

ANNUAL REPORT 1973

139700

WESTERN PACIFIC RAILROAD SYSTEM

1 OF 4

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annual report

INTERSTATE
COMMERCE COMMISSION
RECEIVED

APR 1 1974

ADMINISTRATIVE SERVICES
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WESTERN PACIFIC RAILROAD SYSTEM
526 MISSION ST.
SAN FRANCISCO, CALIF 94105

13970

CL&LH

Correct name and address if different than shown.

Full name and address of reporting carrier.
(Use mailing label on original, copy in full on duplicate.)



to the
Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1973

NOTICE

1. This Form for annual report should be filled out in triplicate and two copies returned to the Interstate Commerce Commission, Bureau of Accounts, Washington, D.C. 20423, by March 31, of the year following that for which the report is made. One copy should be retained in respondent's file. Attention is specially directed to the following provisions of Part I of the Interstate Commerce Act:

SEC. 20. (1) The Commission is hereby authorized to require annual, periodical, or special reports from carriers, lessors, * * * (as defined in this section), to prescribe the manner and form in which such reports shall be made, and to require from such carriers, lessors, * * * specific and full, true, and correct answers to all questions upon which the Commission may deem information to be necessary, classifying such carriers, lessors, * * * as it may deem proper for any of these purposes. Such annual reports shall give an account of the affairs of the carrier, lessor, * * * in such form and detail as may be prescribed by the Commission.

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

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

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

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

The respondent is further required to send to the Bureau of Accounts immediately upon preparation, two copies of its latest annual report to stockholders. See schedule 108, page 6.

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

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

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

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

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

7. Railroad corporations, mainly distinguished as operating companies and lessor companies, are for the purpose of report to the Interstate Commerce Commission divided into classes. An operating company is one whose officers direct the business of transportation and whose books contain operating as well as financial accounts;

and, a lessor company, the property of which being leased to and operated by another company, is one that maintains a separate legal existence and keeps financial but not operating accounts. In making reports, lessor companies use Annual Report Form E.

Operating companies (including switching and terminal) are broadly classified, with respect to their operating revenues, according to the following general definitions:

Class I companies are those having annual operating revenues of \$5,000,000, or more. For this class, Annual Report Form A is provided.

Class II companies are those having annual operating revenues below \$5,000,000. For this class, Annual Report Form C is provided.

In applying this classification to any switching or terminal company which is operated as a joint facility of owning or tenant railroads, the sum of the annual railway operating revenues, the joint facility rent income, and the returns to joint facility credit accounts in operating expenses, shall be used in determining its class.

Switching and terminal companies are further classified as:

Class S1. **Exclusively switching.** This class of companies includes all those performing switching service only, whether for joint account or for revenue.

Class S2. **Exclusively terminal.** This class of companies includes all companies furnishing terminal trackage or terminal facilities only, such as union passenger or freight stations, stockyards, etc., for which a charge is made, whether operated for joint account or for revenue. In case a bridge or ferry is a part of the facilities operated by a terminal company, it should be included under this heading.

Class S3. **Both switching and terminal.** Companies which perform both a switching and a terminal service. This class of companies includes all companies whose operations cover both switching and terminal service, as defined above.

Class S4. **Bridge and ferry.** This class of companies is confined to those whose operations are limited to bridges and ferries exclusively.

Class S5. **Mixed.** Companies performing primarily a switching or a terminal service, but which also conduct a regular freight or passenger traffic. The revenues of this class of companies include, in addition to switching or terminal revenues, those derived from local passenger service, local freight service, participation in through movement of freight or passenger traffic, other transportation operations, and operations other than transportation.

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

COMMISSION means the Interstate Commerce Commission. RESPONDENT means the person or corporation in whose behalf the report is made. THE YEAR means the year ended December 31 for which the report is made. THE CLOSE OF THE YEAR means the close of business on December 31 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the close of the period covered by the report. THE BEGINNING OF THE YEAR means the beginning of business on January 1 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the beginning of the period covered by the report. THE PRECEDING YEAR means the year ended December 31 of the year next preceding the year for which the report is made. THE UNIFORM SYSTEM OF ACCOUNTS FOR RAILROAD COMPANIES means the system of accounts in Part 1201 of Title 49, Code of Federal Regulations, as amended.

9. All companies using this Form should complete all schedules, with the following exceptions, which should severally be completed by the companies to which they are applicable:

Schedules restricted to Switching and Terminal Companies		Schedules restricted to other than Switching and Terminal Companies	
Schedule	414	Schedule	411
"	415	"	412
"	532		

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, 1973

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

(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.

This report, formerly designated Form A, has been reduced in size to make it easier to complete, convenient to handle and permit the use of standard copy machines to reproduce reports.

NOTICE - Inside Front Cover

New instruction 6 added to provide for the reporting of money items throughout the report in thousands of dollars.

Page 10: Schedule 200A. Comparative General Balance Sheet - Assets

Page 11: Schedule 200L. Comparative General Balance Sheet - Liabilities and Shareholders' Equity

Accounts 705 and 752 have been revised to read "Traffic, car service and other balances - Dr." and "Traffic, car service and other balances - Cr." respectively to conform to the amendment of the Uniform System of Accounts for Railroad Companies (49 C.F.R. 1201), as authorized in Order of the Commission, in Docket No. 32153 (Sub-No. 3) dated November 10, 1972.

Page 15: Schedule 201. Items in Selected Current Asset Accounts

Instructions have been revised to require the reporting of the three largest items regardless of the dollar amount and minimum dollar amount increased to \$250,000.

Pages 16 and 17: Schedule 204. Sinking, Capital, Insurance and Other Reserve Funds

Instructions have been revised to require the reporting of the three largest funds in each account, and funds earmarked incentive per diem, regardless of the dollar amount and minimum dollar amount increased to \$250,000. Reporting of par value eliminated. Instructions clarified as to reporting of data in column (b).

Pages 20-23: Schedule 205. Investments in Affiliated Companies

Reporting of par value data eliminated.

Pages 24-27: Schedule 206. Other Investments

Reporting of par value data eliminated. Instructions revised to delete the requirement for reporting investments included in accounts numbered 715, 716 and 717, where those investments are held by trustees in lieu of cash deposits required under the governing instrument.

Pages 28 and 29: Schedule 209. Securities, Advances, and Other Intangibles Owned or Controlled Through Nonreporting Carrier and Noncarrier Subsidiaries

Reporting of par value data eliminated.

Page 46: Schedule 216. Other Assets and Deferred Charges

Page 55: Schedule 223. Items in Selected Current Liability Accounts

Page 57: Schedule 225. Items in Selected Reserve and Other Liability Accounts

Page 62: Schedule 233. Contingent Assets and Liabilities

Page 86: Schedule 371. Income from Lease of Road and Equipment

Schedule 372. Miscellaneous Rent Income

Page 87: Schedule 375. Separately Operated Properties - Profit or Loss

Instructions have been revised to require the reporting of the three largest items regardless of the dollar amount and minimum dollar amount increased to \$250,000.

Page 88: Schedule 376. Hire of Freight Cars

Reporting of "Net Balance of Unequipped Box Car Rentals Included in Line 23" has been eliminated.

Page 90: Schedule 383. Rent for Leased Roads and Equipment

Page 91: Schedule 384. Miscellaneous Rents

Instructions have been revised to require the reporting of the three largest items regardless of the dollar amount and minimum dollar amount increased to \$250,000.

Page 92: Schedule 396. Items in Selected Income and Retained Income Accounts for the Year

Minimum dollar amount increased to \$250,000.

Pages 99-105: Schedule 417. Inventory of Equipment

Provision has been made to report separately auxiliary locomotive units and instruction 6, page 99, revised accordingly. Column headings on pages 102 and 103, have been changed to read "Time-mileage cars" and "All other" instead of "Per diem" and "Non per diem." Column heading on pages 104 and 105 has been changed to read "All other" instead of "Non per diem" and instruction 6, page 103, revised accordingly.

Page 116: Schedule 531. Statistics of Rail-Line Operations

The reference to "per diem" cars has been changed to read "time-mileage" cars and instructions changed accordingly.

Pages 129-131: Schedule 600. Remunerations from National Railroad Passenger Corporation

New schedule to be completed by carriers participating in the National Railroad Passenger Corporation (NRPCC) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-No. 3).

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. 132). 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

102. DIRECTORS

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

2. State in column (e) 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.

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	B. C. Carter	San Jose CA 95106	6-27-73	6-25-74	None	
2	A. L. Fergenson	New York NY 10017	"	"	"	
3	W. P. Fuller III	San Fran CA 94104	"	"	"	
4	R. V. Hansberger	Boise ID 83706	"	"	"	
5	A. B. Layton	Walnut Creek CA 94595	"	"	"	
6	H. C. Munson	Los Altos CA 94022	"	"	"	
7	H. A. Newman	New York NY 10022	"	"	"	
8	A. E. Perlman	San Fran CA 94105	"	"	"	
9	J. Rosenblatt	Salt Lake UT 84111	"	"	"	
10	T. Weisman	Los Angeles CA 90069	"	"	"	
11	R. G. Flannery	San Fran CA 94105	"	"	"	
12	N. L. Gidden	Washington DC 20015	"	"	"	
13	R. A. Kavesh	New York NY 10006	"	"	"	
14	P. J. Kern	New York NY 10019	"	"	"	
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 Alfred E. Perlman

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), A. Leon Fergenson,

Robert G. Flannery, Paul J. Kern, Alfred E. Perlman, Theodore Weisman (See note 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)
1	Chairman Executive				400 Park Avenue
2	Committee	All	Howard A. Newman	None	New York 10022
3	Chairman of Board				
4	of Directors &				526 Mission Street
5	Chief Exec. Officer	All	Alfred E. Perlman	None	San Francisco 94105
6	President	All	Robert G. Flannery	"	" "
7	VP-Marketing	Marketing	Harry J. Bruce	"	" "
8	VP-Operation	Transportation	Robert C. Marquis	"	" "
9	VP-Finance	Treasury & Acctg.	F. A. Tegeler	"	" "
10	VP-Law and				
11	Corporate Scty.	Law	Walter G. Treanor	"	" "
12	Treasurer	Treasury	Hugh W. Klebahn	"	" "
13	Director of Pur-				
14	chases & Materials	Purchasing	Wm. G. Luebke	"	" "
15					
16	Executive Committee shall have and may exercise during the intervals between the				
17	meetings of the Board all the powers vested in the Board except the power to fill				
18	vacancies in the Board, power to declare dividends, power to change the numbers of or				
19	fill vacancies in the Executive Committee and the power to adopt, amend or repeal				
20	By-Laws.				

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 compa-

nies, 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	100%	
2			Capital Stock		
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
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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	Delta Finance Company, Ltd.*	Real Estate	Purchase of	100%	Standard Realty &
2			Capital Stock		Development Company
3					
4	Western Pacific Transport Co.	TOEC Operations	Purchase of	100%	Standard Realty &
5			Capital Stock		Development Company
6					
7					
8					
9					
10					

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 names 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		(None)			
5					
6					
7					
8					
9					
10					
11					

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	Exchange of Capital Stock	100%
2		Activity of The Western		
3		Pacific Industries Inc.		
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100 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.

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, \$ _____ per share; debenture stock, \$ None per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote _____ Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? 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, Question 9, Line 12)
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, 1973 (Date) 1 stockholders.
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. _____
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.
- List under Footnotes, page 8, Other Securities with Voting Power.

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	PREFERRED Second (e)	First (f)
1	Western Pacific Industries	400 Park Avenue	1,917,112	1,917,112		
2	Inc.	New York 10022				
3						
4						
5						
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7						
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12	Note: The record date of June 22, 1973 for stockholders entitled to vote at the					
13	annual meeting on June 27, 1973 was established under the provisions of					
14	Section 2215 of the California Corporations Code.					
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109. VOTING POWERS AND ELECTIONS—(Continued From Page 7)

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 27, 1973
12. Give the place of such meeting. San Francisco, California

FOOTNOTES

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. (Dollars in thousands)

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	\$	
2		principal and interest of equipment		
3		obligations as one of the proprietors		
4		of Trailer Train Company.		
5				
6		Percent of liability based on stock		
7		ownership.		
8				
9		Liability as of 12-31-73	596	Joint
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
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38				

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

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
1			\$	
2				
3				
4		None		
5				
6				
7				
8				
9				

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 res-

tated to conform with the accounting 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)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
	CURRENT ASSETS		\$	\$
			(531)	(126)
1	(701) Cash		16 489	13 549
2	(702) Temporary cash investments (p. 15)			30
3	(703) Special deposits (p. 15)			
4	(704) Loans and notes receivable (p. 15)			
5	(705) Traffic, car service and other balances-Dr		3 476	3 502
6	(706) Net balance receivable from agents and conductors		13 099	5 914
7	(707) Miscellaneous accounts receivable		103	29
8	(708) Interest and dividends receivable		9 621	9 646
9	(709) Accrued accounts receivable (p. 15)		9	8
10	(710) Working fund advances		757	586
11	(711) Prepayments (p. 15)		2 523	2 829
12	(712) Material and supplies		413	342
13	(713) Other current assets (p. 15)		45 959	36 309
14	Total current assets			
	SPECIAL FUNDS			
		(a1) Total book assets at close of year	(a2) Respondent's own issues included in (a1)	
		1	1	
15	(715) Sinking funds (pp. 16 and 17)	208	208	430
16	(716) Capital and other reserve funds (pp. 16 and 17)	55	55	53
17	(717) Insurance and other funds (pp. 16 and 17)		264	483
18	Total special funds			
	INVESTMENTS			
19	(721) Investments in affiliated companies (pp. 20-23)		22 322	23 678
20	(722) Other investments (pp. 24-27)		636	735
21	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)		22 958	24 413
22	Total investments (accounts 721, 722 and 723)			
	PROPERTIES			
23	(731) Road and equipment property: Road		156 434	154 889
24	Equipment		84 148	86 510
25	General expenditures		33	33
26	Other elements of investment		(22 892)	(22 892)
27	Construction work in progress		217 723	218 540
28	Total (pp. 30-32)		1 777	1 718
29	(732) Improvements on leased property: Road			
30	Equipment		73	73
31	General expenditures		1 850	1 791
32	Total (pp. 30-32)		219 573	220 331
33	Total transportation property (accounts 731 and 732)		(63 708)	(61 918)
34	(735) Accrued depreciation—Road and equipment (pp. 36 and 38)		(1 565)	(1 625)
35	(736) Amortization of defense projects—Road and Equipment (p. 39)		(65 273)	(63 543)
36	Recorded depreciation and amortization (accounts 735 and 736)		154 300	156 788
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36)		5 762	5 995
38	(737) Miscellaneous physical property (pp. 44 and 45)		(824)	(803)
39	(738) Accrued depreciation - Miscellaneous physical property (pp. 44 and 45)		4 938	5 192
40	Miscellaneous physical property less recorded depreciation (account 737 less 738)		159 238	161 980
41	Total properties less recorded depreciation and amortization (line 37 plus line 40)			
	OTHER ASSETS AND DEFERRED CHARGES			
42	(741) Other assets (p. 46)		3 303	3 670
43	(742) Unamortized discount on long-term debt		91	113
44	(743) Other deferred charges (p. 46)		992	869
45	Total other assets and deferred charges		4 386	4 652
46	TOTAL ASSETS		232 805	227 837

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

2001. 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)	(Dollars in thousands)	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, car service and other balances—Cr.		934	5 550
49	(753) Audited accounts and wages payable		2 539	2 729
50	(754) Miscellaneous accounts payable		11 880	2 819
51	(755) Interest matured unpaid			
52	(756) Dividends matured unpaid		3	3
53	(757) Unmatured interest accrued		697	1 706
54	(758) Unmatured dividends declared			
55	(759) Accrued accounts payable (p. 55)		11 221	10 737
56	(760) Federal income taxes accrued (p. 56)		885	1 060
57	(761) Other taxes accrued (p. 56)		786	768
58	(763) Other current liabilities (p. 55)		5 336	3 738
59	Total current liabilities (exclusive of long-term debt due within one year)		34 281	29 110
LONG-TERM DEBT DUE WITHIN ONE YEAR				
60	(764) Equipment obligations and other debt (pp. 48-51)	(a1) Total issued 3,379	(a2) Held by or for respondent None	3 379 3 425
LONG-TERM DEBT DUE AFTER ONE YEAR				
61	(765) Funded debt unmatured	(a1) Total issued 25,796	(a2) Held by or for respondent None	25 796 28 268
62	(766) Equipment obligations	17,103	None	17 103 20 262
63	(767) Receivers' and Trustees' securities	(pp. 48-51)		
64	(768) Debt in default			
65	(769) Amounts payable to affiliated companies (p. 54)			1 132 1 127
66	Total long-term debt due after one year			44 031 49 657
RESERVES				
67	(771) Pension and welfare reserves (p. 57)		23	14
68	(772) Insurance reserves (p. 57)			
69	(774) Casualty and other reserves (p. 57)		1 257	1 801
70	Total reserves		1 280	1 815
OTHER LIABILITIES AND DEFERRED CREDITS				
71	(781) Interest in default (p. 50)			
72	(782) Other liabilities (p. 57)		484	457
73	(783) Unamortized premium on long-term debt			
74	(784) Other deferred credits (p. 57)		2 904	2 595
75	(785) Accrued depreciation—Leased property (p. 37)		1 279	1 241
76	Total other liabilities and deferred credits		4 667	4 293
SHAREHOLDERS' EQUITY				
Capital stock (Par or stated value)				
77	(791) Capital stock issued: Common stock (p. 59)	(a1) Total issued 45,492	(a2) Held by or for company 618	44 874 44 874
78	Preferred stock (p. 59)	15	15	
79	Total			44 874 44 874
80	(792) Stock liability for conversion (p. 60)			
81	(793) Discount on capital stock			
82	Total capital stock			44 874 44 874
Capital surplus				
83	(794) Premiums and assessments on capital stock (p. 61)		491	491
84	(795) Paid-in surplus (p. 61)		1 661	1 661
85	(796) Other capital surplus (p. 61)			
86	Total capital surplus		2 152	2 152
Retained income				
87	(797) Retained income—Appropriated (p. 61)		1 031	3 020
88	(798) Retained income—Unappropriated (p. 68)		97 110	89 491
89	Total retained income		98 141	92 511
90	Total shareholders' equity		145 167	139 537
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		232 805	227 837

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 a 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 entities have been made for net income or retained income restricted under provisions of mortgages and other arrangements. (Dollars in thousands)

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 \$ 2,924

(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 \$ 22,561

—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 \$ 2,103

(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
30-Year 5% Income			
Debenture	1973	757	483
			\$ 483

Continued on following page

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES—Continued

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
		Debit	Credit	
Per diem receivable	\$ None			\$ 407
Per diem payable	None			185
Net amount	\$ None	X X X X X X X X	X X X X X X X X	\$ 222

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 \$ 1,851

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 \$ None

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 Page 14

(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 Page 14 \$

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

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

(ii) If funding is by trust agreement, list trustee(s) Effective 1/1/1967

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?

NOTES AND REMARKS

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. None of the 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.

Pension Plans

Railroad has two pension plans.

A noncontributory funded pension plan covers all salaried employees. The pension expense of the plan for 1973 was \$558,000 (\$558,000 for 1972), 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 \$1,300,000 at December 31, 1973.

A noncontributory unfunded pension plan covers nonsalaried employees who commenced employment prior to February 1, 1962. The amount charged to expense during 1973 was \$292,000 (\$410,000 in 1972), including 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 party to a service interruption insurance agreement under which additional premiums, in the maximum amount of \$1,105,000 as of December 31, 1973, may arise from work stoppages on other roads.

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

the three largest items in each account regardless of the dollar amount, and all other items (or the aggregate of a class of items of like description, amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000". 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)	(Dollars in Thousands)	Amount (c)
1	702	Commercial Paper		\$ 3 489
2	702	Euro Dollar Deposit		13 000
3	702	Total		16 489
4				
5	703			None
6				
7	704			None
8				
9	709	Sundry Roads Estimated Unreported Freight Revenue		7 757
10	709	Estimated Equipment Rents Receivable		1 400
11	709	Miscellaneous Recollectible Disbursements		250
12	709	Other Items Each Less than \$250,000		214
13	709	Total		9 621
14				
15	711	Insurance Premiums Paid in Advance		586
16	711	Prepaid Locomotive Lease Charges		122
17	711	Advance Rental		28
18	711	Other Items Each Less than \$250,000		21
19	711	Total		757
20				
21	713	Unreported Advance Charges on Freight Forwarded		195
22	713	U. S. Government Bills Pending Surrender Bill of Lading & Susp. Item		142
23	713	Refundable Federal Excise Tax on Lubricating Oil		54
24	713	Other Items, Each Less than \$250,000		22
25	713	Total		413
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				

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."

Except for deposits held by trustees for proceeds from sale of mortgaged properties, unspent proceeds from sale of equipment obligations, or the value of cars destroyed pledged under equipment financing obligations, which may be reported in total for each category, the designation of the individual fund as carried in the respondent's records should be

entered in Column (b). The entry should indicate the kind of fund, such as sinking, capital, property insurance, pension or relief; the rate of interest, if any; and the date of maturity.

Show the three largest funds in each account, and funds earmarked incentive per diem, regardless of the dollar amount, and all other funds where the amount reportable in Columns (d), (e), (f) or (g) is \$250,000, or more. Each fund amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000".

Line No.	Account No.	Name, kind, and purpose of fund	Name of trustee or depositary
	(a)	(b)	(c)
1	715	Bank of America, Trustee 30 Yr. 5%	
2		Income Debentures	
3	715	Total	
4			
5	716	Funds Earmarked Incentive Per Diem	
6			
7	716	Crocker-Citizens National Bank	Crocker Citizens National Bank
8		Trustee First & Refunding Mortgage	
9		Property Sold	
10			
11	716	Bank of America, NT&SA	Bank of America, NT&SA
12		Conditional Sale Agreements	
13		Deposits in Lieu of Equipment	
14		Destroyed.	
15			
16	716	First Pennsylvania Banking	First Pennsylvania Banking
17		and Trust Co. Deposits in Lieu of	
18		Destroyed Equipment.	
19			
20	716	Total	
21			
22	717	Service Interruption Insurance	
23			
24	717	Total	
25			
26		Grand Total	
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
38			
39			
40			
41			

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

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

Insert totals separately for each account. Such totals of columns (g) and (i) should be the same as those stated in short columns (a₁) and (a₂), respectively, in the comparative general balance sheet statement. Entries in column (g) should be the sums of corresponding entries in columns (d) and (e), less those shown in column (f), and the sum of entries in columns (h), (i), and (j) 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.

(Dollars in thousands)

Balance at beginning of year—Book value (d)	Additions during the year—Book value (e)	Withdrawals during the year—Book value (f)	Balance at close of year—Book value (g)	Assets in Funds at Close of Year			Line No.
				Cash (h)	Book value		
					Securities issued or assumed by respondent (i)	Other securities and invested assets (j)	
\$	---	1	---	1			1
							2
	1		1	1			3
							4
	21	10	11	11			5
							6
	415	316	99	99			7
							8
							9
	412	45	360	97			10
							11
							12
							13
							14
	18	1	18	1			15
							16
							17
							18
							19
	430	482	704	208	208		20
							21
	53	2	55	55			22
							23
	53	2	55	55			24
							25
	483	485	704	264	264		26
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NOTES AND REMARKS

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 book value pledged, unpledged, and held in fund accounts. Under "pledged" include the book 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 book 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.

10. Show dollars in thousands.

NOTES AND REMARKS

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	
						Book Value of Amount Held at Close of Year	
						Pledged	Unpledged
(a)	(b)	(c)	(d)	(e)	(f)	(g)	
				%	\$	\$	
1	721	A-1	VII	Salt Lake City Union Depot			
2				and Railroad Company			
3				*Common Stock	50	100	
4				*Preferred Stock	50	300	
5	721	A-1	VII	Tidewater Southern Railway Co.			
6				*Capital Stock	100	1 259	
7	721	A-1	VII	Central California Traction Co.			
8				*Common Stock	33 1/8	399	
9				*Preferred Stock	33 1/8	265	
10	721	A-1	VII	Alameda Belt Line			
11				*Capital Stock	50	471	
12	721	A-1	VII	Oakland Terminal			
13				*Capital Stock	50	113	
14	721	A-1	VII	Pullman Company			
15				*Capital Stock	0.42	92	
16	721	A-1	VII	Sacramento Northern Railway			
17				*Common Stock	100	3 975	
18							
19				Total Class A-1		6 974	None
20							
21	721	A-3	VI	Standard Realty and Development			
22				*Common Stock	100	10 346	
23	721	A-3	X	Trailer Train Co.			
24				*Common Stock	2.44	69	
25				*Note Receivable		120	
26	721	A-3	X	Fruit Growers Express			
27				*Common Stock	1.05	1 000	
28							
29				Total Class A-3		11 535	None
30							
31	721	D-1	VII	R.E.A. Express			
32				*Note Receivable		58	
33							
34				Total Class D-1		58	None
35							
36							
37							
38							
39							
40							
41							
42							
43							
44							
45							
46							

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. If any advances reported 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 (h) inclusive. If the cost of any investment made during the year differs from the book value report-

ed in column (j), 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 (k), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

9. This schedule should not include securities issued or assumed by respondent. (Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.	
Book Value of Amount Held at Close of Year					Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)				
In sinking, insurance, and other funds (h)	Total book value (i)											
\$		\$		\$		\$		\$	%	\$		
												1
			100									2
			300						4		12	3
												4
		1	259									5
												6
			399									7
			265									8
												9
			471									10
												11
			113									12
												13
			92									14
												15
		3	975									16
												17
	None	6	974		None		None		None	4		18
												19
												20
		10	346									21
			69									22
			120								8	23
												24
		1	000									25
												26
	None	11	535		None		None		None		8	27
												28
												29
			58								3	30
												31
	None		58		None		None		None		3	32
												33
												34
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												36
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												42
												43
												44
												45
												46

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		
						Book Value of Amount Held at Close of Year		
						Pledged	Unpledged	
(a)	(b)	(c)	(d)	(e)	(f)	(g)		
47	721	E-1	VII	Investment Advances to:	% \$		\$	
48	721	E-1	VII	*Alameda Belt Line	50	52		
49	721	E-1	VII	*Oakland Terminal	50	401		
50	721	E-1	VII	*Western Pacific Railroad	100	1 050		
51								
52				Total Class E-1		1 503		None
53								
54				Sacramento Northern Railway to:				
55	721	B-1	VII	Western Pacific Railroad				
56	721	B-1	VII	*Income Debenture Bonds		2 187		
57	721	B-1	VII	*First Mortgage Bonds		65		
58								
59				Total Class B-1		2 252		None
60								
61								
62	721			Grand Total		22 322		None
63								
64								
65								
66								
67								
68				*Subject to lien of First and				
69				Refundable Mortgage				
70								
71								
72								
73								
74								
75								
76								
77								
78								
79								
80								
81								
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83								
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205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded											
INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year					Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)			
In sinking, insurance, and other funds (h)	Total book value (i)										
\$		\$		\$		\$		\$	%	\$	
			52								47
			401								48
			1 050								49
											50
	None	1	503		None		None			None	51
											52
											53
											54
		2	187		100	1	277	1	277		55
			65		61		241		241		56
											57
	None	2	252		161	1	518	1	518		58
										None	59
											60
	None	22	322		161	1	518	1	518		61
										23	62
											63
											64
											65
											66
											67
											68
											69
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											98
											99

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

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 designa-

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			
					Book Value of Amount Held at Close of Year			
					Pledged		Unpledged	
	(a)	(b)	(c)	(d)	(e)		(f)	
1	722	C-3	X	Promissory Notes, Notes Receivable	\$		\$	
2				& Construction Loans:				
3								
4				*Cargill Inc.		139		
5				Foster Co.				21
6				John C. Weaver				289
7				Triple E. Produce				25
8				Stanfred, Inc.				3
9								
10				McLaughlin Drayage Co.				--
11				Chapel of The Chimes				34
12				Dean & Edith Williams				1
13								
14				Turlock Fruit Co.				2
15				Snider Lumber Co.				6
16				San Joaquin Tomato Growers				9
17				Smith-Palmer				93
18								
19	722			Total Class C		139		483
20								
21	722	E-3	VII	Railroad Associations Work Funds				14
22								
23	722			Total Class E		None		14
24								
25								
26	722			Grand Total		139		497
27								
28								
29				*Subject to lien of First and Refundable				
30				Mortgage				
31								
32								
33								
34								
35								
36								
37								
38								
39								
40								
41								
42								
43								
44								
45								
46								

206. OTHER INVESTMENTS—Continued

tion 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.

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

7. Particulars of investments made, disposed of, or written down during the year should be given in columns (i) and (k). If the cost of any investment made during the year differs from the book value reported in

column (i), 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 the footnote. Identify all entries in column (j) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

(Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year					Book value (j)	Selling price (k)	Rate (l)	Amount credited to income (m)			
In sinking, insurance, and other funds (g)	Total book value (h)										
\$	\$			\$	\$	\$		%	\$		
											1
											2
			139			9	9			9	4
			21			32	32			2	5
			289			29	29			16	6
			25			5	5			2	7
			3			1	1				8
											9
											10
			34			3	3			3	11
			1			1	1				12
											13
			2			1	1				14
			6			3	3				15
			9			2	2			1	16
			93			12	12			6	17
											18
	None		622		None	98	98			39	19
											20
			14								21
											22
	None		14		None	None	None			None	23
											24
											25
	None		636		None	98	98			39	26
											27
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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			
					Book Value of Amount at Close of Year			
					Pledged		Unpledged	
	(a)	(b)	(c)	(d)	(e)		(f)	
					\$		\$	
47								
48								
49								
50				(BLANK)				
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95								
96								
97								
98								
99								

206. OTHER INVESTMENTS—Concluded

206. OTHER INVESTMENTS—Concluded											Line No.
INVESTMENTS MADE DURING YEAR		Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR						
Book Value of Amount Held at Close of Year			Book value (j)	Selling price (k)	Rate (l)	Amount credited to income (m)					
In sinking, insurance, and other funds (g)	Total book value (h)										
\$	\$	\$	\$	\$	%	\$					47
											48
											49
											50
											51
											52
											53
											54
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											56
											57
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											99

(BLANK)

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

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	Total book value of investments at close of year	Book value of investments made during year
	(a)	(b)	(c)	(d)
1	A-3	Delta Finance Company, Ltd.	\$ 2 639	\$ None
2				
3	C-3	Standard Realty & Development Company	1 238	None
4		(Contracts for Sale of Land and		
5		Notes Receivable)		
6				
7	A-3	Western Pacific Transport Co.	340	330
8		Capital Stock		
9				
10	C-3	Delta Finance Company, Ltd.	2 410	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

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

(Dollars in thousands)

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				Names of subsidiaries in connection with things owned or controlled through them	Line No.
Book value (e)		Selling price (f)			
\$	None	\$	None	Standard Realty & Development Company	1
					2
	407		407	Standard Realty & Development Company	3
					4
					5
					6
	None		None	Standard Realty & Development Company	7
					8
	None		None		9
					10
					11
					12
					13
					14
					15
					16
					17
					18
					19
					20
					21
					22
					23
					24
					25

NOTES AND REMARKS

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

Line No	Account (Dollars in thousands)	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	\$ 4,353	\$	\$
2	(2) Land for transportation purposes	7,210		
3	(2 1/2) Other right-of-way expenditures	141		
4	(3) Grading	33,807		
5	(5) Tunnels and subways	15,689		
6	(6) Bridges, trestles, and culverts	13,249		
7	(7) Elevated structures			
8	(8) Ties	6,432		
9	(9) Posts	14,763		
10	(10) Other track material	13,095		
11	(11) Ballast	6,894		
12	(12) Track laying and surfacing	6,769		
13	(13) Fences, snowsheds, and signs	693		
14	(16) Station and office buildings	4,375		
15	(17) Roadway buildings	804		
16	(18) Water stations	136		
17	(19) Fuel stations	598		
18	(20) Shops and enginehouses	5,043		
19	(21) Grain elevators			
20	(22) Storage warehouses			
21	(23) Wharves and docks	908		
22	(24) Coal and ore wharves			
23	(25) TOFC/COFC terminals	519		
24	(26) Communication systems	2,533		
25	(27) Signals and interlockers	10,691		
26	(29) Power plants	1		
27	(31) Power-transmission systems	302		
28	(35) Miscellaneous structures	23		
29	(37) Roadway machines	2,561		
30	(38) Roadway small tools	42		
31	(39) Public improvements—Construction	2,967		
32	(43) Other expenditures—Road	46		
33	(44) Shop machinery	1,887		
34	(45) Power-plant machinery	76		
35	Other (specify and explain)			
36	Total expenditures for road	156,607		
37	(52) Locomotives	19,652		
38	(53) Freight-train cars	62,619		
39	(54) Passenger-train cars			
40	(55) Highway revenue equipment	795		
41	(56) Floating equipment	1,460		
42	(57) Work equipment	1,479		
43	(58) Miscellaneous equipment	505		
44	Total expenditures for equipment	86,510		
45	(71) Organization expenses	8		
46	(76) Interest during construction	29		
47	(77) Other expenditures—General	69		
48	Total general expenditures	106		
49	Total	243,223		
50	(80) Other elements of investment (p. 33)	(22,892)		
51	(90) Construction work in progress			
52	Grand Total	220,331		

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

EXPENDITURES FOR ADDITIONS AND BETTERMENTS DURING THE YEAR		CREDITS FOR PROPERTY RETIRED DURING THE YEAR		Net changes during the year	Balance at close of year	Line No.
Made on owned property (e)	Made on leased property (f)	Owned property (g)	Leased property (h)	(i)	(j)	
\$ (45)	\$	\$ 13	\$	\$ (58)	\$ 4,295	1
		14		(14)	7,196	2
18				18	159	3
169		14		155	33,962	4
21		1		20	15,709	5
129	2	159		(28)	13,221	6
						7
73		22		51	6,483	8
231	4	24		211	14,974	9
247	4	66		185	13,280	10
22	3	14		11	6,905	11
129	4	28		105	6,874	12
2				2	695	13
122	42	69		95	4,470	14
75		18		57	861	15
					136	16
		12		(12)	586	17
48		21		27	5,070	18
						19
					908	20
						21
				117	636	22
117				217	2,750	23
217				282	10,973	24
438		156			1	25
				(1)	301	26
		1			23	27
25		52		(27)	2,534	28
					42	29
163		6		157	3,124	30
					46	31
42		8		34	1,921	32
					76	33
						34
						35
2,243	59	698		1,604	158,211	36
69		284		(215)	19,437	37
411		2,133		(1,722)	60,897	38
						39
		132		(132)	663	40
					1,460	41
21		294		(273)	1,206	42
62		82		(20)	485	43
563		2,925		(2,362)	84,148	44
					8	45
					29	46
					69	47
					106	48
2,806	59	3,623		(758)	242,465	49
					(22,892)	50
						51
2,806	59	3,623		(758)	219,573	52

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 211 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.

12. Show dollars in thousands.

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.

(Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)		Credits during the year (d)	
	(NONE)		\$		\$	
1						
2						
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51						
	TOTALS	x x x				
	NET CHANGES	x x x				

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 29 and 37 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. 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)	
		\$	\$	%	\$	\$	%
	ROAD						
1	(1) Engineering	4 300	4 241		1	1	
2	(2-1/2) Other right-of-way expenditures	128	140				
3	(3) Grading	33 348	33 493		9	8	
4	(5) Tunnels and subways	15 689	15 710				
5	(6) Bridges, trestles, and culverts	13 164	13 122		1	3	
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	691	693				
8	(16) Station and office buildings	3 835	3 880		325	341	
9	(17) Roadway buildings	802	851				
10	(18) Water stations	125	125				
11	(19) Fuel stations	587	575				
12	(20) Shops and enginehouses	5 028	5 054				
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks	253	253		48	45	
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals	519	635				
18	(26) Communications systems	2 513	2 723				
19	(27) Signals and interlockers	10 412	10 617				
20	(29) Power plants		1				
21	(31) Power transmission systems	300	299				
22	(35) Miscellaneous structures	23	23				
23	(37) Roadway machines	2 562	2 534				
24	(39) Public improvements—Construction	2 965	3 088				
25	(44) Shop machinery	1 880	1 914				
26	(45) Power plant machinery	76	76				
27	All other road accounts				50	59	
28	Amortization (other than defense projects)						
29	Total road	99 200	100 047	(A)	434	457	
	EQUIPMENT						
30	(52) Locomotives	19 516	19 350				
31	(53) Freight-train cars	62 539	60 934				
32	(54) Passenger-train cars						
33	(55) Highway revenue equipment	777	818				
34	(56) Floating equipment	1 460	1 460				
35	(57) Work equipment	1 470	1 207				
36	(58) Miscellaneous equipment	230	502				
37	Total equipment	85 992	84 271	(A)	None	None	
38	GRAND TOTAL	185 192	184 318	XX XX	434	457	XX XX

Note A: Refer to Individual Railroad Schedules included in this R-1 for composite rates used and notes thereto.

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.

(Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)	Credits during the year (d)
			\$	\$
1				
2				
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47				
48				
49				
50				
51				
	TOTALS	x x x		
	NET CHANGES	x x x		

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

1. Show in columns (b) and (c), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (d) and (e) show the depreciation base used in computing the depreciation charges for the month of December; in columns (f) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 29 and 37 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. 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 sep rate 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)	(Dollars in thousands)			OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base			Depreciation base			Depreciation base		
		At beginning of year (b)	At close of year (c)	Annual composite rate (percent) (d)	At beginning of year (e)	At close of year (f)	Annual composite rate (percent) (g)	At beginning of year (e)	At close of year (f)	Annual composite rate (percent) (g)
	ROAD	\$	\$	%	\$	(See Note)	%			
1	(1) Engineering					13	1.70			
2	(2-1/2) Other right-of-way expenditures									
3	(3) Grading					23	0.00			
4	(5) Tunnels and subways									
5	(6) Bridges, trestles, and culverts					72	2.95			
6	(7) Elevated structures									
7	(13) Fences, snowsheds, and signs					1	4.85			
8	(16) Station and office buildings									
9	(17) Roadway buildings									
10	(18) Water stations					2	2.75			
11	(19) Fuel stations									
12	(20) Shops and enginehouses									
13	(21) Grain elevators									
14	(22) Storage warehouses									
15	(23) Wharves and docks									
16	(24) Coal and ore wharves									
17	(25) TOFC/COFC terminals									
18	(26) Communications systems									
19	(27) Signals and interlockers									
20	(29) Power plants									
21	(31) Power transmission systems									
22	(35) Miscellaneous structures									
23	(37) Roadway machines									
24	(39) Public improvements—Construction					14	3.25			
25	(44) Shop machinery									
26	(45) Power plant machinery									
27	All other road accounts									
28	Amortization (other than defense projects)									
29	Total road				None	125				
	EQUIPMENT									
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				
38	GRAND TOTAL				XXXXNone	125	XX XX			

(Note: Col. (f) represents depreciable investment in Stockton Port Terminal operated by WPRR Co. May 1, 1973 to April 30, 1974. Operated by ATSF for subsequent year covering period May 1, 1974 to April 30, 1975.)

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

4. If the depreciation base for accounts 1, 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)	DEPRECIATION BASE		Annual composite rate (percent) (d)
		Beginning of year (b)	Close of year (c)	
		\$	\$	
	ROAD			
1	(1) Engineering			
2	(2-1/2) Other right-of-way expenditures			
3	(3) Grading			
4	(5) Tunnels and subways			
5	(6) Bridges, trestles, and culverts			
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs			
8	(16) Station and office buildings			
9	(17) Roadway buildings			
10	(18) Water stations			
11	(19) Fuel stations			
12	(20) Shops and enginehouses (NONE)			
13	(21) Grain elevators			
14	(22) Storage warehouses			
15	(23) Wharves and docks			
16	(24) Coal and ore wharves			
17	(25) TOFC/COFC terminals			
18	(26) Communication systems			
19	(27) Signals and interlockers			
20	(29) Power plants			
21	(31) Power transmission systems			
22	(35) Miscellaneous structures			
23	(37) Roadway machines			
24	(39) Public improvements—Construction			
25	(44) Shop machinery			
26	(45) Power-plant machinery			
27	All other road accounts			
28	Total road			
	EQUIPMENT			
29	(52) Locomotives			
30	(53) Freight-train cars			
31	(54) Passenger-train cars			
32	(55) Highway revenue equipment (NONE)			
33	(56) Floating equipment			
34	(57) Work equipment			
35	(58) Miscellaneous equipment			
36	Total equipment			
37	GRAND TOTAL			X X X X

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 28.

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering	1 033	31		8		1 056
2	(2-1/2) Other right-of-way expenditures	43	1				44
3	(3) Grading	713	27		2		738
4	(5) Tunnels and subways	2 063	101		1		2 163
5	(6) Bridges, trestles, and culverts	6 956	209		159		7 006
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	604	18				622
8	(16) Station and office buildings	1 885	94		67		1 912
9	(17) Roadway buildings	391	25		19		397
10	(18) Water stations	122	3				125
11	(19) Fuel stations	135	13		12		136
12	(20) Shops and enginehouses	1 610	105		21		1 694
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks	171	6				177
16	(24) Coal and ore wharves						
17	(25) T/AF/COFC terminals	23	18				41
18	(26) Communication systems	1 005	73		(4)		1 082
19	(27) Signals and interlockers	5 621	306		151		5 776
20	(29) Power plants	1			1		
21	(31) Power-transmission systems	284	10		1		293
22	(35) Miscellaneous structures	17	1				18
23	(37) Roadway machines	1 485	152		48		1 589
24	(39) Public improvements—Construction	556	24				580
25	(44) Shop machinery*	838	43		7		874
26	(45) Power-plant machinery*	57	3				60
27	All other road accounts	1 119					1 119
28	Amortization (other than defense projects)						
29	Total road	26 732	1 263		493		27 502
	EQUIPMENT						
30	(52) Locomotives	9 807	888		159		10 536
31	(53) Freight-train cars	22 528	2 216		1 679		23 065
32	(54) Passenger-train cars						
33	(55) Highway revenue equipment	614	92		165		541
34	(56) Floating equipment	705	43				748
35	(57) Work equipment	1 141	35		185		991
36	(58) Miscellaneous equipment	391	19		85		325
37	Total equipment	35 186	3 293		2 273		36 206
38	GRAND TOTAL	61 918	4 556		2 766		63 708

*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.

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)		CREDITS TO RESERVE During the Year				Balance at close of year (g)	
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
	ROAD	\$		\$		\$		\$	
1	(1) Engineering		20						20
2	(2-1/2) Other right-of-way expenditures								
3	(3) Grading		255		1				256
4	(5) Tunnels and subways								
5	(6) Bridges, trestles, and culverts				1			1	
6	(7) Elevated structures								
7	(13) Fences, snow sheds, and signs								
8	(16) Station and office buildings		175		28				203
9	(17) Roadway buildings		2						2
10	(18) Water stations		9						9
11	(19) Fuel stations		11						11
12	(20) Shops and enginehouses								
13	(21) Grain elevators								
14	(22) Storage warehouses								
15	(23) Wharves and docks		519		4				523
16	(24) Coal and ore wharves								
17	(25) TOFC/COFC terminals								
18	(26) Communication systems		2						2
19	(27) Signals and interlockers								
20	(29) Power plants								
21	(31) Power-transmission systems		1						1
22	(35) Miscellaneous structures								
23	(37) Roadway machines								
24	(39) Public improvements—Construction				1			1	
25	(44) Shop Machinery*								
26	(45) Power-plant machinery*								
27	All other road accounts and General		247		5				252
28	Total road	1	241		40		None	2	1 279
	EQUIPMENT								
29	(52) Locomotives								
30	(53) Freight-train cars								
31	(54) Passenger-train cars								
32	(55) Highway revenue equipment								
33	(56) Floating equipment								
34	(57) Work equipment								
35	(58) Miscellaneous equipment								
36	Total equipment		None		None		None	None	None
37	GRAND TOTAL	1	241		40		None	2	1 279

*Chargeable to account 305. Note: Column (f) Other Debits represents accrued depreciation of Stock Port Terminal facilities and recollectible from AT&SF & SP Co.

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."

(Dollars in thousands)

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

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 22. 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. (Dollars in thousands)

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)
	ROAD:	\$	\$	\$	\$	\$	\$	\$	\$
1									
2									
3									
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9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21	TOTAL ROAD	None	1	None	1 409	None	1	None	None
	EQUIPMENT:								
22	(52) Locomotives		56		80		56		
23	(53) Freight-train cars		4		76		4		
24	(54) Passenger-train cars								
25	(55) Highway revenue equipment								
26	(56) Floating equipment								
27	(57) Work equipment								
28	(58) Miscellaneous equipment								
29	TOTAL EQUIPMENT	None	60	None	156	None	60	None	None
30	GRAND TOTAL	None	61	None	1 565	None	61	None	None

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 omitted, but reference to the number of units omitted should be given in a footnote, the details as to cost to be given in the report of the following year. The cost of units under construction at the close of the year should not be reflected in this schedule even though part of the cost appears in the property account for the year. Indicate in column (e) whether an installation represents equipment purchased, (P); built or rebuilt by contract in outside railroad shops, (C); or built or rebuilt in company or system shops, (S).

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

special construction or service characteristics such as Aluminum covered hopper cars, LO; Steel boxcars—special service, XAP, etc.; for TOFC/COFC show type of equipment as enumerated in Schedule 417, lines 74-84 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), (e), (p), and (r) 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.

(Dollars in thousands)

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
1	General Service Hopper Cars, HK, AAR Car			\$	
2	Type Code H-330 (Note A)	3	86	49	P
3					
4	General Service Box Cars XL, AAR Car Type				
5	Code A-230 (Note A)	10	390	234	"P"
6					
7					
8					
9					
10					
11					
12					
13	Note A: Acquired in 1972 - Cost was incomplete				
14	at 12-31-72.				
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	TOTAL	13	X X X X	283	X X X X

REBUILT UNITS

1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13	TOTAL	None	X X X X	None	X X X X
14	GRAND TOTAL	13	X X X X	283	X X X X

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 leased 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 (e), inclusive, first show the data requested for the respondent (R); next the data for companies whose entire properties are used in transportation service of the respondent, divided between lessor (L) and proprietary (P) companies; followed by data for carriers and others (O), portions of whose property are used in transportation service of

the respondent. Show a total for each class of company. Then show, as deductions, data for transportation property leased to carriers and others, 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 companies should report the miles of all tracks owned.

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

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

(Dollars in thousands)

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 System	1337.21	\$ 219 573	\$ 66 552
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		TOTAL ♦	1339.23	219 573	66 552

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 herein, 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 15 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where cost of property leased from other carriers is not ascertainable. Identify non-carrier owners, and briefly explain methods of estimating value of property of non-carriers or property of other carriers under "Notes and Remarks," page 40.

4. Report on line 36 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			
2	(2) Land for transportation purposes	7 210			
3	(2 1/2) Other right-of-way expenditures	141			
4	(3) Grading	33 807			
5	(5) Tunnels and subways	15 689			
6	(6) Bridges, trestles, and culverts	13 249			
7	(7) Elevated structures				
8	(8) Ties	6 432			
9	(9) Rails	14 763			
10	(10) Other track material	13 095			
11	(11) Ballast	6 894			
12	(12) Track laying and surfacing	6 769			
13	(13) Fences, snowsheds, and signs	693			
14	(16) Station and office buildings	4 375			
15	(17) Roadway buildings	804			
16	(18) Water stations	136			
17	(19) Fuel stations	598			
18	(20) Shops and enginehouses	5 043			
19	(21) Grain elevators				
20	(22) Storage warehouses				
21	(23) Wharves and docks	908			
22	(24) Coal and ore wharves				
23	(25) TOFC/COFC terminals	519			
24	(26) Communication systems	2 533			
25	(27) Signals and interlockers	10 691			
26	(29) Power plants	1			
27	(31) Power-transmission systems	302			
28	(35) Miscellaneous structures	23			
29	(37) Roadway machines	2 561			
30	(38) Roadway small tools	42			
31	(39) Public improvements—Construction	2 967			
32	(43) Other expenditures—Road	46			
33	(44) Shop machinery	1 887			
34	(45) Power-plant machinery	76			
35	Leased property capitalized rentals (explain)				
36	Other (specify & explain)				
37	Total expenditures for road	156 607			
38	(52) Locomotives	19 652			
39	(53) Freight-train cars	62 619			
40	(54) Passenger-train cars				
41	(55) Highway revenue equipment	795			
42	(56) Floating equipment	1 460			
43	(57) Work equipment	1 479			
44	(58) Miscellaneous equipment	505			
45	Total expenditures for equipment	86 510			
46	(71) Organization expenses	8			
47	(76) Interest during construction	29			
48	(77) Other expenditures—General	69			
49	Total general expenditures	106			
50	Total	243 223			
51	(80) Other elements of investment	(22 892)			
52	(90) Construction work in progress				
53	Grand Total	220 331			

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 (a) 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 \$1,000,000 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 (a) 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) (a)	A. INVESTMENT (ACCOUNT 737)				Balance at close of year (See ins. 3) (e)	
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)			
		Various	\$ 98	\$ 331		\$ 5	762
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22	Total	x x x x	98	331		5	762

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 535 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 738, "Accrued depreciation—Miscellaneous physical property," for each item shown in column (a). Show in column (n) the percentage or composite rate used by the respondent for computing the amount of depreciation credited to the account during the year. Any adjustments of importance included in columns (j) and (k) should be fully explained in a footnote.

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.
(Dollars in thousands)

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 502, 511, 534, 535 AND 544 DURING THE YEAR					C. DEPRECIATION RESERVE (ACCOUNT 738)													
Revenues or income (f)		Expenses (g)		Taxes (h)		Net profit for year after taxes (L loss) (i)		Credits during the year (j)		Debits during the year (k)		Balance at close of year (l)		Base (m)		Rates (n)		Line No.
\$		\$		\$		\$	"L"	\$		\$		\$		\$				
	305		87		364		146		47		26		824		1 951		(1) %	1
																		2
																		3
																		4
																		5
																		6
																		7
																		8
																		9
																		10
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																		14
																		15
																		16
																		17
																		18
																		19
																		20
																		21
							"L"											22
	305		87		364		146		47		26		824		1 951		XXXX	

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 the three largest items regardless of the dollar amount and all other items for the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items of like description amounting to less than \$250,000 may be com-

bined into a single entry designated "Other items, each less than \$250,000". 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.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
			\$
1	741	Accident Costs - Various	2 049
2	741	U.S. Government Amounts Claimed due Other Land Grants	629
3	741	Freight Charges Receivable in Dispute	272
4	741	Other Items each less than \$250,000	353
5	741	Total	3 303
6			
7			
8	743	Freight Claim Department - Unadjusted Loss & Damage	196
9	743	Unadjusted Claims - Freight Overcharges	208
10	743	U.S. Government Cutbacks & Payment Bills	177
11	743	Other Items each less than \$250,000	411
12	743	Total	992
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
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26			
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44			
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 (h) 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 (h).

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 (a₂) 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 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."

Show dollars in thousands.

NOTES AND REMARKS

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

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)	(m)
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" 1-1-51	1-1-81	3 1/8	1-1 7-1	No	Yes	Yes	Yes	Yes	None	1,132	None
6	Total Class 1											
7												
8	(3) Unsecured Bonds (Debentures)											
9	(b) with Contingent Interest	(a) with Fixed Interest										
10	Thirty Year 5% Income											
11	Debentures	10-1-54	10-1-84	5	5-1	No	Yes	Yes	None	None	None	None
12	Total Class 3											
13												
14	Total 764&765 Funded Debt Unmatured											
15												
16	(4) 764&766 Equipment Obligations (See Note Line 50)											
17	(c) Conditional or Deferred Payment Contracts											
18												
19	Bank of America, NT&SA	3-1-59	8-1-74	4.460	Note(1)	No	No	No	None	None	None	None
20	" " " "	7-15-59	3-1-75	4.958	Note(2)	"	"	"	"	"	"	"
21	" " " "	7-1-60	2-1-76	4.850	Note(3)	"	"	"	"	"	"	"
22	" " " "	1-1-67	11-1-77	4.660	Note(4)	"	"	"	"	"	"	"
23	" " " "	2-1-63	4-1-78	4.300	Note(5)	"	"	"	"	"	"	"
24	" " " "	6-1-63	10-1-78	4.376	Note(6)	"	"	"	"	"	"	"
25	" " " "	8-15-63	1-1-79	4.485	Qtrly	"	"	"	"	"	"	"
26	" " " "	3-1-64	10-1-79	4.518	"	"	"	"	"	"	"	"
27	" " " "	3-1-65	3-15-88	4.537	Semi-Ann	"	"	"	"	"	"	"
28	" " " "	5-1-66	5-15-81	5.500	"	"	"	"	"	"	"	"
29	First Pennsylvania Bk											
30	& Trust Co. Assignee	9-1-67	9-15-82	6.500	"	"	"	"	"	"	"	"
31	Bank of America, NT&SA	12-1-67	12-1-82	6.750	"	"	"	"	"	"	"	"
32	" " " "	4-1-69	4-1-84	7.875	5-1; 11-1	"	"	"	"	"	"	"
33	Crocker Nat'l Bank	5-1-71	6-1-76	1% above	Qtrly	"	"	"	"	"	"	"
34				Prime								
35												
36	Total Conditional or Deferred Payment Contracts											
37	(4) (a) 764&766 Equipment Trust Certificates											
38	Series of 1967	3-15-67	3-15-82	5.250	Semi-Ann	No	No	No	None	None	None	None
39	Series of 1968	7-15-68	7-15-83	6.125	"	"	"	"	"	"	"	"
40	Bank of America, NT&SA	10-2-61	10-30-77	4.706	Qtrly	"	"	"	"	"	"	"
41	Total Equipment Trust Certificates											
42	Total Equipment Obligations											
43	Note (1) After 96 Monthly Payments											
44	(2) " 60	"	"	"	"	"	"	"	"	"	"	"
45	(3) " 60	"	"	"	"	"	"	"	"	"	"	"
46	(4) " 60	"	"									
47	(5) " 60	"	"									
48	(6) " 84	"	"									
49												
50	Note: Column (d) Lines 19 through 39											
51	represents composite of varying rates during life of contracts.											
	Grand Total	xxx	xxx	xxx	xxx							

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	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") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
									1
									2
									3
				"S"					4
22 000	None	None	22 000	5 648	None	16 132	220	None	5
22 000	None	None	22 000	5 648	None	16 132	220	None	6
									7
									8
									9
				"S"					10
22 500	None	None	22 500	12 836	None	9 664			11
22 500	None	None	22 500	12 836	None	9 664	(3) None	None	12
									13
44 500	None	None	44 500	18 484	None	25 796	220	None	14
									15
									16
									17
									18
X 1 652			1 652	1 652					19
2 322			2 322	2 090		77	155		20
3 690			3 690	3 136		308	246		21
3 795			3 795	2 783		759	253		22
970			970	695		210	65		23
550			550	378		135	37		24
2 310			2 310	1 540		616	154		25
5 700			5 700	3 515		1 805	380		26
9 675			9 675	5 160		3 870	645		27
6 000			6 000	2 800		2 800	400		28
									29
900			900	360		480	60		30
830			830	332		443	55		31
5 060			5 060	1 350		3 373	337		32
370			370	185		111	74		33
									34
									35
43 824	None	None	43 824	25 976	None	14 987	2 861	None	36
									37
2 490			2 490	1 079		1 245	166		38
1 275			1 275	425		765	85		39
708			708	555		106	47		40
4 473	None	None	4 473	2 059	None	2 116	298	None	41
48 297	None	None	48 297	28 035	None	17 103	3 159	None	42
									43
									44
									45
									46
									47
									48
									49
92 797	None	None	92 797	46 519	None	42 899	3 379	None	50
									51

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 48)	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)
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"	511		511	
6	Total Class I	511	None	511	None
7					
8	(3) Unsecured Bonds (Debentures)				
9	(a) with Contingent Interest (a) with Fixed Interest First and Last Year				
10	Thirty Year 5% Income				
11	Debentures	483		1 465	
12	Total Class 3	483	None	1 465	None
13					
14	Total 764-765 Funded Debt Unmatured	994	None	1 976	None
15					
16	(4) 764-766 Equipment Obligations				
17	(c) Conditional or Deferred Pmt. Contracts				
18					
19	Bank of America, NT&SA	--		--	
20	" " " "	15		11	
21	" " " "	32		28	
22	" " " "	54		47	
23	" " " "	13		14	
24	" " " "	9		9	
25	" " " "	39		39	
26	" " " "	110		110	
27	" " " "	211		152	
28	" " " "	184		162	
29	First Pennsylvania Bank				
30	& Trust Co., Assignee	38		28	
31	Bank of America, NT&SA	37		34	
32	" " " "	301		253	
33	Crocker National Bank	20		18	
34					
35					
36	Total Cond. or Deferred Pmt. Contracts	1 063	None	905	None
37	(4) (a) 764&766 Equipment Trust, Cert.				
38	Series of 1967	78		56	
39	Series of 1968	55		31	
40	Bank of America, NT&SA	9		8	
41	Total Equipment Trust Certificate	142	None	95	None
42	Total Equipment Obligations	1 205	None	1 000	None
43					
44					
45					
46					
47					
48					
49					
50					
51	Grand Total	2 199	None	2 976	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 (z)	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
								344		220	4
		None		None		None		344		220	5
											6
											7
											8
											9
											10
								2 128		1 164	11
		None		None		None		2 128		1 164	12
											13
		None		None		None		2 472		1 384	14
											15
											16
											17
								46		46	18
								155		155	19
								246		246	20
								253		253	21
								65		65	22
								36		36	23
								154		154	24
								380		380	25
								645		645	26
								400		400	27
											28
								60		60	29
								55		55	30
								337		337	31
								74		74	32
											33
											34
		None		None		None		2 906		2 906	35
											36
								166		166	37
								85		85	38
								48		48	39
		None		None		None		299		299	40
		None		None		None		3 205		3 205	41
											42
											43
											44
											45
											46
											47
											48
											49
											50
Grand Total		None		None		None		5 677		4 589	51

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 cov-

ered 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.

(Dollars in thousands)

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218)	Description of equipment covered	Contract price of equip- ment acquired	Cash paid on accept- ance of equipment
	(a)	(b)	(c)	(d)
1	Bank of America, NT&SA	50 Insulated Box Cars	\$ 808 .	\$ 182 .
2		6-2000 H.P. Diesel Elect. Locos.	1 275 .	255 .
3		50 Insulated Box Cars	1 004 .	328 .
4		Total	✓ 3 087 .	765 .
5	Bank of America, NT&SA	4-2000 H.P. Diesel Elect. Locos.	781 .	161 .
6		25 Special Service Box Cars	358 .	68 .
7		200 Insulated Box Cars	2 923 .	582 .
8		50 Flat Cars	530 .	90 .
9		Total	✓ 4 592 .	902 .
10	Bank of America, NT&SA	214 Insulated Box Cars	3 571 .	74 .
11		15 Hopper Cars	302 .	4 .
12		Total	✓ 3 873 .	78 .
13	Bank of America, NT&SA	50 Insulated Box Cars	✓ 971 .	1 .
14	Bank of America, NT&SA	25 Box Cars	✓ 551 .	1 .
15	Bank of America, NT&SA	10 2500 H.P. Diesel Elect. Locos.	2 079 .	18 .
16		20 Flexi-Van Flat Cars	253 .	4 .
17		Total	✓ 2 332 .	22 .
18	Bank of America, NT&SA	150 Insulated & 35 High Cube Box Cars	3 944 .	103 .
19		45 Covered Hopper Cars	705 .	6 .
20		75 Flat Cars	1 179 .	19 .
21		Total	✓ 5 828 .	128 .
22	Bank of America, NT&SA	10-2500 H.P. Diesel Elect. Locos.	2 039 .	20 .
23		16 Covered Hopper Cars	245 .	3 .
24		350 Insulated Box Cars	6 951 .	69 .
25		25 Covered Hopper Cars	538 .	6 .
26		Total	✓ 9 773 .	98 .
27	Bank of America, NT&SA	10-3000 H.P. Diesel Elect. Locos.	2 219 .	479 .
28		40 Covered Hopper Cars	856 .	196 .
29		230 Box Cars	4 510 .	910 .
30		Total	✓ 7 585 .	1 585 .
31	First Penn & Trust Co.	5-3000 H.P. Diesel Elect. Locos.	✓ 1 152 .	252 .
32	Bank of America, NT&SA	36 Box Cars	✓ 1 043 .	213 .
33	Bank of America, NT&SA	5 Cabooses	128 .	25 .
34		100 Insulated Box Cars	2 494 .	4 .
35		10-3000 H.P. Diesel Elect. Locos.	2 467 .	
36		Total	✓ 5 089 .	29 .
37	Crocker Nat'l Bank	2-3000 H.P. Diesel Elect. Locos.	✓ 370 .	
38	Equipment Trust Certs.	6-3000 H.P. Diesel Elect. Locos.	(49) 1 334 .	267 .
39	Series of 1967	50 Covered Hopper Cars	870 .	174 .
40		15 Flat Cars	219 .	44 .
41		32 Box Cars	755 .	203 .
42		Total	3 178 .	688 .
43	Equipment Trust Certs.	4-3000 H.P. Diesel Electric		
44	Series of 1968	Road Locomotives	975 .	254 .
45		25 Box Cars	693 .	139 .
46		Total	1 668 .	393 .
47	Equipment Trust Certs.	40-70 Ton Insulated Box Cars	652 .	130 .
48	Series of 1961	10-100 Ton Covered Hopper Cars	233 .	47 .
49		Total	885 .	177 .
50				

42,172

(C) 46,246

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.

(Dollars in thousands)

Line No.	Name of issue (from schedule 218) (a)	Amount actually outstanding (from schedule 218) (b)	Nominal rate of interest (from schedule 218) (c)	AMOUNT OF INTEREST	
				Maximum amount payable, if earned (d)	Amount actually payable under contingent interest provisions, charged to income for the year (e)
1	Thirty-Year 5% Income Debentures	\$ 9 664	5%	\$ 483	\$ 493
2	(with fixed interest First&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	\$ 1 465	\$ None	\$ 1 465	\$ 1 465	20% of	\$ 483
2						Face	
3						Value of	
4						Bonds	
5						Outstanding	
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.
(Dollars in thousands)

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	% \$	1 050	\$ 1 050	\$	\$
2	Railway	Advances on				
3		Open				
4		A/C				
5						
6	Alameda Belt Line	Propor.	77	82		
7		of all				
8		Deficit				
9						
10		TOTAL	1 127	1 132	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 the three largest items regardless of the dollar amount and all other items (or the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items

of like description amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." 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.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1	751			None
2				
3	759	Estimated amount charged operating expense-Bills not received	3	636
4	759	Estimated vacation pay liability	2	372
5	759	Estimated amount payable within one year for:		
6	759	Personal injury claims	1	949
7	759	Loss & Damage Claims	1	118
8	759	Estimated Equipment rents payable		832
9	759	Accrued Equipment leases	1	091
10	759	Other Items, each less than \$250,000		223
11	759	Total	11	221
12				
13	763	Unreported prepaid charges on freight forwarded	5	025
14	763	Deposits for construction costs of spur tracks and		
15		other property		213
16	763	Advances waybilled not paid various station agents		36
17	763	Other Items, each less than \$250,000		62
18	763	Total	5	336
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				

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."
(Dollars in thousands)

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)		885				885
2	Railway property State and local taxes (532) _____		--		207		207
3	Old-age retirement (532) _____		--		401		401
4	Unemployment insurance (532) _____		--		148		148
5	Miscellaneous operating property (535) _____		--		--		--
6	Miscellaneous tax accruals (544) _____		--		3		3
7	All other taxes _____		--		27		27
8	Total (account 761)		--		786		786

NOTES AND REMARKS

225. 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 the three largest items regardless of the dollar amount and all other items (or the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items

of like description amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." 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.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
			\$
1	771	Liability for supplemental sickness benefit plan	23
2			
3	772		None
4			
5	774	Reserve for estimated amounts payable for injuries to persons	1 257
6			
7	782	Refundable construction costs of spur tracks	358
8	782	Assessments allowed to go to bond for public improvements	104
9	782	Sundry persons and Company's retained percentages	22
10			484
11			
12	784	Unadjusted accounts for disbursements, Freight & Freight Claims	1 163
13	784	Undistributed amounts - U.S. Government Bills	629
14	784	Amounts refundable to U. S. Steel for volume rates	345
15	784	Other Items, each less than \$250,000	767
16	784	Total	2 904
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
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34			
35			
36			
37			
38			
39			
40			
41			
42			
43			
44			
45			

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 is-*

sued 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)).

(Dollars in thousands)

Line No.	Class of stock	Date issue was authorized	Par value per share (if non-par, so state)	PREFERRED STOCK									
				Dividend rate specified in contract	Total amount of accumulated dividends		Cumulative			Other Provisions of Contract			
							To extent earned ("Yes" or "No")	Fixed \$ rate or percent specified by contract	Noncumulative ("Yes" or "No")	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)
1	Common	10-24-44	Non Par	XXXXXX	XXX	XXX	XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
2		7-7-53	"	XXXXXX	XXX	XXX	XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
3		9-30-54	"	XXXXXX	XXX	XXX	XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
4		6-22-56	"	XXXXXX	XXX	XXX	XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
5	XXXXXX	11-25-59	"										
6		1-28-63	"										
7		2-15-63	"										
8	XXXXXX	6-72	"										
9	XXXXXXXXXXXXXXXXXXXX	12-13-16	\$1.00										
10	TOTAL	XXXX	XXXX	XXXXXX	None		XXXXXX	XXXXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX

Line No.	PAR VALUE OF PAR-VALUE STOCK OR NUMBER OF SHARES OF NONPAR STOCK																		STOCK ACTUALLY OUTSTANDING AT CLOSE																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																							
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									Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P")						Canceled												Actually issued						Canceled						Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P")																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																			
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*State the class of capital stock covered by the receipts.

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WESTERN PACIFIC RAILROAD SYSTEM

2 OF 4

320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)
	Maintenance of Way and Structures—Continued	\$
50	(270) Dismantling retired road property	83
51	(271) Small tools and supplies	269
52	(272) Removing snow, ice, and sand	49
53	(273) Public improvements—Maintenance	181
54	(274) Injuries to persons	458
55	(275) Insurance	158
56	(276) Stationery and printing	33
57	(277) Employees' health and welfare benefits	415
58	(281) Right-of-way expenses	
59	(282) Other expenses	3
60	(278) Maintaining joint tracks, yards, and other facilities—Dr	426
61	(279) Maintaining joint tracks, yards, and other facilities—Cr	1 258
62	Total—All road property depreciation (account 266)	1 257
63	Total—All other maintenance of way and structures accounts	12 010
64	Total maintenance of way and structures	13 267
	Maintenance of Equipment	
65	(301) Superintendence	669
66	(302) Shop machinery	89
67	(304) Power-plant machinery	
68	(305) Shop and power-plant machinery—Depreciation (p. 80)	46
69	(306) Dismantling retired shop and power-plant machinery	
70	(311) Locomotives—Repairs, Diesel locomotives—Yard	451
71	Locomotives—Repairs, Diesel locomotives—Other	2 909
72	Locomotives—Repairs, Other than Diesel—Yard	
73	Locomotives—Repairs, Other than Diesel—Other	
74	(314) Freight-train cars—Repairs*	5 126
75	(317) Passenger-train cars—Repairs	
76	(318) Highway revenue equipment—Repairs	135
77	(323) Floating equipment—Repairs	56
78	(326) Work equipment—Repairs	92
79	(328) Miscellaneous equipment—Repairs	49
80	(329) Dismantling retired equipment	86
81	(330) Retirements—Equipment (p. 80)	
82	(331) Equipment—Depreciation (p. 80)	3 293
83	(332) Injuries to persons	280
84	(333) Insurance	500
85	(334) Stationery and printing	20
86	(335) Employees' health and welfare benefits	343
87	(339) Other expenses	17
88	(336) Joint maintenance of equipment expenses—Dr	55
89	(337) Joint maintenance of equipment expenses—Cr	114
90	Total—All equipment depreciation (accounts 305 and 331)	3 339
91	Total—All other maintenance of equipment accounts	10 763
92	Total maintenance of equipment	14 102
93	*Includes charges for work done by others of	\$ 1,651
94	and credits for work charged to others in the amount of	\$ 941

320. RAILWAY OPERATING EXPENSES—Continued

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)		
\$		\$		\$		\$		\$		\$		\$		50
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320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)	
		\$	
	Traffic		
95	(351) Superintendence	1	599
96	(352) Outside agencies	1	713
97	(353) Advertising*		42
98	(354) Traffic associations		76
99	(355) Fast freight lines		
100	(356) Industrial and immigration bureaus		148
101	(357) Insurance		4
102	(358) Stationery and printing		143
103	(359) Employees' health and welfare benefits		116
104	(360) Other expenses		
105	Total traffic	3	841
	Transportation—Rail Line		
106	(371) Superintendence	1	986
107	(372) Dispatching trains		524
108	(373) Station employees	2	038
109	(374) Weighing, inspection, and demurrage bureaus		155
110	(375) Coal and ore wharves		
111	(376) Station supplies and expenses		362
112	(377) Yardmasters and yard clerks	2	215
113	(378) Yard conductors and brakemen	2	920
114	(379) Yard switch and signal tenders		92
115	(380) Yard enginemen	1	097
116	(382) Yard switching fuel		227
117	(383) Yard switching power produced		
118	(384) Yard switching power purchased		76
119	(388) Servicing yard locomotives		77
120	(389) Yard supplies and expenses	3	725
121	(392) Train enginemen	3	688
122	(394) Train fuel		
123	(395) Train power produced		
124	(396) Train power purchased		
125	(400) Servicing train locomotives	1	118
126	(401) Trainmen	6	906
127	(402) Train supplies and expenses**	1	930
128	(403) Operating sleeping cars		
129	(404) Signal and interlocker operation		349
130	(405) Crossing protection		23
131	(406) Drawbridge operation		
132	(407) Communication system operation		362
133	(408) Operating floating equipment		257
134	(409) Employees' health and welfare benefits		967
135	(410) Stationery and printing		225
136	*Value of transportation issued in exchange for advertising		None
	**Includes gross charges and credits for heater and refrigerator service as follows:		
137	Freight train cars: Refrigerator-Charges		577
138	-Credits		537
139	Heater-Charges		3
140	-Credits		3
141	TOFC trailers: Refrigerator-Charges		None
142	-Credits		None
143	Heater-Charges		None
144	-Credits		None

320. RAILWAY OPERATING EXPENSES—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS												Line No.		
Expenses related solely to freight service (c)		Common expenses appor- tioned to freight service (d)		Total freight expense (e)		Related solely to passen- ger and allied services (f)		Common expenses appor- tioned to passenger and allied services (g)		Total passenger expense (h)			Other expenses not related to either freight or to passenger and allied services (i)	
\$		\$		\$		\$		\$		\$		\$		95
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320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)	
		\$	
	Transportation—Rail Line		11
143	(411) Other expenses		192
146	(414) Insurance		100
147	(415) Clearing wrecks		216
148	(416) Damage to property		36
149	(417) Damage to livestock on right of way	1	292
150	(418) Loss and damage—Freight		
151	(419) Loss and damage—Baggage	2	312
152	(420) Injuries to persons		390
153	(421) TOFC/COFC terminals		122
154	(422) Other highway transportation expenses		819
155	(390) Operating joint yards and terminals—Dr		518
156	(391) Operating joint yards and terminals—Cr		227
157	(412) Operating joint tracks and facilities—Dr		378
158	(413) Operating joint tracks and facilities—Cr	36	136
159	Total transportation—Rail line		
	Miscellaneous Operations		
160	(441) Dining and buffet service		
161	(442) Hotels and restaurants		
162	(443) Grain elevators		
163	(445) Producing power sold		
164	(446) Other miscellaneous operations		
165	(449) Employees' health and welfare benefits		
166	(447) Operating joint miscellaneous facilities—Dr		
167	(448) Operating joint miscellaneous facilities—Cr		
168	Total miscellaneous operations		None
	General		
169	(451) Salaries and expenses of general officers	1	832
170	(452) Salaries and expenses of clerks and attendants	2	163
171	(453) General office supplies and expenses		979
172	(454) Law expenses		477
173	(455) Insurance		30
174	(456) Employees' health and welfare benefits		217
175	(457) Pensions		853
176	(458) Stationery and printing		185
177	(460) Other expenses*		382
178	(461) General joint facilities—Dr		10
179	(462) General joint facilities—Cr		
180	Total general expenses	7	128
181	Grand total railway operating expenses	74	474
182	Operating ratio (ratio of operating expenses to operating revenues) percent. (Two decimal places required)		83.14 %
183	Amount of employee compensation † (applicable to the current year) chargeable to operating expenses	\$	40,528

*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 - Reduction in Force	\$ 20
	\$ 20

†Includes "straight time paid for" in train and engine service, and "time actually worked and paid for at straight time rates" in other services; all overtime in train and engine service, and overtime paid for at punitive rates in other services; and "constructive allowances, including vacations and holidays" in train and engine service and "vacations, holidays, and other allowances" in other services. (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 561C and not included in this return.)

320. RAILWAY OPERATING EXPENSES—Concluded

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)		
\$		\$		\$		\$		\$		\$		\$		
														145
														146
														147
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SOLELY FREIGHT

SOLELY FREIGHT

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 (Dollars in thousands)	Amount of operating expenses for the year	
		(a)	(b)
		\$	
1	(1) Engineering _____		31
2	(2 1/2) Other right-of-way expenditures _____		1
3	(3) Grading _____		28
4	(5) Tunnels and subways _____		101
5	(6) Bridges, trestles, and culverts _____		210
6	(7) Elevated structures _____		
7	(13) Fences, snowsheds, and signs _____		18
8	(16) Station and office buildings _____		122
9	(17) Roadway buildings _____		25
10	(18) Water stations _____		3
11	(19) Fuel stations _____		13
12	(20) Shops and enginehouses _____		105
13	(21) Grain elevators _____		
14	(22) Storage warehouses _____		10
15	(23) Wharves and docks _____		
16	(24) Coal and ore wharves _____		18
17	(25) TOFC/COFC terminals _____		73
18	(26) Communication systems _____		306
19	(27) Signals and interlockers _____		
20	(29) Power plants _____		10
21	(31) Power-transmission systems _____		1
22	(35) Miscellaneous structures _____		152
23	(37) Roadway machines _____		25
24	(39) Public improvements—Construction _____		5
25	All other road accounts _____		1 257
26	Total (account 266)		

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 (Dollars in thousands)	Amount of operating expenses for the year	
		(a)	(b)
		\$	
1	(1) Engineering _____		4
2	(2 1/2) Other right-of-way expenditures _____		
3	(3) Grading _____		11
4	(5) Tunnels and subways _____		
5	(8) Ties _____		3
6	(9) Rails _____		16
7	(10) Other track material _____		52
8	(11) Ballast _____		8
9	(12) Track laying and surfacing _____		26
10	(38) Roadway small tools _____		
11	(39) Public improvements—Construction _____		
12	(43) Other expenditures—Road _____		
13	(76) Interest during construction _____		
14	(77) Other expenditures—General _____		1
15	(80) Other elements of investment _____		
16	All other road accounts _____		
	Total (account 267)		121

322. ROAD PROPERTY—DEPRECIATION

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)		
\$	\$	\$	\$	\$	\$	\$		1
								2
								3
								4
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324. RETIREMENTS—ROAD

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)		
\$	\$	\$	\$	\$	\$	\$		1
								2
								3
								4
								5
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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)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(44) Shop machinery _____		43
2	(45) Power-plant machinery _____		3
3	Total (account 305) _____		46

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)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(52) Locomotives _____		
2	(53) Freight-train cars _____		
3	(54) Passenger-train cars _____		
4	(55) Highway revenue equipment _____		
5	(56) Floating equipment _____		
6	(57) Work equipment _____		
7	(58) Miscellaneous equipment _____		
8	(76) Interest during construction _____		
9	(77) Other expenditures—General _____		
10	(80) Other elements of investment _____		
11	Total (account 330) _____		None

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)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(52) Locomotives-Yard _____		46
2	(52) Locomotives-Other _____		842
3	(53) Freight-train cars _____		2 216
4	(54) Passenger-train cars _____		
5	(55) Highway revenue equipment _____		92
6	(56) Floating equipment _____		43
7	(57) Work equipment _____		35
8	(58) Miscellaneous equipment _____		19
9	Total (account 331) _____		3 293

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

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)	
\$	\$	\$	\$	\$	\$	\$	1
			SOLELY FREIGHT				2
							3

328. RETIREMENTS-EQUIPMENT—Continued

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)	
\$	\$	\$	\$	\$	\$	\$	1
							2
							3
							4
							5
			SOLELY FREIGHT				6
							7
							8
							9
							10
							11

330. EQUIPMENT-DEPRECIATION—Continued

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)	
\$	\$	\$	\$	\$	\$	\$	1
							2
							3
			SOLELY FREIGHT				4
							5
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							7
							8
							9

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 respondent's income account for the year.

2. In Section C show an analysis and distribution of Federal income taxes. (Dollars in thousands)

A. Other than U.S. Government Taxes					
Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
		\$		\$	
1	Alabama		South Dakota		41
2	Alaska		Tennessee		42
3	Arizona		Texas		43
4	Arkansas		Utah	111	44
5	California	2 149	Vermont		45
6	Colorado		Virginia		46
7	Connecticut		Washington		47
8	Delaware		West Virginia		48
9	Florida		Wisconsin		49
10	Georgia		Wyoming		50
11	Hawaii		District of Columbia		51
12	Idaho				
13	Illinois		Other		
14	Indiana		Canada		52
15	Iowa		Mexico	4	53
16	Kansas		Puerto Rico		54
17	Kentucky				55
18	Louisiana		Total—Other than U.S. Government Taxes	2 460	56
19	Maine				
20	Maryland		B. U.S. Government Taxes		
21	Massachusetts		Kind of tax (a)	Amount (b)	
22	Michigan			\$	
23	Minnesota		Income taxes:		
24	Mississippi		Normal tax and surtax (See Note)	(429)	57
25	Missouri		Excess profits		58
26	Montana		Total—Income taxes	(429)	59
27	Nebraska		Old-age retirement*	4 152	60
28	Nevada	196	Unemployment insurance	567	61
29	New Hampshire		All other United States Taxes		62
30	New Jersey		Total—U.S. Government taxes	4 290	63
31	New Mexico		Grand Total—Railway Tax Accruals (account 532)	6 750	64
32	New York				
33	North Carolina				
34	North Dakota				
35	Ohio				
36	Oklahoma		*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon				
38	Pennsylvania		Hospital insurance	\$ 188,817	65
39	Rhode Island		Supplemental annuities	550,983	66
40	South Carolina				

Note: Amount paid to Railroad for utilization of Railroad's tax loss carryforward by parent.

350. RAILWAY TAX ACCRUALS—Continued

C. Analysis of Federal Income Taxes

Line No.	Item (a)	Amount (b)	Item (a)	Amount (b)	Line No.
67	Provision for income taxes based on taxable net income recorded in the accounts for the year	\$ 250	Casualty accruals not deductible for tax purposes	\$ 194	73
68	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 52-21 and different basis used for book depreciation	495	Misc. Items (Increase)	46	74
			Amt. paid to Western Pacific		75
			RR for utilization of RR's		76
			tax loss carryforward by		77
			parent company-West. Pac. Ind.	(429)	78
69	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	255	Net applicable to the current year	(429)	79
			Adjustments applicable to previous years (net debit or credit), except carry-backs and carry-overs		80
			Adjustments for carry-backs		81
			Adjustments for carry-overs		82
70	Net decrease (or increase) because of investment tax credit authorized in Revenue Act of 1962	250	Total	(429)	83
			Distribution:		
			Account 532	(429)	84
			Account 590		85
			Other (Specify)		86
					87
72	Net decrease (or increase) because of amortization of certain rights-of-way investment under section 185 of the Internal Revenue Code	---	Total	(429)	88

Note.—The amount shown on line 59 should equal line 84; the amount shown on line 83 should equal line 88.

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, inter-company amounts to be eliminated in such consolidated return.

Line No.	Item (a)	(Dollars in thousands)	Amount (b)
			\$
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	THIS SCHEDULE INTENTIONALLY LEFT BLANK		
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11			
12			
13	Federal tax net income		XXXXXXXXXX
14	Amount taxed as ordinary income	\$	XXXXXXXXXX
15	Amount taxed as capital gains		XXXXXXXXXX
16	Total (should be same as line 13)		XXXXXXXXXX

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 com-

plete parts 2 and 3. All carriers shall furnish information requested at bottom of schedule.
(Dollars in thousands)

Line No	Item (a)	Amount (b)
		\$
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 353.	
(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	1. 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	2. 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	3. Deduct amount of current year's investment tax credit applied to reduction of tax liability but deferred for accounting purposes _____	\$
27	4. Balance of current year's investment tax credit used to reduce current year's tax accrual _____	\$
28	5. Add amount of prior years' deferred investment tax credits being amortized and used to reduce current year's tax accrual _____	\$
29	6. Total decrease in current year's tax accrual resulting from use of investment tax credits _____	\$
30	7. 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	8. Net decrease (or increase) in tax because of amortization of certain rights-of-way investment under Section 185 of the Internal Revenue Code _____	\$

353. 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. (Dollars in thousands)

Line No.	Name of Company:																																																																																																														
1	1. Schedule of affiliated companies included in consolidated return and allocation of tax liability for tax year ended _____, 19____																																																																																																														
	<table border="1"> <thead> <tr> <th>Item (a)</th> <th>Book income (b)</th> <th>Taxable income (c)</th> <th>Tax liability on separate return basis (d)</th> <th>Tax allocated on consolidated return (e)</th> </tr> </thead> <tbody> <tr> <td></td> <td>\$</td> <td>\$</td> <td>\$</td> <td>\$</td> </tr> <tr> <td>Carriers regulated by ICC:</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>2 Respondent _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Other carriers:</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>3 _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>4 _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>5 _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>6 _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>7 _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>8 _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>9 _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>10 Totals-ICC regulated carriers _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Other affiliates:</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>11 _____</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> </tr> <tr> <td>12 _____</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> </tr> <tr> <td>13 _____</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> </tr> <tr> <td>14 _____</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> </tr> <tr> <td>15 _____</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> <td>XXX</td> </tr> <tr> <td>16 _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>17 Totals-Other affiliates _____</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>18 Grand totals _____</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>	Item (a)	Book income (b)	Taxable income (c)	Tax liability on separate return basis (d)	Tax allocated on consolidated return (e)		\$	\$	\$	\$	Carriers regulated by ICC:					2 Respondent _____					Other carriers:					3 _____					4 _____					5 _____					6 _____					7 _____					8 _____					9 _____					10 Totals-ICC regulated carriers _____					Other affiliates:					11 _____	XXX	XXX	XXX	XXX	12 _____	XXX	XXX	XXX	XXX	13 _____	XXX	XXX	XXX	XXX	14 _____	XXX	XXX	XXX	XXX	15 _____	XXX	XXX	XXX	XXX	16 _____					17 Totals-Other affiliates _____					18 Grand totals _____				
Item (a)	Book income (b)	Taxable income (c)	Tax liability on separate return basis (d)	Tax allocated on consolidated return (e)																																																																																																											
	\$	\$	\$	\$																																																																																																											
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18 Grand totals _____																																																																																																															
	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.																																																																																																														
19	Consolidated tax liability is allocated under Section 1552 (a) ()																																																																																																														
20	_____																																																																																																														
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___																																																																																																														
24	(b) If loss companies are paid for tax benefits, describe method of allocating the tax savings and the method of payment.																																																																																																														
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 par-

ticulars in a footnote. Show the three largest items regardless of the dollar amount and all other items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000."
(Dollars in thousands)

Line No.	Description of property (a)	Name of lessee (b)	Total rent accrued during year (account 509) (c)	
			\$	
1	Minor Items, each less than \$500.00			1
2				
3				
4				
5				
6				
7				
8				
		Total		1

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. 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.

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.

None

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.

Show amount of rent from three properties producing largest income regardless of amount, and all properties producing income of \$250,000 or more. Other properties whose income is less than \$250,000 may be combined into a single entry designated, "Other items, each less than \$250,000 per annum."

Line No.	Description of Property		Name of lessee (c)	Amount of rent (d)
	Name (a)	Location (b)		
1	Pipeline Easement	Santa Clara, Solano Yolo County	Standard Oil Co. of Calif.	18
2	Land	Oroville, Calif.	Solano Rail Car Co.	11
3	Warehouse	San Francisco, Ca.	B. R. Funsten	9
4	Minor Items, each less than \$250,000			124
5				
6				
7				
8				
9				
10				
11			Total	162

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. Show the three largest

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

Line No	Description of property operated (a)	Location of property (b)	Name of operator (c)	ACCRUED TO RESPONDENT	
				Profit (d)	Loss (e)
1	TOFC/COFC Terminal Serv.	Various Terminals	WP Transport Co.	\$	\$ 490
2		on Line			
3	Switching Terminal	Oakland, Calif.	Oakland Terminal RR		47
4	Switching Terminal	Alameda, Calif.	Alameda Belt Line		16
5					
6					
7					
8					
9					
10			Total	None	553

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 376. HIRE OF FREIGHT CARS, PAGE 88

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.

376. HIRE OF FREIGHT CARS

(Dollars in thousands)

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		\$	\$	\$	\$
	Mileage Basis:					
	Tank cars	7,201,895				564
1	Refrigerator cars	13,433,439	1 477	4		810
2	All other cars	4,217,745				252
3	Total (Lines 1-3)	24,853,079	1 477	4		1 726
4	TOFC and/or COFC Cars	19,543,128	67	74		608
	Combination Mileage and Per Diem Basis:					
	Mileage Portion:					
6	Unequipped box cars	22,824,953	583	566		
7	All other per diem cars	75,094,390	2 497	2 235		
8	Total (Lines 6 and 7)	97,919,343	3 080	2 801		
	Per Diem Portion:					
	Unequipped Box Cars:					
	U.S. Ownership:					
9	Basic		559	636		
10	Incentive		612	334		
	Canadian Ownership:					
11	Basic		46	7		
12	Incentive		18	3		
13	All Other Per Diem Cars		4 333	2 526		
14	Total Per Diem Portion (Lines 9-13)		5 568	3 506		
15	Car-days Paid For Unequipped Box Cars			190 780		
16	Car-days Paid For, All Other Per Diem Cars			482 237		
17	Leased Rental-Railroad, Insurance and Other Companies		\$ 18	\$	\$	\$ 3 278
18	Other Basis			109		441
	OTHER FREIGHT CARRYING EQUIPMENT					
19	Refrigerated Highway Trailers		25	34		82
20	Other Highway Trailers		277	360		293
21	Auto Racks		542	367		2
22	GRAND TOTAL (Lines 4, 5, 8, 14, & 17-21)		11 054	7 255		6 430
23	NET BALANCE CARRIED TO INCOME ACCOUNT: CREDIT \$ or DEBIT \$ 2,631					

377. LOCOMOTIVE RENTALS

Give an analysis as requested of amounts credited to account 504, "Rent from locomotives," and amounts charged to account 537, "Rent for locomotives," on account of locomotives leased or otherwise rented. (Dollars in thousands)

Line No.	Item (a)	Amount receivable (b)	Amount payable (c)	Remarks (d)
	Locomotives of respondent or other carriers:	\$	\$	
1	Mileage basis _____			
2	Per diem basis _____			
3	Other basis _____	12		
	Locomotives of individuals and companies not carriers:			
4	Mileage basis _____			
5	Per diem basis _____			
6	Lease rental—insurance and other companies _____		988	
7	Other basis _____		7	
8	Total _____	12	995	

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. (Dollars in thousands)

Line No.	Item (a)	Amount receivable (b)	Amount payable (c)	Remarks (d)
	Cars of respondent or other carriers:	\$	\$	
1	Mileage basis _____			
2	Per diem basis _____			
3	Other basis _____			
	Cars of individuals and companies not carriers:			
4	Mileage basis _____			
5	Per diem basis _____			
6	Lease rental—insurance and other companies _____			
7	Other basis _____			
8	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 headings provided should be explained in a footnote.

3. If the respondent held under lease during all or any part of the year any road upon which no rent payable accrued, or if any portion of the

charge shown hereunder is for construction on a line in which the respondent's leasehold interest will soon expire, give full particulars in a footnote.

4. Show the three largest items regardless of the dollar amount and all other items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." (Dollars in thousands)

Line No.	Name of lessor or reversioner and description of property (a)	Total rent accrued during year (Acct. 542) (b)		Classification of Amount Column (b)					
				Interest on bonds (c)		Dividends on stocks (d)		Cash (e)	
1	Stockton Port Terminal	\$		\$		\$		\$	
2	Facilities		2		None		None		2
3									
4									
5									
6									
7									
8									
9									
10	Total		2		None		None		2

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 therefore. **Only changes during the year are required.**

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. Agreements being filed should be addressed to the Bureau of Accounts.

384. MISCELLANEOUS RENTS

Give particulars of all properties the rents on which were charged by the respondent during the year to Income, under the heading "Miscellaneous rents," showing for each item the total charge therefor to Income. Show the three largest items regardless of the dollar amount and all other

items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." (Dollars in thousands)

Line No.	Description of Property		Name of lessor (c)	Amount charged to Income (d)	
	Name (a)	Location (b)			
1	Land	Oakland Water Front	Port of Oakland	\$	63
2	Land	Middle Harbor - Oakland	Port of Oakland		60
3	Land	Reno, Nevada	Commercial Lease Assn.		4
4	Minor Items, each less than \$250,000				5
5					
6					
7					
8					
9					
10			Total		132

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 a brief description of the three largest items regardless of the dollar amount and all other items amounting to \$250,000 or

more included during the year in accounts 519, "Miscellaneous income", and 551, "Miscellaneous income charges." Items less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the total of 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. (Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)
1	519	Profit on Property Sales	\$	\$ 464
2	519	Gain on Debt Recquired		29
3	519	Consideration for Easements Granted		24
4	519	Minor Items, each less than \$250,000		108
5	519	Total		625
6				
7	551	Write Off of Doubtful Accounts	35	
8	551	Penalty Payments	7	
9	551	Payment for Franchise Granted	4	
10	551	Minor Items, each less than \$250,000	130	
11	551	Total	176	
12				
13	570	Gain on Debt Recquired, (approved by ICC 2/14/74, letter dated 2/20/74 A/C ACA-EBP)		1 504
14				
15				
16	580		None	None
17	590		None	None
18	606		None	None
19	616		None	None
20				
21	620	Sinking Funds: 3-1/8% 1st Mortgage Bonds, 30-Year		1 369
22		5% Income Debentures & Capital Fund		
23	621		None	None
24				
25	622	Appropriations Released Account Sinking Fund		
26		Payments 5% Income Debentures		2 324
27	622	Sinking Fund Payments 1st & Refunding Mortgage Bonds		344
28	622	Appropriations Released - Capital Fund		690
29	622	Total		3 358
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 applica-

tion 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.

(Dollars in thousands)

Line No.	Item (a)	Amount (b)	Amount (c)
	Sources of funds:		
1	Net income (page 66, line 58) _____	5 629	
	Add non-cash charges for:		
2	Depreciation and amortization _____	4 643	
	Retirements of nondepreciable property _____	121	
	Add non-cash charges for additions (deduct for decreases) to reserves:		
4	Pension and welfare reserves _____	9	
5	Insurance reserves _____		
6	Casualty and other reserves _____	(544)	
7	Interest in default _____		
8	Other important items (specify) <u>Misc.</u> _____	52	
9	_____		
10	Funds provided by operations _____		9 910
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 _____	3 455	
15	Less service value charged to accrued depreciation account _____	2 827	628
16	Net book value of miscellaneous physical property disposed of during year _____		305
17	Net book value of investment securities disposed of during year _____		
18	Advances, notes and other debts repaid by affiliated companies _____		98
19	Advances, notes and other debts repaid by other companies _____		219
20	Net decrease in sinking and other reserve funds _____		
21	Net decrease in working capital (total current assets less total current liabilities)* _____		
22	Other sources (specify) _____		
23	<u>Net decrease in other assets and deferred charges</u> _____		266
24	<u>Net increase in other liabilities and deferred credits</u> _____		336
25	_____		
26	Total sources of funds (should be same as line 43) _____		11 762
	Application of funds:		
27	Investment in transportation property (excluding donations and grants) _____		2 865
28	Investment in miscellaneous physical property _____		98
29	Investments and advances, affiliated ICC regulated carriers _____		
30	Investments and advances, other affiliated companies _____		
31	Investments in nonaffiliated companies _____		
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) _____		1 115
35	Equipment obligations paid or reacquired _____		3 159
36	Net increase in sinking and other reserve funds _____		
37	Payment of dividends (other than stock dividends) _____		
38	Net increase in working capital* _____		4 525
39	Other applications (specify) _____		
40	_____		
41	_____		
42	_____		
43	Total application of funds (should be same as line 26) _____		11 762

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

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

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

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

Class (2) includes each line full title to which is in an inactive proprietary corporation of the respondent (i.e., one all of whose outstanding stocks or obligations are held by or for the respondent, and which is operated by the respondent or an affiliated system corporation without any accounting to the said proprietary corporation). It may also include such line when the actual title to all of the outstanding stocks or obligations rest in a corporation controlled by or controlling the respondent; but in the case of any such inclusion, the facts of the relation to the respondent of the corporation holding the securities should be fully set forth in a footnote. An inactive corporation is one which has been practically absorbed in a controlling corporation, and which neither operates property nor administers its financial affairs; if it maintains an organization it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.

Class (3) includes all tracks operated under a lease or formal conveyance of less than the grantor's interest in the property, with a specific and unconditional rent reserved. The fact that the lessor does or does not maintain an independent organization for financial purposes is immaterial in this connection.

Class (4) is the same as class (3) except that the rent reserved is conditional upon earnings or other fact.

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

Road held by the respondent as joint or common owner or a joint lessee or under any joint arrangement should be shown in its appropriate class and the entry of length should be of the entire length of the portion jointly held. The class symbol should have the letter (J) attached.

Road operated by the respondent as agent for another carrier should not be included in this schedule.

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

Line No.	Class (a)	Proportion owned or leased by respondent (b)	Main (M) or branch (B) line (c)	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks (h)	Miles of yard switching tracks (i)	Total (j)
				Miles of road (d)	Miles of second main track (e)	Miles of all other main tracks (f)	Miles of passing tracks, cross-overs, and turn-outs (g)			
1	1	100%	M	1155.23	2.31		144.98	89.86	225.32	1617.70
2	1	100%	B	181.98			7.53	39.97	15.61	245.09
3		Total Cl. 1		1337.21	2.31		152.51	129.83	240.93	1862.79
4										
5	1-J	50%	M				7.47	.11	6.09	13.67
6	1-J	33-1/3%	M						.15	.15
7	1-J	50%	B						.90	.90
8		Total 1-J					7.47	.11	7.14	14.72
9										
10		Total 1&1-J		1337.21	2.31		159.98	129.94	248.07	1877.51
11										
12	5	None	M	116.58	234.61		43.63	23.59	46.39	464.80
13	5	None	B	34.19			.49	4.34		39.02
14		Total 5		150.77	234.61		44.12	27.93	46.39	503.82
15										
16		Total Road		1487.98	236.92		204.10	157.87	294.46	2381.33
17										
18		Ferry Serv.								
19		Across SF Bay		4.20						4.20
20										
21		Grand Total		1492.18	236.92		204.10	157.87	294.46	2385.53
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										
54										
55		Total Main Line	XXX	1271.81	236.92		196.08	113.56	277.95	2096.32
56		Total Branch Lines	XXX	216.17			8.02	44.31	16.51	285.01
57		Grand Total	XXX	1487.98	236.92		204.10	157.87	294.46	2381.33
58		Miles of road or track electrified included in preceding grand total	XXX							None

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 (b)	Main (M) or branch (B) line (c)	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of way switching tracks (h)	Miles of yard switching tracks (i)	Total (j)
				Miles of road (d)	Miles of second main track (e)	Miles of all other main tracks (f)	Miles of passing tracks, cross-overs, and turn-outs (g)			
1		WPRR Co.								
2	1	Loyalton, Ca. South	B	1.14						1.14
3	1	Marysville, Ca.	M						0.29	0.29
4		WPRR Co.								
5		Oakland Term. Ry								
6	1-J	Union St. Oakland	M						0.43	0.43
7										
8										
9										
10										
11										
12										
13										
14										
15		Total	XXX	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)											
1	California	605.83	6 126.17	6			148.36	9 880.36	1		1.14			
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)	1155.23	5 181.98	2			150.77	1 1487.98	8		1.14	None		

181.982
 1337.217
 1.141
 1,338.358

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			Not Applicable		
3					
4					
5					
6					
7					
8					
9					Total
10				Miles of road or track electrified (included in each preceding total)	
				TRACKS OPERATED AT COST FOR JOINT BENEFIT—INCLUDED ABOVE	
11					
12					
13					
14					
15					
16					
17					Total

18 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 _____

415. 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 appropriate. 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					Total mileage operated (g)	Tracks owned, not operated by respondent (h)	New tracks constructed during year (i)
		Tracks owned (b)	Tracks of proprietary companies (c)	Tracks operated under lease (d)	Tracks operated under contract, etc. (e)	Tracks operated under trackage rights (f)			
1									
2									
3									
4	NOT APPLICABLE								
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16	Total Mileage								

INSTRUCTION CONCERNING RETURNS IN SCHEDULE 417 ON PAGES 100 AND 101

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 self-powered unit" includes all units other than diesel

or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "Auxiliary unit" includes all units used in conjunction with locomotives but which draw their power from the "mother" unit, e.g., boosters, slugs, etc.

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

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

417. INVENTORY OF EQUIPMENT

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

Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year					Units 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										(H.P.)	
1	Diesel-Freight — A units	138				1	1	95	43	138	333,650	
2	Diesel-Freight — B units											
3	Diesel-Passenger — A units											
4	Diesel-Passenger — B units											
5	Diesel-Multiple purpose — A units											
6	Diesel-Multiple purpose — B units											
7	Diesel-Switching — A units	15		3			4	11	3	14	16,900	
8	Diesel-Switching — B units											
9	Total (lines 1 to 8)	153		3		1	5	106	46	152	350,550	None
10	Electric-Freight											
11	Electric-Passenger											
12	Electric-Multiple purpose											
13	Electric-Switching											
14	Total (lines 10 to 13)											
15	Other self-powered units											
16	Total (lines 9, 14 and 15)	153		3		1	5	106	46	152	350,550	
17	Auxiliary units										XXXX	
18	Total Locomotive Units (lines 16 and 17)	153		3		1	5	106	46	152	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 (a)	Before Jan. 1, 1950 (b)	Between Jan. 1, 1950, and Dec. 31, 1954 (c)	Between Jan. 1, 1955, and Dec. 31, 1959 (d)	Between Jan. 1, 1960, and Dec. 31, 1964 (e)	Between Jan. 1, 1965, and Dec. 31, 1969 (f)	During Calendar Year					
						1970 (g)	1971 (h)	1972 (i)	1973 (j)	1974 (k)	TOTAL (l)
19 Diesel —————	5	29	11	15	41	13	20	15	3		152
20 Electric —————											
21 Other self-powered units —————											
22 Total (lines 19 to 21) —————	5	29	11	15	41	13	20	15	3		152
23 Auxiliary units —————											
24 Total Locomotive Units (lines 22 and 23) —————	5	29	11	15	41	13	20	15	3		152

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. 7) (k)	Leased to others (l)
			New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units, including reclassification and second hand units purchased or leased from others (f)						
	PASSENGER-TRAIN CARS <i>Non-Self-Propelled</i>										(Seating capacity)	
25	Coaches [PA, PB, PBO] —											
26	Combined cars [All class C, except CSB] —											
27	Parlor cars [PBC, PC, PL, PO] —											
28	Sleeping cars [PS, PT, PAS, PDS] —											
29	Dining, grill and tavern cars [All class D, PD] —										XXXX	
30	Postal cars [All class M] —										XXXX	
31	Non-passenger carrying cars [All class B, CSB, PSA, IA] —										XXXX	
32	Total (lines 25 to 31) —											
	Self-Propelled Rail Motorcars											
33	Electric passenger cars [EP, ET] —											
34	Electric combined cars [EC] —											
35	Internal combustion rail motorcars [ED, EG] —											
36	Other self-propelled cars (Specify types: —											
37	Total (lines 33 to 36) —											
38	Total (lines 32 and 37) —											
	COMPANY SERVICE CARS											
39	Business cars [PV] —	2						2		2	XXXX	
40	Boarding outfit cars [MWX] —	131				7	80	58		58	XXXX	
41	Derrick and snow removal cars [MWU, MWV, MWW, MWK] —	10					2	8		8	XXXX	
42	Dump and ballast cars [MWB, MWD] —	37					2	35		35	XXXX	
43	Other maintenance and service equipment cars —	246				55	76	225		225	XXXX	
44	Total (lines 39 to 43) —	426				62	160	328		328	XXXX	

Road Initials

WPS

Year 1973

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 (z); 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			
		Time-mileage cars (n)	All others (o)	New units purchased or built ¹ (p)	New units leased from others (q)	Units Installed	
						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							
45	Box-General Service (unequipped) [All B, L070, R-00, R-01]	1,503					22
46	Box-General Service (equipped) [A-20, A-30, A-40, A-50, R-06, R-07]	1,375	720		7		
47	Box-Special Service [A-00, A-10]	146			25		
48	Gondola-General Service [All G (except G-9-)]	635			40		4
49	Gondola-Special Service [G-9-, J-00, all C, all E]	226			5		3
50	Hopper (open top)-General Service [All H (except H-70)]	341			30		
51	Hopper (open top)-Special Service [H-70, J-10, J-20, all K]						
52	Hopper (covered) [L-5-]	355	24				
53	Tank, under 12,000 gallons [T-0, T-1, T-2, T-3]	40					
54	Tank, 12,000-18,999 gallons [T-4]						
55	Tank, 19,000-24,999 gallons [T-5, T-6]						
56	Tank, 25,000 gallons and up [T-7, T-8, T-9]						
57	Refrigerator (meat)-Mechanical [R-11, R-12]						
58	Refrigerator (other than meat) -Mechanical [R-04, R-10]						
59	Refrigerator (meat)-Non-Mechanical [R-02, R-08, R-09, R-14, R-15, R-17]						
60	Refrigerator (other than meat) -Non-Mechanical [R-03, R-05, R-13, R-16]						
61	Stock [All S]						
62	Autorack [F-5-, F-6-]						
63	Flat-General Service [F-0-]	223					22
64	Flat-Special Service [F-1-, F-9-, F-20, F-30, F-40, L-2-, L-3-]	256					
65	Flat-TOFC [F-7-, F-8-]	97					
66	All other [L-0-, L-1-, L-4-, L080, L090]	2					
67	Total (lines 45 to 66)	5,199	744		107		57 56
68	Caboose [All N]	XXXX	58				
69	Total (lines 67, 68)	5,199	802		107		57 56
70	Grand total, all classes of cars (lines 38, 44 and 69)	5,199	1,228		107		113 118
1 Box = one unit which relates to incentive per item order		New units purchased or built				Units rebuilt or acquired	
		General funds		Incentive funds		General funds	Incentive funds
		N/A		N/A		N/A	N/A

¹Box cars, open-top hoppers and autoracks per item order

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 sin-

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

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

Changes during year (Concluded)	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)	
			Time- mileage cars (w)	All other (x)			
57	993	475	1,468		85,757		45
44 51	1,481	575	1,351	705	145,215		46
	142	29	171		12,527	4	47
52	587	40	627		45,684		48
7	207	20	227		16,701		49
37	257	77	334		24,841		50
							51
4	300	75	352	23	32,865		52
	40		40		2,000		53
							54
							55
							56
							57
							58
							59
							60
							61
17	228		228		12,810		62
22	229	5	234		17,233	8	63
1	96		96		7,670		64
	2		2		140		65
243 248	4,562	1,296	5,130	728	403,443	12	66
8	50		XXXX	50	XXXXXXXXXXXXXX		67
251 256	4,612	1,296	5,130	778	403,443	12	68
411 416	4,940	1,296	5,130	1,106	403,443	12	69
							70

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 During the Year			
		Per diem (n)	All other (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						
71	Self-propelled vessels [Tugboats, car ferries, etc.]	XXXX	1 *				
72	Non-self-propelled vessels [Car floats, lighters, etc.]	XXXX					
73	Total (lines 71 and 72)	XXXX	1 *				
	HIGHWAY REVENUE EQUIPMENT						
74	Bogie-chassis		55 *				
75	Dry van	201 *					
76	Flat bed						
77	Open top						
78	Mechanical refrigerator	49 *					
79	Bulk						
80	Insulated						
81	Platform, removable sides						
82	Other trailer or container	24 *					
83	Tractor						
84	Truck						
85	Total (lines 74 to 84)	274 *	55 *				

NOTES AND REMARKS

417. INVENTORY OF EQUIPMENT—Concluded

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

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used (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) (v) (Tons)	Leased to others (z)	
			Per diem (w)	All other (x)			
Units retired from service of respondent whether owned or leased, in- cluding re- classification (t)							
	1		XXXX	1	840		71
			XXXX				72
	1		XXXX	1	840		73
11	44			44	1,228		74
6		195	195		4,875		75
							76
							77
11	38		38		879		78
							79
							80
							81
	24		24		554		82
							83
							84
28	106	195	257	44	7,536		85

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 5; the mileage of trucks and of bogies, trailers and semitrailers with trucks on line 6; and the mileage of tractors and of bogies, trailers and semitrailers with tractors on line 7. Vehicle miles in terminal service should be reported on lines 8 and 9.

In reporting traffic carried and traffic handled 1 mile on lines 10 to 15, and on lines 20 to 23, both inclusive, show the total number of tons and ton-miles of revenue freight in column (b) and the total number of passengers carried and passenger-miles in column (c), regardless of the class of vehicle used to perform the transportation service.

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

A. OPERATED BY RESPONDENT
(Revenue and nonrevenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
REVENUE SERVICE				
Vehicles owned or leased:				
1	Number available at beginning of year	55		
2	Number installed during the year			
3	Number retired during the year	11		
4	Number available at close of year	44	None	None
Vehicle miles (including loaded and empty):				
Line haul (station to station):				
5	Passenger vehicle miles	XXXXXX	None	XXXXXX
6	Truck miles	N/A	XXXXXX	XXXXXX
7	Tractor miles	N/A	XXXXXX	XXXXXX
Terminal service:*				
8	Pick-up and delivery	N/A		
9	Transfer service	N/A		
Traffic carried:				
10	Tons—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
11	Tons—Revenue freight—Terminal service only	XXXXXX	XXXXXX	XXXXXX
12	Revenue passengers—Line haul	XXXXXX	None	XXXXXX
13	Revenue passengers—Terminal service only	XXXXXX	None	XXXXXX
Traffic handled 1 mile:				
14	Ton-miles—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
15	Revenue passenger-miles—Line haul	XXXXXX	None	XXXXXX
NONREVENUE SERVICE				
Vehicles owned or leased:				
16	Number available at beginning of year			
17	Number installed during the year			
18	Number retired during the year			
19	Number available at close of year	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)
Traffic carried:				
20	Tons—Revenue freight	XXXXXX	XXXXXX	XXXXXX
21	Revenue passengers	XXXXXX	None	XXXXXX
Traffic handled 1 mile:				
22	Ton-miles—Revenue freight	XXXXXX	XXXXXX	XXXXXX
23	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	250					1
	17					2
24	233	None	None	None	None	3
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		4
XXXXXX		XXXXXX			XXXXXX	5
XXXXXX				XXXXXX	XXXXXX	6
						7
						8
						9
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	10
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	11
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	12
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	13
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		14
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	15
		2	64	272		16
			9	49		17
		2	1	51		18
None	None	None	72	270	None	19

B. OPERATED BY OTHERS—Concluded
(Revenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Truck (i)	Combination bus-trucks (j)	Line No.
XXXXXX	XXXXXX	XXXXXX	XXXXXX	None	XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX	None	XXXXXX	22
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	23

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	Western Pacific Transport Co.	Indirect	Feb. 26, 1973
2	526 Mission St. San Francisco, Calif.		
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 leased by the same company. A cross-over from one track to another on the same right-of-way, or the use of a crossing frog for the intersection of two tracks in the same right-of-way, is not to be considered as a crossing in this connection. If one right-of-way intersects two or more rights-of-way in the same vicinity a separate crossing shall be reported for each such intersection, even though all are controlled by one interlocking plant. In such case, this fact should be explained in a footnote in order that the interlocking plant may not be counted more than once.

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

Line No.	Number of crossings (a)	Interlocking (b)	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
8	Number at Close of Year by States:								
9	California	1	8				9	29	38
10	Nevada		2				2		2
11	Utah								None
12									
13									
14									
15									
16									
17									
18									
19									
20									
21									
22									
23									
24									
25									

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) all (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 (l), in addition to "Railroad Crossing" crossbuck, any other static sign (except "Number of Tracks" sign) or any non-train-actuated signal such as amber continuous-flashing lights. In column (m) report other than railroad crossbuck. Totals in column (o), lines 9 and 10 should be equal, resulting in no change in the total number of crossings.

Line No.	Item of Annual Change (a)	TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE													
		Automatic gates with flashing lights (b)	Automatic flashing light signals (c)	Gates manually operated		Watchmen only		Audible signals only (h)	Other automatic signals (i)	Total indicating warning of train approach (j)	"Railroad Crossing" crossbuck signs only (k)	Crossbuck signs with other fixed signs (l)	Other fixed signs only (m)	No signs or signals (n)	Total crossings at grade (o)
				24 hours per day (d)	Less than 24 hours per day (e)	24 hours per day (f)	Less than 24 hours per day (g)								
1	Number at beginning of year _____	129	183						32	344	676				1,020
2	Added: By new, extended or relocated highway _____	3	3							6					6
3	By new, extended or relocated railroad _____														
4	Total added _____	3	3							6					6
5	Eliminated: By closing or relocation of highway _____		1							1					1
6	By relocation or abandonment of railroad _____														
7	By separation of grades _____		1							1					1
8	Total eliminated _____		2							2					2
9	Changes in protection: Number of each type added _____	9	2							11					11
10	Number of each type deducted _____		5						1	6	5				11
11	Net of all changes _____	12	(2)						(1)	9	(5)				4
12	Number at close of year _____	141	181						31	353	671				1,024
13	Number at close of year by States: California _____	136	149						30	315	570				885
14	Nevada _____	2	23						1	26	67				93
15	Utah _____	3	9							12	34				46
16															
17															
18															
19															
20															
21															
22															

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	57	56	113
2	Added: By new, extended or relocated highway	1	3	4
3	By new, extended or relocated railroad			
4	By elimination of grade crossing ¹			
5	Total added	1	3	4
6	Deducted: By closing or relocation of highway			
7	By relocation or abandonment of railroad			
8	Total deducted			
9	Net of all changes	1	3	4
10	Number at close of year	58	59	117
	Number at close of year by States:			
11	California	44	54	98
12	Nevada	8	4	12
13	Utah	6	1	7
14				
15				
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 7 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:

(L) 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.

(Dollars in thousands)

Line No.	Class of ties (a)	CROSSTIES					SWITCH AND BRIDGE TIES						Remarks (h)
		Total number of ties applied (b)		Average cost per tie (c)	Total cost of crossties laid in previously constructed tracks during year (d)	Number of feet (board measure) applied (e)		Average cost per M feet (board measure) (f)		Total cost of switch and bridge ties laid in previously constructed tracks during year (g)			
1	T	82	067	\$ 9 78	\$ 803	108	722	\$ 211 55	\$ 23	New			
2													
3													
4													
5													
6													
7													
8													
9													
10													
11													
12													
13													
14													
15													
16													
17													
18													
19													
20	Total	82	067	9 78	803	108	722	211 55	23				

(Dollars in thousands)

21	Amount of salvage on ties withdrawn	\$	None
22	Amount chargeable to operating expenses	\$	826
23	Amount chargeable to additions and betterments	\$	None

Estimated number of cross-ties in all maintained tracks:

	Number	Percent of Total
24 Wooden ties	5,341,834	99.99
25 Other than wooden ties (steel, concrete, etc.)	723	.01
26 Total	5,342,557	100.00

Note: All ties are creosoted.

A/C 212, Schedule 320 \$839
 Line 20, Schedule 513 826
 \$ 13

Inventory Adjustment \$ 70
 Prior years adjustment (57)
 \$ 13

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,
(Dollars in thousands)

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)	
1	T	5 622	\$ 6 82	\$ 38	41 369	\$ 265 90	\$ 11	New
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	5 622	6 82	38	41 369	265 90	11	
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid _____							0.71
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid _____							2.41

Note: Cross ties are creosoted.

Account	8, Schedule 211 Cols. (e)&(f)	\$ 73
Line	23, Schedule 513	None
Line	20, Schedule 514 Cols. (d)&(g)	<u>49</u>
		\$ 24
Prior years adjustments		\$ 24

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

The returns in columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign

lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks, and of train service in connection with the distribution of the rails, should not be included in this schedule.

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.

(Dollars in thousands)

Line No.	Class of rail (a)	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lb.) (e)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)		
1	2	115	2	\$	\$			\$	\$
2	2	119	5 535	1 047	189 16	119	30	1	33 33
3	2	132	1						
4	2	136	170	29	170 59				
5	4	115	5	1	200 00				
6	4					100	4	1	250 00
7									
8									
9									
10									
11									
12									
13									
14									
15									
16		2-	5 708	1 076			30	1	
17		4-	5	1			4	1	
18									
19									
20	Total	XXXX	5 713	1 077	188 52	XXXX	34	2	58 82

(Dollars in thousands)

21	Number of tons (2,000 lb.) of relayers and scrap rail taken up	5,189
22	Salvage value of rails released	\$ 139
23	Amount chargeable to operating expenses	\$ 757
24	Amount chargeable to additions and betterments	\$ 183
25	Miles of new rails laid in replacement (all classes of tracks) †	(rail-miles) 54.59
26	Miles of new and second-hand rails laid in replacement (all classes of tracks) †	(rail-miles) 54.64
27	Average weight per yard of new rails laid in replacement (running, passing, and cross-over tracks, etc.) *	119 (pounds)
28	Tons of rail sold as scrap and amount received	4,350 (tons of 2,000 lb.); \$ 254
29	Track-miles of welded rail installed this year	23.78; total to date 402.74

*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.

Schedule 320 A/C 214	\$ 712	Welding, Cutting, etc.	\$ 163
Schedule 515 Line 23	757	Inventory adjustment	22
	\$ (45)	Prior year's adjustment	230
			\$ (45)

Mr. John Morgan furnished info per telephone call. 11/14/74

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. (Dollars in thousands)

Line No.	Class of rail (a)	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS				
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lb.) (e)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)	
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)			
1	2	119	51	\$ 9	176.47	119	85	\$ 15	176.47	
2	2	136	8	1	125.00					
3	4					110	7	1	142.86	
4	4					100	50	2	40.00	
5	4					85	50	2	40.00	
6										
7										
8										
9										
10										
11										
12										
13						2	85	15		
14						4	107	5		
15										
16	Total	XXX	59	10	169.49	XXX	192	20	104.17	
17	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid									0.71
18	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid									2.41

A/C 9 Schedule 211 Cols. (e) & (f)

\$235

Welding, Cutting in Track

\$ 6

Line 24 Schedule 515

\$183

Prior year's adjustments

16

Line 20 Schedule 516

30

213

\$ 22

\$ 22

517. GAUGE 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 gauge,

4 feet 8-1/2 inches, show the gauge 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)
1	Pounds			
1	136	200 78		56# 6.14
2	132	80 92		
3	119	228 27		Total 1,339.52
4	115	201 65		
5	114	0 59		
6	112	245 65		
7	110	5 64		
8	100	115 31		
9	90	0 01		
10	85	78 47		
11	75	64 44		
12	72	1 34		
13	70	34 54		
14	65	1 85		
15	62	0 25		
16	60	73 67		

531. STATISTICS OF RAIL-LINE OPERATIONS (See Page 117 for Instructions)

Line No.	Item (a)	Freight trains (b)			Passenger trains (c)			Total transportation service (d)		
1	Average mileage of road operated (State in whole numbers)		1	488					1	488
	Train-Miles									
2	Diesel locomotives	3	830	976				3	830	976
3	Other locomotives									
4	Total locomotives	3	830	976				3	830	976
5	Motorcars									
6	Total train-miles	3	830	976				3	830	976
	Locomotive Unit-Miles									
7	Road service	14	420	095				14	420	095
8	Train switching		65	911					65	911
9	Yard switching		849	807					849	807
10	Total locomotive unit-miles	15	335	813				15	335	813
	Car-Miles									
11	Total motorcar car-miles									
12	Loaded time-mileage freight cars	90	765	623				90	765	623
13	Loaded other freight cars	41	161	155				41	161	155
14	Empty time-mileage freight cars	57	575	961				57	575	961
15	Empty other freight cars	26	110	029				26	110	029
16	Caboose	4	217	399				4	217	399
17	Total freight car-miles (lines 12, 13, 14, 15 and 16)	219	830	167				219	830	167
18	Passenger coaches									
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 caboose)									
26	Grand total car-miles (lines 11, 17, 23, 24 and 25)	219	830	167				219	830	167
	Gross Ton-Miles and Train-Hours in Road Service									
27	Gross ton-miles of locomotives and tenders (thousands)	1	897	798				1	897	798
28	Gross ton-miles of freight-train cars, contents, and cabooses (thousands)	12	651	570				12	651	570
29	Gross ton-miles of passenger-train cars and contents (thousands)									
30	Train-hours—Total		130	046					130	046
	Revenue and Nonrevenue Freight Traffic									
31	Tons of revenue freight	XX	XX	XX	XX	XX	XX	11	859	426
32	Tons of nonrevenue freight	XX	XX	XX	XX	XX	XX	533	443	
33	Total tons revenue and nonrevenue freight	XX	XX	XX	XX	XX	XX	12	392	869
34	Ton-miles—Revenue freight in road service (thousands)	XX	XX	XX	XX	XX	XX	5	496	001
35	Ton-miles—Revenue freight in lake transfer service (thousands)	XX	XX	XX	XX	XX	XX			
36	Total ton-miles—Revenue freight (thousands)	XX	XX	XX	XX	XX	XX	5	496	001
37	Ton-miles—Nonrevenue freight in road service (thousands)	XX	XX	XX	XX	XX	XX	129	791	
38	Ton-miles—Nonrevenue freight in lake transfer service (thousands)	XX	XX	XX	XX	XX	XX			
39	Total ton-miles—Nonrevenue freight (thousands)	XX	XX	XX	XX	XX	XX	129	791	
40	Net ton-miles of freight—Revenue and nonrevenue (thousands)							5	625	792
	Revenue Passenger Traffic									
41	Passengers carried—Total	XX	XX	XX	XX	XX	XX			
42	Passenger-miles—Total	XX	XX	XX	XX	XX	XX			
	Train-Miles Work Trains									
43	Locomotives							10	363	
44	Motorcars									
45	Total							10	363	

INSTRUCTIONS CONCERNING SCHEDULE 531 ON PAGE 116

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. Time-mileage freight 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 and line-haul basis under "Code of Car Hire Rules," or would be so settled if used by another railroad.

3. Item No. 1 include 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). Line 27 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Lines 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. Line 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. Line 36, Total ton-miles—Revenue freight, should correspond to the ton-miles reported on Form OS-B, Item 2.

6. For net ton-miles, Line 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, designed 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 below.

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 un-

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

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

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

NOTES AND REMARKS

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.

(Dollars in thousands)

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	\$		\$	\$
2	II	Professional, clerical, and general				
3	III	Maintenance of way and structures				
4	IV	Maintenance of equipment and stores				
5	V	Transportation (other than train, engine, and yard)				
6	VI (a)	Transportation (yardmasters, switch tenders, and hostlers)				
7	VI (b)	Transportation (train and engine service)				
8		Total			None	None

9 Amount of foregoing compensation that is chargeable to operating expenses: \$ None

NOTES AND REMARKS

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. (Dollars in thousands)

Line No.	Name of person (a)	Position of Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
		Chairman		
1	H. A. Newman	Executive Committee (A)	25	
2	A. E. Perlman	Chairman of Board of		
3		Directors & Chief		
4		Executive Officer	100	70
5	R. G. Flannery	President	110	
6	H. J. Bruce	Vice Pres. Marketing	52	
7	R. C. Marquis	Vice Pres.-Operation	45	
8	F. A. Tegeler	Vice Pres.-Finance	48	
9	W. G. Treanor	Vice President-Law		
10		& Corporate Secretary	44	
11	M. M. Christy	Consultant	64	
12				
13				
14				
15				
16	Mr. Flannery's salary increased from \$ 90,000 to \$100,000 effective 1/1/73			
17	Mr. Flannery's salary increased from \$100,000 to \$110,000 effective 11/1/73			
18	Mr. Marquis' salary increased from \$ 41,000 to \$ 45,100 effective 5/1/73			
19	Mr. Tegeler's salary increased from \$ 46,000 to \$ 48,000 effective 1/1/73			
20	Mr. Treanor's salary increased from \$ 38,500 to \$ 44,000 effective 7/1/73			
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33	(A) Proportion of salary paid by Western Pacific Railroad, Mr. Newman carried			
34	on the payroll of Parent Company.			
35				
36				
37				
38				

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 561.

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.

(Dollars in thousands)

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)
1	Western Railroad Assn.	Proportion of Expenses	\$ 226
2	Assoc. of American RR's	Proportion of Expenses	96
3	Information Management Int.	System Studies	89
4	(Formerly Alton Associates)		
5	Arthur Young & Company	Auditing Services	23
6	Arthur Young & Company	Management Services and Studies	37
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			

**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 (e) 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.

(Dollars in thousands)

Line No.	Name of Company or Individual and percent of gross income from respondent carrier (a)	%	Form of Affiliation (b)	Character of Service (c)	Basis of Charge (d)	Contract		Total Charges for Year	
						Date (e)	Term (f)	(P)(S)	(g)
1	Delta Finance Co., Ltd.	35%	Indirect	Lease of Building	\$10,000 per month	7/71	20Yrs.	(P)	\$ 341
2					plus cost of				
3					operating & main-				
4					taining premises				
5									
6									
7									
8									
9									

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. (Dollars in thousands)

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 Advances to WPRR	(F) 1 325	\$ 1 325	\$
2	" " "	Direct	Cash Advances Repayment by TS Ry. Co.	(P) 1 200	1 200	
3	" " "	Direct	Cash Advances by SN Railway	(S) 6	6	
4	" " "	Direct	Cash Advances paid to WPRR	(S) 10	10	
5	Delta Finance Co., Ltd.	Direct	Cash Advances by WPRR Co.	(S) 175	175	
6	Western Pacific Industries	Direct	Cash Advances by WPRR Co.	(S) 438	438	
7	Western Pacific Transport Co.	Direct	Cash Advances by WPRR Co.	(S) 75	75	
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.

Not 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. (*Dollars in thousands*)

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)	(P)(S)	(h)
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									

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.
(Dollars in thousands)

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. Co.	Delta Finance Co., Ltd.	Direct	Advance	(S)	275		275		
2	Standard Realty & Dev. Co.	Western Pacific Transport	Direct	Cap. Stock	(P)	330		330		
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13										
14										
15										
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 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.

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

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

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight _____	31,148,516			
2	Passenger _____	--			
3	Yard switching _____	1,712,240			
4	Total _____	32,860,756			
5	Work train _____	86,252			
6	GRAND TOTAL _____	32,947,008			
7	Total cost of fuel* _____	\$ 3,910	\$	\$	\$

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
8	Freight _____			
9	Passenger _____			
10	Yard switching _____			
11	Total _____			
12	Work train _____			
13	GRAND TOTAL _____			
14	Total cost of fuel* _____	\$	\$	\$

*Show cost of fuel charged to train and yard service (accounts Nos. 382 and 394, for other than electric, and accounts Nos. 383, 384, 395, and 396, 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. (Dollars in thousands)

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 number

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 3 1500 horsepower locomotives, 7 60 Ft. Hi Cube Box Cars, 30 100-Ton Center Dump Hopper Cars, 45 100-Ton Hi Cube Gondola Cars, and 25 86 Ft. Hi Cube Box Cars, between U. S. Leasing Inc. and The Western Pacific Railroad Company. ICC Recordation No. 7044.

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, specific reference to such authority should in each case be made by docket number or otherwise, as may be appropriate.

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

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

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

INCREASES IN MILEAGE

Line No.	Class (a)	Main (M) or branch (B) line (b)	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks (g)		Miles of yard switching tracks (h)		Total (i)	Remarks (j)
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs and turn-outs (f)						
1	1	M				71	.65	1	07			
2	1	B					.66		03			
3												
4												
5												
6												
7												
8												
9												
10												
11												
12												
13	Total Increase					71	1	.31	1	10		

DECREASES IN MILEAGE

14	1	M				2	28	1	40	2	01	
15	1	B	2	02					20			
16	1-J	B							17			
17												
18												
19												
20												
21												
22												
23												
24												
25	Total Decrease		2	02		2	28	1	77	2	01	

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.

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

This schedule should be completed by carriers participating in the National Railroad Passenger Corporation (NRPC) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-NO. 3). Classify by accounts the amounts credited for remunerations for intercity

passenger service performed by respondent on behalf of NRPC. All contra entries should be indicated in parenthesis.

(Dollars in thousands.)

Line No.	Name of Account (a)	Amount (b)
	Maintenance of Way and Structures	\$
1	201 Superintendence	
2	202 Roadway Maintenance	
3	206 Tunnels and Subways	
4	208 Bridges, Trestles and Culverts (NOT APPLICABLE)	
5	210 Elevated Structures	
6	212 Ties	
7	214 Rails	
8	216 Other Track Material	
9	218 Ballast	
10	220 Track Laying and Surfacing	
11	221 Fences, Snowsheds and Signs	
12	227 Station and Office Buildings	
13	229 Roadway Buildings	
14	231 Water Stations	
15	233 Fuel Stations	
16	235 Shops and Enginehouses	
17	247 Communication Systems	
18	249 Signals and Interlockers	
19	253 Power Plants	
20	257 Power-transmission Systems	
21	265 Miscellaneous Structures	
22	269 Roadway Machines	
23	271 Small Tools and Supplies	
24	272 Removing Snow, Ice and Sand	
25	273 Public Improvements; Maintenance	
26	274 Injuries to Persons	
27	276 Stationery and Printing	
28	277 Employees Health and Welfare Benefits	
29	278 Maintaining Joint Tracks, Yards and Other Facilities - Dr.	
30	279 Maintaining Joint Tracks, Yards and Other Facilities - Cr.	
31	281 Right-of-way Expenses	
32	282 Other Expenses	
33	Total	
	Maintenance of Equipment	
34	301 Superintendence	
35	302 Shop Machinery	
36	304 Power-plant Machinery	
37	305 Shop and Power-plant Machinery; Depreciation (NOT APPLICABLE)	
38	311 Locomotives; Repairs	
39	317 Passenger-train Cars; Repairs	
40	326 Work Equipment; Repairs	
41	328 Miscellaneous Equipment; Repairs	
42	331 Equipment; Depreciation	
43	332 Injuries to Persons	
44	334 Stationery and Printing	
45	335 Employees Health and Welfare Benefits	

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Continued

Line No.	Name of Account (a)	Amount (b)
	Maintenance of Equipment—Continued	\$
46	336 Joint Maintenance of Equipment Expenses - Dr.	
47	337 Joint Maintenance of Equipment Expenses - Cr.	
48	339 Other Expenses	
49	Total (NOT APPLICABLE)	
	Traffic	
50	351 Superintendence	
51	352 Outside Agencies	
52	353 Advertising	
53	354 Traffic Associations	
54	358 Stationery and Printing	
55	359 Employees Health and Welfare Benefits	
56	360 Other Expenses (NOT APPLICABLE)	
57	Total	
	Transportation	
58	371 Superintendence	
59	372 Dispatching Trains	
60	373 Station Employees	
61	376 Station Supplies and Expenses	
62	377 Yardmasters and Yard Clerks	
63	378 Yard Conductors and Brakemen	
64	379 Yard Switch and Signal Tenders	
65	380 Yard Enginemen	
66	382 Yard Switching Fuel	
67	383 Yard Switching Power Produced	
68	384 Yard Switching Power Purchased	
69	388 Servicing Yard Locomotives	
70	389 Yard Supplies and Expenses	
71	390 Operating Joint Yards and Terminals - Dr. (NOT APPLICABLE)	
72	391 Operating Joint Yards and Terminals - Cr.	
73	392 Train Enginemen	
74	394 Train Fuel	
75	395 Train Power Produced	
76	396 Train Power Purchased	
77	400 Servicing Train Locomotives	
78	401 Trainmen	
79	402 Train Supplies and Expenses	
80	403 Operating Sleeping Cars	
81	404 Signal and Interlocker Operation	
82	405 Crossing Protection	
83	406 Drawbridge Operation	
84	407 Communication System Operation	
85	409 Employees Health and Welfare Benefits	
86	410 Stationery and Printing	
87	411 Other Expenses	
88	412 Operating Joint Tracks and Facilities - Dr.	
89	413 Operating Joint Tracks and Facilities - Cr.	
90	415 Clearing Wrecks	
91	420 Injuries to Persons	
92	Total	

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Concluded

Line No.	Name of Account (a)	Amount (b)
	Miscellaneous	\$
93	441 Dining and Buffet Service _____	
94	447 Operating Joint Miscellaneous Facilities - Dr. _____	
95	448 Operating Joint Miscellaneous Facilities - Cr. _____ (NOT APPLICABLE)	
96	449 Employees Health and Welfare Benefits _____	
97	Total _____	
	General	
98	451 Salaries and Expenses of General Officers _____	
99	452 Salaries and Expenses of Clerks and Attendants _____	
100	453 General Office Supplies and Expenses _____	
101	454 Law Expenses _____	
102	456 Employees Health and Welfare Benefits _____	
103	457 Pensions _____	
104	458 Stationery and Printing _____ (NOT APPLICABLE)	
105	460 Other Expenses _____	
106	461 General Joint Facilities - Dr. _____	
107	462 General Joint Facilities - Cr. _____	
108	Total _____	
	RENTS	
	Rent Income	
109	504 Rent from Locomotives _____	
110	505 Rent from Passenger-train Cars _____	
111	507 Rent from Work Equipment _____ (NOT APPLICABLE)	
112	508 Joint Facility Rent Income _____	
113	Total Rent Income _____	
	Rents Payable	
114	537 Rent for Locomotives _____	
115	538 Rent for Passenger-train Cars _____	
116	541 Joint Facility Rents _____	
117	Total Rents Payable _____ (NOT APPLICABLE)	
118	Net Rents (lines 113, 117) _____	
119	532 Railway Tax Accruals _____	
120	Total Remunerations _____	

REMARKS:

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 & County of San Francisco } ss:

F. A. Tegeler makes oath and says that he is Vice President-Finance
(Insert here the name of the affiant) (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, 1973 to and including December 31, 1973

/s/ 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, 1974
My commission expires December 14, 1975

Use an
L.S.
impression seal

/s/ D. L. Fafoutis

(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of California
City & County of San Francisco } ss:

A. E. Perlman makes oath and says that he is Chairman of the Board and Chief Executive Officer
(Insert here the name of the affiant) (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, 1973 to and including December 31, 1973

/s/ 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, 1974
My commission expires December 14, 1975

Use an
L.S.
impression seal

/s/ D. L. Fafoutis

(Signature of officer authorized to administer oaths)

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Oath	132	Road retirements	78
Obligations—Equipment	48-50	Salvage on rails taken up	114
Due within 1 year	48-50	Ties withdrawn	112
Officers—General, of corporation, receiver, or trustee	3	Securities (see Investments)	
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Payments to others	69	Consideration received for issues	60
Profit or loss—Separately operated properties	87	Liability for conversion	60
Property (see Investments)		Number of security holders	7
Proprietary companies	63	Total voting power	7
Purposes for which funded debt was issued or assumed during year	51	Value per share	7
Rail motor cars owned or leased	101	Voting rights	7
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Laid in replacement	114	Suretyships—Guaranties and	9
Charges to additions and betterments	114	Surplus capital	61
Charges to operating expenses	114	Switching and terminal traffic and car statistics	117
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Miles of new track in which rails were laid	115	On miscellaneous nonoperating physical property	44, 45
Weight of	115	Computation of Federal income	84
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Relationship of respondent with affiliated companies	4-6	Ties—Additional tracks, new lines, and extensions	113
Renumeration From National Railroad Passenger Corporation	129-131	Ties—Miles of new tracks in which ties were laid	113
Rent for leased roads and equipment	90	Number in maintained tracks	112
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ANNUAL REPORT 1973

139700

WESTERN PACIFIC RAILROAD SYSTEM

3 OF 4

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, 1973

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(Telephone number) 415

(Area code)

982 - 2100

(Telephone number)

(Office address) 526 Mission Street, San Francisco, California 94105

(Street and number, city, State, and ZIP code)

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 res-

tated to conform with the accounting 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)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT ASSETS			\$	\$
1	(701) Cash		(499)	(182)
2	(702) Temporary cash investments (p. 15)		16 483	9 193
3	(703) Special deposits (p. 15)			30
4	(704) Loans and notes receivable (p. 15)			
5	(705) Traffic, car service and other balances—Dr.			
6	(706) Net balance receivable from agents and conductors		2 966	2 915
7	(707) Miscellaneous accounts receivable		3 336	1 976
8	(708) Interest and dividends receivable		103	29
9	(709) Accrued accounts receivable (p. 15)		9 049	9 183
10	(710) Working fund advances		8	7
11	(711) Prepayments (p. 15)		720	555
12	(712) Material and supplies		2 477	2 802
13	(713) Other current assets (p. 15)		244	235
14	Total current assets		34 893	26 743
SPECIAL FUNDS				
		(a1) Total book assets at close of year	(a2) Respondent's own issues included in (a1)	
15	(715) Sinking funds (pp. 16 and 17)		1	
16	(716) Capital and other reserve funds (pp. 16 and 17)		208	430
17	(717) Insurance and other funds (pp. 16 and 17)		54	51
18	Total special funds		263	481
INVESTMENTS				
19	(721) Investments in affiliated companies (pp. 20-23)		19 020	19 019
20	(722) Other investments (pp. 24-27)		491	568
21	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)			
22	Total investments (accounts 721, 722 and 723)		19 511	19 587
PROPERTIES				
23	(731) Road and equipment property: Road		147 281	145 731
24	Equipment		81 385	83 648
25	General expenditures			
26	Other elements of investment		(20 626)	(20 626)
27	Construction work in progress			
28	Total (pp. 30-32)		208 040	208 753
29	(732) Improvements on leased property: Road		1 777	1 718
30	Equipment			
31	General expenditures		73	73
32	Total (pp. 30-32)		1 850	1 791
33	Total transportation property (accounts 731 and 732)		209 890	210 544
34	(735) Accrued depreciation—Road and equipment (pp. 36 and 38)		(60 146)	(53 371)
35	(736) Amortization of defense projects—Road and Equipment (p. 39)		(1 560)	(1 621)
36	Recorded depreciation and amortization (accounts 735 and 736)		(61 706)	(59 992)
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36)		148 184	150 552
38	(737) Miscellaneous physical property (pp. 44 and 45)		4 431	4 558
39	(738) Accrued depreciation - Miscellaneous physical property (pp. 44 and 45)		(629)	(615)
40	Miscellaneous physical property less recorded depreciation (account 737 less 738)		3 802	3 943
41	Total properties less recorded depreciation and amortization (line 37 plus line 40)		151 986	154 495
OTHER ASSETS AND DEFERRED CHARGES				
42	(741) Other assets (p. 46)		3 051	3 496
43	(742) Unamortized discount on long-term debt		91	113
44	(743) Other deferred charges (p. 46)		947	832
45	Total other assets and deferred charges		4 089	4 441
46	TOTAL ASSETS		210 742	205 747

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 governing 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 parentheses.

Line No.	Account or item (a)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES				
47	(751) Loans and notes payable (p. 55)		\$ 278	\$ 3 246
48	(752) Traffic, car service and other balances—Cr.		2 356	2 571
49	(753) Audited accounts and wages payable		11 710	1 486
50	(754) Miscellaneous accounts payable			
51	(755) Interest matured unpaid			
52	(756) Dividends matured unpaid		696	1 705
53	(757) Unmatured interest accrued			
54	(758) Unmatured dividends declared		10 935	10 397
55	(759) Accrued accounts payable (p. 55)		749	924
56	(760) Federal income taxes accrued (p. 56)		365	577
57	(761) Other taxes accrued (p. 56)		4 453	3 094
58	(763) Other current liabilities (p. 55)		31 542	24 000
59	Total current liabilities (exclusive of long-term debt due within one year)			
LONG-TERM DEBT DUE WITHIN ONE YEAR				
60	(764) Equipment obligations and other debt (pp. 48-51)	(a1) Total issued (a2) Held by or for respondent	3 332	3 378
LONG-TERM DEBT DUE AFTER ONE YEAR				
61	(765) Funded debt unmatured	(a1) Total issued (a2) Held by or for respondent	25 796	28 268
62	(766) Equipment obligations		16 997	20 108
63	(767) Receivers' and Trustees' securities	(pp. 48-51)		
64	(768) Debt in default			
65	(769) Amounts payable to affiliated companies (p. 54)		1 132	1 127
66	Total long-term debt due after one year		43 925	49 503
RESERVES				
67	(771) Pension and welfare reserves (p. 57)		20	12
68	(772) Insurance reserves (p. 57)			
69	(774) Casualty and other reserves (p. 57)		804	1 562
70	Total reserves		824	1 574
OTHER LIABILITIES AND DEFERRED CREDITS				
71	(781) Interest in default (p. 50)		375	352
72	(782) Other liabilities (p. 57)			
73	(783) Unamortized premium on long-term debt		2 351	2 142
74	(784) Other deferred credits (p. 57)		1 279	1 241
75	(785) Accrued depreciation—Leased property (p. 37)		4 005	3 735
76	Total other liabilities and deferred credits			
SHAREHOLDERS' EQUITY				
<i>Capital stock (Par or stated value)</i>				
77	(791) Capital stock issued: Common stock (p. 59)	(a1) Total issued (a2) Held by or for company	36 212	36 211
78	Preferred stock (p. 59)			
79	Total		36 212	36 211
80	(792) Stock liability for conversion (p. 60)			
81	(793) Discount on capital stock			
82	Total capital stock		36 212	36 211
<i>Capital surplus</i>				
83	(794) Premiums and assessments on capital stock (p. 61)			
84	(795) Paid-in surplus (p. 61)		1 650	1 650
85	(796) Other capital surplus (p. 61)			
86	Total capital surplus		1 650	1 650
<i>Retained income</i>				
87	(797) Retained income—Appropriated (p. 61)		1 031	3 020
88	(798) Retained income—Unappropriated (p. 68)		88 221	82 676
89	Total retained income		89 252	85 696
90	Total shareholders' equity		127 114	123 557
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		210 742	205 747

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

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		
						Book Value of Amount Held at Close of Year		
						Pledged	Unpledged	
(a)	(b)	(c)	(d)	(e)	(f)	(g)		
1	721	A-1	VII	Salt Lake City Union Depot and	% \$		\$	
2				Railroad Company				
3				*Common Stock	50	100		
4				*Preferred Stock	50	300		
5	721	A-1	VII	Tidewater Southern Railway Company				
6				*Capital Stock	100	1 259		
7	721	A-1	VII	Central California Traction				
8				*Common Stock	33 1/3	399		
9				*Preferred Stock	33 1/3	265		
10	721	A-1	VII	Alameda Belt Line				
11				*Capital Stock	50	471		
12	721	A-1	VII	Oakland Terminal				
13				*Capital Stock	50	113		
14	721	A-1	VII	Pullman Company				
15				*Capital Stock	0.42	92		
16	721	A-1	VII	Sacramento Northern Railway				
17				*Common Stock	100	3 975		
18								
19				TOTAL CLASS A-1		6 974		NONE
20								
21	721	A-3	VI	Standard Realty & Development				
22				*Common Stock	100	10 346		
23	721	A-3	X	Trailer Train Company				
24				*Common Stock	2.44	69		
25				*Note Receivable		120		
26	721	A-3	X	Fruit Growers Express				
27				*Common Stock	1.05	1 000		
28								
29				TOTAL CLASS A-3		11 535		NONE
30								
31	721	D-1	VII	R.E.A. Express				
32				*Note Receivable		58		
33								
34				TOTAL CLASS D-1		58		NONE
35								
36	721	E-1	VII	Investment Advances to:				
37				*Alameda Belt Line	50	52		
38	721	E-1	VII	*Oakland Terminal	50	401		
39								
40				TOTAL CLASS E-1		453		NONE
41								
42	721			GRAND TOTAL		19 020		NONE
43								
44				*Subject to lien of First and				
45				Refunding Mortgage.				
46								

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. If any advances reported 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 (h) inclusive. If the cost of any investment made during the year differs from the book value report-

ed in column (j), 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 (k), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

9. This schedule should not include securities issued or assumed by respondent. (Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
In sinking, insurance, and other funds (h)	Total book value (i)		Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)	
\$	\$	\$	\$	\$	%	\$	
							1
							2
	100						3
	300				4%	12	4
							5
1	259						6
							7
	399						8
	265						9
							10
	471						11
							12
	113						13
							14
	92						15
							16
3	975						17
							18
NONE	6 974	NONE	NONE	NONE	4%	12	19
							20
	10 346						21
							22
	69						23
	120					8	24
							25
1	600						26
							27
NONE	11 535	NONE	NONE	NONE		8	28
							29
							30
	58					3	31
							32
NONE	58	NONE	NONE	NONE		3	33
							34
							35
	52						36
	401						37
							38
NONE	453	NONE	NONE	NONE		NONE	39
							40
NONE	19 020	NONE	NONE	NONE		23	41
							42
							43
							44
							45
							46

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

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 designa-

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	
					Book Value of Amount Held at Close of Year	
					Pledged (e)	Unpledged (f)
	(a)	(b)	(c)	(d)	\$	\$
1	722	C-3	X	Promissary Notes, Notes Receivable and		
2				Construction Loans:		
3				*Cargill, Inc.	139	
4				Foster Company		21
5				John C. Weaver		289
6				Triple E. Produce		25
7				Stanfred Inc.		3
8						
9	722			TOTAL CLASS C	139	338
10						
11	722	E-3	VII	Railroad Associations Work Funds		14
12						
13	722			TOTAL CLASS E	NCNE	14
14						
15						
16	722			GRAND TOTAL	139	352
17						
18						
19				*Subject to Lien of Frist and		
20				Refunding Mortgage.		
21						
22						
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42						
43						
44						
45						
46						

206. OTHER INVESTMENTS—Continued

tion 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.

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

7. Particulars of investments made, disposed of, or written down during the year should be given in columns (i) and (k). If the cost of any investment made during the year differs from the book value reported in

column (i), 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 the footnote. Identify all entries in column (j) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

(Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year		Total book value (h)	Book value (j)		Selling price (k)	Rate (l)	Amount credited to income (m)		
In sinking, insurance, and other funds (g)									
\$		\$		\$		\$	%	\$	1
									2
		139			9	9		9	3
		21			32	32		2	4
		289			29	29		16	5
		25			5	5		2	6
		3			1	1			7
									8
	NONE	477	NONE	76	76			29	9
		14							10
									11
	NONE	14	NONE	NONE	NONE	NONE		NONE	12
									13
									14
	NONE	491	NONE	76	76			29	15
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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 (c), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (d) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (e) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 29 and 37 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. 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)	
		\$	\$	%	\$	\$	%
	ROAD						
1	(1) Engineering	4 043	3 985	0.67	1	1	8.70
2	(2-1/2) Other right-of-way expenditures	128	140	1.38			
3	(3) Grading	32 412	32 557	0.08	9	8	8.70
4	(5) Tunnels and subways	15 689	15 710	0.64			
5	(6) Bridges, trestles, and culverts	11 030	11 114	1.61	1	3	8.70
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	599	601	2.70			
8	(16) Station and office buildings	3 483	3 528	2.39	325	341	8.70
9	(17) Roadway buildings	762	810	2.80			
10	(18) Water stations	125	125	2.69			
11	(19) Fuel stations	572	560	2.34			
12	(20) Shops and enginehouses	5 011	5 037	2.09			
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks	253	253	2.60	48	45	8.70
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals	519	635	3.11			
18	(26) Communications systems	2 383	2 591	2.79			
19	(27) Signals and interlockers	10 107	10 322	2.92			
20	(29) Power plants		1	3.03			
21	(31) Power transmission systems	300	299	3.25			
22	(35) Miscellaneous structures	23	23	4.00			
23	(37) Roadway machines	2 229	2 201	6.06			
24	(39) Public improvements—Construction	2 651	2 725	0.62			
25	(44) Shop machinery	1 879	1 913	2.25			
26	(45) Power plant machinery	76	76	3.77			
27	All other road accounts				50	59	8.70
28	Amortization (other than defense projects)						
29	Total road	94 274	95 207	1.25	434	457	8.70
	EQUIPMENT						
30	(52) Locomotives	19 344	19 180				
31	(53) Freight-train cars	59 898	58 384	3.58			
32	(54) Passenger-train cars						
33	(55) Highway revenue equipment	777	818	11.25			
34	(56) Floating equipment	1 460	1 460	2.98			
35	(57) Work equipment	1 462	1 200	2.67			
36	(58) Miscellaneous equipment	196	470	9.34			
37	Total equipment	83 137	81 512	3.88	NONE	NONE	
38	GRAND TOTAL	177 411	176 719	XX XX	434	457	XX XX

(See notes next page)

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NOTES AND REMARKS

Schedule 211-B

Note A, Line 32, Column (d) Depreciation Base and Rates used are as follows:
(000's omitted)

	<u>BASE</u>	<u>RATE</u>
Road Locomotives	\$18,022	4.61%
Switching	<u>1,158</u>	3.74%
TOTAL	\$19,180	

Note: Accounts 1, 24, 3 and 39 include non-depreciable property.

Line 58: Column (C) includes \$249,000 non-depreciable representing acquisitions prior to 1962, Authority: ICC Sub-Order No. R328-C dated 9/20/65, H. Neil Carson, Secretary.

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 28.

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)		CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)	
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
	ROAD	\$		\$	\$	\$	\$	\$	
1	(1) Engineering		953		27		6		974
2	(2-1/2) Other right-of-way expenditures		43		1				44
3	(3) Grading		700		26		2		724
4	(5) Tunnels and subways	2	064		101		1	2	164
5	(6) Bridges, trestles, and culverts	5	776		178		20	5	934
6	(7) Elevated structures								
7	(13) Fences, snow sheds, and signs		538		16				554
8	(16) Station and office buildings	1	746		84		67	1	763
9	(17) Roadway buildings		371		22		19		374
10	(18) Water stations		123		3				126
11	(19) Fuel stations		129		13		12		130
12	(20) Shops and enginehouses	1	602		105		21	1	686
13	(21) Grain elevators								
14	(22) Storage warehouses								
15	(23) Wharves and docks		171		6				177
16	(24) Coal and ore wharves								
17	(25) TOFC/COFC terminals		33		18				41
18	(26) Communication systems		943		69		(4)	1	016
19	(27) Signals and interlockers	5	533		298		151	5	680
20	(29) Power plants		1		-		1		
21	(31) Power-transmission systems		240		10		1		249
22	(35) Miscellaneous structures		17		1				18
23	(37) Roadway machines	1	343		135		48	1	430
24	(39) Public improvements—Construction		416		17				433
25	(44) Shop machinery*		837		43		7		873
26	(45) Power-plant machinery*		70		3				73
27	All other road accounts		712						712
28	Amortization (other than defense projects)								
29	Total road	24	351	1	176		352	25	175
	EQUIPMENT								
30	(52) Locomotives	9	944		880		188	10	636
31	(53) Freight-train cars	21	246	2	120		1 558	21	808
32	(54) Passenger-train cars								
33	(55) Highway revenue equipment		614		92		165		541
34	(56) Floating equipment		705		43				748
35	(57) Work equipment	1	189		35		254		970
36	(58) Miscellaneous equipment		324		19		75		268
37	Total equipment	34	022	3	189		2 240	34	971
38	GRAND TOTAL	58	373	4	365		2 592	60	146

*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 22. 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. (Dollars in thousands)

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)
	ROAD:	\$	\$	\$	\$	\$	\$	\$	\$
1									
2									
3									
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21	TOTAL ROAD		1		1 404		1		1 404
22	EQUIPMENT:								
23	(52) Locomotives								
24	(53) Freight-train cars								
25	(54) Passenger-train cars								
26	(55) Highway revenue equipment								
27	(56) Floating equipment								
28	(57) Work equipment								
29	(58) Miscellaneous equipment		60		156		60		156
30	TOTAL EQUIPMENT		61		1 560		61		1 560
31	GRAND TOTAL								

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

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 THERE PROPERTY OR REAL OR PERSONAL OR LEASEHOLD SUBJECT TO LIEN OF THIS 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)	
	764 & 765 Funded Debt Unmatured.											
	(1) Mortgage Bonds											
	(A) With Fixed Interest											
	First & Refunding Mortgage											
	3 1/8% Bonds, Series "A" 1/1/51	1/1/81	3 1/8	1/1 7/1	No	Yes	Yes	Yes	None	1,132	None	
	TOTAL CLASS 1											
	(3) Unsecured Bonds (Debentures)											
	(B) With Contingent Interest (a) with Fixed Interest First & Last Year.											
	Thirty Year 5% Income											
	Debentures	10/1/54	10/1/84	5	5/1	No	Yes	Yes	None	None	None	None
	TOTAL CLASS 3											
	Total 764 & 765 Funded Debt Unmatured.											
	(4) 764 & 766 Equipment Obligations (see note, line 49)											
	(c) Conditional or Deferred. Payment Contracts											
	Bank of America, NT&SA	3/1/59	8/1/74	4.460	Note (1)	No	No	No	None	None	None	None
	" " " "	7/15/59	3/1/75	4.958	Note (2)	"	"	"	"	"	"	"
	" " " "	7/1/60	2/1/76	4.850	Note (3)	"	"	"	"	"	"	"
	" " " "	1/1/62	11/1/77	4.660	Note (4)	"	"	"	"	"	"	"
	" " " "	2/1/63	4/1/78	4.300	Note (5)	"	"	"	"	"	"	"
	" " " "	6/1/63	10/1/78	4.376	Note (6)	"	"	"	"	"	"	"
	" " " "	8/15/63	1/1/79	4.485	Qtrly.	"	"	"	"	"	"	"
	" " " "	3/1/64	10/1/79	4.518	"	"	"	"	"	"	"	"
	" " " "	3/1/65	3/15/80	4.537	Semi-Ann.	"	"	"	"	"	"	"
	" " " "	5/1/66	5/15/81	5.500	"	"	"	"	"	"	"	"
	First Pennsylvania Bank											
	& Trust Co. Assignee	9/1/67	9/15/82	6.500	" "	"	"	"	"	"	"	"
	Bank of America, NT&SA	12/1/67	12/1/82	6.750	" "	"	"	"	"	"	"	"
	" " " "	4/1/69	4/1/84	7.875	5/1:11/1	"	"	"	"	"	"	"
	Crocker Citizens Natl. Bank	5/1/71	6/1/76	1% Above	Qtrly.	"	"	"	"	"	"	"
				Prime								
	TOTAL CONDITIONAL OR DEFERRED PAYMENT CONTRACTS											
	(4) (a) 764 & 766 Equipment Trust Certificates											
	Series of 1967	3/15/67	3/15/82	5.250	Semi-Ann.	No	No	No	None	None	None	None
	Series of 1968	7/15/68	7/15/83	6.125	" "	"	"	"	"	"	"	"
	TOTAL EQUIPMENT TRUST CERTIFICATES											
	TOTAL EQUIPMENT OBLIGATIONS											
	Note (1) after 9% monthly payments balance to be paid quarterly.											
	(2) after 60 monthly payments balance to be paid semi-annually.											
	(3) after 60 monthly payments balance to be paid semi-annually.											
	(4) after 60 monthly payments and 20 quarterly payments balance semi-annually.											
	(5) after 60 monthly payments balance to be paid quarterly.											
	(6) after 84 monthly payments balance to be paid quarterly.											
	Note: Column (d) Lines 19 through 39 represents composite of varying rates during											
	Life of contracts.											
	Grand Total	xxx	xxx	xxx	xxx							

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
	Held in special funds or in treas- ury or pledged securities by symbol "P"; matured by symbol "M"	Canceled (n)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged securities by symbol "P"; matured by symbol "M"	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
									1
									2
									3
				"S"					4
22 000	NONE	NONE	22 000	5 648	NONE	16 132	220	NONE	5
22 000	NONE	NONE	22 000	5 648	NONE	16 132	220	NONE	6
									7
									8
									9
				"S"					10
22 500	NONE	NONE	22 500	12 836	NONE	9 664			11
22 500	NONE	NONE	22 500	12 836	NONE	9 664	NONE	NONE	12
									13
44 500	NONE	NONE	44 500	18 484	NONE	25 796	220	NONE	14
									15
									16
									17
									18
1 652			1 652	1 652					19
2 322			2 322	2 090		77	155		20
3 690			3 690	3 136		308	246		21
3 795			3 795	2 783		759	253		22
970			970	695		210	55		23
550			550	378		135	37		24
2 310			2 310	1 540		616	154		25
5 700			5 700	3 315		1 805	380		26
9 675			9 675	5 160		3 870	645		27
6 000			6 000	2 800		2 800	400		28
									29
900			900	360		480	60		30
830			830	332		443	55		31
5 060			5 060	1 350		3 373	337		32
370			370	185		111	74		33
									34
									35
43 824	NONE	NONE	43 824	25 976	NONE	14 987	2 861	NONE	36
									37
2 490			2 490	1 079		1 245	166		38
1 275			1 275	425		765	85		39
3 765	NONE	NONE	3 765	1 504	NONE	2 010	251	NONE	40
47 589	NONE	NONE	47 589	27 480	NONE	16 997	3 112	NONE	41
									42
									43
									44
									45
									46
									47
									48
									49
									50
92 089	NONE	NONE	92 089	45 964	NONE	42 793	3 332	NONE	51

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 (z)	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
										4
							344		220	5
		NONE	NONE	NONE			344		220	6
										7
										8
										9
							2 128		1 164	10
		NONE	NONE	NONE			2 128		1 164	11
										12
		NONE	NONE	NONE			2 472		1 384	13
										14
										15
										16
										17
							46		46	18
							155		155	19
							246		246	20
							253		253	21
							65		65	22
							36		36	23
							154		154	24
							380		380	25
							645		645	26
							400		400	27
										28
							60		60	29
							55		55	30
							337		337	31
							74		74	32
										33
										34
										35
		NONE	NONE	NONE			2 906		2 906	36
										37
							166		166	38
							85		85	39
		NONE	NONE	NONE			251		251	40
		NONE	NONE	NONE			3 157		3 157	41
										42
										43
										44
										45
										46
										47
										48
										49
										50
Grand Total		NONE	NONE	NONE			5 629		4 541	51

223. 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 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 *nominal* if used 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 is-*

sued 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 *nominal* 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)).

(Dollars in thousands)

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)	Fixed amount or percent (Specify) (k)	Fixed ratio with common (Specify) (l)
1	Common	10/24/44	non par									
2		7/7/53	"									
3		9/30/54	"									
4		6/22/56	"									
5		11/25/59	"									
6		1/28/63	"									
7		2/15/63	"									
8		6/72	"									
9												
10	TOTAL											

PAR VALUE OF PAR-VALUE STOCK OR NUMBER OF SHARES OF NONPAR STOCK

Line No.	Authorized (m)	Authenticated (n)	Nominally Issued and		Actually issued (q)	Reacquired and		Held in special funds or in treasury or pledged securities by symbol "P" (s)	STOCK ACTUALLY OUTSTANDING AT CLOSE OF YEAR			
			Hold in special funds or in treasury or pledged securities by symbol "P" (t)	Canceled (p)		Canceled (r)			Number of shares (t)	Par value of par-value stock (u)	Book value of stock without par value (v)	
1	743 412 767	528 851			528 851				528 851	\$	\$ 9 987	
2	30 000	27 131			27 131				27 131		529	
3	37 500	37 500			37 500				37 500		708	
4	11 928	11 860			11 860				11 860		225	
5	30 415	30 255			30 255				30 255		573	
6	277 404	1 271 580			1 271 580				1 271 580		24 001	
7	95 805	95 361			95 361				95 361		1 802	
8									(95 426)		(1 614)	
9												
10	TOTAL					1 613 563			1 917 112	NONE	36 211	

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

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)
	ORDINARY ITEMS	\$	\$	\$
	OPERATING INCOME			
	Railway Operating Income			
1	(501) Railway operating revenues (p. 69)	83 048	81 377	
2	(531) Railway operating expenses (p. 76)	71 406	69 293	
3	Net revenue from railway operations	11 678	12 084	
4	(532) Railway tax accruals (p. 82)	6 264	5 863	
5	Railway operating income	5 414	6 221	
	Rent Income			
6	(503) Hire of freight cars and highway revenue equipment—			
	Credit balance (p. 88)			
7	(504) Rent from locomotives (p. 89)	12	13	
8	(505) Rent from passenger-train cars (p. 89)			
9	(506) Rent from floating equipment			
10	(507) Rent from work equipment	2		
11	(508) Joint facility rent income	1 068	920	
12	Total rent income	1 082	933	
	Rents Payable			
13	(536) Hire of freight cars and highway revenue equipment—			
	Debit balance (p. 88)	2 438	2 856	
14	(537) Rent for locomotives (p. 89)	995	974	
15	(538) Rent for passenger-train cars (p. 89)			
16	(539) Rent for floating equipment			
17	(540) Rent for work equipment			
18	(541) Joint facility rents	503	490	
19	Total rents payable	3 936	4 320	
20	Net rents (lines 12, 19)	(2 854)	(3 387)	
21	Net railway operating income (lines 5, 20)	2 560	2 834	
	Other Income			
22	(502) Revenues from miscellaneous operations (p. 45)			
23	(509) Income from lease of road and equipment (p. 86)	1	1	
24	(510) Miscellaneous rent income (p. 86)	97	65	
25	(511) Income from nonoperating property (p. 45)	162	130	
26	(512) Separately operated properties—Profit (p. 87)			
27	(513) Dividend income	1 837	1 812	
28	(514) Interest income	1 025	324	
29	(516) Income from sinking and other reserve funds	7	6	
30	(517) Release of premiums on funded debt			
31	(518) Contributions from other companies			
32	(519) Miscellaneous income (p. 92)	412	263	
33	Total other income	3 541	2 601	
34	Total income (lines 21, 33)	6 101	5 435	
	Miscellaneous Deductions From Income			
35	(534) Expenses of miscellaneous operations (p. 45)			
36	(535) Taxes on miscellaneous operating property (p. 45)			
37	(543) Miscellaneous rents (p. 91)	132	140	
38	(544) Miscellaneous tax accruals (p. 45)	274	254	
39	(545) Separately operated properties—Loss (p. 87)	553	144	
40	(549) Maintenance of investment organization			
41	(550) Income transferred to other companies			
42	(551) Miscellaneous income charges (p. 92)	73	70	
43	Total miscellaneous deductions	1 032	608	
44	Income available for fixed charges (lines 34, 43)	5 069	4 827	

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 21, 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 6 to 53, inclusive, should be fully explained in a footnote.

5. All contra entries hereunder should be indicated in parenthesis.
(Dollars in thousands)

RAIL-LINE, INCLUDING WATER TRANSFERS										Other items not related to either freight or to passenger and allied services (k)	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)		
\$		\$		\$		\$		\$		\$		\$		
83	084			83	084									1
71	406			71	406									2
X X	X X	X X	X X	11	678	X X	X X	X X	X X					3
6	264			6	264									4
X X	X X	X X	X X	5	414	X X	X X	X X	X X					5
	12				12									6
														7
														8
	2				2									9
1	068			1	068									10
X X	X X	X X	X X	1	082	X X	X X	X X	X X					11
														12
2	438			2	438									13
	995				995									14
														15
														16
	503				503									17
X X	X X	X X	X X	3	936	X X	X X	X X	X X					18
X X	X X	X X	X X	(2	854)	X X	X X	X X	X X					19
X X	X X	X X	X X	2	560	X X	X X	X X	X X					20
														21

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)	
	Fixed Charges	\$	1	\$		\$	
45	(542) Rent for leased roads and equipment (p. 90)						
	(546) Interest on funded debt:						
46	(a) Fixed interest not in default	1	710	1	892		
47	(b) Interest in default						
48	(547) Interest on unfunded debt		384		131		
49	(548) Amortization of discount on funded debt		11		11		
50	Total fixed charges	2	106	2	034		
51	Income after fixed charges (lines 44, 50)	2	963	2	793		
	Other Deductions						
	(546) Interest on funded debt:						
52	(c) Contingent interest		484		590		
53	Ordinary income (lines 51, 52)	2	479	2	203		
	EXTRAORDINARY AND PRIOR PERIOD ITEMS						
54	(570) Extraordinary items - Net Credit (Debit) (p. 92)	1	077				
55	(580) Prior-period items - Net Credit (Debit) (p. 92)						
56	(590) Federal income taxes on extraordinary and prior period items - Debit (Credit) (p. 92)						
57	Total extraordinary and prior period items - Credit (Debit)						
58	Net income transferred to Retained Income - Unappropriated (lines 53, 57)	3	556	2	203		

NOTE.—See page 67 for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

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.
(Dollars in thousands)

Line No.	Item (a)	Amount (b)	Remarks (c)
	CREDITS	\$	
1	(602) Credit balance transferred from Income (p. 66)	3 556	Net of Federal income taxes - \$ NONE
2	(606) Other credits to retained income		
3	(622) Appropriations released	3 358	
4	Total	6 914	
	DEBITS		
5	(612) Debit balance transferred from Income (p. 66)		Net of Federal income taxes - \$ NONE
6	(616) Other debits to retained income		
7	(620) Appropriations for sinking and other reserve funds	1 369	
8	(621) Appropriations for other purposes		
9	(623) Dividends (p. 68)		
10	Total	1 369	
11	Net increase during year*	5 545	
12	Balance at beginning of year (p. 11)*	82 676	
13	Balance at end of year (carried to p. 11)*	88 221	

*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)
1				\$	\$		
2							
3							
4	(This schedule Intentionally left Blank)						
5							
6							
7							
8							
9							
10							
11							
12							
13				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 } ss:

F. A. Tegeler

(Insert here the name of the affiant)

makes oath and says that he is Vice President-Finance

(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, 1973 to and including December 31, 1973

/s/ 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, 19 74
My commission expires December 14, 1975

Use an
L.S.
impression seal

/s/ D. L. Fafoutis

(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of California
City & San Francisco
County of San Francisco } ss:

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, 1973 to and including December 31, 1973.

/s/ 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, 19 74
My commission expires December 14, 1975

Use an
L.S.
impression seal

/s/ D. L. Fafoutis

(Signature of officer authorized to administer oaths)

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Concluded

Line No.	Name of Account (a)	Amount (b)	
	Miscellaneous	\$	
93	441 Dining and Buffet Service _____		
94	447 Operating Joint Miscellaneous Facilities - Dr. _____		
95	448 Operating Joint Miscellaneous Facilities - Cr. _____		
96	449 Employees Health and Welfare Benefits _____		
97	Total _____		
	General		
98	451 Salaries and Expenses of General Officers _____		
99	452 Salaries and Expenses of Clerks and Attendants _____		
100	453 General Office Supplies and Expenses _____		
101	454 Law Expenses _____		
102	456 Employees Health and Welfare Benefits _____		
103	457 Pensions _____		
104	458 Stationery and Printing _____		
105	460 Other Expenses _____		
106	461 General Joint Facilities - Dr. _____		
107	462 General Joint Facilities - Cr. _____		
108	Total _____		
	RENTS		
	Rent Income		
109	504 Rent from Locomotives _____		
110	505 Rent from Passenger-train Cars _____		
111	507 Rent from Work Equipment _____		
112	508 Joint Facility Rent Income _____		
113	Total Rent Income _____		
	Rents Payable		
114	537 Rent for Locomotives _____		
115	538 Rent for Passenger-train Cars _____		
116	541 Joint Facility Rents _____		
117	Total Rents Payable _____		
118	Net Rents (lines 113, 117) _____		
119	532 Railway Tax Accruals _____		
120	Total Remunerations _____		

REMARKS:

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 } ss:

F. A. Tegeler
(Insert here the name of the affiant)

makes oath and says that he is Vice President - Finance
(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, 1973 to and including December 31, 1973

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, 19 74
My commission expires December 14, 1975

Use an
L.S.
impression seal



Diane L. Fafoutis
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of California
City & San Francisco
County of San Francisco } ss:

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 Jan. 1, 1973, to and including Dec. 31, 1973

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, 19 74
My commission expires December 14, 1975

Use an
L.S.
impression seal



Diane L. Fafoutis
(Signature of officer authorized to administer oaths)

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, 1973

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)

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. 132). 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]

102. DIRECTORS

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

2. State in column (e) 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.

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	10/10/73	10/9/74	None	
2	R. G. Flannery	"	"	"	"	
3	R. C. Marquis	"	"	"	"	
4	L. D. Michelson	1025-19th St., Sac-				
5		ramento	"	"	"	
6	Alfred E. Perlman	526 Mission St. SF	"	"	"	
7	F. A. Tegeler	"	"	"	"	
8	W. G. Treanor	"	"	"	"	
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 William D. Brew

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)
1	President & Gen'l				1025 - 19th Street
2	Manager	All	L. D. Michelson	None	Sacramento, Ca. 95814
3	Vice President	"	A. E. Perlman	"	San Francisco, Ca.
4	VP - Marketing	Marketing	Harry J. Bruce	"	94105
5	VP&Gen. Counsel	Law	W. G. Treanor	"	"
6	Treasurer	Accounting	F. A. Tegeler	"	"
7	Corporate Secty.	None	W. D. Brew	"	"
8	Asst. Corp. Secty.	"	Katherine M. Griffin	"	"
9	Asst. Treasurer	"	H. W. Klebahn	"	"
10					
11					
12	Executive Committee shall have and may exercise during the intervals between the				
13	meetings of the Board all the powers vested in the Board except the power to fill				
14	vacancies in the Board, power to declare dividends, power to change the numbers of,				
15	or fill vacancies in the Executive Committee and, the power to adopt, amend or				
16	repeal By-Laws.				
17					
18					
19					
20					

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				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17		(This Schedule Intentionally Left Blank)		
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.

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 Sec. 9 Line 18).
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 stockholder ☒
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7, _____ stockholder ☒
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.
- List under Footnotes, page 8, Other Securities with Voting Power.

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	PREFERRED Second (e)	First (f)
1	Western Pacific Railroad	526 Mission Street	75,000	75,000		
2	Company	San Francisco,				
3		California 94105				
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18	NOTE: The Record Date of October 5, 1973 for Stockholders entitled to Vote at the					
19	Annual meeting on October 10, 1973 was established under the Provisions of					
20	Section 2215 of the California Corporation Code.					
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						

109. VOTING POWERS AND ELECTIONS—(Continued From Page 7)

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 10, 1973
12. Give the place of such meeting. San Francisco, California

FOOTNOTES

NOTES AND REMARKS

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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 res-

tated to conform with the accounting 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)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
	CURRENT ASSETS		\$	\$
1	(701) Cash		(76)	12
2	(702) Temporary cash investments (p. 15)			1 599
3	(703) Special deposits (p. 15)			
4	(704) Loans and notes receivable (p. 15)			
5	(705) Traffic, car service and other balances—Dr.			
6	(706) Net balance receivable from agents and conductors		384	385
7	(707) Miscellaneous accounts receivable		7 403	3 659
8	(708) Interest and dividends receivable			
9	(709) Accrued accounts receivable (p. 15)		412	312
10	(710) Working fund advances		1	1
11	(711) Prepayments (p. 15)		26	22
12	(712) Material and supplies		37	24
13	(713) Other current assets (p. 15)		166	105
14	Total current assets		8 353	6 119
	SPECIAL FUNDS			
		(a1) Total book assets at close of year	(a2) Respondent's own issues 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	None	1
18	Total special funds		1	1
	INVESTMENTS			
19	(721) Investments in affiliated companies (pp. 20-23)		3 302	4 659
20	(722) Other investments (pp. 24-27)		35	39
21	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)			
22	Total investments (accounts 721, 722 and 723)		3 337	4 698
	PROPERTIES			
23	(731) Road and equipment property: Road		6 599	6 669
24	Equipment		2 545	2 617
25	General expenditures			
26	Other elements of investment		(2 266)	(2 266)
27	Construction work in progress			
28	Total (pp. 30-32)		6 878	7 020
29	(732) Improvements on leased property: Road			
30	Equipment			
31	General expenditures			
32	Total (pp. 30-32)			-
33	Total transportation property (accounts 731 and 732)		6 878	7 020
34	(735) Accrued depreciation—Road and equipment (pp. 36 and 38)		(3 179)	(3 179)
35	(736) Amortization of defense projects—Road and Equipment (p. 39)			
36	Recorded depreciation and amortization (accounts 735 and 736)		(3 179)	(3 179)
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36)		3 699	3 841
38	(737) Miscellaneous physical property (pp. 44 and 45)		860	966
39	(738) Accrued depreciation - Miscellaneous physical property (pp. 44 and 45)		(136)	(131)
40	Miscellaneous physical property less recorded depreciation (account 737 less 738)		724	835
41	Total properties less recorded depreciation and amortization (line 37 plus line 40)		4 423	4 676
	OTHER ASSETS AND DEFERRED CHARGES			
42	(741) Other assets (p. 46)		234	163
43	(742) Unamortized discount on long-term debt			
44	(743) Other deferred charges (p. 46)		33	31
45	Total other assets and deferred charges		267	194
46	TOTAL ASSETS		16 381	15 688

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)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES				
47	(751) Loans and notes payable (p. 55)		\$ 534	\$ 2 175
48	(752) Traffic, car service and other balances—Cr.		132	89
49	(753) Audited accounts and wages payable		106	115
50	(754) Miscellaneous accounts payable			
51	(755) Interest matured unpaid			
52	(756) Dividends matured unpaid		1	1
53	(757) Unmatured interest accrued			
54	(758) Unmatured dividends declared		177	200
55	(759) Accrued accounts payable (p. 55)		129	129
56	(760) Federal income taxes accrued (p. 56)		393	162
57	(761) Other taxes accrued (p. 56)		708	466
58	(763) Other current liabilities (p. 55)		2 180	3 337
59	Total current liabilities (exclusive of long-term debt due within one year)			
LONG-TERM DEBT DUE WITHIN ONE YEAR				
60	(764) Equipment obligations and other debt (pp. 48-51)	(a1) Total issued None	47	47
LONG-TERM DEBT DUE AFTER ONE YEAR				
61	(765) Funded debt unmatured	(a1) Total issued None		
62	(766) Equipment obligations	(a2) Held by or for respondent None	106	154
63	(767) Receivers' and Trustees' securities (pp. 48-51)			
64	(768) Debt in default			
65	(769) Amounts payable to affiliated companies (p. 54)		106	154
66	Total long-term debt due after one year			
RESERVES				
67	(771) Pension and welfare reserves (p. 57)		3	2
68	(772) Insurance reserves (p. 57)		205	32
69	(774) Casualty and other reserves (p. 57)		208	34
70	Total reserves			
OTHER LIABILITIES AND DEFERRED CREDITS				
71	(781) Interest in default (p. 50)		99	95
72	(782) Other liabilities (p. 57)			
73	(783) Unamortized premium on long-term debt		529	425
74	(784) Other deferred credits (p. 57)			
75	(785) Accrued depreciation—Leased property (p. 37)		628	520
76	Total other liabilities and deferred credits			
SHAREHOLDERS' EQUITY				
Capital stock (Par or stated value)				
77	(791) Capital stock issued: Common stock (p. 59)	(a1) Total issued 7,500	7 500	7 500
78	Preferred stock (p. 59)	(a2) Held by or for company None		
79	Total		7 500	7 500
80	(792) Stock liability for conversion (p. 60)			
81	(793) Discount on capital stock		7 500	7 500
82	Total capital stock			
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)		5 712	4 096
88	(798) Retained income—Unappropriated (p. 68)		5 712	4 096
89	Total retained income		13 212	11 596
90	Total shareholders' equity		16 381	15 688
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY			

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

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		
						Book Value of Amount Held at Close of Year		
						Pledged	Unpledged	
(a)	(b)	(c)	(d)	(e)	(f)	(g)		
				%	\$	\$		
1	721	E-1	VII	Investment Advances to:				
2				*Western Pacific Railroad	-0-	1 050		
3								
4				Total Class E-1		1 050		None
5								
6	721	B-1	VII	Western Pacific Railroad				
7				*Income Debenture Bonds	-0-	2 187		
8				*First Mortgage Bonds	-0-	65		
9								
10				Total Class B-1		2 252		None
11								
12								
13	721			Grand Total		3 302		None
14								
15								
16				*Subject to lien of First and				
17				Refunding Mortgage.				
18								
19								
20								
21								
22								
23								
24								
25								
26								
27								
28								
29								
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31								
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36								
37								
38								
39								
40								
41								
42								
43								
44								
45								
46								

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. If any advances reported 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 (h) inclusive. If the cost of any investment made during the year differs from the book value report-

ed in column (j), 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 (k), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

9. This schedule should not include securities issued or assumed by respondent. (Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.		
Book Value of Amount Held at Close of Year					Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)			
In sinking, insurance, and other funds (h)	Total book value (i)										
\$		\$		\$		\$		%	\$		1
			1 050								2
											3
	NONE		1 050		NONE		NONE			NONE	4
											5
											6
			2 187		100		1 277		1 277		7
			65		61		241		241		8
											9
	NONE		2 252		161		1 518		1 518		10
											11
											12
	NONE		3 302		161		1 518		1 518		13
											14
											15
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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." Investments included in accounts Nos. 715, 716 and 717 held by trustees in lieu of cash deposits required under the governing instrument are not to be reported.

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 designa-

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			
					Book Value of Amount Held at Close of Year			
					Pledged		Unpledged	
	(a)	(b)	(c)	(d)	(e)		(f)	
1	722	C-3	X	McLaughlin Drayage Company	\$		\$	-
2				Chapel of the Chimes				34
3				Dean & Edith Williams				1
4								
5	722			GRAND TOTAL		NONE		35
6								
7								
8								
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12								
13								
14								
15								
16								
17								
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206. OTHER INVESTMENTS—Continued

tion 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.

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

7. Particulars of investments made, disposed of, or written down during the year should be given in columns (i) and (k). If the cost of any investment made during the year differs from the book value reported in

column (i), 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 the footnote. Identify all entries in column (j) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

(Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.		
Book Value of Amount Held at Close of Year					Book value (j)		Selling price (k)		Rate (l)	Amount credited to income (m)			
In sinking, insurance, and other funds (g)	Total book value (h)												
\$		\$	-	\$		\$		\$	%	\$		1	
			34				3		3			3	2
			1				1		1				3
													4
	NONE		35		NONE		4		4			3	5
													6
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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 29 and 37 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. 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)	(Dollars in thousands)			OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base			Annual composite rate (percent) (d)	Depreciation base			Annual composite rate (percent) (g)	
		At beginning of year (b)	At close of year (c)			At beginning of year (e)	At close of year (f)			
		\$	\$		%	\$	\$		%	
	ROAD									
1	(1) Engineering	218	214	1.25						
2	(2-1/2) Other right-of-way expenditures									
3	(3) Grading	854	854	0.13						
4	(5) Tunnels and subways									
5	(6) Bridges, trestles, and culverts	1 644	1 506	1.49						
6	(7) Elevated structures									
7	(13) Fences, snowsheds, and signs	58	58	2.50						
8	(16) Station and office buildings	281	281	0.80						
9	(17) Roadway buildings	33	33	3.11						
10	(18) Water stations									
11	(19) Fuel stations	15	15	1.80						
12	(20) Shops and enginehouses	17	17	2.82						
13	(21) Grain elevators									
14	(22) Storage warehouses									
15	(23) Wharves and docks									
16	(24) Coal and ore wharves									
17	(25) TOFC/COFC terminals									
18	(26) Communications systems	83	85	2.18						
19	(27) Signals and interlockers	170	164	2.85						
20	(29) Power plants									
21	(31) Power transmission systems									
22	(35) Miscellaneous structures									
23	(37) Roadway machines	322	322	5.30						
24	(39) Public improvements—Construction	205	238	2.12						
25	(44) Shop machinery									
26	(45) Power plant machinery									
27	All other road accounts									
28	Amortization (other than defense projects)									
29	Total road	3 900	3 787	1.77						
	EQUIPMENT									
30	(52) Locomotives	140	123	5.01						
31	(53) Freight-train cars	2 429	2 365	3.68						
32	(54) Passenger-train cars									
33	(55) Highway revenue equipment									
34	(56) Floating equipment									
35	(57) Work equipment	7	7	5.91						
36	(58) Miscellaneous equipment	34	32	10.22						
37	Total equipment	2 610	2 542	3.68						
38	GRAND TOTAL	6 510	6 329	XX XX		NONE	NONE	XX XX		

(See notes next page)

NOTES AND REMARKS

NOTES: Schedule 211B

Depreciation base for A/C's 1, 3 & 39 includes non-depreciable property.

Line 36 A/C 58

Includes \$32,000 non-depreciable, per ICC letter dated 9/18/70 file
ACU-R.J.L.

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 28.
(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)		CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)	
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
	ROAD	\$		\$	\$	\$	\$	\$	
1	(1) Engineering		68		3		2		69
2	(2-1/2) Other right-of-way expenditures								
3	(3) Grading		11		1				12
4	(5) Tunnels and subways		(1)						(1)
5	(6) Bridges, trestles, and culverts	1	008		24		139		893
6	(7) Elevated structures								
7	(13) Fences, snow sheds, and signs		41		2				43
8	(16) Station and office buildings		92		9				101
9	(17) Roadway buildings		14		2				16
10	(18) Water stations								
11	(19) Fuel stations		6						6
12	(20) Shops and enginehouses		8						8
13	(21) Grain elevators								
14	(22) Storage warehouses								
15	(23) Wharves and docks								
16	(24) Coal and ore wharves								
17	(25) TOFC/COFC terminals								
18	(26) Communication systems		30		2				32
19	(27) Signals and interlockers		65		4				69
20	(29) Power plants								
21	(31) Power-transmission systems		44						44
22	(35) Miscellaneous structures								
23	(37) Roadway machines		130		17				147
24	(39) Public improvements—Construction		84		4				88
25	(44) Shop machinery*								
26	(45) Power-plant machinery*		(13)						(13)
27	All other road accounts		407						407
28	Amortization (other than defense projects)								
29	Total road	1	994	68		141		1	921
	EQUIPMENT								
30	(52) Locomotives		(27)		7		(29)		9
31	(53) Freight-train cars	1	192		88		110		1 170
32	(54) Passenger-train cars								
33	(55) Highway revenue equipment								
34	(56) Floating equipment								
35	(57) Work equipment		(49)				(70)		21
36	(58) Miscellaneous equipment		68				10		58
37	Total equipment	1	184	95		21		1	258
38	GRAND TOTAL	3	178	163		162		3	179

*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 22. 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. (Dollars in thousands)

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)
	ROAD:	\$	\$	\$	\$	\$	\$	\$	\$
1									
2									
3									
4									
5									
6					(NONE)				
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21	TOTAL ROAD								
	EQUIPMENT:								
22	(52) Locomotives								
23	(53) Freight-train cars								
24	(54) Passenger-train cars								
25	(55) Highway revenue equipment				(NONE)				
26	(56) Floating equipment								
27	(57) Work equipment								
28	(58) Miscellaneous equipment								
29	TOTAL EQUIPMENT								
30	GRAND TOTAL				(NONE)				

Road Initials SN

Year 1973

SN-17

39x

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

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	Bank of America, NT&SA	10/2/61	10/30/77	4.706	Quarterly	No	No	No	None	None	None	None
4												
5												
6												
7												
8												
9												
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46												
47												
48												
49												
50	Grand Total									x x x	x x x	x x x
51												

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	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") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	1
									2
									3
708	None	None	708	555	None	106	47	None	4
									5
									6
									7
									8
									9
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									49
									50
708	None	None	708	555	None	106	47	None	51

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 48)	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)
1	(4) (A) 764 & 766	\$	\$	\$	\$
2	Equipment Trust Certificates				
3					
4	Bank of America, NT&SA	9	None	8	None
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
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36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46					
47					
48					
49					
50	Grand Total	9	None	8	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 (z)	Par value		Net proceeds received for issue (cash or its equivalent)		Expense of issuing securities		AMOUNT REACQUIRED				
	(aa)		(bb)		(cc)		Par value (dd)		Purchase price (ee)		
	\$		\$		\$		\$		\$		1
											2
											3
NONE		NONE		NONE		NONE		48		48	4
											5
											6
											7
											8
											9
											10
											11
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											45
											46
											47
											48
											49
											50
Grand Total		NONE		NONE		NONE		48		48	51

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 (a) 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)
	ORDINARY ITEMS			
	OPERATING INCOME			
	Railway Operating Income			
1	(501) Railway operating revenues (p. 69)	4 568	4 926	
2	(531) Railway operating expenses (p. 76)	2 213	2 087	
3	Net revenue from railway operations	2 355	2 839	
4	(532) Railway tax accruals (p. 82)	364	381	
5	Railway operating income	1 991	2 458	
	Rent Income			
6	(503) Hire of freight cars and highway revenue equipment— Credit balance (p. 88)			
7	(504) Rent from locomotives (p. 89)			
8	(505) Rent from passenger-train cars (p. 89)			
9	(506) Rent from floating equipment			
10	(507) Rent from work equipment	10	10	
11	(508) Joint facility rent income	10	10	
12	Total rent income			
	Rents Payable			
13	(536) Hire of freight cars and highway revenue equipment— Debit balance (p. 88)	9	146	
14	(537) Rent for locomotives (p. 89)			
15	(538) Rent for passenger-train cars (p. 89)			
16	(539) Rent for floating equipment			
17	(540) Rent for work equipment	74	83	
18	(541) Joint facility rents	83	229	
19	Total rents payable	(73)	(219)	
20	Net rents (lines 12, 19)	1 918	2 239	
21	Net railway operating income (lines 5, 20)			
	Other Income			
22	(502) Revenues from miscellaneous operations (p. 45)			
23	(509) Income from lease of road and equipment (p. 86)	62	64	
24	(510) Miscellaneous rent income (p. 86)	43	47	
25	(511) Income from nonoperating property (p. 45)			
26	(512) Separately operated properties—Profit (p. 87)			
27	(513) Dividend income	504	344	
28	(514) Interest income			
29	(516) Income from sinking and other reserve funds			
30	(517) Release of premiums on funded debt			
31	(518) Contributions from other companies	210	257	
32	(519) Miscellaneous income (p. 92)	819	712	
33	Total other income	2 737	2 951	
34	Total income (lines 21, 33)			
	Miscellaneous Deductions From Income			
35	(534) Expenses of miscellaneous operations (p. 45)			
36	(535) Taxes on miscellaneous operating property (p. 45)			
37	(543) Miscellaneous rents (p. 91)	65	75	
38	(544) Miscellaneous tax accruals (p. 45)			
39	(545) Separately operated properties—Loss (p. 87)			
40	(549) Maintenance of investment organization			
41	(550) Income transferred to other companies	98	24	
42	(551) Miscellaneous income charges (p. 92)	163	99	
43	Total miscellaneous deductions	2 574	2 852	
44	Income available for fixed charges (lines 34, 43)			

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 21, 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 6 to 53, inclusive, should be fully explained in a footnote.

5. All contra entries hereunder should be indicated in parenthesis.
(Dollars in thousands)

RAIL-LINE, INCLUDING WATER TRANSFERS											Other items not related to either freight or to passenger and allied services (k)		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)			
\$		\$		\$		\$		\$		\$			
	4 568			4 568									1
	2 213			2 213									2
X X	X X	X X	X X	2 355	X X	X X	X X	X X					3
	364			364									4
X X	X X	X X	X X	1 991	X X	X X	X X	X X					5
													6
													7
													8
													9
													10
	10			10									11
X X	X X	X X	X X	10	X X	X X	X X	X X					12
													13
	9			9									14
													15
													16
													17
	74			74									18
X X	X X	X X	X X	83	X X	X X	X X	X X					19
X X	X X	X X	X X	(73)	X X	X X	X X	X X					20
X X	X X	X X	X X	1 918	X X	X X	X X	X X					21

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)
	Fixed Charges	\$	\$	\$
45	(542) Rent for leased roads and equipment (p. 90)	1	1	
	(546) Interest on funded debt:			
46	(a) Fixed interest not in default	9	10	
47	(b) Interest in default		1	
48	(547) Interest on unfunded debt			
49	(548) Amortization of discount on funded debt			
50	Total fixed charges	10	12	
51	Income after fixed charges (lines 44, 50)	2 564	2 840	
	Other Deductions			
	(546) Interest on funded debt:			
52	(c) Contingent interest			
53	Ordinary income (lines 51, 52)	2 564	2 840	
	EXTRAORDINARY AND PRIOR PERIOD ITEMS			
54	(570) Extraordinary items - Net Credit (Debit) (p. 92)	427		
55	(580) Prior period items - Net Credit (Debit) (p. 92)			
56	(590) Federal income taxes on extraordinary and prior period items - Debit (Credit) (p. 92)			
57	Total extraordinary and prior period items - Credit (Debit)			
58	Net income transferred to Retained Income - Unappropriated (lines 53, 57)	2 991	2 840	

NOTE.—See page 67 for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

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.
(Dollars in thousands)

Line No.	Item (a)	Amount (b)	Remarks (c)
	CREDITS	\$	
1	(602) Credit balance transferred from Income (p. 66)	2 991	Net of Federal income taxes - \$ NONE
2	(606) Other credits to retained income		
3	(622) Appropriations released		
4	Total	2 991	
	DEBITS		
5	(612) Debit balance transferred from Income (p. 66)		Net of Federal income taxes - \$ NONE
6	(616) Other debits to retained income		
7	(620) Appropriations for sinking and other reserve funds		
8	(621) Appropriations for other purposes		
9	(623) Dividends (p. 68)	1 375	
10	Total	1 375	
11	Net increase during year*	1 616	
12	Balance at beginning of year (p. 11)*	4 096	
13	Balance at end of year (carried to p. 11)*	5 712	

*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)
1				\$	\$		
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13				Total			

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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, 1973

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)

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. 132). 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]

102. DIRECTORS

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

2. State in column (e) 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.

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	3/15/73	3/14/74	None	
2	R. G. Flannery	"	"	"	"	
3	R. C. Marquis	"	"	"	"	
4	L. D. Michelson	1025-19th St., Sacramento	"	"	"	
5						
6	Alfred E. Perlman	526 Mission St.SF	"	"	"	
7	F. A. Tegeler	"	"	"	"	
8	W. G. Treanor	"	"	"	"	
9						
10						
11						
12						
13						
14						
15						
16						
17						
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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 William D. Brew

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, R. C. Marquis, L. D. Michelson
(Executive Officer) 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)
1	President &				1025 - 19th Street
2	General Manager	All	L. D. Michelson	None	Sacramento, Ca. 95814
3	Vice President	All	R. C. Marquis	"	San Francisco, Ca. 94105
4	VP-Marketing	Marketing	Harry J. Bruce	"	"
5	VP & Gen. Counsel	Law	W. G. Treanor	"	"
6	Treasurer	Accounting	F. A. Tegeler	"	"
7	Corporate Secty.	None	W. D. Brew	"	"
8	Asst. Corp. Secty	"	Katherine M. Griffin	"	"
9	Asst. Treasurer	"	H. W. Klebahn	"	"
10					
11	Executive Committee shall have and may exercise during the intervals between the				
12	meetings of the Board all the powers vested in the Board except the power to fill				
13	vacancies in the Board, power to declare dividends, power to change the numbers of,				
14	or fill vacancies in the Executive Committee and, the power to adopt, amend or repeal				
15	By-Laws.				
16					
17					
18					
19					
20					

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				
6				
7				
8		(This Schedule Intentionally Left Blank)		
9				
10				
11				
12				
13				
14				
15				
16				
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.

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 18)

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 stockholders.

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.

List under Footnotes, page 8, Other Securities with Voting Power.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	Western Pacific Railroad	526 Mission Street	1,163,037	1,163,037		
2	Company	San Francisco, Ca.				
3		94105				
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18	NOTE: The record date of March 9, 1973 for Stockholders entitled to vote at the					
19	annual meeting on March 15, 1973 was established under the provisions of Section					
20	2215 of the California Corporation Code.					
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						

109. VOTING POWERS AND ELECTIONS—(Continued From Page 7)

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 1,163,307
votes cast.

11. Give the date of such meeting. March 15, 1973

12. Give the place of such meeting. San Francisco, California

FOOTNOTES

NOTES AND REMARKS

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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 res-

tated to conform with the accounting 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)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT ASSETS				
1	(701) Cash		44	44
2	(702) Temporary cash investments (p. 15)			2 757
3	(703) Special deposits (p. 15)			
4	(704) Loans and notes receivable (p. 15)			
5	(705) Traffic, car service and other balances-Dr.			
6	(706) Net balance receivable from agents and conductors		126	202
7	(707) Miscellaneous accounts receivable		2 360	279
8	(708) Interest and dividends receivable			
9	(709) Accrued accounts receivable (p. 15)		160	151
10	(710) Working fund advances			
11	(711) Prepayments (p. 15)		11	9
12	(712) Material and supplies		9	3
13	(713) Other current assets (p. 15)		3	2
14	Total current assets		2 713	3 447
SPECIAL FUNDS				
		(a1) Total book assets at close of year	(a2) Respondent's own issues 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		1
18	Total special funds		--	1
INVESTMENTS				
19	(721) Investments in affiliated companies (pp. 20-23)		110	128
20	(722) Other investments (pp. 24-27)			
21	(723) Reserve for adjustment of investment in securities—Credit (p. 19, Instruction 9)		110	128
22	Total investments (accounts 721, 722 and 723)			
PROPERTIES				
23	(731) Road and equipment property: Road		2 554	2 489
24	Equipment		218	245
25	General expenditures		33	33
26	Other elements of investment			
27	Construction work in progress			
28	Total (pp. 30-32)		2 805	2 767
29	(732) Improvements on leased property: Road			
30	Equipment			
31	General expenditures			
32	Total (pp. 30-32)			--
33	Total transportation property (accounts 731 and 732)		2 805	2 767
34	(735) Accrued depreciation—Road and equipment (pp. 36 and 38)		(383)	(367)
35	(736) Amortization of defense projects—Road and Equipment (p. 39)		(5)	(5)
36	Recorded depreciation and amortization (accounts 735 and 736)		(388)	(372)
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36)		2 417	2 395
38	(737) Miscellaneous physical property (pp. 44 and 45)		471	471
39	(738) Accrued depreciation - Miscellaneous physical property (pp. 44 and 45)		(59)	(57)
40	Miscellaneous physical property less recorded depreciation (account 737 less 738)		412	414
41	Total properties less recorded depreciation and amortization (line 37 plus line 40)		2 829	2 809
OTHER ASSETS AND DEFERRED CHARGES				
42	(741) Other assets (p. 46)		18	11
43	(742) Unamortized discount on long-term debt			
44	(743) Other deferred charges (p. 46)		12	6
45	Total other assets and deferred charges		30	17
46	TOTAL ASSETS		5 682	6 402

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 Railroads of Companies. The entries in this balance sheet should be compared with those in the schedules of 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 parentheses.

Line No.	Account or item (a)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES				
47	(751) Loans and notes payable (p. 55)		\$ 122	\$ 129
48	(752) Traffic, car service and other balances—Cr.		51	69
49	(753) Audited accounts and wages payable		64	1 218
50	(754) Miscellaneous accounts payable			
51	(755) Interest matured unpaid		3	3
52	(756) Dividends matured unpaid			
53	(757) Unmatured interest accrued			
54	(758) Unmatured dividends declared		109	140
55	(759) Accrued accounts payable (p. 55)		7	7
56	(760) Federal income taxes accrued (p. 56)		28	29
57	(761) Other taxes accrued (p. 56)		175	178
58	(763) Other current liabilities (p. 55)		559	1 773
59	Total current liabilities (exclusive of long-term debt due within one year)			
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			
62	(766) Equipment obligations			
63	(767) Receivers' and Trustees' securities	(pp. 48-51)		
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)		248	207
69	(774) Casualty and other reserves (p. 57)		248	207
70	Total reserves			
OTHER LIABILITIES AND DEFERRED CREDITS				
71	(781) Interest in default (p. 50)		10	10
72	(782) Other liabilities (p. 57)			
73	(783) Unamortized premium on long-term debt		24	28
74	(784) Other deferred credits (p. 57)			
75	(785) Accrued depreciation—Leased property (p. 37)		34	38
76	Total other liabilities and deferred credits			
SHAREHOLDERS' EQUITY				
Capital stock (Par or stated value)				
	(a1) Total issued	(a2) Held by or for company		
77	(791) Capital stock issued: Common stock (p. 59)	1,781	618	1 163
78	Preferred stock (p. 59)	15	15	--
79	Total			1 163
80	(792) Stock liability for conversion (p. 60)			
81	(793) Discount on capital stock			
82	Total capital stock			1 163
Capital surplus				
83	(794) Premiums and assessments on capital stock (p. 61)		491	491
84	(795) Paid-in surplus (p. 61)		11	11
85	(796) Other capital surplus (p. 61)			
86	Total capital surplus		502	502
Retained income				
87	(797) Retained income—Appropriated (p. 61)			
88	(798) Retained income—Unappropriated (p. 61)		3 176	2 719
89	Total retained income		3 176	2 719
90	Total shareholders' equity		4 841	4 384
91	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		5 682	6 402

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

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		
						Book Value of Amount Held at Close of Year		
						Pledged	Unpledged	
(a)	(b)	(c)	(d)	(e)	(f)	(g)		
				%	\$	\$		
1								
2								
3								
4								
5			(NONE)					
6								
7								
8								
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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 (c). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. If any advances reported 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 (h) inclusive. If the cost of any investment made during the year differs from the book value report-

ed in column (j), 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 (k), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

9. This schedule should not include securities issued or assumed by respondent. (Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.	
Book Value of Amount Held at Close of Year					Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)				
In sinking, insurance, and other funds (h)		Total book value (i)										
\$		\$		\$		\$		\$	%	\$		
												1
												2
												3
												4
					(NONE)							5
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(NONE)

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

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 designa-

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			
					Book Value of Amount Held at Close of Year			
					Pledged		Unpledged	
	(a)	(b)	(c)	(d)	(e)		(f)	
1	722	C-3	X	Turlock Fruit Company	\$		\$	2
2				Snider Lumber Company				6
3				San Joaquin Tomato Growers				9
4				Smith - Palmer				93
5								
6	722			GRAND TOTAL		NONE		110
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296. OTHER INVESTMENTS—Continued

tion 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.

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

7. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) and (k). If the cost of any investment made during the year differs from the book value reported in

column (i), 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 the footnote. Identify all entries in column (j) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

(Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR				Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year					Book value (j)	Selling price (k)	Rate (l)	Amount credited to income (m)			
In sinking, insurance, and other funds (g)	Total book value (h)										
\$		\$	2	\$	\$	1	1	%	\$	-	1
			6			3	3			-	2
			9			2	2			1	3
			93			12	12			6	4
											5
	NONE		110		NONE	18	18			7	6
											7
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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 (c), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (e) and (f) show the depreciation base used in computing the depreciation charges 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 29 and 37 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. 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)	
		\$	\$	%	\$	\$	%
	ROAD						
1	(1) Engineering	39	42	0.71			
2	(2-1/2) Other right-of-way expenditures						
3	(3) Grading	82	82	0.06			
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	490	502	1.72			
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	34	34	2.70			
8	(16) Station and office buildings	71	71	1.74			
9	(17) Roadway buildings	7	7	3.10			
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks						
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals						
18	(26) Communications systems	47	47	2.91			
19	(27) Signals and interlockers	135	131	2.85			
20	(29) Power plants						
21	(31) Power transmission systems						
22	(35) Miscellaneous structures						
23	(37) Roadway machines	11	11	5.65			
24	(39) Public improvements—Construction	109	125	2.75			
25	(44) Shop machinery	1	1	4.80			
26	(45) Power plant machinery						
27	All other road accounts						
28	Amortization (other than defense projects)						
29	Total road	1 026	1 053	1.81			
	EQUIPMENT						
30	(52) Locomotives	32	32	3.22			
31	(53) Freight-train cars	212	185	3.73			
32	(54) Passenger-train cars						
33	(55) Highway revenue equipment						
34	(56) Floating equipment						
35	(57) Work equipment	1		3.34			
36	(58) Miscellaneous equipment						
37	Total equipment	245	217	3.65			
38	GRAND TOTAL	1 271	1 270	XX XX	NONE	NONE	XX XX

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 28.

(Dollars in thousands)

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering	12	1				13
2	(2-1/2) Other right-of-way expenditures						2
3	(3) Grading	2					
4	(5) Tunnels and subways						179
5	(6) Bridges, trestles, and culverts	172	7				
6	(7) Elevated structures						25
7	(13) Fences, snow sheds, and signs	25					48
8	(16) Station and office buildings	47	1				7
9	(17) Roadway buildings	6	1				(1)
10	(18) Water stations	(1)					
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks						
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals						34
18	(26) Communication systems	32	2				27
19	(27) Signals and interlockers	23	4				
20	(29) Power plants						
21	(31) Power-transmission systems						
22	(35) Miscellaneous structures						12
23	(37) Roadway machines	12					59
24	(39) Public improvements—Construction	56	3				1
25	(44) Shop machinery*	1					
26	(45) Power-plant machinery*						
27	All other road accounts						
28	Amortization (other than defense projects)						
29	Total road	387	19		None		406
	EQUIPMENT						
30	(52) Locomotives	(110)	1				(109)
31	(53) Freight-train cars	90	8		11		87
32	(54) Passenger-train cars						
33	(55) Highway revenue equipment						
34	(56) Floating equipment						
35	(57) Work equipment	1			1		-
36	(58) Miscellaneous equipment	(1)					(1)
37	Total equipment	(20)	9		12		(23)
38	GRAND TOTAL	367	28		12		383

*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 22. 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. (Dollars in thousands)

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)	
1	ROAD:	\$		\$		\$		\$		\$		\$		\$		\$	
2																	
3																	
4																	
5																	
6																	
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19																	
20																	
21	TOTAL ROAD		NONE		NONE		NONE		5		NONE		NONE		NONE		5
22	EQUIPMENT:																
23	(52) Locomotives																
24	(53) Freight-train cars																
25	(54) Passenger-train cars																
26	(55) Highway revenue equipment																
27	(56) Floating equipment																
28	(57) Work equipment																
29	(58) Miscellaneous equipment																
30	TOTAL EQUIPMENT		NONE		NONE		NONE		NONE		NONE		NONE		NONE		NONE
31	GRAND TOTAL		NONE		NONE		NONE		5		NONE		NONE		NONE		5

NOTES AND REMARKS

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218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

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
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
1												
2												
3	(NONE)											
4												
5												
6												
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48												
49												
50												
51												
Grand Total									x x x	x x x	x x x	x x x

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218. FUNDED DEBT AND OTHER OBLIGATIONS--Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND---		Total amount actually issued (p)	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") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	1
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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 48)	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)
1		\$	\$	\$	\$
2					
3	(NONE)				
4					
5					
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48					
49					
50					
51	Grand Total				

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 (z)	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
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											50
Grand Total											51

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

leave 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)
	ORDINARY ITEMS	\$	\$	\$
	OPERATING INCOME			
	Railway Operating Income			
1	(501) Railway operating revenues (p. 69)	1 926	1 732	
2	(531) Railway operating expenses (p. 76)	855	997	
3	Net revenue from railway operations	1 071	735	
4	(532) Railway tax accruals (p. 82)	122	110	
5	Railway operating income	949	625	
	Rent Income			
6	(503) Hire of freight cars and highway revenue equipment—			
	Credit balance (p. 88)			
7	(504) Rent from locomotives (p. 89)			
8	(505) Rent from passenger-train cars (p. 89)			
9	(506) Rent from floating equipment			
10	(507) Rent from work equipment	1	1	
11	(508) Joint facility rent income	1	1	
12	Total rent income			
	Rents Payable			
13	(536) Hire of freight cars and highway revenue equipment—			
	Debit balance (p. 88)	184	21	
14	(537) Rent for locomotives (p. 89)			
15	(538) Rent for passenger-train cars (p. 89)			
16	(539) Rent for floating equipment			
17	(540) Rent for work equipment			
18	(541) Joint facility rents			
19	Total rents payable	184	21	
20	Net rents (lines 12, 19)	(183)	(20)	
21	Net railway operating income (lines 5, 20)	766	605	
	Other Income			
22	(502) Revenues from miscellaneous operations (p. 45)			
23	(509) Income from lease of road and equipment (p. 86)			
24	(510) Miscellaneous rent income (p. 86)	3	3	
25	(511) Income from nonoperating property (p. 45)	13	10	
26	(512) Separately operated properties—Profit (p. 87)			
27	(513) Dividend income			
28	(514) Interest income	166	114	
29	(516) Income from sinking and other reserve funds			
30	(517) Release of premiums on funded debt			
31	(518) Contributions from other companies			
32	(519) Miscellaneous income (p. 92)	3	7	
33	Total other income	185	134	
34	Total income (lines 21, 33)	951	739	
	Miscellaneous Deductions From Income			
35	(534) Expenses of miscellaneous operations (p. 45)			
36	(535) Taxes on miscellaneous operating property (p. 45)			
37	(543) Miscellaneous rents (p. 91)			
38	(544) Miscellaneous tax accruals (p. 45)	25	27	
39	(545) Separately operated properties—Loss (p. 87)			
40	(549) Maintenance of investment organization			
41	(550) Income transferred to other companies			
42	(551) Miscellaneous income charges (p. 92)	5	4	
43	Total miscellaneous deductions	30	31	
44	Income available for fixed charges (lines 34, 43)	921	708	

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 21, 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 6 to 53, inclusive, should be fully explained in a footnote.

5. All contra entries hereunder should be indicated in parenthesis.
(Dollars in thousands)

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)	
\$		\$		\$		\$		\$		\$		\$		
	1 926				1 926									1
	855				855									2
X X	X X	X X	X X		1 071	X X	X X	X X	X X					3
	122				122									4
X X	X X	X X	X X		949	X X	X X	X X	X X					5
														6
														7
														8
														9
														10
	1				1									11
X X	X X	X X	X X		1	X X	X X	X X	X X					12
														13
	184				184									14
														15
														16
														17
														18
X X	X X	X X	X X		184	X X	X X	X X	X X					19
X X	X X	X X	X X		(183)	X X	X X	X X	X X					20
X X	X X	X X	X X		766	X X	X X	X X	X X					21

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)
	Fixed Charges	\$	\$	\$
45	(542) Rent for leased roads and equipment (p. 90)			
	(546) Interest on funded debt:			
46	(a) Fixed interest not in default			
47	(b) Interest in default			
48	(547) Interest on unfunded debt	14	52	
49	(548) Amortization of discount on funded debt			
50	Total fixed charges	14	52	
51	Income after fixed charges (lines 44, 50)	907	656	
	Other Deductions			
	(546) Interest on funded debt:			
52	(c) Contingent interest			
53	Ordinary income (lines 51, 52)	907	656	
	EXTRAORDINARY AND PRIOR PERIOD ITEMS			
54	(570) Extraordinary items - Net Credit (Debit) (p. 92)			
55	(580) Prior period items - Net Credit (Debit) (p. 92)			
56	(590) Federal income taxes on extraordinary and prior period items - Debit (Credit) (p. 92)			
57	Total extraordinary and prior period items - Credit (Debit)			
58	Net income transferred to Retained Income - Unappropriated (lines 53, 57)	907	656	

NOTE.—See page 67 for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

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.
(Dollars in thousands)

Line No.	Item (a)	Amount (b)	Remarks (c)
	CREDITS	\$	
1	(60?) Credit balance transferred from Income (p. 66)	907	
2	(606) Other credits to retained income		Net of Federal income taxes - \$ None
3	(622) Appropriations released		
4	Total	907	
	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)	450	
10	Total	450	
11	Net increase during year*	457	
12	Balance at beginning of year (p. 11)*	2 719	
13	Balance at end of year (carried to p. 11)*	3 176	

*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)
1				\$	\$		
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13				Total			

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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 & County of San Francisco } ss:

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, 1973 to and including December 31, 1973

/s/J. B. Morgan

(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 74

My commission expires December 14, 1975

Use an
L.S.
impression seal

/s/D. L. Fafoutis

(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of California }
 City & County of San Francisco } ss:

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, 1973 to and including December 31, 1973.

/s/L. D. Michelson

(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 74

My commission expires December 14, 1975

Use an
L.S.
impression seal

/s/D. L. Fafoutis

(Signature of officer authorized to administer oaths)

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Concluded

Line No.	Name of Account (a)	Amount (b)	
	Miscellaneous	\$	
93	441 Dining and Buffet Service		
94	447 Operating Joint Miscellaneous Facilities - Dr.		
95	448 Operating Joint Miscellaneous Facilities - Cr.		
96	449 Employees Health and Welfare Benefits		
97	Total THIS PAGE INTENTIONALLY LEFT BLANK		
	General		
98	451 Salaries and Expenses of General Officers		
99	452 Salaries and Expenses of Clerks and Attendants		
100	453 General Office Supplies and Expenses		
101	454 Law Expenses		
102	456 Employees Health and Welfare Benefits		
103	457 Pensions		
104	458 Stationery and Printing		
105	460 Other Expenses		
106	461 General Joint Facilities - Dr.		
107	462 General Joint Facilities - Cr.		
108	Total		
	RENTS		
	Rent Income		
109	504 Rent from Locomotives		
110	505 Rent from Passenger-train Cars		
111	507 Rent from Work Equipment		
112	508 Joint Facility Rent Income		
113	Total Rent Income		
	Rents Payable		
114	537 Rent for Locomotives		
115	538 Rent for Passenger-train Cars		
116	541 Joint Facility Rents		
117	Total Rents Payable		
118	Net Rents (lines 113, 117)		
119	532 Railway Tax Accruals		
120	Total Remunerations		

REMARKS:

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 & County of San Francisco } ss:

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 and 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

Jan. 1, 1973 to and including Dec. 31, 1973

J. B. Morgan
 (Signature of affiant)

Subscribed and sworn to before me, a Notary Public

this 26th day of March, 1974

My commission expires December 14, 1975

in and for the State and county above named.

Use an
L.S.
impression seal



Diane L. Fafoutis
 (Signature of officer authorized to administer oaths)

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

State of California
 City & County of San Francisco } ss:

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 Jan. 1, 1973 to and including Dec. 31, 1973.

L. D. Michelson
 (Signature of affiant)

Subscribed and sworn to before me, a Notary Public

this 26th day of March, 1974

My commission expires December 14, 1975

in and for the state and county above named.

Use an
L.S.
impression seal



Diane L. Fafoutis
 (Signature of officer authorized to administer oaths)