all units which receive electric power from an overhead contact wire or third rail, and use the power to drive one or more electric motors that propel the vehicle. An "Other" unit includes all units other than die-

sel 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.

7. Column (k) should show aggregate capacity for all units reported in column (j), as follows: For locomotive units, report the manufacturers' rated horsepower (the maximum continuous power output from the diesel engine or engines delivered to the main generator or generators for tractive purposes), or tractive effort of steam locomotive units; 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.

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

Line No.	Type or design of units	Units in service of respondent at beginning of year	CHANGES DURING THE YEAR					UNITS AT CLOSE OF YEAR				
			UNITS INSTALLED				Units retired from service of respondent whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (h)+(i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units, including reclassification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
Locomotive Units												
1	Diesel-Freight-----A units	130 #		15			7	95	43	138	(H.P.) 333,110	
2	Diesel-Freight-----B units	10 #					10					
3	Diesel-Passenger-----A units											
4	Diesel-Passenger-----B units											
5	Diesel-Multiple purpose--A units											
6	Diesel-Multiple purpose--B units											
7	Diesel-Switching-----A units	17 #					2	15		15	16,600	
8	Diesel-Switching-----B units											
9	Total (lines 1 to 8)-----	157 #		15			19	110	43	153	349,710	None
10	Electric-Freight-----											
11	Electric-Passenger-----											
12	Electric-Multiple purpose--											
13	Electric-Switching-----											
14	Total (lines 10 to 13)-----											
15	Other-----											
16	Grand total (lines 9, 14, 15)-----	157 #		15			19	110	43	153 #	XXXX	None

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

Type or design of units	Before Jan. 1, 1950	Between Jan. 1, 1950, and Dec. 31, 1954	Between Jan. 1, 1955, and Dec. 31, 1959	Between Jan. 1, 1960, and Dec. 31, 1964	Between Jan. 1, 1965, and Dec. 31, 1969	DURING CALENDAR YEAR					TOTAL
						1970	1971	1972	1973	1974	
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
17 Diesel-----	8	30	11	15	41	13	20	15			153
18 Electric-----											
19 Other-----											
20 Total (lines 17 to 19)-----	8	30	11	15	41	13	20	15			153

417. INVENTORY OF EQUIPMENT—Continued

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

Line No.	Class of equipment and car designations (a)	Units in service of respondent at beginning of year (b)	CHANGES DURING THE YEAR					UNITS AT CLOSE OF YEAR				
			UNITS INSTALLED				Units retired from service of respondent whether owned or leased, including reclassification (g)	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. T) (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 <i>Non-Self-Propelled</i>										(Seating capacity)	
21	Coaches [PA, PB, PBO]											
22	Combined cars [All class C, except CSB]											
23	Parlor cars [PBC, PC, PL, PO]											
24	Sleeping cars [PS, PT, PAS, PDS]											
25	Dining, grill and tavern cars [All class D, PD]										XXXX	
26	Postal cars [All class M]										XXXX	
27	Non-passenger carrying cars [All class B, CSB, PSA, IA]										XXXX	
28	Total (lines 21 to 27)											
	<i>Self-Propelled Rail Motorcars</i>											
29	Electric passenger cars [EP, ET]											
30	Electric combined cars [EC]											
31	Internal combustion rail motorcars [ED, EG]											
32	Other self-propelled cars (Specify types)											
33	Total (lines 29 to 32)											
34	Total (lines 28 and 33)											
	COMPANY SERVICE CARS											
35	Business cars [PV]	1 [*]				1		2		2	XXXX	
36	Boarding outfit cars [MWX]	156 [*]				3	28	131		131	XXXX	
37	Derrick and snow removal cars [MWU, MWV, MWW, MWK]	4 [*]				9	3	10		10	XXXX	
38	Dump and ballast cars [MWB, MWD]	37 [*]						37		37	XXXX	
39	Other maintenance and service equipment cars	266 [*]				19	39	246		246	XXXX	
40	Total (lines 35 to 39)	464				32	70	426		426	XXXX	

417. INVENTORY OF EQUIPMENT—Continued

Instructions for reporting freight-train car data, pages 102 and 103:

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
 2. In column (p) give the number of units purchased or built in company shops. In column (q) 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 (x); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (u); units rented from others for a period less than one year should not be included in column (v).

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

Line No.		Class of equipment and car designations (m)	Units in service of respondent at beginning of year		CHANGES DURING THE YEAR				Units retired from service of respondent whether owned or leased, including reclassification (t)
			Per diem (n)	Non-per diem (o)	UNITS INSTALLED				
					New units purchased or built ¹ (p)	New units leased from others (q)	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹ (r)	All other units, including reclassification and second-hand units purchased or leased from others (s)	
FREIGHT-TRAIN CARS									
41	Box-General Service (unequipped) (All B, L070, R-00, R-01)-----	1,248 *				36		308	89
42	Box-General Service (equipped) (A-20, A-30, A-40, A-50, R-06, R-07)-----	1,338 *	913 *		10	22		147	335
43	Box-Special Service (A-00, A-10)-----	143 *						3	
44	Gondola-General Service (All G (except G-9))-----	740 *							105
45	Gondola-Special Service (G-9, J-00, all C, all E)-----	229						15	9
46	Hopper (open top)-General Service (All H (except H-70))-----	392 *			3				54
47	Hopper (open top)-Special Service (H-70, J-10, J-20, all K)-----								
48	Hopper (covered) (L-5-)-----	356 *				25			2
49	Tank, under 12,000 gallons (T-0, T-1, T-2, T-3)-----	40 *							
50	Tank, 12,000-18,999 gallons (T-4)-----								
51	Tank, 19,000-24,999 gallons (T-5, T-6)-----								
52	Tank, 25,000 gallons and up (T-7, T-8, T-9)-----								
53	Refrigerator (meat)-Mechanical (R-11, R-12)-----								
54	Refrigerator (other than meat) -Mechanical (R-04, R-10)-----								
55	Refrigerator (meat)-Non-Mechanical (R-02, R-05, R-09, R-14, R-15, R-17)-----								
56	Refrigerator (other than meat) -Non-Mechanical (R-03, R-05, R-13, R-16)-----		94						94
57	Stock (All S)-----								
58	Automack (F-5-, F-6-)-----							9	11
59	Flat-General Service (F-0-)-----	225 *							
60	Flat-Special Service (F-1-, F-20, F-30, F-40, F-9-, L-2-, L-3-)-----	257 *				5			6
61	Flat-TOFC (F-7-, F-8-)-----	116 *							19
62	All other (L-0-, L-1-, L-4-, L080, L090)-----	2 *							
63	Total (lines 41 to 62)-----	5,077 *	1,007		13	88		482	724
64	Caboose (All N)-----	XXXX	79						21
65	Total (lines 63 and 64)-----	5,077 *	1,086		13	88		482	745
66	Grand total, all classes of cars (lines 34, 40 and 65)-----	5,541 *	1,086		13	88		514	815
			New units purchased or built			Units rebuilt or acquired			
			General funds		Incentive funds		General funds		Incentive funds
¹ Box, unequipped (which relates to incentive per diem order)			13						

417. INVENTORY OF EQUIPMENT—Continued

4. Column (y) should show aggregate capacity for all units reported in columns (w) and (x), 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. Freight-train car type codes shown in column (m) correspond to the AAR Multilevel Per Diem Master List. Dashes are used in appropriate places to

permit a single code to represent several car type codes. Descriptions of car codes and designations are published in *The Official Railway Equipment Register*.

6. Per diem cars, as used herein, refers to freight cars other than cabooses owned or held under lease arrangement by U. S. Class I line-haul railroads, whose interline rental is settled on a per diem basis under the code of per diem rules, or would be so settled if used by another railroad.

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

UNITS AT CLOSE OF YEAR							Line No.
Owned and used (u)	Leased from others (v)	Total in service of respondent (col. (u) + (v))		Aggregate capacity of units reported in col. (w) + (x) (see ins. 4) (y)	Leased to others (z)		
		Per diem (w)	Non-per diem (x)				
				Tons			
1,023	480	1,503		87,578		41	
1,511	584	1,375	720	132,173		42	
142	4	146		10,627	4	43	
635		635		45,312		44	
211	15	226		16,513		45	
294	47	341		23,636		46	
303	76	379		33,204		47	
40		40		2,000		48	
						49	
						50	
						51	
						52	
						53	
						54	
						55	
						56	
						57	
223		223		11,610		58	
251	5	256		16,282	8	59	
97		97		7,788		60	
2		2		140		61	
4,732	1,211	5,223	720	386,863	12	62	
58		xxxx	58	xxxxxxxxxxxx		63	
4,790	1,211	5,223	778	326,263	12	64	
5,216	1,211	5,223	1,204	326,263	12	65	
						66	

417. INVENTORY OF EQUIPMENT--Concluded

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

Line No.	Class of equipment and car designations (m)	Units in service of respondent at beginning of year		CHANGES OF THE YEAR				Units retired from service of respondent whether owned or leased, including reclassification (t)
		Per diem (n)	Non-per diem (o)	UNITS INSTALLED				
				New units purchased or built ¹ (p)	New units leased from others (q)	Rebuilt units acquired and rebuilt units rewritten into property accounts (r)	All other units, including reclassification and second hand units purchased or leased from others (s)	
	FLOATING EQUIPMENT							
67	Self-propelled vessels (Tugboats, car ferries, etc.)-----	XXXX	1					
68	Non-self-propelled vessels (Car floats, lighters, etc.)-----	XXXX						
69	Total (lines 67 and 68)-----	XXXX	1					
	HIGHWAY REVENUE EQUIPMENT							
70	Bogie-chassis-----	XXXX	55					
71	Dry van-----	XXXX	202					1
72	Flat bed-----	XXXX						
73	Open top-----	XXXX						
74	Mechanical refrigerator-----	XXXX	49					
75	Bulk-----	XXXX						
76	Insulated-----	XXXX						
77	Platform, removable sides-----	XXXX						
78	Other trailer or container-----	XXXX	24					
79	Tractor-----	XXXX						
80	Truck-----	XXXX						
81	Total (lines 70 to 80)-----	XXXX	330					1

NOTES AND REMARKS

417. INVENTORY OF EQUIPMENT—Concluded

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

UNITS AT CLOSE OF YEAR

Owned and used (u)	Leased from others (v)	Total in service of respondent (col. (u) + (v))		Aggregate capacity of units reported in col. (v) + (x) (see ins. 4) (v)	Leased to others (z)	Line No.
		Per diem (w)	Non- per diem (x)			
				(Tons)		
1		xxxx	1	840		67
		xxxx				68
1		xxxx	1	840		69
55		xxxx	55	1,561		70
4	197	xxxx	201	5,025		71
		xxxx				72
		xxxx				73
49		xxxx	49	1,029		74
		xxxx				75
		xxxx				76
		xxxx				77
24		xxxx	24	554		78
		xxxx				79
		xxxx				80
132	197	xxxx	329	8,169		81

NOTES AND REMARKS

421. HIGHWAY MOTOR VEHICLE OPERATIONS

Give particulars of highway motor vehicles operated by respondent in revenue and nonrevenue service and of revenue traffic handled for the respondent by others under contractual arrangements.

In reporting highway motor vehicle miles in line-haul service, show the mileage of buses and combination bus-trucks on line 8; the mileage of trucks and of bogies, trailers and semitrailers with trucks on line 9; and the mileage of tractors and of bogies, trailers and semitrailers with tractors on line 10. Vehicle miles in terminal service should be reported on lines 12 and 13.

In reporting traffic carried and traffic handled 1 mile on lines 14 to 21, and on lines 40 to 45, both inclusive, show the total number of tons and ton-miles of revenue freight in column (i) and the total number of passengers carried and passenger-miles in column (c), regardless of the class of vehicle used to perform the transportation service.

In reporting highway motor vehicles in nonrevenue service include those used in maintenance, shops, and storehouses, and transportation of company material; also buses used for transportation of company employees. Exclude automobiles used by officials and employees.

A. OPERATED BY RESPONDENT
(Revenue and nonrevenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
REVENUE SERVICE				
1	Vehicles owned or leased:			
2	Number available at beginning of year	55		
3	Number installed during the year			
4	Number retired during the year			
5	Number available at close of year	55	None	None
6	Vehicle miles (including loaded and empty):			
7	Line haul (station to station):			
8	Passenger vehicle miles	XXXXXX		XXXXXX
9	Truck miles	N/A	XXXXXX	XXXXXX
10	Tractor miles	N/A	XXXXXX	XXXXXX
11	Terminal service:			
12	Pick-up and delivery	N/A		
13	Transfer service	N/A		
14	Traffic carried:			
15	Tons—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
16	Tons—Revenue freight—Terminal service only	XXXXXX	XXXXXX	XXXXXX
17	Revenue passengers—Line haul	XXXXXX	None	XXXXXX
18	Revenue passengers—Terminal service only	XXXXXX	None	XXXXXX
19	Traffic handled 1 mile:			
20	Ton-miles—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
21	Revenue passenger-miles—Line haul	XXXXXX	None	XXXXXX
NONREVENUE SERVICE				
22	Vehicles owned or leased:			
23	Number available at beginning of year			
24	Number installed during the year			
25	Number retired during the year			
26	Number available at close of year	None	None	None

*When performed by vehicles other than those used for line haul.

B. OPERATED BY OTHERS
(Revenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
40	Traffic carried:			
41	Tons—Revenue freight	XXXXXX	XXXXXX	XXXXXX
42	Revenue passengers	XXXXXX	None	XXXXXX
43	Traffic handled 1 mile:			
44	Ton-miles—Revenue freight	XXXXXX	XXXXXX	XXXXXX
45	Revenue passenger-miles	XXXXXX	None	XXXXXX

421. HIGHWAY MOTOR VEHICLE OPERATIONS - Concluded

"Trailers" means trailer bodies used in TOFC/COFC service which are permanently mounted on running gear. "Containers" means trailer bodies used in TOFC/COFC service which

are not permanently mounted on wheels or chassis, but are separated from such running gear before being loaded on flat cars.

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

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Trucks (i)	Combination bus-trucks (j)	Line No.
24	251					1
						2
	1					3
24	250	None	None	None	None	4
						5
						6
						7
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		8
XXXXXX		XXXXXX			XXXXXX	9
XXXXXX				XXXXXX	XXXXXX	10
						11
						12
						13
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	14
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	15
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	16
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	17
						18
						19
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
		2	64	267		22
				45		23
				40		24
None	None	2	64	272	None	25
						26

B. OPERATED BY OTHERS - Concluded
(Revenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Truck (i)	Combination bus-trucks (j)	Line No.
				None		40
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	41
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	42
				None		43
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	44
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	45

422. HIGHWAY MOTOR-VEHICLE ENTERPRISES IN WHICH THE RESPONDENT HAD A DIRECT OR INDIRECT FINANCIAL INTEREST DURING THE YEAR

Give particulars of highway motor-vehicle enterprises (excluding Railway Express Agency, Inc.) in which the respondent had a financial interest, either directly or indirectly, during the year.

In column (a) identify each motor-vehicle enterprise by name and address, and in column (b) state whether the respondent's interest in

such enterprise was direct or indirect. If the interest was indirect, give the names of all intermediaries.

In column (c) give the date on which respondent first acquired its direct or indirect interest in the enterprise.

Line No.	Name and address of highway motor-vehicle enterprise (a)	Nature of respondent's interest (b)	Date on which respondent's direct or indirect interest was originally acquired (c)
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

510. GRADE CROSSINGS A—RAILROAD WITH RAILROAD

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

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

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

Line No.	Number of crossings (a)	Interlocking (b)	Automatic signals (automatic interlocking) (c)	Derails on one line, no protection on other (d)	Hand-operated signals, without interlocking (e)	Gates (f)	Total specially protected (g)	Total not specially protected (h)	Grand total (i)
1	Number at beginning of year.....	1	10				11	29	40
2	Crossings added: New crossings.....								
3	Change in protection.....								
4	Crossings eliminated: Separation of grade.....								
5	Change in protection.....								
6	Other causes.....								
7	Number at close of year.....	1	10				11	29	40
	NUMBER AT CLOSE OF YEAR BY STATES:								
8	California.....	1	8				9	29	38
9	Nevada.....		2				2		2
10	Utah.....								
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21									

510. GRADE CROSSINGS - Continued

B-RAILROAD WITH HIGHWAY

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

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

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

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

4. In columns (b) and (c) include grade crossings with or without audible signals. In columns (d) and (e) include grade crossings with or without any type of audible or visible supplemental device. Exclude from columns (f) and (g) those crossings where train movement is protected only by a member of the train crew. Audible signals reportable in column (h) include any train-actuated bell, whistle, siren or other audible device located adjacent to the crossing. Other automatic signals reportable in column (i) include wigwags, Highway Traffic Signals or special types of train-activated devices with or without audible supplements. Include in column (j), in addition to "Railroad Crossing" crossbuck, any other static sign (except "Number of Tracks" sign) or any non-train-actuated signal such as amber continuous-flashing lights. In column (m) report other than railroad crossbuck. Totals in column (o), lines 38 and 39, should be equal, resulting in no change in the total number of crossings.

Line No.	Item of Annual Change	TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE													
		Automatic gates with flashing lights	Automatic flashing light signals	Gates manually operated		Watchmen only		Audible signals only	Other automatic signals	Total indicating warning of train approach	"Rail-road Crossing" crossbuck signs only	Crossbuck signs with other fixed signs	Other fixed signs only	No signs or signals	Total crossings at grade
				24 hours per day	Less than 24 hours per day	24 hours per day	Less than 24 hours per day								
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)	(o)
30	Number at beginning of year-----	119	185						32	336	684				1,020
31	Added: By new, extended or relocated highway-----	4	3							7					7
32	By new, extended or relocated railroad-----														
33	Total added-----	4	3							7					7
34	Eliminated: By closing or relocation of highway-----		1							1	4				5
35	By relocation or abandonment of railroad-----														
36	By separation of grades-----		2							2					2
37	Total eliminated-----		3							3	4				7
38	Changes in protection: Number of each type added-----	6	1							7					7
39	Number of each type deducted-----		3							3	4				7
40	Net of all changes-----	10	(2)							8	(8)				
41	Number at close of year-----	129	183						32	344	676				1,020
	Number at close of year by States:														
42															
43	California-----	126	151						31	308	575				883
44	Nevada-----		23						1	24	67				91
45	Utah-----	3	9							12	34				46
46															
47															
48															
49															
50															
51															
52															
53															
54															
55															
56															

511. GRADE SEPARATIONS

HIGHWAY-RAILROAD

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

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

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

be the reporting railroad.

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

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

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

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

Line No.	Items of Annual Change (a)	Types and numbers of highway-railroad grade separations		
		Overpass (Highway above railroad) (b)	Underpass (Railroad above highway) (c)	TOTAL (d)
1	Number at beginning of year -----	52	56	108
2	Added: By new, extended or relocated highway -----	5		5
3	By new, extended or relocated railroad -----			
4	By elimination of grade crossing ¹ -----			
5	Total added -----	5		5
6	Deducted: By closing or relocation of highway -----			
7	By relocation or abandonment of railroad -----			
8	Total deducted -----			
9	Net of all changes -----	5		5
10	Number at close of year -----	57	56	113
11	Number at close of year by States:			
12	-----			
13	Calif. -----	43	51	94
14	Nevada -----	8	4	12
15	Utah -----	6	1	7
16	-----			
17	-----			
18	-----			
19	-----			
20	-----			
21	-----			
22	-----			
23	-----			
24	-----			
25	-----			
26	-----			
27	-----			
28	-----			
29	-----			

¹Total in column (d) should correspond to total number of grade crossings eliminated "By separation of grades", Schedule 510-B, line 36, column (c).

513. TIES LAID IN REPLACEMENT

Give particulars of ties laid during the year in previously constructed tracks maintained by the respondent. Do not include any ties used in any new tracks or in track extensions.

In column (a) classify the ties as follows:

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

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

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

The sum of entries on lines 21, 22, and 23 should equal the total of columns (d) and (g).

Any material difference between the return on line 22 and the charge to operating expense account No. 212, or between the sum of charges to additions and betterments shown in schedules Nos. 513 and 514 and the related charge to investment account No. 8, should be explained in a footnote.

Line No.	Class of ties	CREOSOTES			SWITCH AND BRIDGE TIES							Remarks
		Total number of ties applied	Average cost per tie	Total cost of creosotes laid in previously constructed tracks during year	Number of feet (board measure) applied		Average cost per M feet (board measure)		Total cost of switch and bridge ties laid in previously constructed tracks during year			
(a)	(b)	(c)	(d)	(e)		(f)		(g)			(h)	
1	T	82 888	\$ 9 02	\$ 747 892	97 806	\$ 188 25					18 412	New
2												
3												
4												
5												
6												
7												
8												
9												
10												
11												
12												
13												
14												
15												
16												
17												
18												
19												
20	TOTAL	82 888	9 02	747 892	97 806	188 25					18 412	

- 21 Amount of salvage on ties withdrawn.....\$ (None)
 22 Amount chargeable to operating expenses.....\$ 766,304 ✓
 23 Amount chargeable to additions and betterments.....\$ (None)
 24 Estimated number of crossties in all maintained tracks:

	Numt	Percent of Total
(a) Wooden ties	5,354,662	99.99
(b) Other than wooden ties (steel, concrete, etc.)	723	.01
TOTAL	5,355,385	100.00

Note: All ties are creosoted.

A/C 212, Schedule 320	766,575	Inventory Adjustment	\$3,075
Line 22, Schedule 513	766,304	Prior year's adjustment	(2,804)
difference	271		271

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

Give particulars of ties laid during the year in new construction, following the instructions given in the preceding schedule, so far as applicable.

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of cross-ties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)	
1	T	8 875	847	75 213	79 002	282 21	22 295	New
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	TOTAL	8 875	847	75 213	79 002	282 21	22 295	

21 Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid 2.48
 22 Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 4.74

Note: Treated Ties are Creosoted.

Account 8, Schedule 211 Cols. (e) & (f) \$113,019
 Line 23, Schedule 513 None
 Line 20, Schedule 514 Cols. (d) & (g) 97,508
 15,511

Prior Year's Adjustments \$15,511

515. RAILS LAID IN REPLACEMENT

Give particulars of all rails applied during the year in connection with replacement of rails in previously constructed tracks maintained by the respondent.

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

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

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

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

The sum of entries on lines 22, 23, and 24 should equal the total of columns (d) and (h).

Any material difference between the return on line 23 and the charge to operating expense account No. 214, or between the sum of charges to additions and betterments shown in schedules Nos. 515 and 516 and the related charge to investment account No. 9, should be explained in a footnote.

		RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TRAIN, INDUSTRY, AND OTHER SWITCHING TRACKS			
Line No.	Class of rail	WEIGHT OF RAIL		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year	Average cost per ton (2,000 lb.)	WEIGHT OF RAIL		Total cost of rail applied in yard, station, train, industry, and other switching tracks during year	Average cost per ton (2,000 lb.)
		Pounds per yard of rail	Number of tons (2,000 lb.)			Pounds per yard of rail	Number of tons (2,000 lb.)		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	2	119	7 525	1 051 041	129 67				
2	2	136	341	62 265	182 60				
3	4	75	2	46	27 06				
4	4	85	38	1 030	27 11	85	11	289	26 27
5	4	100	263	6 375	24 24	100	42	1 135	27 02
6	4	112	384	10 149	26 43				
7	4	115	49	1 666	38 08	115	12	320	26 67
8									
9									
10									
11									
12									
13									
14									
15									
16									
17			786	1 113 306					
18			236	19 466					
19									
20	Total	XXXX	8 602	1 132 772	131 69	XXXX	65	1 744	26 83

21	Number of tons (2,000 lb.) of relayers and scrap rail taken up	4,359.89
22	Salvage value of rails released	\$ 117,547
23	Amount chargeable to operating expenses	\$ 819,230
24	Amount chargeable to additions and betterments	\$ 197,739
25	Miles of new rails laid in replacement (all classes of tracks) †	74.71 (rail-miles)
26	Miles of new and second-hand rails laid in replacement (all classes of tracks) ‡	83.25 (rail-miles)
27	Average weight per yard of new rails laid in replacement (running, passing, and cross-over tracks, etc.) *	120 (pounds)
28	Tons of rail sold as scrap and amount received therefor	3,582 (tons of 2,000 lb.); \$ 97,240
29	Track-miles of welded rail installed this year	24.52; total to date 378.96

A/C 214 Schedule 320	\$ 810,556
Line 23 Schedule 515	\$ 819,230
Difference	\$ (8,674)

Cutting, Painting & Welding Rail in Track	161,579
Inventory Adjustment	(2,962)
Adjustments Applicable to Prior Years	(167,291)
	\$ (8,674)

†Classes 1, 2, and 3 rails.—Reduce tonnage in columns (c) and (g) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new rail laid in all classes of tracks; divide the total number of yards of new rails laid in all classes of tracks by 1,760; state the quotient with two decimal places.

‡Classes 1, 2, 3, and 4 rails.—Reduce tonnage in columns (c) and (g) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new and second-hand rail laid in all classes of tracks; divide the total number of yards of new and second-hand rails laid in all classes of tracks by 1,760; state the quotient with two decimal places.

*Classes 1, 2, and 3 rails.—Reduce tonnage in column (c) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new rail laid in running, passing, and cross-over tracks, etc.; divide the total number of pounds of new rails laid in running tracks, etc. by the total number of yards of new rails laid in such tracks.

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

Give particulars of rails applied during the year in the construction of new tracks, following the instructions given in the preceding schedule, so far as applicable.

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		WEIGHT OF RAIL		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lb.) (e)	WEIGHT OF RAIL		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)		
1	4	85	3	\$ 75	25	85	23	\$ 537	23 35
2	4	100	361	9 454	26 19	100	7	361	51 57
3	4					112	18	470	26 11
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20	TOTAL	XXXX	364	9 529	26 18	XXXX	48	1 368	28 50

21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid	2.48
22	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid	4.74
	A/C 9 Schedule 211 Cols. (e) & (f)	\$242,180
	Line 24 Schedule 515	\$197,739
	Line 20 Schedule 516 Cols. (d) & (h)	10,897
	Difference	\$ 33,544
	Adjustments Applicable to Prior Years	\$ 33,544

517. GAGE OF TRACK AND WEIGHT OF RAIL

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

gage, 4 feet 8 1/2 inches, show the gage of each part in column (d). 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)
	Pounds					
1						
2	136	200	64			
3	132	81	06			
4	119	204	57			
5	115	204	08			
6	114	0	97			
7	112	252	17			
8	110	5	64			
9	100	126	83			
10	90	0	01			
11	85	78	78			
12	75	64	44			
13	72	3	21			
14	70	34	54			
15	65	1	85			
16	62	0	25			
17	60	76	36			
18	56	6	14			
19						
20						

531. STATISTICS OF RAIL-LINE OPERATIONS

1. Give the various statistical items called for concerning the rail-line operations of respondent's road during the year. Train-miles, car-miles and other particulars are to be reported in accordance with the classification of train-miles and car-miles prescribed in the Uniform System of Accounts for Railroad Companies (Mileage Accounts 800 to 805 and 820 to 825). Locomotive unit-miles should include all miles made by each locomotive unit.

2. Per diem cars, as used herein, refers to freight cars other than cabooses owned or held under lease arrangement by U.S. class I line-haul railroads, whose interline rental is settled on a per diem basis under the code of per diem rules, or would be so settled if used by another railroad.

3. Item No. 1 includes miles of road operated under trackage rights.

4. For gross ton-miles compute from conductors' or dispatchers' train reports weight in tons (2,000 pounds). Item 27 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 28 and 29 represent tons behind locomotive units (cars and contents, company-service equipment and cabooses) moved one mile in transportation trains. Include ton-miles of exclusive work service equipment and motorcars moving in transportation trains. Use 150 pounds as the

average weight per passenger and four tons as the average weight of contents of each head-end car.

5. Item No. 35 should represent the ton-miles of revenue freight in water transfer service on the Great Lakes involving a rail-line haul, the revenue from which is includible in account No. 101, "Freight." Ton-miles of revenue freight in water transfer service which was moved on the basis of lawful local tariff rates, the revenue from which is creditable to account No. 113, "Water transfers," should be excluded. Item 36, Total ton-miles—Revenue freight, should correspond to the ton-miles reported on Form OS-B, Item 2.

6. For net ton-miles, Item 40, compute from conductors' train reports. This item represents the number of tons of revenue and non-revenue freight moved one mile in transportation trains. Include a reasonable proportion of the weight of exclusive work equipment moved one mile. Include net ton-miles in motorcar trains. Exclude LCL shipments handled in mixed baggage-express cars.

7. The mileage of company service equipment, destined exclusively for work service and moved in transportation trains, should be classed as loaded freight car-miles.

8. Highway vehicle operations should not be included in Schedule 531 but particulars thereof given in a footnote on page 117.

Item No.	Item (a)	Freight trains (b)	Passenger trains (c)	Total transportation service (d)	Work trains (e)
1	Average mileage of road operated (State in whole numbers) TRAIN-MILES	1 490		1 490	
2	Diesel locomotives	4 116 191		4 116 191	
3	Other locomotives	4 116 191		4 116 191	
4	Total locomotives				14 184
5	Motorcars				
6	Total train-miles	4 116 191		4 116 191	14 184
	LOCOMOTIVE UNIT-MILES				
7	Road service	15 159 645		15 159 645	
8	Train switching	113 326		113 326	
9	Yard switching	881 352		881 352	
10	Total locomotive unit-miles	16 154 323		16 154 323	
	CAR-MILES				
11	Total motorcar car-miles	96 346 420		96 346 420	
12	Loaded per diem freight cars	101 128 622		101 128 622	
13	Loaded non-per diem freight cars	36 218 413		36 218 413	
14	Empty per diem freight cars	67 186 089		67 186 089	
15	Empty non-per diem freight cars	24 062 165		24 062 165	
16	Caboose	4 317 982		4 317 982	
17	Total freight car-miles (lines 12, 13, 14, 15 and 16)	232 913 271		232 913 271	
18	Passenger coaches			227 695 493	
19	Combination passenger cars (mail, express, or baggage, etc., with passenger)				
20	Sleeping and parlor cars				
21	Dining, grill and tavern cars				
22	Head-end cars				
23	Total (lines 18, 19, 20, 21, and 22)				
24	Business cars				
25	Crew cars (other than cabooses)				
26	Grand total car-miles (lines 11, 17, 23, 24 and 25)	334 041 893		334 041 893	
	GROSS TON-MILES AND TRAIN-HOURS IN ROAD SERVICE				
27	Gross ton-miles of locomotives and tenders (thousands)	1 986 721		1 986 721	
28	Gross ton-miles of freight-train cars, contents, and cabooses (thousands)	12 921 484		12 921 484	
29	Gross ton-miles of passenger-train cars and contents (thousands)				
30	Train-hours—Total	140 526		140 526	
	REVENUE AND NONREVENUE FREIGHT TRAFFIC				
31	Tons of revenue freight			11 236 848	
32	Tons of nonrevenue freight			557 799	
33	Total tons revenue and nonrevenue freight			11 794 647	
34	Ton-miles—Revenue freight in road service (thousands)			5,328,970.5	
35	Ton-miles—Revenue freight in lake transfer service (thousands)			333 944	
36	Total ton-miles—Revenue freight (thousands)			5,328,970.5	
37	Ton-miles—Nonrevenue freight in road service (thousands)			135,606	
38	Ton-miles—Nonrevenue freight in lake transfer service (thousands)			130 632	
39	Total ton-miles—Nonrevenue freight (thousands)			266,238	
40	Net ton-miles of freight—Revenue and nonrevenue (thousands)			5 464 576	
	REVENUE PASSENGER TRAFFIC				
41	Passengers carried—Total				
42	Passenger-miles—Total				

532. SWITCHING AND TERMINAL TRAFFIC AND CAR STATISTICS

(For switching and terminal companies only)

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

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

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

Item No.	Item (a)	Switching operations (b)		Terminal operations (c)		Total (d)	
	FREIGHT TRAFFIC						
201	Number of cars handled earning revenue—Loaded.....						
202	Number of cars handled earning revenue—Empty.....						
203	Number of cars handled at cost for tenant companies—Loaded.....						
204	Number of cars handled at cost for tenant companies—Empty.....						
205	Number of cars handled not earning revenue—Loaded.....						
206	Number of cars handled not earning revenue—Empty.....						
207	Total number of cars handled.....						
	PASSENGER TRAFFIC						
208	Number of cars handled earning revenue—Loaded.....						
209	Number of cars handled earning revenue—Empty.....						
210	Number of cars handled at cost for tenant companies—Loaded.....						
211	Number of cars handled at cost for tenant companies—Empty.....						
212	Number of cars handled not earning revenue—Loaded.....						
213	Number of cars handled not earning revenue—Empty.....						
214	Total number of cars handled.....						
215	Total number of cars handled in switching service (Items 207 and 214).....						
216	Total number of cars handled in terminal operations.....						

Number of locomotive-miles in yard switching, service: Freight, passenger,

561C. COMPENSATION APPLICABLE TO PRIOR YEARS

Show hereunder, for each group of employees, the amount of compensation applicable to prior years, which was paid or is payable under labor awards of the current year or for other reasons. Additional compensation for the current year under labor awards or for other reasons is includible in I.C.C. Wage Statistics Form A and B, "Report of Employees, Service, and Compensation," for the calendar year. For purposes of this report, labor awards are intended to cover adjustments resulting from the decisions of Wage Boards and voluntary awards by the respondent incident thereto. Explain the nature of any amounts in excess of \$10,000 included in column (c) in a footnote.

Line No.	Group No.	Class of employees (a)	AMOUNT OF COMPENSATION					
			Under labor awards (b)			Other back pay (c)		
			\$			\$		Total (d)
1	I	Executives, officials, and staff assistants.....				59	882	59 882
2	II	Professional, clerical, and general.....				40	664	40 664
3	III	Maintenance of way and structures.....				128	125	128 125
4	IV	Maintenance of equipment and stores.....				13	411	13 411
5	V	Transportation other than train, engine, and yard.....				8	687	8 687
6	VI (a)	Transportation - conductors, switch tenders, and hostlers.....				346	777	346 777
7	VI (b)	Transportation - train and engine service.....						
8		Total.....				597	546	597 546

9 Amount of foregoing compensation that is chargeable to operating expenses: \$ 597,546

Note: Column (c) represents back pay for employees under union agreements.

562. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

1. In columns (a) and (b) enter the name and position of each of the five persons named in Schedules 102 and 103 of this report to whom the respondent paid the largest amount during the year as compensation for current or past service over and above necessary expenses incurred in discharge of duties. In addition, list all other officers, directors, pensioners or employees, if any, to whom the respondent paid \$40,000 or more in total compensation during the year.

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

3. If an officer, director, etc., receives compensation from one or more of the affiliated companies listed in Schedule 104, reference to this fact should be made if the aggregate compensation from all companies amounts to \$40,000 or more. The detail as to division of the compensation should be reported in schedule 564.

4. Other compensation to be entered in column (d) includes, but is not limited to, commissions; bonuses; shares in profits; contingent compensation; moneys paid, set aside or accrued pursuant to any pension, retirement, savings, deferred compensation, or similar plan including premiums paid for retirement annuities, or life insurance where the respondent is not the beneficiary (Premiums on group life insurance for benefits less than \$50,000 need not be reported.), or any other arrangement which constitutes a form of compensation. Give the details of any plan not previously reported, the basis of determining the ultimate benefits payable, and the payments or provisions made during the year.

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

Line No.	Name of person (a)	Position or Title (b)	Salary per annum as of close of year (see instructions) (c)		Other compensation during the year (d)	
1	H. A. Newman	Chairman of Board of Directors	(A)	50 000		
2	A. E. Perlman	President		100 000	39 070	
3	H. J. Bruce	Vice President-Marketing		52 500		
4	R. C. Marquis	Vice President-Operation		41 000		
5	E. A. Tegeler	Vice Pres.-Finance&Treasurer		46 000		
6	E. L. Van Dellen	Vice President-Law		46 200		
7	R. G. Plannery	Executive Vice President		90 000		
8	W. C. Brunberg	Consultant		47 300		
9	M. M. Christy	Consultant		64 000		
10	D. H. MacLeod	Vice Pres.-General Manager		47 500		
11						
12						
13						
14						
15	Mr. Bruce's salary increased from \$47,500 to \$52,500, effective			11- 1-72		
16	Mr. Marquis' " " " \$29,500 to \$35,000 "			5- 1-72		
17	Mr. Marquis' " " " \$35,000 to \$41,000 "			10- 1-72		
18	Mr. Plannery's " " " \$75,000 to \$78,750 "			1- 1-72		
19	Mr. Plannery's " " " \$78,750 to \$90,000 "			5- 1-72		
20	Mr. MacLeod's " " " \$45,000 to \$47,500 "			1- 1-72		
21						
22						
23						
24						
25						
26	(A) Mr. H. A. Newman, Chairman of the Board and President of					
27	Western Pacific Industries Inc. received \$150,000 salary for the					
28	year 1972 with \$100,000 being allocated as Industries' expense					
29	and \$50,000 charged to The Western Pacific Railroad Company.					
30						
31						
32						
33						
34						
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42						
43						
44						

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

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

(a) Payments to employees of the respondent shall be reported in Schedule 562.

(b) Payments for services rendered by affiliates shall be reported in Schedule 564.

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

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

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

Did the independent accountant reporting on the respondent's annual report provide any management services other than auditing?
Specify. Yes.... No....

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

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

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

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

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)	
			\$	
1	Western Railroad Association	Proportion of Expenses	170	832
2	Association of American RR's	" " "	91	686
3	Alton Associates Corp.	" " "	102	917
4	Arthur Young & Company	Auditing Services	29	682
5	Arthur Young & Company	Management Services & Studies	53	810
6				
7				
8				
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**564. TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT
FOR SERVICES RECEIVED OR PROVIDED**

1. Furnish the information called for below concerning each contract, agreement or arrangement (written or unwritten) in effect at any time during the year between the respondent and the affiliated companies listed in Schedule 104, 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 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 railroads for interline services and interchange of equipment.
- (c) Payments to or from other railroads for services which may reasonably be regarded as ordinarily connected with routine operation, maintenance, or construction of a railroad, but any special or unusual transactions should be reported.
- (d) Agreements relating to allocation of Federal income taxes between affiliated companies should be reported in Schedule 353 (p. 85)
- (e) Agreements relating to joint pension plans with affiliated companies should be reported in explanatory notes section of Schedule 200 (p. 13)

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$30,000 or more for the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to \$30,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges in column (d). If the respondent provides services to more than one affiliate, and the aggregate compensation amounts to \$30,000 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.

Attach a balance sheet and income statement for each affiliate with which respondent had reportable transactions during the year. These statements should be prepared on the same accounting year basis and in conformity with the balance sheet and income statement in annual report form A, and should be noted to indicate method of depreciating property, if any, furnished to the respondent. Balance sheet and income statement are not required for affiliated carriers filing annual reports with the Commission.

3. In column (b) indicate form of affiliation 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 character of service 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 (g).

5. In column (d) fully describe the basis for computing charges under each contract, agreement, etc.

6. In columns (e) and (f) indicate the date and term of each contract or arrangement. If oral contract, indicate with symbol "O".

7. In column (g) report the total amount received, paid, or accrued during the year which is applicable to the year, for each type of service listed in column (c). Indicate purchase items with the symbol "P" and sales items with the symbol "S". Do not report net figures when services are both provided and received between the respondent and an affiliate.

Line No.	Name of Company or Individual and percent of gross income from respondent carrier		Form of Affiliation	Character of Service	Basis of Charge	Contract		Total Charges for Year (g)	
	(a)	%				Date (e)	Term (f)	(P)(S)	
1.	Delta Finance Company, Ltd.	35%	Indirect	Lease of Building	\$10,000 per month plus cost of operating and maintaining the premises.	7/71	20 Yrs	(P)	\$317,558
2.									
3.									
4.									
5.									
6.									
7.									
8.	H. A. Newman		Chairman of the Board and President of WP Inds. Inc parent of WPRR	Annual Salary	See Note A, Schedule 562	--	--	(P)	\$ 50,000
9.									
10.									
11.									
12.									
13.									
14.									
15.									

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
WESTERN PACIFIC INDUSTRIES INC.
December 31, 1971 and 1972

Western Pacific Industries Inc. was incorporated on December 21, 1970 and as a result of an exchange offer declared effective June 17, 1971 became the parent company of The Western Pacific Railroad Company. The following unconsolidated financial statements of the Company for the years ended December 31, 1971 and 1972 reflect retroactively the Company's 100% equity in the Railroad.

WESTERN PACIFIC INDUSTRIES INC.
BALANCE SHEET
December 31, 1971 and 1972
(Thousands of Dollars)

	<u>1971</u>	<u>1972</u>
ASSETS		
Cash and temporary cash investments	\$ 22,822	\$ 23,034
Accounts receivable - principally accrued interest	43	124
Investment in The Western Pacific Railroad Company, at equity in consolidated net assets	<u>109,934</u>	<u>116,923</u>
	<u>\$132,799</u>	<u>\$140,081</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Liabilities - Accounts payable	\$ 265	\$ 16
Stockholders' Equity:		
Preferred stock - authorized 2,000,000 shares, par value \$10 per share; none outstanding	--	--
Common stock - Authorized 10,000,000 shares, par value \$1 per share; 3,302,084 shares outstanding	3,302	3,302
Capital in excess of par value	61,307	61,231
Retained earnings	<u>67,925</u>	<u>75,532</u>
Total stockholders' equity	<u>132,534</u>	<u>140,065</u>
	<u>\$132,799</u>	<u>\$140,081</u>

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
 WESTERN PACIFIC INDUSTRIES INC.
 December 31, 1971 and 1972
 (cont'd)

STATEMENT OF INCOME AND RETAINED EARNINGS
 Year ended December 31, 1971 and 1972
 (Thousands of Dollars)

	<u>1971</u>	<u>1972</u>
Interest income from temporary cash investments	\$ 42	\$ 1,031
General and administrative expense	<u>30</u>	<u>438</u>
Income before equity in income (loss) of Railroad	12	593
Equity in income (loss) of Railroad		
Income (loss) before extraordinary items	1,953	2,153
Extraordinary items:		
Gain on purchase of income debentures		
less Federal Income Tax of \$970	--	1,904
Tax reduction from loss carryover	<u>1,954</u>	<u>2,957</u>
	<u>3,907</u>	<u>7,014</u>
Net income	3,919	7,607
Retained earnings, beginning of year	<u>64,006</u>	<u>67,925</u>
Retained earnings, end of year	<u>\$ 67,925</u>	<u>\$ 75,532</u>

(See Schedules 562 and 564 for the one reportable Intercompany allocation of expenses. There were no Intercompany advances during the year 1972.)

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
STANDARD REALTY AND DEVELOPMENT COMPANY
GENERAL BALANCE SHEET
December 31, 1972 and 1971

	1972	1971
ASSETS		
Current Assets		
Cash	\$ 16,774.71	\$ 2,712.59
USA Treasury Notes, Bills and Certificates	--	205.55
Investment in Commercial Paper	249,941.64	99,756.95
Working Fund Advance	100.00	100.00
Notes Receivable - Amounts due Within 1 Year	37,637.05	51,362.00
Accounts Receivable - Individuals and Companies	55,798.20	201,405.98
Advance Receivable - Western Pacific Railroad	--	175,000.00
Advance Receivable - Tidewater Southern Railway	1,200,000.00	1,520,000.00
Advance Receivable - Delta Finance Company	20,000.00	--
Advance Receivable - Sacramento Northern Railway	--	25,000.00
Accrued Interest Receivable - Other	7,054.92	23,166.92
Accrued Interest Receivable - Delta Finance Co.	21,166.50	--
Accrued Rental due from Western Pacific Railroad	--	65,000.00
Disbursements Recollectible - Miscellaneous	--	980.20
Contract Sale of Property Amount due 1 Year	52,972.89	49,986.13
Total Current Assets	1,661,445.91	2,209,251.14
Investments		
Capital Stock Delta Finance Company	2,639,498.28	2,639,498.28
Advances to Delta Finance Co., Ltd.	420,000.00	300,000.00
Notes Receivable Long Term	679,136.66	715,998.79
Contract Sale of Property - Bender	74,329.20	94,790.37
Capital Stock - Western Pacific Company	10,000.00	10,000.00
Stock for Employee Awards	1,067.32	--
Contract Sale of Property - Bender	83,457.70	89,022.73
Contract Sale of Property - Western Warehouse	196,907.40	208,430.05
Contract Sale of Property - Western Warehouse	67,820.81	71,664.90
Contract Sale of Property - Bender	147,453.84	158,248.71
Contract Sale of Property - Dorothy M. Neva	5,153.35	5,881.36
Advances to Western Pacific Company	--	2,436,996.56 (1)
Total Investments	4,324,824.56	6,730,531.75
Fixed Assets		
Land	9,342,130.36	9,346,409.16
Buildings and Other Improvements	856,113.49	856,113.49
Office Furniture and Fixtures	44,767.27	44,767.27
Dwellings Purchased from Transferred Employees	49,706.30	145,163.98
Accrued Depreciation Buildings and Improvements	254,572.77	229,268.35
Accrued Depreciation Office Furniture and Fixtures	22,100.37	17,072.37
Accrued Depreciation Employees' Dwellings	6,804.60	14,424.72
Total Fixed Assets	10,009,299.68	10,131,688.46
Other Assets		
Refundable Cost of Water Facilities - Alameda	15,984.75	16,555.48
Refundable Cost Water Facilities - Hayward	7,837.53	7,837.53
Advance Deposit for Electric Facilities - Livermore	--	1,600.00
Cost of Facilities due from Kaiser Co.	12,178.39	13,357.03
Total Other Assets	36,000.67	39,350.04
Deferred Charges		
Prepaid Insurance	1,793.00	3,040.00
Options and Appraisals on Land Purchases	2,598.49	1,398.49
Miscellaneous Suspense Items	977.45	3,496.04
Deferred Loss on Sale of Note to Delta Finance Co.	429,926.00	429,926.00
Total Deferred Charges	435,294.94	437,860.53
Total Assets	\$16,466,865.76	\$19,548,681.92

(1) Advance made in 1970 written off in 1972.

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
STANDARD REALTY AND DEVELOPMENT COMPANY
GENERAL BALANCE SHEET
December 31, 1972 and 1971

LIABILITIES AND SHAREHOLDERS' EQUITY

	<u>1972</u>	<u>1971</u>
Current Liabilities		
Audited Vouchers	\$ 122,289.50	\$ 129,823.80
California Unemployment Insurance Act - Employee Deductions	91.17	91.20
Federal Insurance Contribution Act	129.94	.06-
Federal Income Tax Collected at Source	1,010.10	440.12
Long Term Disability Premium due Western Pacific	--	7.10
Advance Payable Western Pacific Railroad Company	10,000.00	--
Accrued Interest on Notes Payable - Wells Fargo Bank	16,682.33	17,570.72
Accrued Interest on Notes Payable - Equitable Life	2,086.99	2,086.97
Accrued Interest - Other	146.91	331.58-
Estimates Payable 1 Year on Notes Payable	348,412.84	342,282.98
Reserve for Estimated Expenses Vacation Pay	1,449.00	1,449.00
Estimated Amounts Payable 1 Year Alma Coyote Drainage District	306.00	306.00
Estimated Amounts Payable 1 Year Elk Grove Assessment District	4,376.00	4,376.00
Federal Income Taxes Accrued	108,090.00	143,701.00
State, City, County Taxes Accrued	5,153.48	--
Taxes Accrued Calif. Franchise	3,571.00-	10,000.00
Total Current Liabilities	<u>616,653.26</u>	<u>651,803.25</u>
Fixed Liabilities		
Notes Payable - Wells Fargo Bank	1,600,457.63	1,900,969.23
Notes Payable - Equitable Life	623,195.68	671,650.90
Loans Payable Assumed Employees' Dwellings	8,538.91	25,089.94
Liability - Alma Coyote Drainage District	142.94	450.23
Liability for Sewer Assessment - Stockton	2,475.00	2,475.00
Liability for Elk Grove Assessment District	76,568.37	80,943.74
Advances from Western Motor Lodge	5,000.00	27,000.00
Total Fixed Liabilities	<u>2,316,378.53</u>	<u>2,708,579.04</u>
Other Liabilities		
Estimated Liabilities Crossing Culverts - San Mateo	1,700.00	1,700.00
Sundry Persons Retained Percentages	102.50	102.50
Liability under Contract - Reynolds Metal Company	40,910.36	40,910.36
Estimated Cost Facilities - Phillips Petroleum Union Company	27,058.51	27,058.51
Deferred Federal Income Tax Liability	189,733.00	189,733.00
Estimated Cost of Streets - Union City	16,664.13	29,006.53
Estimated Cost of Streets - San Jose	12,132.67	12,132.67
Total Other Liabilities	<u>288,301.17</u>	<u>300,643.57</u>
Deferred Credits		
Miscellaneous Suspense Items	6,250.03	4,775.88
Unearned Rental Income	3,505.00	4,670.00
Option Deposits on Property Sales	24,000.00	7,500.00
Deferred Profit Installment Real Estate - Sales	1,832,305.47	2,178,307.90
Deferred Gain Sale of Real Estate	612,888.18	612,888.18
Total Deferred Credits	<u>2,478,948.68</u>	<u>2,808,141.96</u>
Total Liabilities	5,700,281.64	6,469,167.82
Shareholders' Equity		
Common Stock Authorized and Outstanding	10,570,700.00	10,570,700.00
Retained Income Unappropriated	(1) 195,884.12	2,508,814.10
Total Shareholders' Equity	<u>10,766,584.12</u>	<u>13,079,514.10</u>
Total Liabilities & Shareholders' Equity	<u>\$16,466,865.76</u>	<u>\$19,548,681.92</u>

(1) Includes write-off of advance to Western Pacific Company in the amount of \$2,436,996.56.

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
STANDARD REALTY AND DEVELOPMENT COMPANY
COMPARATIVE STATEMENT OF INCOME AND EXPENSES
December 31, 1972 and 1971

	<u>1972</u>	<u>1971</u>
Operating Income		
Rents from Land and Buildings	\$ 150,221	\$ 302,080
Income from Crops	6,000	4,469
Income from Transferred Employees' Dwellings	7,046	22,699
Interest Income - Other	89,971	255,696
Interest Income - Intercompany	86,330	133,709
Miscellaneous Income	<u>42,568</u>	<u>15,110</u>
Total Operating Income	382,136	733,763
Operating Expenses		
Rental Expense	10,290	10,535
Repairs to Property	5,290	4,368
Maintenance and Operation - 526 Mission Street	--	74,563
Maintenance and Operation - Miscellaneous	4,461	3,489
General and Administrative Expense	64,260	51,245
Property Taxes	406,460	403,295
California Franchise Taxes	5,000	9,853
Other Taxes	2,325	2,073
Insurance Expense	5,864	7,128
Interest Expense - Other	153,683	176,287
Expense Transferred Employees' Dwellings	9,086	5,221
(1) Depreciation - Buildings	19,728	31,774
(1) Depreciation on Employees' Homes	2,603	12,760
(1) Depreciation - Office Furniture and Equipment	<u>5,028</u>	<u>5,028</u>
Total Operating Expense	694,078	797,619
Net Income from Operations	\$ <u>311,942-</u>	\$ <u>63,856-</u>
Other Income		
Profit - Sale of Real Estate	\$ 408,381	\$ 351,099
Total Other Income	<u>408,381</u>	<u>351,099</u>
Net Income - Before Federal Income Tax	\$ <u>96,439</u>	\$ <u>287,243</u>

- (1) Depreciation is straight-line method.
Western Pacific Railroad charges Standard Realty and
Development Company \$9,300.00 per year for corporate services.

ANNUAL REPORT 1972 CLASS I

WESTERN PACIFIC RAILROAD CO.

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CONTINUED

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
 DELTA FINANCE COMPANY, LTD.
 GENERAL BALANCE SHEET
 December 31, 1972 and 1971

ASSETS

	<u>1972</u>	<u>1971</u>
Current Assets		
Cash	\$ 1,571.14	\$ 6,667.77
Working Fund Advance	10,000.00	10,000.00
Accounts Receivable - Individuals and Companies	40,561.94	566.78
Accrued Amounts Receivable	12,926.70	12,926.70
Maintenance and Operation General Office Building due from Western Pacific Railroad	59,028.86	53,268.77
Accrued Interest Receivable	<u>2,764.68</u>	<u>7,878.45</u>
Total Current Assets	126,853.32	91,308.47
Investments		
Note Receivable	<u>2,409,563.80</u>	<u>2,864,598.00</u>
Total Investments	2,409,563.80	2,864,598.00
Fixed Assets		
Land	1,058,059.45	1,058,025.45
Buildings and Other Improvements	1,448,918.46	1,446,246.94
Accrued Depreciation Buildings & Improvements	<u>66,090.18-</u>	<u>36,157.22-</u>
Total Fixed Assets	2,440,887.73	2,468,115.17
Deferred Charges	<u> --</u>	<u> --</u>
Total Deferred Charges	<u> --</u>	<u> --</u>
Total Assets	<u>\$4,977,304.85</u>	<u>\$5,424,021.64</u>

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
 DELTA FINANCE COMPANY, LTD.
 GENERAL BALANCE SHEET
 December 31, 1972 and 1971

LIABILITIES AND SHAREHOLDERS' EQUITY

	<u>1972</u>	<u>1971</u>
Current Liabilities		
Audited Vouchers	\$ 15,836.36	\$ 10,450.40
Advance Payable - Sacramento Northern Railway	---	40,000.00
Advance Payable - Standard Realty & Development Company	20,000.00	---
Accrued Interest Payable - Wells Fargo Bank	4,153.98	4,885.98
Accrued Interest on Notes Payable	---	1,047.79
Accrued Interest Payable - Wells Fargo Bank	11,388.60	14,077.78
Accrued Interest Payable - Standard Realty & Development Co.	21,166.50	6,123.90
Accrued Interest Payable - Bank of America	39,314.29	495.50
Amounts Payable Within One Year - Wells Fargo Bank	41,832.00	41,832.00
Amounts Payable Within One Year	---	37,363.70
Amounts Payable Within One Year - Wells Fargo Bank	67,944.24	35,236.88
Amount Payable One Year - Bank of America	34,000.00	4,924.05
Federal Income Taxes Accrued	81,122.12-	81,122.12-
Taxes Accrued - California Franchise	<u>1,716.00-</u>	<u>1,716.00-</u>
Total Current Liabilities	172,797.85	113,599.86
Fixed Liabilities		
Advances from Standard Realty & Development Company	420,000.00	300,000.00
Note Payable - Wells Fargo Bank	195,535.50	237,366.80
Note Payable - Wells Fargo Bank	874,560.61	958,488.14
Note Payable - Bank of America	<u>1,525,866.33</u>	<u>2,129,533.08</u>
Total Fixed Liabilities	3,115,962.44	3,625,390.02
Other Liabilities		
Sundry Persons - Retained Percentages	197.45	---
Estimated Costs of Streets - Union City	<u>34,746.59</u>	<u>34,746.59</u>
Total Other Liabilities	34,944.04	34,746.59
Deferred Credits		
Deferred Gain on Sale of Real Estate	128,082.37	128,082.37
Deferred Gain on Purchase of Note Receivable	<u>429,926.00</u>	<u>429,926.00</u>
Total Deferred Credits	558,008.37	558,008.37
Total Liabilities	3,881,712.70	4,331,744.84
Shareholders' Equity		
Capital Stock	2,644,000.00	2,644,000.00
Retained Income	<u>1,548,407.85-</u>	<u>1,551,723.20-</u>
Total Shareholders' Equity	1,095,592.15	1,092,276.80
Total Liabilities & Shareholders' Equity	<u>\$4,977,304.85</u>	<u>\$5,424,021.64</u>

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
 DELTA FINANCE COMPANY, LTD.
 COMPARATIVE STATEMENT OF INCOME AND EXPENSES
 December 31, 1972 and 1971

	<u>1972</u>	<u>1971</u>
Operating Revenues		
Rents from Land and Buildings	\$ 165,864	\$ 103,880
Interest Income - Other	177,275	77,430
Interest Income - Intercompany	1,470	597
Miscellaneous Income	<u>20</u>	<u>40</u>
Total Operating Income	344,629	181,947
Operating Expenses		
Maintenance and Operation - Miscellaneous	--	54
General and Administrative Expense	3,577	187
Property Taxes	36,182	37,615
California Franchise Taxes	--	1,736-
Other Taxes	--	3
Insurance Expense	351	351
Interest Expense - Other	253,586	128,945
Interest Expense - Intercompany	17,685	11,124
Depreciation Expense - Buildings	<u>29,933</u>	<u>17,644</u>
Total Operating Expense	341,314	194,187
Net Income from Operations	<u>\$ 3,315</u>	<u>\$ 12,240-</u>

Note: Depreciation is straight-line method.

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
 WESTERN PACIFIC COMPANY
 GENERAL BALANCE SHEET
 December 31, 1972 and 1971

ASSETS

	<u>1972</u>	<u>1971</u>
Current Assets		
Cash	\$ 10,000.00	\$ 7,474.92
Total Current Assets	10,000.00	7,474.92

LIABILITIES AND SHAREHOLDERS' EQUITY

Current Liabilities		
Accrued Interest Payable Standard Realty & Development Co.	\$	\$ 9,029.35
Federal Income Taxes Accrued		35,611.00-
Taxes Accrued California Franchise		<u>3,571.00-</u>
Total Current Liabilities		30,152.65-
Fixed Liabilities		
Note Payable - Standard Realty & Development Co.		<u>2,436,996.56 (1)</u>
Total Fixed Liabilities		2,436,996.56
Total Liabilities		2,406,843.91
Shareholders' Equity		
Common Stock Authorized and Outstanding	10,000.00	10,000.00
Retained Income - Unappropriated		<u>2,409,368.99-</u>
Total Shareholders' Equity	10,000.00	2,399,368.99-
Total Liabilities & Shareholders' Equity	<u>\$ 10,000.00</u>	<u>\$ 7,474.92</u>

(1) Write-off of note by Standard Realty and Development Company in the amount of \$2,436,996.56.

SUPPLEMENTARY INFORMATION (SCHEDULE 564)
 WESTERN PACIFIC COMPANY
 COMPARATIVE STATEMENT OF INCOME AND EXPENSES
 Year Ended December 31, 1972 and 1971

	<u>1972</u>	<u>1971</u>
Operating Revenues		
Interest Income - Other	\$	\$ 19,867
Interest Income - Intercompany	<u> </u>	<u>833</u>
Total Operating Income		20,700
Operating Expenses		
California Franchise Taxes		3,571-
Other Taxes		3
Interest Expense - Intercompany	<u> </u>	<u>124,982</u>
Total Operating Expense		121,414
Net Income from Operations		100,714-
Other Income		
Dividend Income		10,400
Gain or Loss on Sale of Securities	<u> </u>	<u>15,846</u>
Total Other Income		26,246
Net Income - Before Federal Income Tax	\$ <u>None</u>	\$ <u>74,468-</u>

565. OTHER TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT

1. Furnish the information called for below concerning transactions between the respondent and the affiliated companies listed in Schedule 104, 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 not limited to, purchase, sale or transfer of equipment, land, structures, securities or other assets aggregating \$30,000 in value for the year.
2. In column (a) enter the name of the affiliated company, person, or agent with which respondent transacted purchase, sale or transfer.
3. In column (b) indicate form of affiliation or control between the respondent and company or person identified in column (a) in accord with instruction No. 3 to Schedule 564.
4. In column (c) briefly describe the kind of asset purchased, sold or transferred.
5. In column (d) report the total of all purchases, sales or transfers of property with a value of \$30,000 or more. If individual items are less than that amount, report the total of all purchases or sales with the company or individual named in column (a) when the aggregate of such items is \$30,000 for the year. Indicate purchase items with the symbol "P" and sales items with the symbol "S".
6. In column (e) summarize the book cost, less accrued depreciation if applicable, for each item reported in column (d).
7. In column (f) report the net profit or loss for each item (column (d) less column (e)).
8. Answer all questions at bottom of schedule.

Line No.	Name of Company or Individual (a)	Form of Affiliation (b)	Description of Item (c)	Sales or Purchase Price (d)	Net Book Value (e)	Gain or (Loss) (f)
1	Standard Realty & Dev. Co.	Direct	Cash Adv.Repayment by WPRR	\$175,000 (P)	\$175,000	--
2	" " " " "	"	" " " " TS Ry.	320,000 (P)	320,000	--
3	" " " " "	"	" " " " SN Ry.	25,000 (P)	25,000	--
4	Delta Finance Co., Ltd.	"	" " " " SN Ry.	40,000 (P)	40,000	--
5	Standard Realty & Dev. Co.	"	Pmt.Accrued "71 Rent" WPRR	65,000 (P)	65,000	--
6	Standard Realty & Dev. Co.	"	Cash Advance by WPRR Company	10,000 (S)	10,000	--
7						
8						
9						
10						
11						
12						
13						

With respect to the transactions listed above, were any gains or losses incurred by other affiliated companies in the six (6) accounting years preceding this report year on the transfer of the item to the company or individual named in column (a)? Specify. Yes.X. No.... If yes, give particulars of prior transaction such as sales price, and gain or loss as of December 31, 1969. The Western Pacific Railroad Company and its subsidiaries had investments in the common stock of other railroads having an original cost of \$17,234,000 and a market value of \$14,770,000. During the year 1970 this portfolio of common stocks was disposed of at a loss of \$4,425,000. During the period that Western Pacific and its subsidiaries were liquidating their portfolio there were cash advances between Western Pacific Railroad and its subsidiaries and between subsidiaries.

Where any services provided or assets transferred between respondent and affiliated companies or individuals during the year for which no charges were assessed? Specify. Yes.... No..... If yes, explain.

No reportable items.

**566 A. TRANSACTIONS BETWEEN NONCARRIER SUBSIDIARIES OF RESPONDENT AND OTHER AFFILIATED COMPANIES OR PERSONS
FOR SERVICES RECEIVED OR PROVIDED**

1. Furnish the information called for below concerning transactions between noncarrier subsidiaries of the respondent and other affiliated companies for services received or provided in accord with instruction No. 1 to Schedule 564.
2. In column (a) enter the name of the noncarrier subsidiary of respondent.
3. In column (b) enter the name of other affiliated company with which the noncarrier subsidiary received or provided services aggregating \$30,000 or more for the year.
4. In column (c) indicate form of affiliation or control between noncarrier subsidiary and other affiliated company identified in column (b) in accord with instruction No. 3 to Schedule 564.
5. In column (d) fully describe the character of service involved such as management fees, lease of building, purchase of material, etc. If more than one type of service is provided, list each type of service separately. When services are both provided and received between the noncarrier subsidiary and other affiliate they should be listed separately and the amounts shown separately in column (h).
6. In column (e) fully describe the basis for computing charges under each contract, agreement, etc.
7. In columns (f) and (g) indicate the date and term of each contract or arrangement. If oral contract, indicate with symbol "O".
8. In column (h) report the total amount received, paid, or accrued during the year which is applicable to the year, for each type of service listed in column (d). Indicate purchase items with the symbol "P" and sales items with the symbol "S". Do not report net figures when services are both provided and received between the noncarrier subsidiary and other affiliate.

Line No.	Name of Respondent's Noncarrier Subsidiary Company (a)	Name of Other Affiliated Company (b)	Form of Affiliation (c)	Character of Service (d)	Basis of Charge (e)	Contract		Total Charges for Year	
						Date (f)	Term (g)		
1								(P)(S)	(h)
2									
3									
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
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20									
21									
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24									
25									
26									
27									
28									
29									
30									

566 B. OTHER TRANSACTIONS BETWEEN NONCARRIER SUBSIDIARIES OF RESPONDENT AND OTHER AFFILIATED COMPANIES OR PERSONS

1. Furnish the information called for below concerning other transactions between noncarrier subsidiaries of the respondent and other affiliated companies in accord with instruction No. 1 to Schedule 565.
2. In column (a) enter the name of the noncarrier subsidiary of respondent.
3. In column (b) enter the name of other affiliated company with which the noncarrier subsidiary transacted a purchase, sale or transfer of equipment, land, structures, securities or other assets aggregating \$30,000 in value for the year.
4. In column (c) indicate form of affiliation or control between noncarrier subsidiary and other affiliated company identified in column (b) in accord with instruction No. 3 to Schedule 564.
5. In column (d) briefly describe the kind of asset purchased, sold or transferred.
6. In column (e) report the total of all purchases, sales or transfers of property with a value of \$30,000 or more. If individual items are less than that amount, report the total of all purchases or sales when the aggregate of such items is \$30,000 for the year. Indicate purchase items with the symbol "P" and sales items with the symbol "S".
7. In column (f) summarize the book cost, less accrued depreciation if applicable, for each item reported in column (e).
8. In column (g) report the net profit or loss for each item (column (e) less column (f)).
9. Answer all questions at bottom of schedule.

Line No.	Name of Respondent's Noncarrier Subsidiary Company (a)	Name of Other Affiliated Company (b)	Form of Affiliation (c)	Description of Item (d)	Sales or Purchase Price (e)	Net Book Value (f)	Gain or (Loss) (g)
1	Standard Realty&Dev.	Western Pacific Co.	Direct	Advance	\$2,436,997 (P)	\$2,436,997	*
2	" " "	DeltaFinanceCo.Ltd.	Direct	Advance	140,000 (S)	140,000	
3	Delta Finance Co.,Ltd.	SR&D Dev. Co.	Direct	Advance	20,000 (S)	20,000	
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15	*See notes on Page 1 and 2 of supplementary information for Standard Realty & Development Company and Western Pacific Company attached to Schedule 564.						
16							
17							

With respect to the transactions listed above, were any gains or losses incurred by other affiliated companies in the six (6) accounting years preceding this report year on the transfer of the item to the company or individual named in column (b)? Specify. Yes ☒ No.... If yes, give particulars of prior transaction such as sales price, and gain or losses of December 31, 1969 The Western Pacific Railroad Company and its subsidiaries had investments in the common stock of other railroads having an original cost of \$17,234,000 and a market value of \$14,770,000. During the year 1970 this portfolio of common stocks was disposed of at a loss of \$4,425,000. During the period that Western Pacific and its subsidiaries were liquidating their portfolio there were cash advances between Western Pacific Railroad and its subsidiaries and between subsidiaries.

Were any services provided or assets transferred between noncarrier subsidiaries of respondent and other affiliated companies or individuals for which no charges were assessed? If so, explain.

No reportable items.

571. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

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

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

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	DIESEL	ELECTRIC	OTHER (STEAM, GAS TURBINE, ETC.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight.....	31,198,659			
2	Passenger.....				
3	Yard switching.....	1,737,914			
4	Total.....	32,936,573			
5	Work train.....	246,346			
6	GRAND TOTAL.....	33,182,919			
7	Total cost of fuel*	3,712,938			

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	DIESEL	ELECTRIC	GASOLINE
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
11	Freight.....			
12	Passenger.....			
13	Yard switching.....			
14	Total.....			
15	Work train.....			
16	GRAND TOTAL.....			
17	Total cost of fuel*			

*Basis: cost of fuel charged to train and yard service (accounts Nos. 302 and 304, for other than electric, and accounts Nos. 303, 304, 305, and 306, for electric). The cost stated for the various kinds of fuel should be the total charges in the accounts specified, including freight charges and handling expenses. The cost stated for electric current should be the total charges in the accounts enumerated. Fuel and power consumed by mixed and special trains that are predominantly freight should be included in freight service, but where the service of mixed or special trains is predominantly passenger, the fuel and power used should be included in passenger service.

NOTES AND REMARKS

581. CONTRACTS, AGREEMENTS, ETC.

1. Hereunder give a concise statement of each important contract, agreement, arrangement, etc., with other companies or persons, together with important revisions, modifications, terminations, and other changes thereof, which became effective during the year, and concerned in any way the transportation of persons or things at other than tariff rates, or the purchase of equipment under conditional sales plans without the issuance of securities by respondent, making such statements in the following order:

- (a) Express companies.
- (b) Mail.
- (c) Sleeping, parlor, and dining-car companies.
- (d) Freight or transportation companies or lines.
- (e) Other railway companies.
- (f) Steamboat or steamship companies.
- (g) Telegraph companies.
- (h) Telephone companies.
- (i) Equipment purchased under conditional sales contracts.
- (j) Routing traffic of affiliated companies.
- (k) Other contracts.

2. Under item 1(e), include particulars of joint facility arrangements entered into during the year by the respondent, including those maintained or operated by other carriers as well as those maintained or operated by respondent. For each joint facility, give a brief statement of the basis or bases on which revenues, expenses, taxes, interest on investment, and other items, if any, related to the facility are apportioned among the carriers using the facility or otherwise deriving benefit therefrom.

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

ber of units of each class of equipment covered, and the terms and conditions of payment.

4. Under item 1(j) give particulars of arrangements, written or oral with affiliated companies for routing of traffic. Through route arrangements for handling of traffic interchanged with carrier affiliates should not be reported.

5. Under item 1(k), Other contracts, describe briefly the particulars of all contracts or agreements, including estimated amounts receivable, under which a government agency, or instrumentality thereof, seeks to assist respondent with grants or aid for providing passenger commuter or other passenger-train services.

6. Information concerning contracts of minor importance may be omitted. A contract of minor importance is defined as one involving receipts or payments of less than \$25,000 per year, and which, by its terms, is otherwise unimportant.

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

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

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

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

1(k) Lease of 15 2250 Horsepower locomotives 36 70-ton insulated box cars, 25 100-ton hopper cars and 5 70-ton flat cars between the First Security Bank of Utah and The Western Pacific Railroad Company, ICC Recordation No. 6582.

1(k) Lease of 22 100-ton box cars between the First Security Bank of Utah and the Western Pacific Railroad Company, ICC Recordation No. 6682-B.

1(k) Lease of 307 rebuilt box cars between the First National Bank of Nevada and the Western Pacific Railroad Company, ICC Recordation No. 6721-A.

591. CHANGES DURING THE YEAR

Hereunder state the matters called for. Make the statements explicit and precise, and number them in accordance with the inquiries; each inquiry should be fully answered, and if the word "none" truly states the fact it may be used in answering any particular inquiry. Changes in mileage should be reported by classes and stated to the nearest hundredth of a mile.

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

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

2. For changes in miles of road, give dates of beginning or abandonment of operations. If any changes reportable in this schedule occurred

under authority granted by the Commission in certificates of convenience and necessity, issued under paragraphs (18) to (22) of section 1 of the Interstate Commerce Act or otherwise, specify reference to such authority should in each case be made by docket number or otherwise, as may be appropriate.

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

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

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

INCREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks	Miles of yard switching tracks	Total		Remarks
			Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turn-outs					
			(a)	(b)	(c)	(d)						(e)	(f)	(g)	(h)	(i)	(j)
1	1	M	1 64				0 75	0 22	4 13	6 74	
2	1	B	0 04				0 05		0 26	0 35	
3	1-J	M							0 13	0 13	
4											
5											
6											
7											
8											
9											
10											
11											
12											
13	TOTAL INCREASE		1 68				0 80	0 22	4 52	7 22	

DECREASES IN MILEAGE

21	1	M	1 59			7 04	0 29	5 78	14 70		
22	1	B				0 28	0 29	0 47	1 04		
23	1-J	M						0 03	0 03		
24											
25											
26											
27											
28											
29											
30											
31											
32	TOTAL DECREASE		1 59			7 32	0 58	6 28	15 77		

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

Owned by respondent:

Miles of road constructed None Miles of road abandoned None

Owned by proprietary companies:

Miles of road constructed None Miles of road abandoned None

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

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

SUPPLEMENTARY SCHEDULES
ANNUAL REPORT

OF

THE WESTERN PACIFIC RAILROAD COMPANY

SAN FRANCISCO, CALIFORNIA

TO THE

INTERSTATE COMMERCE COMMISSION

Per Mr. M. Paolo's letter dated November 16, 1971 - File ACR-C

FOR THE

YEAR ENDED DECEMBER 31, 1972

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

(Name) F. A. Tegeler (Title) Vice President - Finance & Treasurer

(Telephone number) 415 982-2100
(Area code) (Telephone number)

(Office address) 526 Mission Street, San Francisco, California 94105
(Street and number, city, State, and ZIP code)

SPECIAL NOTICE

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

All pages of this report form have been renumbered in sequence. See revised Index on pages 131 and 132.

- Page 4: Schedule 104, Relationship of Respondent with Affiliated Companies**
Schedule 104A, Companies Controlled by Respondent
Schedule 104B, Companies Indirectly Controlled by Respondent
Schedule 104C, Companies Under Common Control with Respondent
Schedule 104D, Companies Controlling Respondent

These schedules revise and amend former Schedules 104A and 104B, to reflect relationship of affiliated companies.

- Pages 10 and 11: Schedules 200A and 200B, Comparative General Balance Sheet - Assets, and Liabilities and Shareholders' Equity**

Columns for reporting opening balances data have been moved to right side of respective schedules.

- Pages 12 and 13: Comparative General Balance Sheet - Explanatory Notes**

The Explanatory Notes have been revised to reflect affiliated company transactions and the Revenue Act of 1971.

- Page 41: Schedule 211-I, Unit Cost of Equipment Installed During the Year**

Instructions have been amended to require reporting of TOFC/COFC equipment.

- Page 83: Schedule 351, Reconciliation of Reported Net Income with Taxable Income for Federal Income Taxes**

This is a new schedule provided to show a reconciliation of Federal tax net income with net income reported in Schedule 300.

- Page 84: Schedule 352, Computation of Federal Income Taxes**

This is a new schedule principally requiring the breakdown of taxes paid on ordinary income and those paid on capital gains.

- Page 85: Schedule 353, Consolidated Federal Income Tax Information**

This is a new schedule to disclose income and tax liability information with respect to carrier and noncarrier affiliates.

- Page 93: Schedule 397, Statement of Changes in Financial Position**

This is a new schedule provided for reporting the source and application of funds during the year.

- Pages 100-105: Schedule 417, Inventory of Equipment**

Car type codes on pages 102 and 103 revised to reflect changes in AAR car type codes.

Provision has been made for reporting of highway revenue equipment on pages 104 and 105.

- Page 120: Schedule 562, Compensation of Officers, Directors, etc.**

Minimum dollar amount has been increased to \$40,000 and instructions clarified as to what compensation must be reported.

- Page 121: Schedule 563, Payments for Services Rendered by Other Than Employees and Affiliates**

Minimum dollar amounts will be increased to \$50,000 and \$100,000, respectively. Instruction 4 modified to require only the total amount paid for other management services.

- Pages 122: Schedule 564, Transactions Between Respondent and Companies or Persons Affiliated With Respondent for Services Received or Provided**

123: Schedule 565, Other Transactions Between Respondent and Companies or Persons Affiliated With Respondent

124: Schedule 566A, Transactions Between Noncarrier Subsidiaries of Respondent and Other Affiliated Companies or Persons for Services Received or Provided

125: Schedule 566B, Other Transactions Between Noncarrier Subsidiaries of Respondent and Other Affiliated Companies or Persons

These are new schedules provided for reporting transactions among affiliated companies.

- Page 127: Schedule 581, Contracts, Agreements, etc.**

Instructions revised to exclude through route arrangements for the handling of traffic between the reporting carrier and carrier affiliates.

110. GUARANTIES AND SURETYSHIPS

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

during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue.

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
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2. If any corporation or other association was under obligation as guarantor or surety for the performance by the respondent of any agreement or obligation, show for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
41				
42				
43				
44				
45				
46				
47				
48				
49				
50				
51				

200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (c) should be restated to conform with the account-

ing requirements followed in column (b). The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line No.	Account or item (a)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT ASSETS			
1	(701) Cash	\$ 182 024	\$ (269 849)
2	(702) Temporary cash investments (p. 15)	9 193 551	5 987 148
3	(703) Special deposits (p. 15)	28 861	292 620
4	(704) Loans and notes receivable (p. 15)		
5	(705) Traffic and car-service balances—Debit		
6	(706) Net balance receivable from agents and conductors	2 915 498	2 423 397
7	(707) Miscellaneous accounts receivable	1 975 911	3 079 242
8	(708) Interest and dividends receivable	28 736	37 474
9	(709) Accrued accounts receivable (p. 15)	9 183 464	8 846 133
10	(710) Working fund advances	7 072	6 607
11	(711) Prepayments (p. 15)	555 193	452 945
12	(712) Material and supplies	2 801 346	3 104 331
13	(713) Other current assets (p. 15)	235 944	157 259
14	Total current assets	26 743 552	24 117 307
SPECIAL FUNDS			
15	(715) Sinking funds (pp. 16 and 17)	(a1) Total book assets at close of year 105 (a2) Respondent's own issues included in (a1) None	105
16	(716) Capital and other reserve funds (pp. 16 and 17)	429 227	687 974
17	(717) Insurance and other funds (pp. 16 and 17)	51 350	49 805
18	Total special funds	480 682	737 779
INVESTMENTS			
19	(721) Investments in affiliated companies (pp. 20-23)	19 019 659	18 995 906
20	(722) Other investments (pp. 20-23)	567 710	621 238
21	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)		
22	Total investments (accounts 721, 722 and 723)	19 587 369	19 617 144
PROPERTIES			
23	(731) Road and equipment property (pp. 30-32)	208 753 558	214 427 096
24	Road	\$ 145 731 605	
25	Equipment	83 648 329	
26	General expenditures		
27	Other elements of investment	(20 626 376)	
28	Construction work in progress		
29	(732) Improvements on leased property (pp. 30-32)	1 791 127	1 675 589
30	Road	\$ 1 717 767	
31	Equipment		
32	General expenditures	73 360	
33	Total transportation property (accounts 731 and 732)	210 544 685	216 102 685
34	(735) Accrued depreciation—Road and Equipment (pp. 36 and 38)	(58 372 489)	(59 652 107)
35	(736) Amortization of defense projects—Road and Equipment (p. 39)	(1 621 059)	(1 860 142)
36	Recorded depreciation and amortization (accounts 735 and 736)	(59 993 548)	(61 512 249)
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36)	150 551 137	154 590 436
38	(737) Miscellaneous physical property (pp. 44 and 45)	4 558 230	4 633 253
39	(738) Accrued depreciation—Miscellaneous physical property (pp. 44 and 45)	(613 979)	(591 825)
40	Miscellaneous physical property less recorded depreciation (account 737 less 738)	3 944 251	4 041 428
41	Total properties less recorded depreciation and amortization (line 37 plus line 40)	154 495 388	158 631 864
OTHER ASSETS AND DEFERRED CHARGES			
42	(741) Other assets (p. 46)	3 495 848	2 034 560
43	(742) Unamortized discount on long-term debt	113 074	124 758
44	(743) Other deferred charges (p. 46)	832 056	542 331
45	Total other assets and deferred charges	4 440 978	2 701 649
46	TOTAL ASSETS	205 747 969	205 805 743

Note.—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200L. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

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

in column (b). The entries in short column (a2) should reflect total book liability at close of year. The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line No.	Account or Item (a)		Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES				
47	(751) Loans and notes payable (p. 55)		\$ 3 245 864	\$ 889 121
48	(752) Traffic and car-service balances—Credit		2 571 806	3 270 548
49	(753) Audited accounts and wages payable		1 484 533	1 426 080
50	(754) Miscellaneous accounts payable			263 759
51	(755) Interest matured unpaid			
52	(756) Dividends matured unpaid		1 705 504	1 448 766
53	(757) Unmatured interest accrued			
54	(758) Unmatured dividends declared			
55	(759) Accrued accounts payable (p. 55)		10 396 722	9 649 565
56	(760) Federal income taxes accrued (p. 56)		924 216	909 054
57	(761) Other taxes accrued (p. 56)		576 993	768 571
58	(763) Other current liabilities (p. 55)		3 093 469	2 743 968
59	Total current liabilities (exclusive of long-term debt due within one year)		23 999 107	21 369 432
LONG-TERM DEBT DUE WITHIN ONE YEAR				
60	(764) Equipment obligations and other debt (pp. 48-51)	(a1) Total issued 3,378,102 (a2) Held by or for respondent None	3 378 102	3 452 407
LONG-TERM DEBT DUE AFTER ONE YEAR				
61	(765) Funded debt unmatured	(a1) Total issued 28,463,700 (a2) Held by or for respondent 195,700	28 268 000	28 678 000
62	(766) Equipment obligations	(pp. 48-51)	20 108 582	23 447 663
63	(767) Receivers' and Trustees' securities			
64	(768) Debt in default			
65	(769) Amounts payable to affiliated companies (p. 54)		1 127 254	2 065 032
66	Total long-term debt due after one year		49 503 836	54 190 695
RESERVES				
67	(771) Pension and welfare reserves (p. 57)		11 520	3 669
68	(772) Insurance reserves (p. 57)			
69	(774) Casualty and other reserves (p. 57)		1 562 153	1 456 902
70	Total reserves		1 573 673	1 460 571
OTHER LIABILITIES AND DEFERRED CREDITS				
71	(781) Interest in default (p. 50)			
72	(782) Other liabilities (p. 57)		352 205	343 943
73	(783) Unamortized premium on long-term debt			
74	(784) Other deferred credits (p. 57)		2 143 306	2 350 721
75	(785) Accrued depreciation—Leased property (p. 37)		1 240 746	1 284 269
76	Total other liabilities and deferred credits		3 736 257	3 978 933
SHAREHOLDERS' EQUITY				
<i>Capital stock (Par or stated value)</i>				
77	(791) Capital stock issued—Total	(a1) Total issued 36,211,246 (a2) Held by or for company None	36 211 246	37 824 810
78	Common stock (p. 59)			
79	Preferred stock (p. 59)			
80	(792) Stock liability for conversion (p. 60)			
81	(793) Discount on capital stock			
82	Total capital stock		36 211 246	37 824 810
<i>Capital surplus</i>				
83	(794) Premiums and assessments on capital stock (p. 61)			
84	(795) Paid-in surplus (p. 61)		1 649 924	36 360
85	(796) Other capital surplus (p. 61)			
86	Total capital surplus		1 649 924	36 360
<i>Retained income</i>				
87	(797) Retained income—Appropriated (p. 61)		3 020 000	2 840 000
88	(798) Retained income—Unappropriated (p. 68)		82 675 824	80 652 535
89	Total retained income		85 695 824	83 492 535
90	Total shareholders' equity		123 556 994	121 353 705
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		205 747 969	205 805 743

NOTE—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes explanatory statements explaining (1) service interruption insurance policies and indicate the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under section 168 (formerly section 124-A) and under section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under section 168 (formerly section 124-A) of the Internal Revenue Code -----\$

(b) Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below -----\$

—Accelerated depreciation since December 31, 1953, under section 167 of the Internal Revenue Code.

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

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

(c)(i) Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended -----\$

(ii) If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit in account 784, other deferred credits, at beginning of year -----\$

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

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

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

Total deferred investment tax credit in account 784 at close of year -----\$

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

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

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
_____	_____	_____	\$ _____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	\$ _____

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	Amount in dispute	As recorded on books		Amount not recorded
		Account Nos.		
		Debit	Credit	
Per diem receivable-----	\$ _____	_____	_____	\$ _____
Per diem payable-----	_____	_____	_____	_____
Net amount-----	\$ _____	XXXXXXXXXXXXXXX	XXXXXXXXXXXXXXX	\$ _____

Continued on following page

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 205 AND 206

1. Schedules 205 and 206 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated and nonaffiliated companies held by respondent at close of year specifically as investments including obligations of the United States, of a State or local government, or of an individual, so held; investments made, disposed of, or written down during the year; and dividends and interest credited to income. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing account No. 721, "Investments in affiliated companies," in the Uniform System of Accounts for Railroad Companies.

2. These investments should be subdivided to show the par value pledged, unpledged, and held in fund accounts. Under "pledged" include the par value of securities recorded in accounts Nos. 721, "Investments in affiliated companies," and 722, "Other investments," which are deposited with some pledgee or other trustee, or held subject to the lien of a chattel mortgage, or subject to any other restriction or condition which makes them unavailable for general corporate purposes. "Unpledged" should include all securities held by or for the respondent free from any lien or restriction, recorded in the accounts mentioned above. Under "In sinking, insurance, and other funds" include the par value of securities recorded in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

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

(A) Stocks:

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

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

(C) Other secured obligations:

(D) Unsecured notes:

(E) Investment advances:

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

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

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

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

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

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

9. Any balance in account 723, Reserve for adjustment of investment in securities - Credit, shall be disclosed by footnote to the securities against which such reserves were established.

WESTERN PACIFIC RAILROAD COMPANY

205. INVESTMENTS IN AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, 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....." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR							
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR							
						Pledged	Unpledged	In sinking, insurance, and other funds	Total par value				
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)				
1	721	A-1	VII	Salt Lake City Union Depot and Railroad Company	%								
2				*Common Stock	50	100 000						100 000	
3				*Preferred Stock	50	300 000						300 000	
4	721	A-1	VII	Tidewater Southern Ry. Co.									
5				*Capital Stock	100	1 163 037						1 163 037	
6	721	A-1	VII	Central California Traction									
7				*Common Stock	33 1/3	96 767						96 767	
8				*Preferred Stock	33 1/3	264 267						264 267	
9	721	A-1	VII	Alameda Belt Line									
10				*Capital Stock	50	471 100						471 100	
11	721	A-1	VII	Oakland Terminal									
12				*Capital Stock	50	112 500						112 500	
13	721	A-1	VII	Pullman Company									
14				*Capital Stock	.42	30 720						30 720	
15	721	A-1	VII	Sacramento Northern Railway									
16				*Common Stock	100	7 500 000						7 500 000	
17													
18													
19													
20													
21				Total Class A-1		10 038 391	None	None				10 038 391	
22													
23	721	A-3	VI	Standard Realty and Development									
24				*Common Stock	100	10 570 700						10 570 700	
25	721	A-3	X	Trailer Train Co.									
26				*Common Stock	2.44	500						500	
27				*Note Receivable									
28	721	A-3	X	Fruit Growers Express									
29				*Common Stock	1.05	188 800						188 800	
30													
31													
32				Total Class A-3		10 760 000						10 760 000	
33													
34	721	D-1	VII	R.E.A. Express									
35				*Note Receivable									
36				Total Class D		None	None	None				None	
37													
38													
39													
40													
41													
42													
43													
44													
45													
46													
47													
48													
49													

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. For nonpar stock, show the number of shares in lieu of the par value in columns (f), (g), (h), (i), (k), and (m).

8. In reporting advances, columns (f), (g), (h), (i), (k), and (m) should be left blank. If any advances are pledged, give particulars in a footnote.

9. Particulars of investments made, disposed of, or written down during

the year should be given in columns (k) to (o), inclusive. If the cost of any investment made during the year differs from the book value reported in column (l), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (n), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

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

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR			Line No.	
Total book value			Par value		Book value		Par value		Book value		Selling price		Rate	Amount credited to income		
(j)			(k)		(l)		(m)		(n)		(o)		(p)	(q)		
\$			\$		\$		\$		\$		\$		%	\$		
																1
																2
	99	900														3
	300	000											4%	12	000	4
																5
1	258	888				23	752									6
																7
	399	027														8
	264	716														9
																10
	471	100														11
																12
	112	500														13
																14
	92	160														15
																16
3	975	456														17
																18
																19
																20
6	973	747				23	752	None	None	None	None	None	4%	12	000	21
																22
																23
10	345	640														24
																25
	69	200														26
	120	000														27
1	000	051														28
																29
																30
																31
11	534	891				None	None	None	None	None	None	None	None	None	None	32
																33
																34
	57	831													2 892	35
	57	831				None	None	None	None	None	None	None			2 892	36
																37
																38
																39
																40
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																49

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Ac- count No.	Class No.	Kind of in- dustry	Name of issuing company and description of security held; also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR											
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
						Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)				
80	721	E-1	VII	Investment Advances to:	%												
81	721	E-1	VII	*Alameda Belt Line	50												
82	721	E-1	VII	*Oakland Terminal	50												
83																	
84																	
85				Total Class E-1		None		None		None		None					
86																	
87	721	E-3	VI	*Standard Realty & Development	100												
88	721	E-3	VI	*Western Pacific Company	100												
89																	
90				Total Class E-3													
91																	
92				Grand Total Class E		None		None		None		None					
93																	
94																	
95																	
96																	
97																	
98																	
99																	
100	721			Grand Total		20	798	391		None		None		20 798 391			
101																	
102																	
103																	
104																	
105																	
106																	
107																	
				*Subject to lien of first and refundable mortgage.													

205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR			Line No.	
Total book value			Par value		Book value		Par value		Book value		Selling price		Rate	Amount credited to income		
(j)			(k)		(l)		(m)		(n)		(o)		(p)	(q)		
\$			\$		\$		\$		\$		\$		%	\$		
	52	490														
	400	700														
	453	190		None		None		None		None		None			None	
						20 000				20 000		20 000				
						26 000				26 000		26 000				
	None			None		46 000		None		46 000		46 000			None	

WESTERN PACIFIC RAILROAD COMPANY

206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investment in U. S. Treasury obligations may be reported as one item.

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....." In making entries in this column, abbreviations

Line No.	Ac- count No.	Class No.	Kind of indus- try	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR							
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR							
					Pledged (e)		Unpledged (f)		In sinking, insurance, and other funds (g)		Total par value (h)	
(a)	(b)	(c)	(d)		\$		\$		\$		\$	
1												
2												
3												
4												
5												
6												
7												
8	722	C-3	X	Promissory Notes, Notes Receivable and Construction Loans:								
9				Cargill Inc.								
10				Foster Company								
11				John C. Weaver								
12				Triple E. Produce								
13				Albert C. Jones								
14				Stanfred								
15	722			Total Class C								
16												
17												
18												
19												
20												
21												
22												
23												
24												
25												
26												
27												
28												
29												
30		E-3	VII	Railroad Associations								
31				Work Funds								
32												
33												
34				Total Class E								
35												
36												
37				Grand Total								
38												
39												
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53												

206. OTHER INVESTMENTS—Continued

in common use in standard financial publications may be used where necessary on account of limited space.

6. For nonpar stock, show the number of shares in lieu of the par value in columns (e), (f), (g), (h), (j), and (l).

7. In reporting advances, columns (e), (f), (g), (h), (j), and (l) should be left blank. If any advances are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (n), inclusive. If the cost of any investment made during the year differs from the book value reported in column (k), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (m) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR			Line No.							
Total book value (i)			Par value (j)			Book value (k)			Par value (l)			Book value (m)				Selling price (n)			Rate (o)	Amount credited to income (p)		
\$			\$			\$			\$			\$				\$			%	\$		
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206. OTHER INVESTMENTS—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
(a)	(b)	(c)	(d)	(e)			(f)			(g)			(h)			
					\$			\$			\$			\$		
54																
55																
56																
57																
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206. OTHER INVESTMENTS—Concluded

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR												DIVIDENDS OR INTEREST DURING YEAR				Line No.
Total book value			Par value			Book value			Par value			Book value			Selling price			Rate	Amount credited to income						
(l)			(j)			(k)			(l)			(m)			(n)			(o)	(p)						
\$			\$			\$			\$			\$			\$			%	\$						
																						54			
																						55			
																						56			
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203. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES

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

the provisions of Part 1 of the Interstate Commerce Act, without regard to any question of whether the company issuing the securities, or the obligor, is controlled by the subsidiary.

2. This schedule should include all securities, open account advances, and other intangible

Line No.	Class No. (a)	Name of issuing company and security or other intangible thing in which investment is made (b)	INVESTMENTS AT CLOSE OF YEAR						INVESTMENTS MADE DURING YEAR					
			Total par value (c)			Total book value (d)			Par value (e)			Book value (f)		
			\$			\$			\$			\$		
1														
2														
3														
4														
5														
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NOTES AND REMARKS

211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 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 the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 556 to 540, inclusive. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be

shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote.

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

3. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is included in account 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2 1/2, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

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

Line No.	Account	OWNED AND USED						LEASED FROM OTHERS						
		DEPRECIATION BASE				Annual composite rate (percent) (d)	%	DEPRECIATION BASE				Annual composite rate (percent) (g)	%	
		At beginning of year (b)		At close of year (e)				At beginning of year (f)		At close of year (h)				
	(a)	\$		\$				\$		\$				
1	ROAD													
2	(1) Engineering	4	026 579	4	042 797	0 67		2	836	1	029	8 00		
3	(2½) Other right-of-way expenditures		127 640		127 870	1 38								
4	(3) Grading	32	272 561	32	409 241	0 08		9	493	8	845	8 00		
5	(5) Tunnels and subways	15	636 562	15	680 516	0 64								
6	(6) Bridges, trestles, and culverts	10	887 210	11	016 781	1 61		1	339	1	248	8 00		
7	(7) Elevated structures													
8	(13) Fences, snowsheds, and signs		590 423		598 655	2 70								
9	(16) Station and office buildings	3	340 817	3	446 461	2 39		127	187	326	896	8 00		
10	(17) Roadway buildings		745 167		762 189	2 80		464		432		7 99		
11	(18) Water stations		125 627		125 272	2 69								
12	(19) Fuel stations		574 166		571 742	2 34								
13	(20) Shops and enginehouses	5	328 606	4	990 307	2 09								
14	(21) Grain elevators													
15	(22) Storage warehouses													
16	(23) Wharves and docks		253 406		253 406	2 60		145	328	48	718	8 00		
17	(24) Coal and ore wharves													
18	(25) TOFC/COFC terminals		465 066		518 513	3 11								
19	(26) Communication systems	2	021 905	2	325 783	2 79		252		227		7 98		
20	(27) Signals and interlockers	10	022 157	10	115 681	2 92								
21	(29) Power plants		377		365	3 03		93		87		8 04		
22	(31) Power transmission systems		299 771		299 771	3 25		358		334		8 01		
23	(35) Miscellaneous structures		22 558		22 558	4 00								
24	(37) Roadway machines	2	253 071	2	228 321	6 06								
25	(39) Public improvements—Construction	2	495 163	2	650 458	0 62								
26	(44) Shop machinery	1	877 400	1	878 339	2 25								
27	(45) Power-plant machinery		81 627		76 160	3 77								
28	All other road and General Accounts							51	029	48	585	8 00		
29	Amortization (other than defense projects)													
30	Total road	93	447 859	94	141 186	1 23		338	379	436	401	8 00		
31	EQUIPMENT													
32	(52) Locomotives	21	978 492	19	343 817	(A)								
33	(53) Freight-train cars	64	391 015	60	069 075	3 58								
34	(54) Passenger-train cars													
35	(55) Highway revenue equipment		767 972		777 483	11 25								
36	(56) Floating equipment	1	459 921	1	459 921	2 98								
37	(57) Work equipment	1	485 626	1	465 842	2 67								
38	(58) Miscellaneous equipment		168 857		196 230	9 34								
39	Total equipment	90	251 883	83	312 368	3 86		None		None				
40	GRAND TOTAL	183	699 742	177	453 554	1 11		338	379	436	401	8 00		

Note: Page 34, Schedule 211B, Line 38 & Line 35 Column (c) excludes \$277,469 & \$17,402

respectively representing acquisitions prior to 1962, authority ICC Sub-Order No. R 328-C

dated 9/20/65. H. Neil Carson, Secretary

Note: Page 34, Schedule 211B, Columns (e) and (f) represents unextinguished balance in Account 732 to be written off in the 150 remaining months of the contract. (See Note Page 33)

211C. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in account No. 509.

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

3. In column (d) show the composite rates used in computing the depreciation for the month of December and on lines 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 in computing the depreciation for December and dividing the total so computed by the depreciation base.

4. If the depreciation base for accounts 1, 2½, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

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

Line No.	Account (a)	DEPRECIATION BASE				Annual composite rate (percent) (d)
		Beginning of year (b)		Close of year (c)		
1	ROAD					
2	(1) Engineering.....					
3	(2½) Other right-of-way expenditures.....					
4	(3) Grading.....					
5	(5) Tunnels and subways.....					
6	(6) Bridges, trestles, and culverts.....					
7	(7) Elevated structures.....					
8	(13) Fences, snowsheds, and signs.....					
9	(16) Station and office buildings.....					
10	(17) Roadway buildings.....					
11	(18) Water stations.....					
12	(19) Fuel stations.....					
13	(20) Shops and enginehouses.....					
14	(21) Grain elevators.....					
15	(22) Storage warehouses.....					
16	(23) Wharves and docks.....					
17	(24) Coal and ore wharves.....					
18	(25) TOFC/COFC terminals.....					
19	(26) Communication systems.....					
20	(27) Signals and interlockers.....					
21	(29) Power plants.....					
22	(31) Power transmission systems.....					
23	(35) Miscellaneous structures.....					
24	(37) Roadway machines.....					
25	(39) Public improvements—Construction.....					
26	(44) Shop machinery.....					
27	(45) Power-plant machinery.....					
28	All other road accounts.....					
29	Total road.....					
30	EQUIPMENT					
31	(52) Locomotives.....					
32	(53) Freight-train cars.....					
33	(54) Passenger-train cars.....					
34	(55) Highway revenue equipment.....					
35	(56) Floating equipment.....					
36	(57) Work equipment.....					
37	(58) Miscellaneous equipment.....					
38	Total equipment.....					
39	GRAND TOTAL.....					

Note (A) Schedule 211B, Line 32, Column (d) In accruing depreciation the following basis & rates are used:

Road Locomotives	\$18,071,771	4.61%
Switching	1,272,046	3.74%
Total	\$19,343,817	

Note: Page 34, Schedule 211B. Accounts 1, 2 1/2, 3 & 39 include nondepreciable property.

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211F for the reserve relating to road and equipment owned but not used by the respondent.) If any

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

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 29.

Line No.	Account	Balance at beginning of year			CREDITS TO RESERVE DURING THE YEAR						DEBITS TO RESERVE DURING THE YEAR						Balance at close of year		
					Charges to operating expenses			Other credits			Retirements			Other debits					
(a)	(b)	(c)	(d)	(e)	(f)	(g)													
1	ROAD																		
2	(1) Engineering	931	527		27	060				6	387				952	200			
3	(2) Other right-of-way expenditures	40	896		1	764									42	660			
4	(3) Grading	674	199		25	868									700	067			
5	(5) Tunnels and subways	1	964	458	100	202									2	064			
6	(6) Bridges, trestles, and culverts	5	612	565	175	834				11	732				5	776			
7	(7) Elevated structures																		
8	(13) Fences, snow sheds, and signs	521	789		16	059				33					537	815			
9	(16) Station and office buildings	1	687	944	81	531				22	150				1	747			
10	(17) Roadway buildings	349	639		20	878				895					369	622			
11	(18) Water stations	119	258		3	377				356					122	279			
12	(19) Fuel stations	117	826		13	405				2	425				128	806			
13	(20) Shops and enginehouses	1	766	165	107	016				270	524				1	602			
14	(21) Grain elevators																		
15	(22) Storage warehouses																		
16	(23) Wharves and docks	164	002		6	588									170	590			
17	(24) Coal and ore wharves	8	591		14	175									22	766			
18	(25) LOFC/COFC terminals																		
19	(26) Communication systems	881	827		61	293				71					943	049			
20	(27) Signals and interlockers	5	241	945	293	623				1	924				5	533			
21	(29) Power plants			404		11										415			
22	(31) Power-transmission systems	230	309		9	744									240	053			
23	(35) Miscellaneous structures	15	729			900									16	629			
24	(37) Roadway machines	1	240	672	136	298				33	717				1	343			
25	(39) Public improvements—Construction	400	979		15	816				346					416	449			
26	(44) Shop Machinery *	816	959		42	521				22	332				837	148			
27	(45) Power-plant machinery *	71	585		2	987				4	592				69	980			
28	All other road & General Accts	711	730												711	730			
29	Amortization (other than defense projects)																		
30	Total road	23	570	998	1	156	950			377	484				24	350			
31	EQUIPMENT																		
32	(52) Locomotives	11	406	453	993	114				2	456	009			9	943			
33	(53) Freight-train cars	21	880	199	2	265	490			2	899	815			21	245			
34	(54) Passenger-train cars																		
35	(55) Highway revenue equipment	534	069		79	818									613	887			
36	(56) Floating equipment	661	210		43	512									704	722			
37	(57) Work equipment	1	252	369	39	327				101	936				1	189			
38	(58) Miscellaneous equipment	346	809		15	232				37	817				324	224			
39	Total equipment	36	081	109	3	436	493			5	495	577			34	022			
40	GRAND TOTAL	59	652	107	4	593	443			5	873	061			58	372			

*Chargeable to account 305.

WESTERN PACIFIC RAILROAD COMPANY

211G. AMORTIZATION OF DEFENSE PROJECTS—ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

1. Show in columns (b) to (e) the amount of base of road and equipment property for which amortization reserve is provided in account No. 736, "Accrued amortization of defense projects—Road and Equipment" of the respondent. If the amortization base is other than the ledger value stated in the investment account, a full explanation should be given.

2. Show in columns (f) to (i) the balance at the close of the

year and all credits and debits during the year in reserve account No. 736, "Accrued amortization of defense projects—Road and Equipment."

3. The information requested for "Road" by columns (b) through (i) may be shown by projects amounting to \$100,000 or more, or by single entries as "Total road" in line 28. If

reported by projects, each project should be briefly described, stating kind, location, and authorization date and number. Projects amounting to less than \$100,000 should be combined in a single entry designated "Minor items, each less than \$100,000."

4. Any amounts included in columns (b) and (f), and in column (h) affecting operating expenses, should be fully explained.

Line No.	Description of property or account (a)	BASE												RESERVE											
		Debits during year (b)			Credits during year (c)			Adjustments (d)			Balance at close of year (e)			Credits during year (f)			Debits during year (g)			Adjustments (h)			Balance at close of year (i)		
		\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX
1	ROAD:	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	
2																									
3																									
4																									
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21																									
22																									
23																									
24																									
25																									
26																									
27																									
28	TOTAL ROAD		None		53	773		None			1	404	802		None		53	773		None			None		
29	EQUIPMENT:	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	
30	(52) Locomotives				140	485					135	673					140	485							
31	(53) Freight-train cars				44	824					80	584					44	824							
32	(54) Passenger-train cars																								
33	(55) Highway revenue equipment																								
34	(56) Floating equipment																								
35	(57) Work equipment																								
36	(58) Miscellaneous equipment																								
37	TOTAL EQUIPMENT		None		185	309		None			216	257		None			185	309		None			None		
38	GRAND TOTAL		None		239	082		None			1	621	059		None		239	082		None			None		

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 48, 49, 50 AND 51

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

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

- (1) MORTGAGE BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS:
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.
- (5) MISCELLANEOUS OBLIGATIONS.
- (6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).
- (7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

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

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

In column (m) enter the amount of debt both nominally and actually issued up to the date of the report and not the amount authorized. In the event debt is assumed, column (m) should include the amount of debt issued by the original debtor.

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

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

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

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

The grand totals of columns (n) and (r), when combined, should equal the sum of the amounts stated in short column (b) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 51 give particulars of changes during the year in funded debt and other obligations. In column (x), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (x) and (aa) only.

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

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

Particulars concerning the reacquisition of securities that were actually outstanding should be reported on pages 50 and 51, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

218. FUNDED DEBT AND OTHER OBLIGATIONS

Line No	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Conversion	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	
1	764&765 Funded Debt Unmatured;											
2	(1) Mortgage Bonds											
3	(a) With Fixed Interest											
4	First and Refunding Mortgage											
5	3 1/8% Bonds, Series "A"	1- 1-51	1- 1-81	3 1/8	1-1 7-1	No	Yes	Yes	Yes	None	1132	None
6	Total Class 1											
7	(3) Unsecured Bonds (Debentures)											
8	(b) With Contingent Interest (a) With Fixed Interest - First and Last Year.											
9	Thirty-Year 5% Income											
10	Debentures	10-1-54	10-1-84	5	5-1	No	Yes	Yes	None	None	None	None
11	Total Class 3											
12												
13												
14												
15												
16												
17	Total 764&765 Funded Debt Unmatured;											
18	(4) 764&766 Equipment Obligations:			(See Note)		No	No	No	None	None	None	None
19	(c) Conditional or Deferred Payment Contracts Line 48)											
20												
21												
22												
23	Bank of America, NT & SA	3- 1-59	8- 1-74	4.460	Note (3)	"	"	"	"	"	"	"
24	Bank of America, NT & SA	7-15-59	3- 1-75	4.958	Note (4)	"	"	"	"	"	"	"
25	Bank of America, NT & SA	7- 1-60	2- 1-76	4.850	Note (5)	"	"	"	"	"	"	"
26	Bank of America, NT & SA	1- 1-62	11-1-77	4.660	Note (6)	"	"	"	"	"	"	"
27	Bank of America, NT & SA	2- 1-63	4- 1-78	4.300	Note (7)	"	"	"	"	"	"	"
28	Bank of America, NT & SA	6- 1-63	10-1-78	4.376	Note (8)	"	"	"	"	"	"	"
29	Bank of America, NT & SA	8-15-63	1- 1-79	4.485	Quarterly	"	"	"	"	"	"	"
30	Bank of America, NT & SA	3- 1-64	10-1-79	4.518	Quarterly	"	"	"	"	"	"	"
31	Bank of America, NT & SA	3- 1-65	3-15-80	4.537	Semi-Annually	"	"	"	"	"	"	"
32	Bank of America, NT & SA	5- 1-66	5-15-81	5.500	Semi-Annually	"	"	"	"	"	"	"
33	First Pennsylvania Banking											
34	& Trust Co. Assignee	9- 1-67	9-15-82	6.500	Semi-Annually	"	"	"	"	"	"	"
35	Bank of America, NT & SA	12-1-67	12-1-82	6.750	Semi-Annually	"	"	"	"	"	"	"
36	Bank of America, NT & SA	4- 1-69	4- 1-84	7.875	5-1,11-1							
37	Crocker-Citizens Natl.Bk.	5- 1-71	6- 1-76	1% Above	Quarterly	"	"	"	"	"	"	"
38				Prime								
39												
40												
41	Total Conditional or Deferred Payment Contracts											
42	(4) (a) 764&766 Equipment Trust Certificates											
43	Series of 1967	3-15-67	3-15-82	5.250	SemiAnnually	No	No	No	None	None	None	None
44	Series of 1968	7-15-68	7-15-83	6.125	SemiAnnually	"	"	"	"	"	"	"
45												
46	Total Equipment Trust Certs.											
47	Total Equipment Obligations											
48	Note (1) After 36 Monthly payments balance to be paid quarterly											
49	Note (2) After 60 Monthly payments balance to be paid quarterly											
50	Note (3) After 96 Monthly payments balance to be paid quarterly											
51	Note (4) After 60 Monthly payments balance to be paid semi-annually											
52	Note: Column (d) Lines 21 through 44 represent composite of varying rates during life of											
53	contracts.											
54												
55												
56												
GRAND TOTAL												

WESTERN PACIFIC RAILROAD COMPANY

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 214)	AMOUNT OF INTEREST ACCRUED DURING YEAR						Amount of interest paid during year	Total amount of interest in default	
		Charged to income			Charged to investment accounts					
		(a)	(v)	(w)	(x)	(y)	(z)	(aa)	(ab)	
		\$		\$		\$		\$		\$
1	764&765 Funded Debt Unmatured:									
2	(1) Mortgage Bonds									
3	(a) With Fixed Interest									
4	First & Refunding Mortgage									
5	3 1/8% Bonds - Series "A"		527 687				527 687			
6	Total Class 1		527 687		None		527 687		None	
7	(3) Unsecured Bonds (Debentures)									
8	(b) With Contingent Interest (a) With Fixed Interest First and Last Year.									
9	Thirty-Year 5% Income									
10	Debentures		589 600							
11	Total Class 3		589 600		None		None		None	
12										
13										
14										
15										
16										
17	Total 764-765 Funded Debt Unmatured									
18	(4) 764&765 Equipment Obligations:									
19	(c) Conditional or Deferred payment contracts									
20										
21										
22										
23	Bank of America, NT & SA		8 187				8 187			
24	Bank of America, NT & SA		22 575				22 575			
25	Bank of America, NT & SA		44 244				44 244			
26	Bank of America, NT & SA		64 818				64 818			
27	Bank of America, NT & SA		16 345				16 345			
28	Bank of America, NT & SA		10 165				10 165			
29	Bank of America, NT & SA		45 911				45 911			
30	Bank of America, NT & SA		127 514				127 514			
31	Bank of America, NT & SA		240 894				240 894			
32	Bank of America, NT & SA		206 250				206 250			
33	First Pennsylvania Banking		41 763				41 763			
34	and Trust Co., Assignee									
35	Bank of America, NT & SA		41 085				41 085			
36	Bank of America, NT & SA		327 608				327 608			
37	Crocker Citizens National Bank		19 047				19 047			
38										
39										
40	Total Conditional or Deferred Payment Contracts	1	216 406		None		1 216 406		None	
41	(4) (a) 764&766 Equipment Trust Certificates									
42	Series of 1967		86 787				86 787			
43	Series of 1968		60 089				60 089			
44										
45	Total Equipment Trust Certificates		146 876		None		146 876		None	
46	Total Equipment Obligations	1	363 282		None		1 363 282		None	
47										
48										
49										
50										
51										
52										
53										
54										
55										
56	GRAND TOTAL	2	480 569		None		1 890 969		None	

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED OR ASSUMED DURING YEAR										SECURITIES REACQUIRED DURING YEAR						Line No.	
Purpose of the issue and authority (a)	Par value (aa)			Net proceeds received for issue (cash or its equivalent) (bb)			Expense of issuing securities (cc)			AMOUNT REACQUIRED							
										Par value (dd)			Purchase price (ee)				
	\$			\$			\$										\$
																1	
																2	
																3	
												447	444	447	444	4	
												447	444	447	444	5	
																6	
																7	
																8	
																9	
																10	
												None		None		11	
																12	
																13	
																14	
																15	
																16	
																17	
																18	
																19	
																20	
																21	
												192	675	192	675	22	
												154	800	154	800	23	
												246	000	246	000	24	
												253	000	253	000	25	
												647	000	647	000	26	
												36	240	36	240	27	
												154	000	154	000	28	
												380	000	380	000	29	
												645	000	645	000	30	
												400	000	400	000	31	
																32	
												60	000	60	000	33	
												55	333	55	333	34	
												337	333	337	333	35	
												74	000	74	000	36	
																37	
																38	
																39	
												3	635	381	3	635	40
																41	
												166	000	166	000	42	
												85	000	85	000	43	
																44	
												251	000	251	000	45	
												3	886	381	3	886	46
																47	
																48	
																49	
																50	
																51	
																52	
																53	
																54	
																55	
												4	333	829	4	333	56
GRAND TOTAL												4	333	829	4	333	57

GRAND TOTAL

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in

column (b) show the classes of equipment and the number of units covered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218) (a)	Description of equipment covered (b)	Contract price of equipment acquired (c)			Cash paid on acceptance of equipment (d)		
			\$			\$		
1								
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
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WESTERN PACIFIC RAILROAD COMPANY

228. CAPITAL STOCK

Give particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.

In the second section list particulars of the various issues on the same lines and in the same order as in the first section.

Identify the entries in columns (m) to (s), inclusive, in a manner which will indicate whether par value or the number of shares is shown.

In stating the date of an authorization the date of the latest assent or ratification necessary to its validity should be shown; e. g., in case an authorization is required to be ratified by stockholders after action by the board of directors, but is not required to be approved by any State or other governmental board or officer, give the date of approval by stockholders; if the assent

of a State railroad commission or other public board or officer is necessary, give the date of such assent, or if subsequent to such assent notice has to be filed with a secretary of state or other public officer and a tax or other fee has to be paid as a condition precedent to the validity of the issue, give the date of such payment. In case some condition precedent has to be complied with after the approval and ratification of the stockholders has been obtained, state, in a footnote, the particulars of such condition and of the respondent's compliance therewith.

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 for a valuable consideration, and such purchaser holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be *actually outstanding*. If reacquired by or for the respondent under such circumstances as require them to be considered as held alive, and not canceled or retired, they are considered to be *nominally outstanding*.

Column (d) refers to the initial preference dividend payable before any common dividend; columns (k) and (l) to participations in excess of initial preference dividend; at a specified percentage or amount (nonpar stock) (column (k)) or a percentage or proportion of the profits (column (l)).

PREFERRED STOCK														
Line No.	Class of stock (a)	Date issue was authorized (b)	Par value per share (if non-par, so state) (c)	Dividend rate specified in contract (d)	Total amount of accumulated dividends (e)			CUMULATIVE		Noncumulative ("Yes" or "No") (h)	OTHER PROVISIONS OF CONTRACT			
								To extent earned ("Yes" or "No") (f)	Fixed % rate or percent specified by contract (g)		Convertible ("Yes" or "No") (i)	Callable or redeemable ("Yes" or "No") (j)	PARTICIPATING DIVIDENDS	
													Fixed amount or percent (Specify) (k)	Fixed ratio with common (Specify) (l)
1	Common	10-24-44	None-Par	XXXXX	XX	XX	XX	XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXXXX
2		7-7-53	"	XXXXX	XX	XX	XX	XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXXXX
3		9-30-54	"	XXXXX	XX	XX	XX	XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXXXX
4		6-22-56	"	XXXXX	XX	XX	XX	XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXXXX
5		11-25-56	"											
6		1-28-60	"											
7		2-15-63	"											
8		June-72	"											
9														
10	Receipts outstanding for installments paid*													
11														
12														
13														
14	TOTAL			XXXXX	XXXXX		None	XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXXXX

PAR VALUE OF PAR-VALUE STOCK OR NUMBER OF SHARES OF NONPAR STOCK															STOCK ACTUALLY OUTSTANDING AT CLOSE OF YEAR																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																				
Line No.	Authorized (m)			Authenticated (n)			NOMINALLY ISSUED AND				Actually issued (q)				REQUIRED AND				Number of shares (i)		Par value of par-value stock (u)		Book value of stock without par value (v)																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																												
							Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P") (o)		Canceled (p)						Canceled (r)		Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P") (s)																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1	743	412	767		528	851																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																													

*State the class of capital stock covered by the receipts.

229. CAPITAL STOCK CHANGES DURING THE YEAR

Give full particulars of stocks actually or nominally issued (either original issues or reissues) and of stocks reacquired or canceled during the year.

In the second section of the schedule show the particulars of the several issues on the same lines and in the same order as in the first section.

In column (c) state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. If an issue of securities was authorized for more than one purpose, state amount applicable to each purpose. Also

give the number and date of the authorization by the public authority under whose control such issue was made, naming such authority. In column (e) include as cash all money, checks, drafts, bills of exchange and other commercial paper payable at par on demand. For nominally issued stock, show returns in columns (a), (b), (c), and (d) only. For each class of stock actually issued, the sum of the entries in columns (e), (f), and (h), plus discounts or less premiums in column (g), should equal the total par value or the book value represented by the total number of shares reported in column (d).

Particulars concerning the reacquirement of stock that was actually outstanding should be given in columns (a), (i), and (j).

Line No.	Class of stock	STOCKS ISSUED DURING YEAR					
		Date of issue	Purpose of the issue and authority	Par value (for nonpar stock show the number of shares)		Net proceeds received for issue (cash or its equivalent)	
				(d)		(e)	
	(a)	(b)	(c)				
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
TOTAL							

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Line No.	STOCKS ISSUED DURING YEAR—Concluded						STOCKS REACQUIRED DURING YEAR						Remarks
	Cash value of other property acquired or services received as consideration for issue			Net total discounts (in black) or premiums (in red). Excludes entries in column (h)			Expense of issuing capital stock		Par value (For nonpar stock show the number of shares)		Purchase price		
	(f)	(g)	(h)	(i)	(j)	(k)							
	\$		\$			\$		\$					
1													
2													
3													
4													
5													
6													
7													
8													
9													
10													
11													
12													
13													
14													
15													

230. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES

If at the close of the year respondent was subject to any liability to issue its own capital stock in exchange for outstanding securities of constituent of other companies, give full particulars thereof hereunder, including names of parties to contracts and abstracts of terms of contracts whereunder such liability exists.

300. INCOME ACCOUNT FOR THE YEAR

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report, the amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under lease for a

rental of \$1,000,000, but road (A) owns 50 percent of the stock of road (B) on which it receives \$250,000 in dividends. The entries in column (d) should be: Account No. 513, "Dividend income," \$250,000; Account No. 542, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire a part or all of the securities of road (D), a separately operated carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$	XX	XX	\$	XX	XX	\$	XX	XX
	ORDINARY ITEMS									
	OPERATING INCOME	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
	RAILWAY OPERATING INCOME	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
1	(501) Railway operating revenues (p. 69) -----	81	376	678	78	194	300			
2	(531) Railway operating expenses (p. 76) -----	69	293	181	66	086	226			
3	Net revenue from railway operations -----	12	083	497	12	108	074			
4	(532) Railway tax accruals (p. 82) -----	5	861	682	5	706	467			
5	Railway operating income -----	6	221	815	6	401	607			
	RENT INCOME	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
6	(503) Hire of freight cars and highway revenue equipment—									
7	Credit balance (p. 88) -----		12	805		20	137			
8	(504) Rent from locomotives (p. 89) -----									
9	(505) Rent from passenger-train cars (p. 89) -----									
10	(506) Rent from floating equipment -----									
11	(507) Rent from work equipment -----									
12	(508) Joint facility rent income -----		919	631		959	975			
13	Total rent income -----		932	436		980	112			
	RENTS PAYABLE	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
14	(536) Hire of freight cars and highway revenue equipment—									
15	Debit balance (p. 88) -----	2	855	937	4	005	161			
16	(537) Rent for locomotives (p. 89) -----		973	650		483	943			
17	(538) Rent for passenger-train cars (p. 89) -----									
18	(539) Rent for floating equipment -----									
19	(540) Rent for work equipment -----			20			33			
20	(541) Joint facility rents -----		489	982		477	843			
21	Total rents payable -----	4	319	789	4	966	980			
22	Net rents (lines 15, 23) -----	(3)	387	353	(3)	986	868			
23	Net railway operating income (lines 7, 24) -----	2	834	462	2	414	739			
	OTHER INCOME	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
24	(502) Revenues from miscellaneous operations (p. 45) -----									
25	(509) Income from lease of road and equipment (p. 86) -----			506			506			
26	(510) Miscellaneous rent income (p. 86) -----		64	598		66	974			
27	(511) Income from nonoperating property (p. 45) -----		130	144		186	730			
28	(512) Separately operated properties—Profit (p. 87) -----									
29	(513) Dividend income -----	1	812	000	1	344	745			
30	(514) Interest income -----		325	854		232	233			
31	(516) Income from sinking and other reserve funds -----		5	750		4	001			
32	(517) Release of premiums on funded debt -----									
33	(518) Contributions from other companies -----									
34	(519) Miscellaneous income (p. 92) -----		262	161		421	146			
35	Total other income -----	2	601	013	2	256	335			
36	Total income (lines 25, 38) -----	5	435	475	4	671	074			
	MISCELLANEOUS DEDUCTIONS FROM INCOME	XXX	XX	XX	XXX	XX	XX	XXX	XX	XX
37	(534) Expenses of miscellaneous operations (p. 45) -----									
38	(535) Taxes on miscellaneous operating property (p. 45) -----									
39	(543) Miscellaneous rents (p. 91) -----		139	784		166	760			
40	(544) Miscellaneous tax accruals (p. 45) -----		254	036		239	028			
41	(545) Separately operated properties—Loss (p. 87) -----		144	430		101	102			
42	(549) Maintenance of investment organization -----									
43	(550) Income transferred to other companies -----									
44	(551) Miscellaneous income charges (p. 92) -----		70	022		429	957			
45	Total miscellaneous deductions -----		608	272		936	847			
46	Income available for fixed charges (lines 39, 49) -----	4	827	203	3	734	227			

300. INCOME ACCOUNT FOR THE YEAR—Continued

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 25, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's rules governing the separation of operating

expenses between freight and passenger service; railroads.

4. Any unusual accruals involving substantial amounts included in column (b) on lines 9 to 25, inclusive, should be fully explained in a footnote.

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

RAIL LINE, INCLUDING WATER TRANSFERS																					
Related solely to freight service (e)			Apportioned to freight service (f)			Total freight service (g)			Related solely to passenger and allied services (h)			Apportioned to passenger and allied services (i)			Total passenger service (j)			Other items not related to either freight or to passenger and allied services (k)			Line No.
\$			\$			\$			\$			\$			\$			\$			
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	1
81	376	678	xx	xx	xx	81	376	678	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	2
69	293	181	xx	xx	xx	69	293	181	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	3
xx	xx	xx	xx	xx	xx	12	083	497	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	4
5	861	682	xx	xx	xx	5	861	682	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	5
xx	xx	xx	xx	xx	xx	6	221	815	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	6
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	7
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	8
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	9
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	10
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	11
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	12
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	13
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	14
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	15
2	855	937	xx	xx	xx	2	855	937	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	16
973	850		xx	xx	xx	973	850		xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	17
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	18
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	19
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	20
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	21
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	22
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	23
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	24
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	25
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	26
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	27
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	28
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	29
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	30
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	31
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	32
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	33
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	34
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	35
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	36
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	37
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	38
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	39
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	40
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	41
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	42
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	43
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	44
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	45
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	46
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx				

If this report is made for a system, list hereunder the names of all companies included in the system returns:

309. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
61	FIXED CHARGES	x x	x x	x x	x x	x x	x x	x x	x x	x x
62	(542) Rent for leased roads and equipment (p. 90).....					2	022			
63	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
64	(a) Fixed interest not in default.....	1	891	870	2	068	256			
65	(b) Interest in default.....									
66	(547) Interest on unfunded debt.....		131	141		127	366			
67	(548) Amortization of discount on funded debt.....		11	304		11	333			
68	Total fixed charges.....	2	034	315	2	208	977			
69	Income after fixed charges (lines 50, 58).....	2	792	888	1	525	250			
70	OTHER DEDUCTIONS	x x	x x	x x	x x	x x	x x	x x	x x	x x
71	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
72	(c) Contingent interest.....		589	600		589	600			
73	Ordinary income (lines 59, 62).....	2	203	288		935	650			
74	EXTRAORDINARY AND PRIOR PERIOD ITEMS	x x	x x	x x	x x	x x	x x	x x	x x	x x
75	(570) Extraordinary items — Net Credit (Debit)(p. 92).....					(531	478)			
76	(580) Prior period items — Net Credit (Debit)(p. 92).....									
77	(590) Federal income taxes on extraordinary and prior period items— Debit (Credit)(p. 92).....									
78	Total extraordinary and prior period items — Credit (Debit)....					(531	478)			
79	Net income transferred to Retained Income-Unappropriated (lines 63, 68).....	2	203	288		404	172			

NOTE.—See page 301B for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

INCOME ACCOUNT FOR THE YEAR—EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential

effect on net income for the year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Federal income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 92.

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WESTERN PACIFIC RAILROAD COMPANY

305. RETAINED INCOME—UNAPPROPRIATED

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

2. All contra entries hereunder should be indicated in parentheses.
3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 615.

Line No.	Item (a)	Amount (b)			Remarks (c)
	CREDITS				
1	(602) Credit balance transferred from Income (p. 66) -----	\$ 2	203	288	
2	(606) Other credits to retained income -----				Net of Federal income taxes ----- \$ None
3	(622) Appropriations released -----	1	221	943	
4	Total -----	3	425	231	
	DEBITS				
5	(612) Debit balance transferred from Income (p. 66) -----				
6	(616) Other debits to retained income -----				Net of Federal income taxes ----- \$ None
7	(620) Appropriations for sinking and other reserve funds -----	1	401	942	
8	(621) Appropriations for other purposes -----				
9	(623) Dividends (p. 68) -----				
10	Total -----	1	401	942	
11	Net increase during year* -----	2	023	289	
12	Balance at beginning of year (p. 11)* -----	80	652	535	
13	Balance at end of year (carried to p. 11)* -----	82	675	824	

* Amount in parentheses indicates debit balance.

Note.—See p. 92, schedule 396, for analysis of Retained Income accounts.

308. DIVIDEND APPROPRIATIONS

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

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

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

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

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
41							
42							
43							
44							
45							
46							
47							
48							
49							
50							
51							
52							
53							
				TOTAL			

VERIFICATION

The foregoing report must be verified by the oath of the officer having control of the accounting of the respondent. It should be verified, also, by the oath of the president or other chief officer of the respondent, unless the respondent states on the last preceding page of this report that such chief officer has no control over the accounting of the respondent. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

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

State of California
City & San Francisco
County of San Francisco

F. A. Tegeler

(Insert here the name of the affiant)

makes oath and says that he is Vice President-Finance & Treasurer

(Insert here the official title of the affiant)

of The Western Pacific Railroad System and The Western Pacific Railroad Company

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

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

January 1, 1972, to and including December 31, 1972

[Signature of F. A. Tegeler]
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and

county above named, this 22nd day of March, 1973

My commission expires December 14, 1975

[Use an L. S. Impression seal]



[Signature of Diane L. Fafoutis]
(Signature of officer authorized to administer oaths)
D. L. Fafoutis

SUPPLEMENTAL OATH

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

State of California
City & San Francisco
County of San Francisco

A. E. Perlman

(Insert here the name of the affiant)

makes oath and says that he is Chairman of the Board and Chief Executive Officer

(Insert here the official title of the affiant)

of The Western Pacific Railroad System and The Western Pacific Railroad Company

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

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

period of time from and including January 1, 1972, to and including December 31, 1972

[Signature of A. E. Perlman]
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and

county above named, this 22nd day of March, 1973

My commission expires December 14, 1975

[Use an L. S. Impression seal]



[Signature of Diane L. Fafoutis]
(Signature of officer authorized to administer oaths)
D. L. Fafoutis

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SUPPLEMENTARY SCHEDULES

ANNUAL REPORT

OF

SACRAMENTO NORTHERN RAILWAY

SAN FRANCISCO, CALIFORNIA

TO THE

INTERSTATE COMMERCE COMMISSION

Per Mr. M. Paolo's letter dated November 16, 1971 - File ACR-C

FOR THE

YEAR ENDED DECEMBER 31, 1972

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

(Name) J. E. Morgan (Title) General Auditor
(Telephone number) 415 982-2100
(Area code) (Telephone number)
(Office address) 526 Mission Street, San Francisco, California 94105
(Street and number, city, State, and ZIP code)

SPECIAL NOTICE

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

All pages of this report form have been renumbered in sequence. See revised Index on pages 131 and 132.

- Page 4: Schedule 104, Relationship of Respondent with Affiliated Companies
Schedule 104A, Companies Controlled by Respondent
5: Schedule 104B, Companies Indirectly Controlled by Respondent
Schedule 104C, Companies Under Common Control with Respondent
6: Schedule 104D, Companies Controlling Respondent

These schedules revise and amend former Schedules 104A and 104B, to reflect relationship of affiliated companies.

- Pages 10 and 11: Schedules 269A and 2001, Comparative General Balance Sheet - Assets, and Liabilities and Shareholders' Equity

Columns for reporting opening balances data have been moved to right side of respective schedules.

- Pages 12 and 13: Comparative General Balance Sheet - Explanatory Notes

The Explanatory Notes have been revised to reflect affiliated company transactions and the Revenue Act of 1971.

- Page 41: Schedule 211-I, Unit Cost of Equipment Installed During the Year

Instructions have been amended to require reporting of TOFC/COFC equipment.

- Page 83: Schedule 351, Reconciliation of Reported Net Income with Taxable Income for Federal Income Taxes

This is a new schedule provided to show a reconciliation of Federal tax net income with net income reported in Schedule 300.

- Page 84: Schedule 352, Computation of Federal Income Taxes

This is a new schedule principally requiring the breakdown of taxes paid on ordinary income and those paid on capital gains.

- Page 85: Schedule 353, Consolidated Federal Income Tax Information

This is a new schedule to disclose income and tax liability information with respect to carrier and noncarrier affiliates.

- Page 93: Schedule 397, Statement of Changes in Financial Position

This is a new schedule provided for reporting the source and application of funds during the year.

- Pages 100-105: Schedule 417, Inventory of Equipment

Car type codes on pages 102 and 103 revised to reflect changes in AAR car type codes.

Provision has been made for reporting of highway revenue equipment on pages 104 and 105.

- Page 120: Schedule 562, Compensation of Officers, Directors, etc.

Minimum dollar amount has been increased to \$40,000 and instructions clarified as to what compensation must be reported.

- Page 121: Schedule 563, Payments for Services Rendered by Other Than Employees and Affiliates

Minimum dollar amounts will be increased to \$50,000 and \$100,000, respectively. Instruction 4 modified to require only the total amount paid for other management services.

- Pages 122: Schedule 564, Transactions Between Respondent and Companies or Persons Affiliated With Respondent for Services Received or Provided
123: Schedule 565, Other Transactions Between Respondent and Companies or Persons Affiliated With Respondent
124: Schedule 566A, Transactions Between Noncarrier Subsidiaries of Respondent and Other Affiliated Companies or Persons for Services Received or Provided
125: Schedule 566B, Other Transactions Between Noncarrier Subsidiaries of Respondent and Other Affiliated Companies or Persons

These are new schedules provided for reporting transactions among affiliated companies.

- Page 127: Schedule 581, Contracts, Agreements, etc.

Instructions revised to exclude through route arrangements for the handling of traffic between the reporting carrier and carrier affiliates.

101. 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 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 128.

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" (p. 129). If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

2. If incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or other

possession began. If a partnership, give date of formation and also names in full of present partners.

3. Give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter.

4. Give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected, citing chapter and section. Specify Government, State, or Territory under the laws of which each company consolidated or merged or otherwise combined into the present company was organized; give reference to the charters of each and to all amendments of them.

5. 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 Sacramento Northern Railway.

2. Date of incorporation August 29, 1921.

3. Under laws of what Government, State, or Territory organized? If more than one, name all. Give specific reference to each charter or statute and all amendments thereof, effected during the year. If previously effected, show the year(s) of the report(s) setting forth details. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees. Incorporated under and pursuant to the provisions of Title I, Part IV, and Title III of the Civil Code of the State of California and particularly under the provisions of Section 290 (as amended, Statutes 1918, page 1481), 291, 292, (as amended, Statutes 1915, page 112), 293, 294, 295, 296 (as amended, Statutes 1915, page 1039), 299, 454, 458, and 459 of said civil code.

4. If the respondent was formed as the result of a consolidation or merger during the year, name all constituent and all merged companies

NONE

5. If respondent was reorganized during the year, give name of original corporation and state the occasion for the reorganization

NO

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars

NO

7. Class of switching and terminal company NONE
[See section No. 7 on inside of front cover]

NOTES AND REMARKS

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1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (c) of schedule No. 102 and column (d) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 103 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices, separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

102. DIRECTORS

Line No.	Name of director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	Harry J. Bruce	526 Mission St., SF	10-11-72	10-10-73	NONE	
2	E. G. Flannery	"	"	"	"	
3	L. D. Michelson	1025-19th St., Sacramento	"	"	"	
4	John C. Miller	526 Mission St., SF	"	"	"	
5	Alfred E. Perlman	"	"	"	"	
6	E. A. Tegeler	"	"	"	"	
7	E. L. Van Dellen	"	"	"	"	
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

21. Give the names and titles of all officers of the Board of Directors in control of the respondent at the close of the year:

Chairman of board NONE Secretary (or clerk) of board Walter G. Treanor

22. Name the members of the executive committee of the Board of Directors of the respondent at the close of the year (naming first the chairman), and state briefly the powers and duties of that committee:

Harry J. Bruce, Alfred E. Perlman, L. D. Michelson (Ex Officio). See note at bottom of page.

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

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
GENERAL OFFICERS OF CORPORATION					
31	President and General Manager	All	L. D. Michelson	NONE	1025 - 19th Street, Sacramento, Calif. 95814
32	Vice President	All	A. E. Perlman	"	San Francisco, Ca. 94105
33	VP - Marketing	Marketing	Harry J. Bruce	"	"
34	VP & Gen. Counsel	Law	E. L. Van Dellen	"	"
35	Treasurer	Accounting	E. A. Tegeler	"	"
36	Corporate Secty.	NONE	W. G. Treanor	"	"
37	Asst. Corp. Secty.	"	Katherine M. Griffin	"	"
38	Asst. Corp. Secty.	"		"	"
39	& Asst. Treasurer	"	W. D. Brew	"	"
40					
41					
42					
43					
44					
45					
46					
47	Executive Committee shall have and may exercise during the intervals between the meetings of the Board all the powers vested in the Board except the power to fill vacancies in the Board, power to declare dividends, power to change the numbers of, or fill vacancies in the Executive Committee and, the power to adopt, amend or repeal By-Laws.				
48					
49					
50					
51					
52					
53					
54					

104. RELATIONSHIP OF RESPONDENT WITH AFFILIATED COMPANIES

Enter below in the appropriate schedule, No. 104A through 104D, the names of all companies, corporate and noncorporate, which are affiliated with the respondent and submit the information requested in each schedule. Control for the purpose of these schedules shall be construed to include sole or jointly held control, whether maintained or exercised through or by reason of the method of or circumstances surrounding organization or operation, through or by common directors, officers, or stockholders a voting trust or trusts, a holding or investment company or companies, or through or by any other direct or indirect means; and to include the power to exercise control. For the purposes of these schedules, forms of control shall include the following (among others):

1. Right through ownership of securities, an agreement of some character or through some other source to name the majority of the board of directors, managers, or trustees of the controlled company.
 2. Right to foreclose a first lien upon all or a major part in value of the tangible property of the controlled company.
 3. Right to secure control in consequence of advances made for construction of the operating property of the controlled company.
- Right to control only in a specific respect the action of the controlled company or a lessee interest in the property of a company is not to be classed as a form of control over the lessor company.

104 A. COMPANIES CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled solely or jointly by the respondent. If the respondent obtained control over a company during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of each company listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control of the respondent in the controlled company. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter names of other companies, if any, that jointly control the companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
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104 B. COMPANIES INDIRECTLY CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled through intermediary companies. If control was obtained during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In Column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the names of intermediate companies through which control is exercised over companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Intermediary Through Which Control Exists (e)
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104 C. COMPANIES UNDER COMMON CONTROL WITH RESPONDENT

1. Enter in column (a) the names of all companies which are controlled by the same interest that control the respondent.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the name of companies controlling those listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Controlling Company or Individual (e)
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104 D. COMPANIES CONTROLLING RESPONDENT

1. Enter in column (a) the names of all companies controlling the respondent. Commence with the company which is most remote followed by the company immediately controlled by it. If control over the respondent or control over an intermediary through which respondent is controlled has changed during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised by the company immediately controlled by it.
4. In column (d) indicate the extent of control. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.

Line No.	Name of Controlling Company or Individual (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)
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108 STOCKHOLDERS REPORTS

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

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____
(date)

☒ No annual report to stockholders is prepared.

FOOTNOTES

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109. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$100 per share; first preferred, \$ per share; second preferred, \$ per share; debenture stock, \$ per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock, to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing Stock books were not closed. (See note Section 9, line 25)
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. votes, as of (Date) 1
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. stockholders
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information on page 13, the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

Line No	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED				Other securities with voting power
				Common	PREFERRED			
	(a)	(b)	(c)	(d)	Second (e)	First (f)		(g)
1	Western Pacific	526 Mission Street	75,000	75,000				
2	Railroad Company	San Francisco, Ca.						
3		94105						
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25	NOTE: The record date of October 6, 1972 for stockholders entitled to vote at the annual							
26	meeting on October 11, 1972 was established under the provisions of Section 2215 of							
27	the California Corporation Code.							
28								
29								
30								

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 75,000 votes cast.
11. Give the date of such meeting October 11, 1972.
12. Give the place of such meeting San Francisco, California

110. GUARANTIES AND SURETYSHIPS

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

during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue.

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
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2. If any corporation or other association was under obligation as guarantor or surety for the performance by the respondent of any agreement or obligation, show for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
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200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (c) should be restated to conform with the account-

ing requirements followed in column (b). The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line No.	Account or Item (a)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT ASSETS			
1	(701) Cash	12,403	183,618
2	(702) Temporary cash investments (p. 15)	1,598,513	3,638,893
3	(703) Special deposits (p. 15)	470	470
4	(704) Loans and notes receivable (p. 15)		
5	(705) Traffic and car-service balances—Debit		
6	(706) Net balance receivable from agents and conductors	385,292	199,800
7	(707) Miscellaneous accounts receivable	3,659,225	1,219,666
8	(708) Interest and dividends receivable		
9	(709) Accrued accounts receivable (p. 15)	311,442	326,382
10	(710) Working fund advances	785	735
11	(711) Prepayments (p. 15)	21,829	10,538
12	(712) Material and supplies	24,285	20,257
13	(713) Other current assets (p. 15)	104,448	135,320
14	Total current assets	6,118,691	5,743,709
SPECIAL FUNDS			
	(a1) Total book assets at close of year	(a2) Respondent's own losses included in (a1)	
15	(715) Sinking funds (pp. 16 and 17)		
16	(716) Capital and other reserve funds (pp. 16 and 17)		
17	(717) Insurance and other funds (pp. 16 and 17)	1,270	NONE
18	Total special funds	1,270	1,270
INVESTMENTS			
19	(721) Investments in affiliated companies (pp. 20-23)	4,658,540	1,987,778
20	(722) Other investments (pp. 24)	39,191	40,991
21	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)		
22	Total investments (accounts 721, 722 and 723)	4,697,731	2,028,769
PROPERTIES			
23	(731) Road and equipment property (pp. 30-32)	7,019,656	7,218,623
24	Road	6,668,807	
25	Equipment	2,616,721	
26	General expenditures	—0—	
27	Other elements of investment	(2,265,873)	
28	Construction work in progress		
29	(732) Improvements on leased property (pp. 30-32)		
30	Road		
31	Equipment		
32	General expenditures		
33	Total transportation property (accounts 731 and 732)	7,019,656	7,218,623
34	(735) Accrued depreciation—Road and Equipment (pp. 36 and 38)	(3,178,300)	(3,204,860)
35	(736) Amortization of defense projects—Road and Equipment (p. 39)		
36	Recorded depreciation and amortization (accounts 735 and 736)	(3,178,300)	(3,204,860)
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36)	3,841,356	4,013,763
38	(737) Miscellaneous physical property (pp. 44 and 45)	966,293	1,117,652
39	(738) Accrued depreciation—Miscellaneous physical property (pp. 44 and 45)	(131,547)	(127,716)
40	Miscellaneous physical property less recorded depreciation (account 737 less 738)	834,746	989,936
41	Total properties less recorded depreciation and amortization (line 37 plus line 40)	4,676,102	5,003,699
OTHER ASSETS AND DEFERRED CHARGES			
42	(741) Other assets (p. 46)	163,303	76,233
43	(742) Unamortized discount on long-term debt		
44	(743) Other deferred charges (p. 46)	30,669	22,322
45	Total other assets and deferred charges	193,972	98,555
46	TOTAL ASSETS	15,687,766	12,876,002

NOTE—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200L. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

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

in column (b). The entries in short column (a7) should reflect total book liability at close of year. The entries in the short column (a8) should be deducted from those in column (a7) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line No.	Account or Item (a)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES			
47	(751) Loans and notes payable (p. 55)	2 175 102	988 470
48	(752) Traffic and car-service balances—Credit	88 729	102 815
49	(753) Audited accounts and wages payable	115 415	140 008
50	(754) Miscellaneous accounts payable		
51	(755) Interest matured unpaid		
52	(756) Dividends matured unpaid	794	981
53	(757) Unmatured interest accrued		
54	(758) Unmatured dividends declared		
55	(759) Accrued accounts payable (p. 55)	200 313	123 440
56	(760) Federal income taxes accrued (p. 56)	128 817	128 817
57	(761) Other taxes accrued (p. 56)	161 906	76 156
58	(763) Other current liabilities (p. 55)	466 049	496 333
59	Total current liabilities (exclusive of long-term debt due within one year)	3 337 125	2 005 702
LONG-TERM DEBT DUE WITHIN ONE YEAR			
	(a1) Total issued (a2) Held by or for respondent		
60	(764) Equipment obligations and other debt (pp. 48-51)	NONE NONE	47 200 47 200
LONG-TERM DEBT DUE AFTER ONE YEAR			
	(a1) Total issued (a2) Held by or for respondent		
61	(765) Funded debt unmatured		
62	(766) Equipment obligations		
63	(767) Receivers' and Trustees' securities		
64	(768) Debt in default		
65	(769) Amounts payable to affiliated companies (p. 54)		
66	Total long-term debt due after one year	153 400	200 600
RESERVES			
67	(771) Pension and welfare reserves (p. 57)	1 976	545
68	(772) Insurance reserves (p. 57)	32 302	92 000
69	(774) Casualty and other reserves (p. 57)	34 278	92 545
70	Total reserves		
OTHER LIABILITIES AND DEFERRED CREDITS			
71	(781) Interest in default (p. 50)		
72	(782) Other liabilities (p. 57)	95 012	101 430
73	(783) Unamortized premium on long-term debt		
74	(784) Other deferred credits (p. 57)	424 512	220 510
75	(785) Accrued depreciation—Leased property (p. 37)		
76	Total other liabilities and deferred credits	519 524	321 940
SHAREHOLDERS' EQUITY			
Capital stock (Par or stated value)			
	(a1) Total issued (a3) Held by or for company		
77	(791) Capital stock issued—Total	7 500 000	7 500 000
78	Common stock (p. 59) 75,000 shares	7,500,000	NONE
79	Preferred stock (p. 59)		
80	(792) Stock liability for conversion (p. 60)		
81	(793) Discount on capital stock		
82	Total capital stock	7 500 000	7 500 000
Capital surplus			
83	(794) Premiums and assessments on capital stock (p. 61)		
84	(795) Paid-in surplus (p. 61)		
85	(796) Other capital surplus (p. 61)		
86	Total capital surplus		
Retained income			
87	(797) Retained income—Appropriated (p. 61)	4 096 239	2 556 697
88	(798) Retained income—Unappropriated (p. 68)		
89	Total retained income	4 096 239	2 556 697
90	Total shareholders' equity	11 596 239	10 156 697
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	15 687 766	12 376 002

NOTE—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes explanatory statements explaining (1) service interruption insurance policies and indicate the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under section 168 (formerly section 124-A) and under section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under section 168 (formerly section 124-A) of the Internal Revenue Code ----- \$

(b) Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below ----- \$

- Accelerated depreciation since December 31, 1953, under section 167 of the Internal Revenue Code.

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

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

(c)(i) Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended ----- \$

(ii) If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit in account 784, other deferred credits, at beginning of year ----- \$

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

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual ----- \$

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

Total deferred investment tax credit in account 784 at close of year ----- \$

(d) Estimated accumulated net reduction in Federal income taxes because of accelerated amortization of certain rolling stock since December 31, 1969, under provisions of Section 164 of the Internal Revenue Code ----- \$

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

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
_____	_____	_____	\$ _____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	\$ _____

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	Amount in dispute	As recorded on books		Amount not recorded
		Account Nos.		
		Debit	Credit	
Per diem receivable ----- \$	_____	_____	_____	\$ _____
Per diem payable ----- \$	_____	_____	_____	_____
Net amount ----- \$	_____	XXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXX	\$ _____

Continued on following page

ANNUAL REPORT 1972 CLASS I

139700

WESTERN PACIFIC RAILROAD CO.

4 OF 5

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 205 AND 206

Schedules 205 and 206 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated and nonaffiliated companies held by respondent at close of year specifically as investments including obligations of the United States, of a State or local government, or of an individual, so held; investments made, disposed of, or written down during the year; and dividends and interest credited to income. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing account No. 721, "Investments in affiliated companies," in the Uniform System of Accounts for Railroad Companies.

2. These investments should be subdivided to show the par value pledged, unpledged, and held in fund accounts. Under "pledged" include the par value of securities recorded in accounts Nos. 721, "Investments in affiliated companies," and 722, "Other investments," which are deposited with some pledgee or other trustee, or held subject to the lien of a chattel mortgage, or subject to any other restriction or condition which makes them unavailable for general corporate purposes. "Unpledged" should include all securities held by or for the respondent free from any lien or restriction, recorded in the accounts mentioned above. Under "In sinking, insurance, and other funds" include the par value of securities recorded in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

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

(A) Stocks:

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

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

(C) Other secured obligations:

(D) Unsecured notes:

(E) Investment advances:

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

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

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

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

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

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

9. Any balance in account 723, Reserve for adjustment of investment in securities - Credit, shall be disclosed by footnote to the securities against which such reserves were established.

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205. INVESTMENTS IN AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, 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.....". In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR							
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR							
						Pledged		Unpledged		In sinking, insurance, and other funds		Total par value	
(a)	(b)	(c)	(d)	(e)	(f)		(g)		(h)		(i)		
1	721	E-1	VII	*Western Pacific Railroad	100	\$		\$		\$		\$	
2													
3	721			Total Class E-1			NONE		NONE		NONE		NONE
4													
5													
6	721	B-1	VII	Western Pacific Railroad									
7	721	B-1	VII	*Income Debenture Bonds	-0-								
8	721	B-1	VII	*First Mortgage Bonds	-C-								
9													
10	721			Total Class B-1			NONE		NONE		NONE		NONE
11													
12													
13													
14	721			Grand Total			NONE		NONE		NONE		NONE
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205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in column (s). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. For nonpar stock, show the number of shares in lieu of the par value in columns (f), (g), (h), (i), (k), and (m).

8. In reporting advances, columns (f), (g), (h), (i), (k), and (m) should be left blank. If any advances are pledged, give particulars in a footnote.

9. Particulars of investments made, disposed of, or written down during

the year should be given in columns (k) to (s), inclusive. If the cost of any investment made during the year differs from the book value reported in column (f), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (n), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

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

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR			DIVIDENDS OR INTEREST DURING YEAR			Line No.	
Total book value			Par value		Book value	Par value		Book value	Selling price		Rate		Amount credited to income
(j)	(k)	(l)	(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)		
\$ 1 050 000		62 223		1 000 000	1 000 000	%	None					1	
1 050 000		62 223		1 000 000	1 000 000		None					2	
												3	
												4	
												5	
3 363 540		3 363 540										6	
245 000		245 000										7	
												8	
3 608 540		3 608 540		None	None		None					9	
												10	
												11	
												12	
4 658 540		3 670 763		1 000 000	1 000 000		None					13	
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205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR											
						FAIR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
						Pledged			Unpledged			In sinking, insurance, and other funds			Total per value		
	(a)	(b)	(c)	(d)	(e)	(f)			(g)			(h)			(i)		
					%	\$			\$			\$			\$		
50																	
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205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR			Line No.	
Total book value			Par value		Book value	Par value		Book value		Selling price		Rate	Amount credited to income			
(j)			(k)		(l)	(m)		(n)		(o)		(p)	(q)			
\$			\$		\$	\$		\$		\$		%	\$			
																50
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206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds", 716, "Capital and other reserve funds", 722, "Other investments", and 717, "Insurance and other funds".

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investment in U. S. Treasury obligations may be reported as one item.

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 obligation as 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....." in making entries in this column, abbreviations

Line No.	Account No.	Class No.	Kind of Industry	Name of issuer, company or government and description of security held, also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR							
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR							
					Pledged		Unpledged		In sinking, insurance, and other funds		Total par value	
	(a)	(b)	(c)	(d)	(e)		(f)		(g)		(h)	
					\$		\$		\$		\$	
1												
2	722	C-3	X	McLaughlin Drayage Company								
3				Chapel of the Chimes								
4				Dean and Edith Williams								
5												
6	722			GRAND TOTAL		NONE		NONE		NONE		NONE
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206. OTHER INVESTMENTS--Continued

in common use in standard financial publications may be used where necessary on account of limited space.

6. For nonpar stock, show the number of shares in lieu of the par value in columns (e), (f), (g), (h), (i), and (j).

7. In reporting advances, columns (e), (f), (g), (h), (i), and (j) should be left blank. If any advances are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (n), inclusive. If the cost of any investment made during the year differs from the book value reported in column (k), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (m) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR			Line No.	
Total book value			Par value		Book value	Par value		Book value		Selling price		Rate	Amount credited to income			
(f)			(g)		(h)	(i)		(m)		(n)		(o)	(p)			
\$			\$		\$	\$		\$		\$		%	\$			
	338								675		675			34		
36	916							3	063		3	063		3	474	
1	937				1	937										
30	192				1	937			3	738		3	738		3	508

206. OTHER INVESTMENTS--Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
(a)	(b)	(c)	(d)		(e)			(f)			(g)			(h)		
					\$			\$			\$			\$		
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211A. OTHER ELEMENTS OF INVESTMENT

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

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

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

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)		Credits during the year (d)	
			\$		\$	
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211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 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 the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be

shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote.

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

3. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is included in account 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2 1/2, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

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

Line No	ACCOUNT	OWNED AND USED				LEASED FROM OTHERS			
		DEPRECIATION BASE		Annual composite rate (percent) (d)		DEPRECIATION BASE		Annual composite rate (percent) (g)	
		At beginning of year (b)	At close of year (c)			At beginning of year (e)	At close of year (f)		
	(a)	\$		\$	%	\$		\$	%
1	ROAD								
2	(1) Engineering	216 860	217 353	1 25					
3	(2 1/2) Other right-of-way expenditures								
4	(3) Grading	853 826	854 010	13					
5	(5) Tunnels and subways								
6	(6) Bridges, trestles, and culverts	1 642 903	1 643 927	1 49					
7	(7) Elevated structures								
8	(13) Fences, snowsheds, and signs	59 752	57 967	2 50					
9	(16) Station and office buildings	281 096	281 080	3 24					
10	(17) Roadway buildings	32 761	32 761	3 11					
11	(18) Water stations								
12	(19) Fuel stations	15 400	15 400	1 60					
13	(20) Shops and enginehouses	16 879	16 879	2 82					
14	(21) Grain elevators								
15	(22) Storage warehouses								
16	(23) Wharves and docks								
17	(24) Coal and ore wharves								
18	(25) TOFC, COFC terminals								
19	(26) Communication systems	91 906	83 269	2 18					
20	(27) Signals and interlockers	159 867	168 411	2 85					
21	(29) Power plants								
22	(31) Power transmission systems								
23	(35) Miscellaneous structures								
24	(37) Roadway machines	321 860	321 566	5 30					
25	(39) Public improvements—Construction	219 350	205 096	2 12					
26	(44) Shop machinery								
27	(45) Power-plant machinery								
28	All other road accounts								
29	Amortization (other than defense projects)								
30	Total road	3 912 460	3 897 719	1 75					
31	EQUIPMENT								
32	(52) Locomotives	213 913	188 901	5 01					
33	(53) Freight-train cars	2 524 818	2 431 953	3 68					
34	(54) Passenger-train cars								
35	(55) Highway revenue equipment								
36	(56) Floating equipment								
37	(57) Work equipment	2 088	7 200	5 91					
38	(58) Miscellaneous equipment	44 994	33 930	10 22					
39	Total equipment	2 785 813	2 661 984	3 75					
40	GRAND TOTAL	6 698 273	6 559 703			NONE	NONE		

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

211C. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in account No. 509.

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

3. In column (d) show the composite rates used in computing the depreciation for the month of December and on lines 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 in computing the depreciation for December and dividing the total so computed by the depreciation base.

4. If the depreciation base for accounts 1, 24, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

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

Line No.	ACCOUNT (a)	DEPRECIATION BASE		Annual composite rate (percent) (d)
		Beginning of year (b)	Close of year (c)	
1	ROAD	\$	\$	%
2	(1) Engineering.....			
3	(2) Other right-of-way expenditures.....			
4	(3) Grading.....	THIS PAGE INTENTIONALLY LEFT BLANK		
5	(5) Tunnels and subways.....			
6	(6) Bridges, trestles, and culverts.....			
7	(7) Elevated structures.....			
8	(13) Fences, snowsheds, and signs.....			
9	(16) Station and office buildings.....			
10	(17) Roadway buildings.....			
11	(18) Water stations.....			
12	(19) Fuel stations.....			
13	(20) Shops and enginehouses.....			
14	(21) Grain elevators.....			
15	(22) Storage warehouses.....			
16	(23) Wharves and docks.....			
17	(24) Coal and ore wharves.....			
18	(25) TOFC/COFC terminals.....			
19	(26) Communication systems.....			
20	(27) Signals and interlockers.....			
21	(29) Power plants.....			
22	(31) Power transmission systems.....			
23	(35) Miscellaneous structures.....			
24	(37) Roadway machines.....			
25	(39) Public improvements—Construction.....			
26	(44) Shop machinery.....			
27	(45) Power-plant machinery.....			
28	All other road accounts.....			
29	Total road.....			
30	EQUIPMENT			
31	(52) Locomotives.....			
32	(53) Freight-train cars.....			
33	(54) Passenger-train cars.....			
34	(55) Highway revenue equipment.....			
35	(56) Floating equipment.....			
36	(57) Work equipment.....			
37	(58) Miscellaneous equipment.....			
38	Total equipment.....			
39	GRAND TOTAL.....			

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211F for the reserve relating to road and equipment owned but not used by the respondent.) If any

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

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 29.

Line No.	Account (a)	Balance at beginning of year (b)			Credits to Reserve During the Year				Debits to Reserve During the Year				Balance at close of year (g)		
					Charges to operating expenses (c)		Other credits (d)		Retirements (e)		Other debits (f)				
1	ROAD														
2	(1) Engineering.....	65	681		2	712							58	393	
3	(2) Other right-of-way expenditures.....														
4	(3) Grading.....	10	004		1	110							11	114	
5	(5) Tunnels and subways.....	(1	398)										(1	398)	
6	(6) Bridges, trestles, and culverts.....	983	436		24	486							1	007	922
7	(7) Elevated structures.....														
8	(13) Fences, snow sheds, and signs.....	41	498		1	455			1	785			41	168	
9	(16) Station and office buildings.....	82	468		9	108							91	576	
10	(17) Roadway buildings.....	13	465		1	020							14	485	
11	(18) Water stations.....														
12	(19) Fuel stations.....	5	471			276							5	747	
13	(20) Shops and enginehouses.....	7	165			480							7	645	
14	(21) Grain elevators.....														
15	(22) Storage warehouses.....														
16	(23) Wharves and docks.....														
17	(24) Coal and ore wharves.....														
18	(25) TOFC/COFC terminals.....														
19	(26) Communication systems.....	40	693		1	801			13	000			29	594	
20	(27) Signals and interlockers.....	60	058		4	604							64	662	
21	(29) Power plants.....		482											482	
22	(31) Power-transmission systems.....	44	237										44	237	
23	(35) Miscellaneous structures.....														
24	(37) Roadway machines.....	113	190		17	042			174				130	058	
25	(39) Public improvements—Construction.....	79	273		4	419							83	692	
26	(44) Shop Machinery *.....		(22)											(22)	
27	(45) Power-plant machinery*.....	(12	733)										(12	733)	
28	All other road accounts.....	407	087										407	087	
29	Amortization (other than defense projects).....														
30	Total road.....	1	940	055	68	513			14	959			1	993	709
31	EQUIPMENT														
32	(52) Locomotives.....	47	600		10	614			84	688			(26	474)	
33	(53) Freight-train cars.....	1	121	177	90	684			20	016			1	191	845
34	(54) Passenger-train cars.....														
35	(55) Highway revenue equipment.....														
36	(56) Floating equipment.....														
37	(57) Work equipment.....	22	784		264				71	816			(48	768)	
38	(58) Miscellaneous equipment.....	73	245		—0—				5	257			67	988	
39	Total equipment.....	1	264	806	101	562			181	777			1	184	591
40	GRAND TOTAL	3	204	861	170	175			196	736			3	178	300

* Chargeable to account 305.

211G. AMORTIZATION OF DEFENSE PROJECTS—ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

1. Show in columns (b) to (e) the amount of base of road and equipment property for which amortization reserve is provided in account No. 736, "Accrued amortization of defense projects—Road and Equipment" of the respondent. If the amortization base is other than the ledger value stated in the investment account, a full explanation should be given.

2. Show in columns (f) to (i) the balance at the close of the

year and all credits and debits during the year in reserve account No. 736, "Accrued amortization of defense projects—Road and Equipment."

3. The information requested for "Road" by columns (b) through (i) may be shown by projects amounting to \$100,000 or more, or by single entries as "Total road" in line 28. If

reported by projects, each project should be briefly described, stating kind, location, and authorization date and number. Projects amounting to less than \$100,000 should be combined in a single entry designated "Minor items, each less than \$100,000."

4. Any amounts included in columns (b) and (f), and in column (h) affecting operating expenses, should be fully explained.

Line No.	Description of property or account (a)	BASE												RESERVE											
		Debits during year (b)			Credits during year (c)			Adjustments (d)			Balance at close of year (e)			Credits during year (f)			Debits during year (g)			Adjustments (h)			Balance at close of year (i)		
		\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX
1	ROAD:	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX
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27																									
28	TOTAL ROAD																								
29	EQUIPMENT:	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX
30	(52) Locomotives																								
31	(53) Freight-train cars																								
32	(54) Passenger-train cars																								
33	(55) Highway revenue equipment																								
34	(56) Floating equipment																								
35	(57) Work equipment																								
36	(58) Miscellaneous equipment																								
37	TOTAL EQUIPMENT																								
38	GRAND TOTAL																								

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NOTES AND REMARKS

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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 48, 49, 50 AND 51

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

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

- (1) MORTGAGE BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS:
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.
- (5) MISCELLANEOUS OBLIGATIONS.
- (6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).
- (7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

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

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

In column (m) enter the amount of debt both nominally and actually issued up to the date of the report and not the amount authorized. In the event debt is assumed, column (m) should include the amount of debt issued by the original debtor.

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

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

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

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

The grand totals of columns (a) and (r), when combined, should equal the sum of the amounts stated in short column (b) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 51 give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

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

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

Particulars concerning the reacquisition of securities that were actually outstanding should be reported on pages 50 and 51, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

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218. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")		Is OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	
1	(4) (a) 764 & 766											
2	Equipment Trust Certificates											
3												
4	Bank of America, NT&SA	10-2-61	10-30-77	4.706	Quarterly	No	NO	NONE	NONE	NONE	NONE	
5												
6												
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GRAND TOTAL..								XXXX	XXXX	XXXX	XXXX	

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

AMOUNT NOMINALLY ISSUED AND—			AMOUNT REACQUIRED AND—			TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
Total amount nominally and actually issued	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Canceled	Total amount actually issued	Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	Matured and no provision made for payment (account 768)	
(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
									1
									2
									3
377 600	NONE	NONE	377 600	177 000	NONE	153 400	47 200	NONE	4
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377 600	NONE		377 600	177 000	NONE	153 400	47 200	NONE	55
									56

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same line and in same order as on page 234)	AMOUNT OF INTEREST ACCRUED DURING YEAR								Amount of interest paid during year	Total amount of interest in default					
		Charged to income			Charged to investment accounts											
		(v)	(w)	(x)	(y)	(z)	(aa)	(ab)	(ac)							
(a)		\$			\$				\$		\$			\$		
1	(4) (a) 764 & 766															
2	Equipment Trust Certificates															
3																
4	Bank of America, NT & SA		10 743		NONE				10 743		NONE					
5																
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56	GRAND TOTAL		10 743		NONE				10 743		NONE					

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED OR ASSUMED DURING YEAR												SECURITIES REACQUIRED DURING YEAR												Line No.
Purpose of the issue and authority	Par value			Net proceeds received for issue (cash or its equivalent)			Expense of issuing securities			AMOUNT REACQUIRED														
										Par value			Purchase price											
	(a)	(aa)	(bb)	(cc)	(dd)	(ee)																		
	\$			\$			\$			\$			\$											
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																55								
GRAND TOTAL				NONE			NONE			NONE			NONE			NONE								

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in

column (b) show the classes of equipment and the number of units covered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218) (a)	Description of equipment covered (b)	Contract price of equipment acquired (c)			Cash paid on acceptance of equipment (d)		
			\$			\$		
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Line No.	Item
1	Mileage owned:
2	Road, State of _____
3	Road, State of _____
4	Road, State of _____
5	Second and additional main tracks.....
6	Passing tracks, cross-overs, and turn-outs.....
7	Way switching tracks.....
8	Yard switching tracks.....
9	Road and equipment property:
10	Road.....
11	Equipment.....
12	General expenditures.....
13	Other property accounts*.....
14	Total (account 731).....
15	Improvements on leased property:
16	Road.....
17	Equipment.....
18	General expenditures.....
19	Total (account 732).....
20	Depreciation and amortization (accounts 735, 736, and 785).....
21	Capital stock (account 791).....
22	Funded debt unmatured (account 765).....
23	Debt in default (account 768).....
24	Amounts payable to affiliated companies (account 769).....

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Line No.	Item
1	Mileage owned:
2	Road, State of _____
3	Road, State of _____
4	Road, State of _____
5	Second and additional main tracks.....
6	Passing tracks, cross-overs, and turn-outs.....
7	Way switching tracks.....
8	Yard switching tracks.....
9	Road and equipment property:
10	Road
11	Equipment.....
12	General expenditures
13	Other property accounts*
14	Total (account 731)
15	Improvements on leased property:
16	Road.....
17	Equipment
18	General expenditures
19	Total (account 732)
20	Depreciation and amortization (accounts 735, 736, and 785)
21	Capital stock (account 791)
22	Funded debt unmatured (account 765)
23	Debt in default (account 768)
24	Amounts payable to affiliated companies (account 769)

*Includes account Nos. 90, "Other elements of investment," and 99, "Construction work in progress."

300. INCOME ACCOUNT FOR THE YEAR

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report, the amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under lease for a

rental of \$1,000,000, but road (A) owns 55 percent of the stock of road (B) so which it receives \$250,000 in dividends. The entries in column (d) should be: Account No. 812, "Dividend income," \$250,000; Account No. 542, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire a part or all of the securities of road (D), a separately operating carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item	Amount for current year			Amount for preceding year			Offsetting debits and credits for current year		
		(b)			(c)			(d)		
	ORDINARY ITEMS	\$			\$			\$		
	OPERATING INCOME	xxx	xx	xx	xxx	xx	xx	xxx	xx	xx
	RAILWAY OPERATING INCOME	xxx	xx	xx	xxx	xx	xx	xxx	xx	xx
1	(501) Railway operating revenues (p. 69)-----	4	926	067	3	985	988			
2	(531) Railway operating expenses (p. 76)-----	2	086	951	2	123	551			
3	Net revenue from railway operations-----	2	839	116	1	862	437			
4	(532) Railway tax accruals (p. 82)-----		381	442		305	783			
5	Railway operating income-----	2	457	674	1	556	654			
6	RENT INCOME	xxx	xx	xx	xxx	xx	xx	xxx	xx	xx
7	(503) Hire of freight cars and highway revenue equipment—		357	665		320	750			
8	Credit balance (p. 88)-----									
9	(504) Rent from locomotives (p. 89)-----									
10	(505) Rent from passenger-train cars (p. 89)-----									
11	(506) Rent from floating equipment-----									
12	(507) Rent from work equipment-----		10	041		13	117			
13	(508) Joint facility rent income-----		367	706		333	867			
14	Total rent income-----									
15	RENTS PAYABLE	xxx	xx	xx	xxx	xx	xx	xxx	xx	xx
16	(536) Hire of freight cars and highway revenue equipment—		504	248		212	707			
17	Debit balance (p. 88)-----									
18	(537) Rent for locomotives (p. 89)-----									
19	(538) Rent for passenger-train cars (p. 89)-----									
20	(539) Rent for floating equipment-----									
21	(540) Rent for work equipment-----		82	611		67	559			
22	(541) Joint facility rents-----		586	859		280	266			
23	Total rents payable-----		(219)	(153)		53	601			
24	Net rents (lines 15, 23)-----	2	238	521	1	610	255			
25	Net railway operating income (lines 7, 24)-----									
26	OTHER INCOME	xxx	xx	xx	xxx	xx	xx	xxx	xx	xx
27	(502) Revenues from miscellaneous operations (p. 45)-----									
28	(509) Income from lease of road and equipment (p. 86)-----		64	439		73	765			
29	(510) Miscellaneous rent income (p. 86)-----		46	675		35	700			
30	(511) Income from nonoperating property (p. 45)-----									
31	(512) Separately operated properties—Profit (p. 87)-----									
32	(513) Dividend income-----		343	419		211	919			
33	(514) Interest income-----			95			109			
34	(516) Income from sinking and other reserve funds-----									
35	(517) Release of premiums on funded debt-----									
36	(518) Contributions from other companies-----		257	366		594	897			
37	(519) Miscellaneous income (p. 92)-----		711	994		916	390			
38	Total other income-----	2	950	515	2	526	645			
39	Total income (lines 25, 38)-----									
40	MISCELLANEOUS DEDUCTIONS FROM INCOME	xxx	xx	xx	xxx	xx	xx	xxx	xx	xx
41	(534) Expenses of miscellaneous operations (p. 45)-----									
42	(535) Taxes on miscellaneous operating property (p. 45)-----									
43	(543) Miscellaneous rents (p. 91)-----		74	528		69	519			
44	(544) Miscellaneous tax accruals (p. 45)-----						600			
45	(545) Separately operated properties—Loss (p. 87)-----		23	970		19	639			
46	(549) Maintenance of investment organization-----		98	498		89	758			
47	(550) Income transferred to other companies-----									
48	(551) Miscellaneous income charges (p. 92)-----									
49	Total miscellaneous deductions-----	2	852	017	2	436	887			
50	Income available for fixed charges (lines 39, 49)-----									

300. INCOME ACCOUNT FOR THE YEAR—Continued

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 25, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's rules governing the separation of operating

expenses between freight and passenger service; railroads.

4. Any unusual accruals involving substantial amounts included in column (h) on lines 9 to 25, inclusive, should be fully explained in a footnote.

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

RAIL LINE, INCLUDING WATER TRANSFERS																					
Related solely to freight service (e)			Apportioned to freight service (f)			Total freight service (g)			Related solely to passenger and allied services (h)			Apportioned to passenger and allied services (i)			Total passenger service (j)			Other items not related to either freight or to passenger and allied services (k)			Line No.
\$			\$			\$			\$			\$			\$			\$			
4	926	067				4	926	067													2
2	086	951				2	086	951													3
						2	839	116													4
	381	442				381	442														5
						2	457	674													6
	357	665				357	665														7
																					8
																					9
																					10
																					11
																					12
	10	041				10	041														13
						367	706														14
																					15
	504	248				504	248														16
																					17
																					18
																					19
																					20
	82	611				82	611														21
						586	859														22
						(219	153)														23
						2	238	521													24

If this report is made for a system, list hereunder the names of all companies included in the system returns:

300. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
51	FIXED CHARGES									
52	(542) Rent for leased roads and equipment (p. 90)			516			516			
53	(546) Interest on funded debt:									
54	(a) Fixed interest not in default						12,985			
55	(b) Interest in default									
56	(547) Interest on unfunded debt			1,217			230			
57	(548) Amortization of discount on funded debt									
58	Total fixed charges			1,730			13,731			
59	Income after fixed charges (lines 50, 58)	2	850	287	2	423	156			
60	OTHER DEDUCTIONS									
61	(546) Interest on funded debt:									
62	(c) Contingent interest			10,743						
63	Ordinary income (lines 59, 62)	2	839	544	2	423	156			
64	EXTRAORDINARY AND PRIOR PERIOD ITEMS									
65	(570) Extraordinary items — Net Credit (Debit)(p. 92)									
66	(580) Prior period items — Net Credit (Debit)(p. 92)									
67	(590) Federal income taxes on extraordinary and prior period items— Debit (Credit)(p. 92)									
68	Total extraordinary and prior period items — Credit (Debit)						NONE			
69	Net income transferred to Retained Income-Unappropriated (lines 63, 68)	2	839	544	2	423	156			

NOTE.—See page 301B for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

INCOME ACCOUNT FOR THE YEAR—EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential

effect on net income for the year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guidelines service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Federal income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 92.

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305. RETAINED INCOME—UNAPPROPRIATED

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

2. All contra entries hereunder should be indicated in parentheses.
3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

Line No.	Item (a)	Amount (b)			Remarks (c)
	CREDITS				
1	(602) Credit balance transferred from Income (p. 66) -----	\$ 2	839	544	
2	(606) Other credits to retained income -----				Net of Federal income taxes ----- \$ NONE
3	(622) Appropriations released -----				
4	Total -----	2	839	544	
	DEBITS				
5	(612) Debit balance transferred from Income (p. 66) -----				
6	(616) Other debits to retained income -----				Net of Federal income taxes ----- \$ NONE
7	(620) Appropriations for sinking and other reserve funds -----				
8	(621) Appropriations for other purposes -----				
9	(623) Dividends (p. 68) -----	1	400	002	
10	Total -----	1	400	002	
11	Net increase during year* -----	1	439	542	
12	Balance at beginning of year (p. 11)* -----	2	656	697	
13	Balance at end of year (carried to p. 11)* -----	4	096	239	

* Amount in parentheses indicates debit balance.

Note.—See p. 92, schedule 396, for analysis of Retained Income accounts.

308. DIVIDEND APPROPRIATIONS

1. Give particulars of each dividend declared. For par value or nonpar stock, show in column (d) the respective total par value or total number of shares on which dividend was declared and the corresponding rate percent or per share in column (b) or (c). If any such dividend was payable in anything other than cash, explain the matter fully in a footnote.
2. If an obligation of any character has been incurred for the purpose of procuring funds for the payment of any dividend or for the purpose of

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

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

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
41				\$	\$		
42							
43							
44							
45							
46							
47							
48							
49							
50							
51							
52							
53							
				TOTAL			

SUPPLEMENTARY SCHEDULES
ANNUAL REPORT

OF

TIDEWATER SOUTHERN RAILWAY COMPANY

SAN FRANCISCO, CALIFORNIA

TO THE

INTERSTATE COMMERCE COMMISSION

Per Mr. M. Paolo's letter dated November 16, 1971 - File ACR-C

FOR THE

YEAR ENDED DECEMBER 31, 1972

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

(Name) J. B. Morgan (Title) General Auditor
(Telephone number) 415 982-2100
(Area code) (Telephone number)
(Office address) 526 Mission Street, San Francisco, California 94105
(Street and number, city, State, and ZIP code)

SPECIAL NOTICE

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

All pages of this report form have been renumbered in sequence. See revised Index on pages 131 and 132.

- Page 4: Schedule 104, Relationship of Respondent with Affiliated Companies**
Schedule 104A, Companies Controlled by Respondent
5: Schedule 104B, Companies Indirectly Controlled by Respondent
Schedule 104C, Companies Under Common Control with Respondent
6: Schedule 104D, Companies Controlling Respondent

These schedules revise and amend former Schedules 104A and 104B, to reflect relationship of affiliated companies.

- Pages 10 and 11: Schedules 200A and 200L, Comparative General Balance Sheet - Assets, and Liabilities and Shareholders' Equity**

Columns for reporting opening balances data have been moved to right side of respective schedules.

- Pages 12 and 13: Comparative General Balance Sheet - Explanatory Notes**

The Explanatory Notes have been revised to reflect affiliated company transactions and the Revenue Act of 1971.

- Page 41: Schedule 211-L, Unit Cost of Equipment Installed During the Year**

Instructions have been amended to require reporting of TOFC/COCF equipment.

- Page 83: Schedule 351, Reconciliation of Reported Net Income with Taxable Income for Federal Income Taxes**

This is a new schedule provided to show a reconciliation of Federal tax net income with net income reported in Schedule 300.

- Page 84: Schedule 352, Computation of Federal Income Taxes**

This is a new schedule principally requiring the breakdown of taxes paid on ordinary income and those paid on capital gains.

- Page 85: Schedule 353, Consolidated Federal Income Tax Information**

This is a new schedule to disclose income and tax liability information with respect to carrier and noncarrier affiliates.

- Page 93: Schedule 397, Statement of Changes in Financial Position**

This is a new schedule provided for reporting the source and application of funds during the year.

- Pages 100-105: Schedule 417, Inventory of Equipment**

Car type codes on pages 102 and 103 revised to reflect changes in AAR car type codes.

Provision has been made for reporting of highway revenue equipment on pages 104 and 105.

- Page 120: Schedule 562, Compensation of Officers, Directors, etc.**

Minimum dollar amount has been increased to \$40,000 and instructions clarified as to what compensation must be reported.

- Page 121: Schedule 563, Payments for Services Rendered by Other Than Employees and Affiliates**

Minimum dollar amounts will be increased to \$50,000 and \$100,000, respectively. Instruction 4 modified to require only the total amount paid for other management services.

- Pages 122: Schedule 564, Transactions Between Respondent and Companies or Persons Affiliated With Respondent for Services Received or Provided**
123: Schedule 565, Other Transactions Between Respondent and Companies or Persons Affiliated With Respondent

- 124: Schedule 566A, Transactions Between Noncarrier Subsidiaries of Respondent and Other Affiliated Companies or Persons for Services Received or Provided

- 125: Schedule 566B, Other Transactions Between Noncarrier Subsidiaries of Respondent and Other Affiliated Companies or Persons

These are new schedules provided for reporting transactions among affiliated companies.

- Page 127: Schedule 581, Contracts, Agreements, etc.**

Instructions revised to exclude through route arrangements for the handling of traffic between the reporting carrier and carrier affiliates.

101. 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 change of the nature referred to under inquiry 4 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 128.

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" (p. 129). If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

2. If incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or other

possession began. If a partnership, give date of formation and also names in full of present partners.

3. Give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter.

4. Give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected, citing chapter and section. Specify Government, State, or Territory under the laws of which each company consolidated or merged or otherwise combined into the present company was organized; give reference to the charters of each and to all amendments of them.

5. 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 Tidewater Southern Railway Company.

2. Date of incorporation March 11, 1912.

3. Under laws of what Government, State, or Territory organized? If more than one, name all. Give specific reference to each charter or statute and all amendments thereof, effected during the year. If previously effected, show the year(s) of the report(s) setting forth details. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees. California: In accordance with Part IV Title I of the Civil Code State of California, Section 293 and 294, Part III Title III, Section 473.

4. If the respondent was formed as the result of a consolidation or merger during the year, name all constituent and all merged companies
NONE

5. If respondent was reorganized during the year, give name of original corporation and state the occasion for the reorganization
NO

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars NO.

7. Class of switching and terminal company NONE
(See section No. 7 on inside of front cover)

NOTES AND REMARKS

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1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (c) of schedule No. 102 and column (d) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 103 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices, separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

102. DIRECTORS

Line No.	Name of director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	Harry J. Bruce	526 Mission St., SF	3/16/72	3/15/73	None	
2	R. G. Flannery	"	"	"	"	
3	L. D. Michelson	1025 - 19th St., Sacramento	"	"	"	
4	John C. Miller	526 Mission St., SF	"	"	"	
5	Alfred E. Perlman	"	"	"	"	
6	F. A. Tegeler	"	"	"	"	
7	E. L. Van Dellen	"	"	"	"	
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21. Give the names and titles of all officers of the Board of Directors in control of the respondent at the close of the year:

Chairman of board NONE

Secretary (or clerk) of board Walter G. Treanor

22. Name the members of the executive committee of the Board of Directors of the respondent at the close of the year (naming first the chairman), and state briefly the powers and duties of that committee:

Harry J. Bruce, Alfred E. Perlman, L. D. Michelson (Executive Officer) (See note at bottom)

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

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
GENERAL OFFICERS OF CORPORATION					
31	President and General Manager	All	L. D. Michelson	NONE	1025 - 19th St., Sacramento
32	Vice President	All	A. E. Perlman	"	San Francisco, Calif. 94105
33	VP - Marketing	Marketing	H. J. Bruce	"	"
34	VP & General Counsel	Law	E. L. Van Dellen	"	"
35	Treasurer	Accounting	F. A. Tegeler	"	"
36	Corp. Secty.	None	W. G. Treanor	"	"
37	Asst. Corp. Secty.	"	K. M. Griffin	"	"
38	Asst. Treasurer	"	W. D. Brew	"	"
39	Executive Committee shall have and may exercise during the intervals between the meetings of the Board all the powers vested in the Board except the power to fill vacancies in the Board, power to declare dividends, power to change the numbers of or fill vacancies in the Executive Committee and the power to adopt, amend or repeal By-Laws.				
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104. RELATIONSHIP OF RESPONDENT WITH AFFILIATED COMPANIES

Enter below in the appropriate schedule, No. 104A through 104D, the names of all companies, corporate and noncorporate, which are affiliated with the respondent and submit the information requested in each schedule. Control for the purpose of these schedules shall be construed to include sole or jointly held control, whether maintained or exercised through or by reason of the method of or circumstances surrounding organization or operation, through or by common directors, officers, or stockholders a voting trust or trusts, a holding or investment company or companies, or through or by any other direct or indirect means; and to include the power to exercise control. For the purposes of these schedules, forms of control shall include the following (among others):

1. Right through ownership of securities, an agreement of some character or through some other source to name the majority of the board of directors, managers, or trustees of the controlled company.
 2. Right to foreclose a first lien upon all or a major part in value of the tangible property of the controlled company.
 3. Right to secure control in consequence of advances made for construction of the operating property of the controlled company.
- Right to control only in a specific respect the action of the controlled company or a lessee interest in the property of a company is not to be classed as a form of control over the lessor company.

104 A. COMPANIES CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled solely or jointly by the respondent. If the respondent obtained control over a company during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of each company listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control of the respondent in the controlled company. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter names of other companies, if any, that jointly control the companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
1					
2					
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104 B. COMPANIES INDIRECTLY CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled through intermediary companies. If control was obtained during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In Column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the names of intermediate companies through which control is exercised over companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Intermediary Through Which Control Exists (e)
1					
2					
3					
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104 C. COMPANIES UNDER COMMON CONTROL WITH RESPONDENT

1. Enter in column (a) the names of all companies which are controlled by the same interest that control the respondent.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the name of companies controlling those listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Controlling Company or Individual (e)
1					
2					
3					
4					
5					
6					
7					
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9					
10					
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13					
14					

104 D. COMPANIES CONTROLLING RESPONDENT

1. Enter in column (a) the names of all companies controlling the respondent. Commence with the company which is most remote followed by the company immediately controlled by it. If control over the respondent or control over an intermediary through which respondent is controlled has changed during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised by the company immediately controlled by it.
4. In column (d) indicate the extent of control. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.

Line No.	Name of Controlling Company or Individual (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)
1				
2				
3				
4				
5				
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108 STOCKHOLDERS REPORTS

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

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____
(date)

☒ No annual report to stockholders is prepared.

FOOTNOTES

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109. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$1.00 per share; first preferred, \$..... per share; second preferred, \$..... per share; debenture stock, \$..... per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock, to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing
Stock Books were not closed (See note Section 9, line 25).
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. votes, as of (Date) 1
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. stockholders
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information on page 13, the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED			
				Common	PREFERRED		Other securities with voting power
	(a)	(b)	(c)	(d)	Second (e)	First (f)	(g)
1	Western Pacific	526 Mission Street	1,163,037	1,163,037			
2	Railroad Company	San Francisco, Ca.					
3		94105					
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25	NOTE: The record date of March 10, 1972 for stockholders entitled to vote at the Annual meeting on March 16, 1972 was established under the provisions of Section 2215 of the California Corporation Code.						
26							
27							
28							
29							
30							

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 1,163,037 votes cast.
11. Give the date of such meeting March 16, 1972.
12. Give the place of such meeting San Francisco, California

110. GUARANTIES AND SURETYSHIPS

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

during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue.

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1				
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2. If any corporation or other association was under obligation as guarantor or surety for the performance by the respondent of any agreement or obligation, show for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
41				
42				
43				
44				
45				
46				
47				
48				
49				
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200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (c) should be restated to conform with the account-

ing requirements followed in column (b). The entries in the short column (af) should be deducted from those in column (a) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line No.	Account or Item (a)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT ASSETS			
1	(701) Cash	\$ 43 837	\$ 69 175
2	(702) Temporary cash investments (p. 15)	2 756 677	2 308 827
3	(703) Special deposits (p. 15)		
4	(704) Loans and notes receivable (p. 15)		
5	(705) Traffic and car-service balances—Debit		
6	(706) Net balance receivable from agents and conductors	201 544	162 768
7	(707) Miscellaneous accounts receivable	278 578	314 916
8	(708) Interest and dividends receivable		
9	(709) Accrued accounts receivable (p. 15)	151 274	103 858
10	(710) Working fund advances	360	360
11	(711) Prepayments (p. 15)	9 128	3 303
12	(712) Material and supplies	3 136	11 245
13	(713) Other current assets (p. 15)	1 822	1 931
14	Total current assets	3 446 456	2 976 383
SPECIAL FUNDS			
15	(715) Sinking funds (pp. 16 and 17)	(a1) Total book assets at close of year	(a2) Respondent's own assets included in (a1)
16	(716) Capital and other reserve funds (pp. 16 and 17)		
17	(717) Insurance and other funds (pp. 16 and 17)	560	None
18	Total special funds	560	560
INVESTMENTS			
19	(721) Investments in affiliated companies (pp. 20-23)		
20	(722) Other investments (pp. 20-23)	128 436	32 434
21	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)		
22	Total investments (accounts 721, 722 and 723)	128 436	32 434
PROPERTIES			
23	(731) Road and equipment property (pp. 30-32)	2 766 574	3 475 155
24	Road	\$ 2 488 485	
25	Equipment	245 230	
26	General expenditures	32 860	
27	Other elements of investment	-0-	
28	Construction work in progress	-0-	
29	(732) Improvements on leased property (pp. 30-32)		
30	Road		
31	Equipment		
32	General expenditures		
33	Total transportation property (accounts 731 and 732)	2 766 574	3 475 155
34	(735) Accrued depreciation—Road and Equipment (pp. 36 and 38)	(366 803)	(800 459)
35	(736) Amortization of defense projects—Road and Equipment (p. 39)	(4 635)	(4 635)
36	Recorded depreciation and amortization (accounts 735 and 736)	(371 438)	(805 094)
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36)	2 395 136	2 670 061
38	(737) Miscellaneous physical property (pp. 44 and 45)	470 960	579 073
39	(738) Accrued depreciation—Miscellaneous physical property (pp. 44 and 45)	(57 329)	(54 839)
40	Miscellaneous physical property less recorded depreciation (account 737 less 738)	413 631	524 234
41	Total properties less recorded depreciation and amortization (line 37-plus line 40)	2 808 767	3 194 295
OTHER ASSETS AND DEFERRED CHARGES			
42	(741) Other assets (p. 46)	11 043	16 043
43	(742) Unamortized discount on long-term debt		
44	(743) Other deferred charges (p. 46)	6 326	11 440
45	Total other assets and deferred charges	17 369	27 483
	TOTAL ASSETS	6 401 588	6 231 155

Note.—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200L. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

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

in column (b). The entries in short column (a) should reflect total book liability at close of year. The entries in the short column (a) should be deducted from those in column (a) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Account or item (a)		Balance at close of year (b)		Balance at beginning of year (c)	
CURRENT LIABILITIES					
47	(751) Loans and notes payable (p. 55)		128 597		128 752
48	(752) Traffic and car-service balances—Credit		68 682		57 072
49	(753) Audited accounts and wages payable		1 218 483		1 531 315
50	(754) Miscellaneous accounts payable				
51	(755) Interest matured unpaid		2 932		2 936
52	(756) Dividends matured unpaid				
53	(757) Unmatured interest accrued				
54	(758) Unmatured dividends declared				
55	(759) Accrued accounts payable (p. 55)		140 218		50 311
56	(760) Federal income taxes accrued (p. 56)		6 931		6 931
57	(761) Other taxes accrued (p. 56)		29 367		23 520
58	(763) Other current liabilities (p. 55)		177 978		128 267
59	Total current liabilities (exclusive of long-term debt due within one year)		1 773 188		1 935 104
LONG-TERM DEBT DUE WITHIN ONE YEAR					
		(a1) Total issued	(a2) Held by or for respondent		
60	(764) Equipment obligations and other debt (pp. 48-51)				
LONG-TERM DEBT DUE AFTER ONE YEAR					
		(a1) Total issued	(a2) Held by or for respondent		
61	(765) Funded debt unmatured	(pp. 48-51)			
62	(766) Equipment obligations				
63	(767) Receivers' and Trustees' securities				
64	(768) Debt in default				
65	(769) Amounts payable to affiliated companies (p. 54)				
66	Total long-term debt due after one year				
RESERVES					
67	(771) Pension and welfare reserves (p. 57)				
68	(772) Insurance reserves (p. 57)				
69	(774) Casualty and other reserves (p. 57)		206 700		145 150
70	Total reserves		206 700		145 150
OTHER LIABILITIES AND DEFERRED CREDITS					
71	(781) Interest in default (p. 50)				
72	(782) Other liabilities (p. 57)		10 158		10 627
73	(783) Unamortized premium on long-term debt				
74	(784) Other deferred credits (p. 57)		27 531		12 098
75	(785) Accrued depreciation—Leased property (p. 37)				
76	Total other liabilities and deferred credits		37 531		22 725
SHAREHOLDERS' EQUITY					
Capital stock (Par or stated value)					
		(a1) Total issued	(a2) Held by or for company		
77	(791) Capital stock issued—Total		1 163 037		1 165 577
78	Common stock (p. 59)	1,781,053	618,016		
79	Preferred stock (p. 59)	14,650	14,650		
80	(792) Stock liability for conversion (p. 60)				
81	(793) Discount on capital stock				
82	Total capital stock		1 163 037		1 165 577
Capital surplus					
83	(794) Premiums and assessments on capital stock (p. 61)		491 470		493 175
84	(795) Paid-in surplus (p. 61)		10 616		6 371
85	(796) Other capital surplus (p. 61)				
86	Total capital surplus		502 086		499 546
Retained income					
87	(797) Retained income—Appropriated (p. 61)				
88	(798) Retained income—Unappropriated (p. 68)		2 719 046		2 463 053
89	Total retained income		2 719 046		2 463 053
90	Total shareholders' equity		4 384 169		4 128 176
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		6 401 588		6 231 155

NOTE—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes explanatory statements explaining (1) service interruption insurance policies and indicate the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under section 168 (formerly section 124-A) and under section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under section 168 (formerly section 124-A) of the Internal Revenue Code ----- \$

(b) Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below ----- \$

-Accelerated depreciation since December 31, 1953, under section 167 of the Internal Revenue Code.

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

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

(c)(i) Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended ----- \$

(ii) If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit in account 784, other deferred credits, at beginning of year ----- \$

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

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual ----- \$

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

Total deferred investment tax credit in account 784 at close of year ----- \$

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

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

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
_____	_____	_____	\$ _____
_____	_____	_____	_____
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_____	_____	_____	\$ _____

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	As recorded on books			Amount not recorded
	Amount in dispute	Account Nos.		
		Debit	Credit	
Per diem receivable-----	\$ _____	_____	_____	\$ _____
Per diem payable-----	_____	_____	_____	_____
Net amount-----	\$ _____	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	\$ _____

Continued on following page

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 205 AND 206

1. Schedules 205 and 206 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated and nonaffiliated companies held by respondent at close of year specifically as investments including obligations of the United States, of a State or local government, or of an individual, as held; investments made, disposed of, or written down during the year; and dividends and interest credited to income. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing account No. 721, "Investments in affiliated companies," in the Uniform System of Accounts for Railroad Companies.

2. These investments should be subdivided to show the par value pledged, unpledged, and held in fund accounts. Under "pledged" include the par value of securities recorded in accounts Nos. 721, "Investments in affiliated companies," and 722, "Other investments," which are deposited with some pledgee or other trustee, or held subject to the lien of a chattel mortgage, or subject to any other restriction or condition which makes them unavailable for general corporate purposes. "Unpledged" should include all securities held by or for the respondent free from any lien or restriction, recorded in the accounts mentioned above. Under "In sinking, insurance, and other funds" include the par value of securities recorded in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

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

(A) Stocks:

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

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

(C) Other secured obligations:

(D) Unsecured notes:

(E) Investment advances:

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

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

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

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

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

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

9. Any balance in account 723, Reserve for adjustment of investment in securities - Credit, shall be disclosed by footnote to the securities against which such reserves were established.

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205. INVESTMENTS IN AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, 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....." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR									
						Fair value of amount held at close of year									
						Pledged		Unpledged		In sinking, insurance, and other funds		Total per value			
	(a)	(b)	(c)	(d)	(e)	(f)		(g)		(h)		(i)			
						\$		\$		\$		\$		\$	
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205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. For nonpar stock, show the number of shares in lieu of the par value in columns (f), (g), (h), (i), (k), and (m).

8. In reporting advances, columns (f), (g), (h), (i), (k), and (m) should be left blank. If any advances are pledged, give particulars in a footnote.

9. Particulars of investments made, disposed of, or written down during

the year should be given in columns (k) to (o), inclusive. If the cost of any investment made during the year differs from the book value reported in column (f), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (n), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

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

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR												DIVIDENDS OR INTEREST DURING YEAR				Line No.																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																								
Total book value			Par value		Book value				Par value		Book value				Selling price						Rate	Amount credited to income																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																											
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205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR							
						FAIR VALUE OF AMOUNT HELD AT CLOSE OF YEAR							
						Pledged		Unpledged		In sinking, insurance, and other funds		Total par value	
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)
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205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR												DIVIDENDS OR INTEREST DURING YEAR				Line No.
Total book value			Par value			Book value			Par value			Book value			Selling price			Rate	Amount credited to income						
(j)			(k)			(l)			(m)			(n)			(o)			(p)	(q)						
\$			\$			\$			\$			\$			\$			%	\$						
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206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investment in U. S. Treasury obligations may be reported as one item.

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...." In making entries in this column, abbreviations

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged (e)			Unpledged (f)			In sinking, insurance, and other funds (g)			Total per value (h)		
(a)	(b)	(c)	(d)													
1	722	C-3	X	Turlock Fruit Company												
2				Snider Lumber Company												
3				San Joaquin Tomato Growers												
4				Smith - Palmer												
5																
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7	722			Total class C												
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206. OTHER INVESTMENTS—Continued

In common use in standard financial publications may be used where necessary on account of limited space.

6. For nonpar stock, show the number of shares in lieu of the par value in columns (e), (f), (g), (h), (i), and (j).

7. In reporting advances, columns (e), (f), (g), (h), (i), and (j) should be left blank. If any advances are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (n), inclusive. If the cost of any investment made during the year differs from the book value reported in column (k), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (m) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR			DIVIDENDS OR INTEREST DURING YEAR			Line No.
Total book value			Par value		Book value	Par value		Book value	Selling price	Rate	Amount credited to income	
(i)	(j)	(k)	(l)	(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)
2,528								1,175	1,175	%	185	1
8,739								5,826	5,826		1,573	2
11,666								2,500	2,500		781	3
105,503		116,470						10,968	10,968		679	4
												5
												6
128,416		116,470						20,469	20,469		3,218	7
												8
												9
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206. OTHER INVESTMENTS—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also line reference, if any	INVESTMENTS AT CLOSE OF YEAR									
					FAIR VALUE OF AMOUNT HELD AT CLOSE OF YEAR									
					Pledged		Unpledged			In sinking, insurance, and other funds		Total per value		
	(a)	(b)	(c)	(d)	(e)		(f)			(g)		(h)		
54														
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211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 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 the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be

shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote.

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

3. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is included in account 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2 1/2, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

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

Line No.	Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		DEPRECIATION BASE		Annual composite rate (percent) (d)	DEPRECIATION BASE		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
		\$	\$	%	\$	\$	%
1	ROAD						
2	(1) Engineering	37,275	39,402	0.71			
3	(2½) Other right-of-way expenditures						
4	(3) Grading	81,808	81,511	0.06			
5	(5) Tunnels and subways						
6	(6) Bridges, trestles, and culverts	435,633	465,451	1.72			
7	(7) Elevated structures						
8	(13) Fences, snowsheds, and signs	34,240	34,310	2.70			
9	(16) Station and office buildings	80,480	71,141	1.74			
10	(17) Roadway buildings	6,849	6,849	3.10			
11	(18) Water stations						
12	(19) Fuel stations						
13	(20) Shops and enginehouses						
14	(21) Grain elevators						
15	(22) Storage warehouses						
16	(23) Wharves and docks						
17	(24) Coal and ore wharves						
18	(25) TOFC/COFC terminals						
19	(26) Communication systems	46,997	46,997	2.91			
20	(27) Signals and interlockers	67,418	123,207	2.85			
21	(29) Power plants						
22	(31) Power transmission systems						
23	(35) Miscellaneous structures						
24	(37) Roadway machines	10,901	10,901	5.65			
25	(39) Public improvements—Construction	88,976	109,054	2.75			
26	(44) Shop machinery	593	594	4.80			
27	(45) Power-plant machinery						
28	All other road accounts						
29	Amortization (other than defense projects)						
30	Total road	891,170	989,427	1.94			
31	EQUIPMENT						
32	(52) Locomotives	32,260	32,260	3.22			
33	(53) Freight-train cars	1,072,156	241,027	3.73			
34	(54) Passenger-train cars						
35	(55) Highway revenue equipment						
36	(56) Floating equipment						
37	(57) Work equipment	1,039	1,039	3.34			
38	(58) Miscellaneous equipment	2,255	-0-	8.60			
39	Total equipment	1,107,712	274,326	3.32			
40	GRAND TOTAL	1,998,882	1,263,753	2.63	NONE	NONE	2.63

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

211C. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in account No. 509.

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

3. In column (d) show the composite rates used in computing the depreciation for the month of December and on lines 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 in computing the depreciation for December and dividing the total so computed by the depreciation base.

4. If the depreciation base for accounts 1, 2½, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

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

Line No.	Account	DEPRECIATION BASE				Annual composite rate (percent)
		Beginning of year		Close of year		
	(a)	(b)		(c)	(d)	
		\$		\$	%	
1	ROAD					
2	(1) Engineering					
3	(2½) Other right-of-way expenditures					
4	(3) Grading					
5	(5) Tunnels and subways					
6	(6) Bridges, trestles, and culverts					
7	(7) Elevated structures					
8	(13) Fences, snowsheds, and signs					
9	(16) Station and office buildings					
10	(17) Roadway buildings	THIS PAGE INTENTIONALLY LEFT BLANK				
11	(18) Water stations					
12	(19) Fuel stations					
13	(20) Shops and enginehouses					
14	(21) Grain elevators					
15	(22) Storage warehouses					
16	(23) Wharves and docks					
17	(24) Coal and ore wharves					
18	(25) TOFC/COFC terminals					
19	(26) Communication systems					
20	(27) Signals and interlockers					
21	(29) Power plants					
22	(31) Power transmission systems					
23	(35) Miscellaneous structures					
24	(37) Roadway machines					
25	(39) Public improvements—Construction					
26	(44) Shop machinery					
27	(45) Power-plant machinery					
28	All other road accounts					
29	Total road					
30	EQUIPMENT					
31	(52) Locomotives					
32	(53) Freight-train cars					
33	(54) Passenger-train cars					
34	(55) Highway revenue equipment					
35	(56) Floating equipment					
36	(57) Work equipment					
37	(58) Miscellaneous equipment					
38	Total equipment					
39	GRAND TOTAL				XXXX	

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211F for the reserve relating to road and equipment owned but not used by the respondent.) If any

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

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 29.

Line No.	Amount (a)	Balance at beginning of year (b)		Credits to Reserve During the Year		Debits to Reserve During the Year		Balance at close of year (g)	
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
1	ROAD								
2	(1) Engineering	12	221		270			12	491
3	(24) Other right-of-way expenditures								
4	(3) Grading	2	052		48			2	100
5	(5) Tunnels and subways								
6	(6) Bridges, trestles, and culverts	163	840	7	854			171	694
7	(7) Elevated structures								
8	(13) Fences, snow sheds, and signs	25	295		—0—			25	295
9	(16) Station and office buildings	54	429	1	264	9	039	46	654
10	(17) Roadway buildings	6	236		216			6	452
11	(18) Water stations	(483)			—0—			(	483
12	(19) Fuel stations								
13	(20) Shops and enginehouses								
14	(21) Grain elevators								
15	(22) Storage warehouses								
16	(23) Wharves and docks								
17	(24) Coal and ore wharves								
18	(25) TOFC/COFC terminals								
19	(26) Communication systems	30	772	1	368			32	140
20	(27) Signals and interlockers	20	224	2	446	30		22	640
21	(29) Power plants								
22	(31) Power-transmission systems								
23	(33) Miscellaneous structures								
24	(37) Roadway machines	11	822					11	822
25	(39) Public improvements—Construction	53	085	2	752			55	837
26	(44) Shop Machinery *		572		24				596
27	(45) Power-plant machinery *								
28	All other road accounts								
29	Amortization (other than defense projects)								
30	Total road	380	065	16	242	9	069	387	238
31	EQUIPMENT								
32	(52) Locomotives	(100	700	1	039	10	426	(110	087
33	(53) Freight-train cars	519	435	36	678	466	101	90	012
34	(54) Passenger-train cars								
35	(55) Highway revenue equipment								
36	(56) Floating equipment								
37	(57) Work equipment		501		35				536
38	(58) Miscellaneous equipment		1 158		81	2	135		(896)
39	Total equipment	420	394	37	833	478	662	(70	435
40	GRAND TOTAL	800	459	54	075	487	731	355	803

*Chargeable to account 305.

211G. AMORTIZATION OF DEFENSE PROJECTS—ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

1. Show in columns (b) to (e) the amount of base of road and equipment property for which amortization reserve is provided in account No. 736, "Accrued amortization of defense projects—Road and Equipment" of the respondent. If the amortization base is other than the ledger value stated in the investment account, a full explanation should be given.

2. Show in columns (f) to (i) the balance at the close of the

year and all credits and debits during the year in reserve account No. 736, "Accrued amortization of defense projects—Road and Equipment."

3. The information requested for "Road" by columns (b) through (i) may be shown by projects amounting to \$100,000 or more, or by single entries as "Total road" in line 28. If

reported by projects, each project should be briefly described, stating kind, location, and authorization date and number. Projects amounting to less than \$100,000 should be combined in a single entry designated "Minor items, each less than \$100,000."

4. Any amounts included in columns (b) and (f), and in column (h) affecting operating expenses, should be fully explained.

Line No.	Description of property or account (a)	BASE												RESERVE											
		Debits during year (b)			Credits during year (c)			Adjustments (d)			Balance at close of year (e)			Credits during year (f)			Debits during year (g)			Adjustments (h)			Balance at close of year (i)		
		\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX
1	ROAD:	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX
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27																									
28	TOTAL ROAD		NONE			NONE			NONE		4	635		NONE			NONE			NONE			NONE		
29	EQUIPMENT:	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX
30	(52) Locomotives																								
31	(53) Freight-train cars																								
32	(54) Passenger-train cars																								
33	(55) Highway revenue equipment																								
34	(56) Floating equipment																								
35	(57) Work equipment																								
36	(58) Miscellaneous equipment																								
37	TOTAL EQUIPMENT		NONE			NONE			NONE		NONE			NONE			NONE			NONE			NONE		
38	GRAND TOTAL		NONE			NONE			NONE		4	635		NONE			NONE			NONE			NONE		

NOTES AND REMARKS

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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 48, 49, 50 AND 51

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

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

- (1) MORTGAGE BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS:
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.
- (5) MISCELLANEOUS OBLIGATIONS.
- (6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).
- (7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

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

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

In column (m) enter the amount of debt both nominally and actually issued up to the date of the report and not the amount authorized. In the event debt is assumed, column (m) should include the amount of debt issued by the original debtor.

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

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

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

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

The grand totals of columns (n) and (r), when combined, should equal the sum of the amounts stated in short column (b₂) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 51 give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

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

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

Particulars concerning the reacquisition of securities that were actually outstanding should be reported on pages 50 and 51, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

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218. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISION*		Does obligation provide for— (Answer "Yes" or "No")			Is other property (Real or Personal or Leasehold) subject to lien of the obligation? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien	
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)		
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GRAND TOTAL.								1111	1111	1111	1111		

215. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued	AMOUNT NOMINALLY ISSUED AND--				AMOUNT REACQUIRED AND--				TOTAL AMOUNT ACTUALLY OUTSTANDING						Line No.																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																							
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P", matured by symbol "M")		Canceled	Total amount actually issued	Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P", matured by symbol "M")		Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	Matured and no provision made for payment (account 768)																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																												
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218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 234)	AMOUNT OF INTEREST ACCRUED DURING YEAR						Amount of interest paid during year	Total amount of interest in default
		Charged to income		Charged to investment accounts					
		(a)	(v)	(w)	(x)	(y)			
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55									
56	GRAND TOTAL								

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

[illegible]

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in

column (b) show the classes of equipment and the number of units covered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218) (a)	Description of equipment covered (b)	Contract price of equipment acquired (c)			Cash paid on acceptance of equipment (d)		
			\$			\$		
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360. INCOME ACCOUNT FOR THE YEAR

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report, the amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under lease for a

rental of \$1,000,000, but road (A) owns 50 percent of the stock of road (B) on which it receives \$250,000 in dividends. The entries in column (d) should be: Account No. 513, "Dividend income," \$250,000; Account No. 542, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire in part or all of the securities of road (D), a separately operated carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item	Amount for current year			Amount for preceding year			Offsetting debits and credits for current year		
	(a)	(b)			(c)			(d)		
	ORDINARY ITEMS									
	OPERATING INCOME									
	RAILWAY OPERATING INCOME									
1	(501) Railway operating revenues (p. 69)	1	731	858	1	538	353			
2	(531) Railway operating expenses (p. 76)		956	484		737	453			
3	Net revenue from railway operations		735	364		800	900			
4	(532) Railway tax accruals (p. 82)		110	600		103	592			
5	Railway operating income		624	764		697	308			
	RENT INCOME									
6	(503) Hire of freight cars and highway revenue equipment—		232	394		206	917			
7	Credit balance (p. 88)									
8	(504) Rent from locomotives (p. 89)									
9	(505) Rent from passenger-train cars (p. 89)									
10	(506) Rent from floating equipment									
11	(507) Rent from work equipment									
12	(508) Joint facility rent income		1	192			608			
13	Total rent income		233	586		207	525			
	RENTS PAYABLE									
14	(536) Hire of freight cars and highway revenue equipment—		252	633		152	281			
15	Debit balance (p. 88)									
16	(537) Rent for locomotives (p. 89)									
17	(538) Rent for passenger-train cars (p. 89)									
18	(539) Rent for floating equipment									
19	(540) Rent for work equipment									
20	(541) Joint facility rents			482			360			
21	Total rents payable		253	115		152	641			
22	Net rents (lines 15, 23)		(19)	(529)		54	884			
23	Net railway operating income (lines 7, 24)		605	235		752	192			
	OTHER INCOME									
24	(502) Revenues from miscellaneous operations (p. 45)									
25	(509) Income from lease of road and equipment (p. 86)									
26	(510) Miscellaneous rent income (p. 86)		3	055		1	950			
27	(511) Income from nonoperating property (p. 45)		10	063		12	390			
28	(512) Separately operated properties—Profit (p. 87)									
29	(513) Dividend income									
30	(514) Interest income		113	395		39	184			
31	(516) Income from sinking and other reserve funds			42			49			
32	(517) Release of premiums on funded debt									
33	(518) Contributions from other companies									
34	(519) Miscellaneous income (p. 92)		7	428		9	518			
35	Total other income		133	963		63	091			
36	Total income (lines 25, 38)		739	218		815	283			
	MISCELLANEOUS DEDUCTIONS FROM INCOME									
37	(534) Expenses of miscellaneous operations (p. 45)									
38	(535) Taxes on miscellaneous operating property (p. 45)									
39	(543) Miscellaneous rents (p. 91)									
40	(544) Miscellaneous tax accruals (p. 45)		27	218		27	738			
41	(545) Separately operated properties—Loss (p. 87)									
42	(549) Maintenance of investment organization									
43	(550) Income transferred to other companies									
44	(551) Miscellaneous income charges (p. 92)		4	313		9	651			
45	Total miscellaneous deductions		31	531		37	389			
46	Income available for fixed charges (lines 39, 49)		707	687		777	894			

300. INCOME ACCOUNT FOR THE YEAR—Continued

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 25, inclusive, should be analyzed in columns (e) to (h) in accordance with the Commission's rules governing the separation of operating

expenses between freight and passenger service; railroads.

4. Any unusual accruals involving substantial amounts included in column (h) on lines 9 to 25, inclusive, should be fully explained in a footnote.

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

RAIL-LINE, INCLUDING WATER TRANSFERS																					Line No.
Related solely to freight service (e)			Apportioned to freight service (f)			Total freight service (g)		Related solely to passenger and allied services (h)			Apportioned to passenger and allied services (i)			Total passenger service (j)			Other items not related to either freight or to passenger and allied services (k)				
\$			\$			\$			\$			\$			\$			\$			
1	731	858				1	731	858													1
	996	494					996	494													2
							735	364													3
	110	600					110	600													4
							624	764													5
	232	394					232	394													6
																					7
																					8
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																					10
																					11
																					12
	1	192					1	192													13
							233	586													14
	252	633					252	633													15
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																					18
																					19
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																					21
	482						482														22
							253	115													23
							(19	529)													24
							605	235													25

If this report is made for a system, list hereunder the names of all companies included in the system returns:

300. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$					
51	FIXED CHARGES	xx	xx	xx	xx	xx	xx	xx	xx	xx
52	(542) Rent for leased roads and equipment (p. 90)									
53	(546) Interest on funded debt:	xx	xx	xx	xx	xx	xx	xx	xx	xx
54	(a) Fixed interest not in default									
55	(b) Interest in default		51	705			311			
56	(547) Interest on unfunded debt									
57	(548) Amortization of discount on funded debt		51	705			311			
58	Total fixed charges		655	982			777	583		
59	Income after fixed charges (lines 50, 58)									
60	OTHER DEDUCTIONS	xx	xx	xx	xx	xx	xx	xx	xx	xx
61	(546) Interest on funded debt:	xx	xx	xx	xx	xx	xx	xx	xx	xx
62	(c) Contingent interest									
63	Ordinary income (lines 59, 62)		655	982						
64	EXTRAORDINARY AND PRIOR PERIOD ITEMS	xx	xx	xx	xx	xx	xx	xx	xx	xx
65	(570) Extraordinary items - Net Credit (Debit)(p. 92)									
66	(589) Prior period items - Net Credit (Debit)(p. 92)									
67	(590) Federal income taxes on extraordinary and prior period items - Debit (Credit)(p. 92)									
68	Total extraordinary and prior period items - Credit (Debit)									
69	Net income transferred to Retained Income-Unappropriated (lines 63, 68)		655	982			777	583		

NOTE.—See page 301B for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

INCOME ACCOUNT FOR THE YEAR—EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential

effect on net income for the year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Federal income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 92.

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ANNUAL REPORT 1972 CLASS I

139700

WESTERN PACIFIC RAILROAD CO.

5 OF 5

305. RETAINED INCOME--UNAPPROPRIATED

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

2. All contra entries hereunder should be indicated in parentheses.
3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

Line No.	Item (a)	Amount (b)			Remarks (c)
	CREDITS				
1	(602) Credit balance transferred from Income (p. 66) -----	\$	655	982	
2	(606) Other credits to retained income -----				Net of Federal income taxes ----- \$ None
3	(622) Appropriations released -----				
4	Total -----		655	982	
	DEBITS				
5	(612) Debit balance transferred from Income (p. 63) -----				
6	(616) Other debits to retained income -----				Net of Federal income taxes ----- \$ None
7	(620) Appropriations for sinking and other reserve funds -----				
8	(621) Appropriations for other purposes -----				
9	(623) Dividends (p. 68) -----		400	000	
10	Total -----		400	000	
11	Net increase during year* -----		255	982	
12	Balance at beginning of year (p. 11)* -----		2 463	064	
13	Balance at end of year (carried to p. 11)* -----		2 719	046	

* Amount in parentheses indicates debit balance.

Note.--See p. 92, schedule 396, for analysis of Retained Income accounts.

308. DIVIDEND APPROPRIATIONS

1. Give particulars of each dividend declared. For par value or nonpar stock, show in column (d) the respective total par value or total number of shares on which dividend was declared and the corresponding rate percent or per share in column (b) or (c). If any such dividend was payable in anything other than cash, explain the matter fully in a footnote.
2. If an obligation of any character has been incurred for the purpose of procuring funds for the payment of any dividend or for the purpose of

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

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

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
41				\$	\$		
42							
43							
44							
45							
46							
47							
48							
49							
50							
51							
52							
53				TOTAL			

VERIFICATION

The foregoing report must be verified by the oath of the officer having control of the accounting of the respondent. It should be verified, also, by the oath of the president or other chief officer of the respondent, unless the respondent states on the last preceding page of this report that such chief officer has no control over the accounting of the respondent. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

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

State of California
City & San Francisco
County of _____

J. B. Morgan
(Insert here the name of the affiant)

makes oath and says that he is _____

General Auditor
(Insert here the official title of the affiant)

of Sacramento Northern Railway & Tidewater Southern Railway Company
(Insert here the exact legal title or name of the respondent)

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

January 1, 1972, to and including December 31, 1972

[Signature]
(Signature of affiant)

Subscribed and sworn to before me, a _____ Notary Public _____, in and for the State and
county above named, this 26th day of March, 19 73
My commission expires December 14, 1975

Use an
L. S.
Impression seal



[Signature]
(Signature of officer authorized to administer oaths)
D. L. Fafoutis

SUPPLEMENTAL OATH

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

State of California
City & San Francisco
County of _____

L. D. Michelson
(Insert here the name of the affiant)

makes oath and says that he is _____

President and General Manager
(Insert here the official title of the affiant)

of Sacramento Northern Railway and Tidewater Southern Railway Company
(Insert here the exact legal title or name of the respondent)

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including January 1, 1972, to and including December 31, 1972

[Signature]
(Signature of affiant)

Subscribed and sworn to before me, a _____ Notary Public _____, in and for the State and
county above named, this 26th day of March, 1973
My commission expires December 14, 1975

Use an
L. S.
Impression seal



[Signature]
(Signature of officer authorized to administer oaths)
D. L. Fafoutis

