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R-4

RAILROAD LESSOR

annual report

INTERSTATE
COMMERCE COMMISSION
RECEIVED

APR 1 1979

ADMINISTRATIVE SERVICES
MAIL UNITRC170030 WHEELINLAKE 1 0 1 417003
WHEELING & LAKE ERIE RY CO.
8 NORTH JEFFERSON ST
ROANOKE VIRGINIA VA 24042RC170030 WHEELINLAKE 1 0 1 417003
WHEELING & LAKE ERIE RY CO.
8 NORTH JEFFERSON ST
ROANOKE VIRGIN VA 24011

Correct name and address if different than shown.

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

to the
Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1978

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. 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 seem 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 thereon. * * *

(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. * * *

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

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, type-written 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. Items of an unusual character should be indicated by appropriate symbol and footnote.

6. Money items, except averages, throughout the annual report form should be shown in Whole 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.

7. Each respondent should make its annual report to this Commission in triplicate, retaining one copy in its files for reference in case correspondence with regard to such report becomes necessary. For this reason three copies of the form are supplied.

8. 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 R-4).

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 \$50,000,000, or more. For this class, Annual Report Form R-1 is provided.

Class II companies are those having annual operating revenues less than \$50,000,000 but in excess of \$10,000,000. For this class, Annual Report Form R-2 is provided.

Class III companies are those having annual operating revenues of \$10,000,000 or less. For this class, Annual Report Form R-3 is provided.

In applying this classification to any switching or terminal company which is operated as a joint facility of owning or tenant railways, 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.

9. 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 each 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 the 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 the 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.

FOR THE INDEX SEE THE INSIDE OF BACK COVER

See also "Instructions regarding the use of this report form" on page 1

ANNUAL REPORT

OF

THE WHEELING AND LAKE ERIE RAILWAY COMPANY

(FULL NAME OF THE RESPONDENT)

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1978

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

(Name) J. Jones (Title) Auditor

(Telephone number) 703 981-4424
(Area code) (Telephone number)

(Office address) 8 North Jefferson Street, Roanoke, Virginia 24042
(Street and number, City, State, and ZIP code)

SPECIAL NOTICE

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

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

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

Docket	Title	Decision Date
36367	Revision to the Uniform System of Accounts for Railroads	6/13/77
36767	Accounting for Certain Government Transfer By Railroads and Motor Carriers of Passengers	6/30/78

ESTIMATE OF REPORTING BURDEN

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

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

Total hours (Estimated) 100

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INSTRUCTIONS REGARDING THE USE OF THIS REPORT FORM

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

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

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

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

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

Names of lessor companies included in this report

The Wheeling and Lake Erie Railway Co.

Names of lessor companies that file separate reports

None

On October 16, 1964, The New York, Chicago and St. Louis Railroad Company (Nickel Plate) was merged into the Norfolk and Western Railway Company, pursuant to an order of the Interstate Commerce Commission in Finance Docket 21510, embracing among other Dockets 21511, 21512, and 22235.

STOCKHOLDERS REPORTS

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

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

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

A. IDENTITY OF LESSOR COMPANIES INCLUDED IN THIS REPORT

Give hereunder the exact corporate name and other particulars called for concerning each lessor company included in this report. The corporate name should be given in full, exactly as it appears in the articles of incorporation, using the words "The" and "Company" only when they are parts of the corporate name.

rate name. Be careful to distinguish between railroad and rail way.

If receivers, trustee or a committee of bondholders are in possession of the property of any of the lessor companies, state their names and the court of jurisdiction in column (a) and give the date when such receivership, trusteeship, or other possession began, in addition to the date of incorporation, in column (b).

If a consolidation or merger was effected during the year particulars should be given in Schedule 705, "Changes during the year."

Line No.	Exact name of lessor company (a)	INCORPORATION		CORPORATE CONTROL OVER RESPONDENT			Total number of stockholders (f)	Total voting power of all security holders at close of year (g)
		Date of incorporation (b)	Name of lessor company (c)	Name of controlling corporation (d)	Extent of control (percent) (e)			
1	The Wheeling & Lake Erie	12/14/16	Ohio	Norfolk & Western Railway Company	90.9		108	455,667
2	Railway Company							
3								
4								
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7								
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11								
12	Note:							
13	June 29, 1936, the capital stock was reclassified (Finance Docket #11235). Pursuant to Section 8623.30 of the							
14	General Corporation Act of Ohio, the Board of Directors on October 14, 1936 adopted a resolution withholding from							
15	shareholders the right to vote until they should exchange their old certificates for certificates representing the							
16	new stock. At December 31, 1978, there was one shareholder holding an aggregate of four shares who had not							
17	exchanged his certificate. The total voting power at December 31, 1978, does not include such certificate nor the							
18	seven shares represented by outstanding scrip certificates, which scrip has no voting rights until converted into							
19	full share certificates.							
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B. STOCKHOLDERS AND VOTING POWERS

1. Give the names of the five security holders who had the highest voting powers in each lessor company included in this report. This information should be given as of the close of the

year, or, if not available, at the date of the latest compilation of a list of stockholders. If any holder held in trust, give particulars of the trust in a footnote. In the case of voting trust agreements

give, as supplemental information, the names and addresses of the 30 largest holders of the voting trust certificates and the amount of their individual holdings

Row No.	Name of lessor company (a)	Name of stockholder (b)	Voting power (c)	Name of stockholder (d)	Voting power (e)	Name of stockholder (f)	Voting power (g)	Name of stockholder (h)	Voting power (i)
1	The Wheeling and Lake Erie Railway Company	Norfolk and Western Rwy. Company	415,182	Carothers and Clark	13,508	ISACO	10,000	National Mutual Insurance Co.	2,560
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2. Give particulars called for regarding each lessor company included in this report, entering the initials of the lessor companies in the column headings.

INITIALS OF RESPONDENT COMPANIES

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

Give the date of such meeting

Give the place of such meeting

W&LE Rwy. Co.

415,182

5-24-78

Roanoke, Va.

C. DIRECTORS

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

Line No.	THE WHEELING AND LAKE ERIE RAILWAY COMPANY	
	Item	
1	Name of director	R. B. Claytor
2	Office address	Roanoke, Va. 24042
3	Date of beginning of term	May 24, 1978
4	Date of expiration of term	May 23, 1979
5	Name of director	R. F. Dunlap
6	Office address	Roanoke, Va. 24042
7	Date of beginning of term	May 24, 1978
8	Date of expiration of term	May 23, 1979
9	Name of director	J. P. Fishwick
10	Office address	Roanoke, Va. 24042
11	Date of beginning of term	May 24, 1978
12	Date of expiration of term	May 23, 1979
13	Name of director	D. L. Kiley
14	Office address	Roanoke, Va. 24042
15	Date of beginning of term	May 24, 1978
16	Date of expiration of term	May 23, 1979
17	Name of director	J. S. Shannon
18	Office address	Roanoke, Va. 24042
19	Date of beginning of term	May 24, 1978
20	Date of expiration of term	May 23, 1979
21	Name of director	J. R. Turbyfill
22	Office address	Roanoke, Va. 24042
23	Date of beginning of term	May 24, 1978
24	Date of expiration of term	May 23, 1979
25	Name of director	J. R. McMichael
26	Office address	Roanoke, Va. 24042
27	Date of beginning of term	May 24, 1978
28	Date of expiration of term	May 23, 1979
29	Name of director	
30	Office address	
31	Date of beginning of term	
32	Date of expiration of term	
33	Name of director	
34	Office address	
35	Date of beginning of term	
36	Date of expiration of term	
37	Name of director	
38	Office address	
39	Date of beginning of term	
40	Date of expiration of term	
41	Name of director	
42	Office address	
43	Date of beginning of term	
44	Date of expiration of term	
45	Name of director	
46	Office address	
47	Date of beginning of term	
48	Date of expiration of term	
49	Name of director	
50	Office address	
51	Date of beginning of term	
52	Date of expiration of term	
53	Name of director	
54	Office address	
55	Date of beginning of term	
56	Date of expiration of term	

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

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

Line No.	THE WHEELING AND LAKE ERIE RAILWAY COMPANY	
1	Name of general officer	R. F. Dunlap
2	Title of general officer	President
3	Office address	Roanoke, Va. 24042
4	Name of general officer	J. R. Turbyfill
5	Title of general officer	Vice Pres.-Finance
6	Office address	Roanoke, Va. 24042
7	Name of general officer	D. L. Kiley
8	Title of general officer	Vice President
9	Office address	Roanoke, Va. 24042
10	Name of general officer	R. B. Claytor
11	Title of general officer	Vice President
12	Office address	Roanoke, Va. 24042
13	Name of general officer	D. E. Middleton
14	Title of general officer	Secretary
15	Office address	Roanoke, Va. 24042
16	Name of general officer	J. M. Fricke
17	Title of general officer	Treasurer
18	Office address	Roanoke, Va. 24042
19	Name of general officer	J. Jones
20	Title of general officer	Auditor
21	Office address	Roanoke, Va. 24042
22	Name of general officer	J. S. Shannon
23	Title of general officer	General Counsel
24	Office address	Roanoke, Va. 24042
25	Name of general officer	L. A. Durham, Jr.
26	Title of general officer	Chief Engineer
27	Office address	Roanoke, Va. 24042
28	Name of general officer	
29	Title of general officer	
30	Office address	
31	Name of general officer	
32	Title of general officer	
33	Office address	
34	Name of general officer	
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49	Name of general officer	
50	Title of general officer	
51	Office address	
52	Name of general officer	
53	Title of general officer	
54	Office address	
55	Name of general officer	
56	Title of general officer	
57	Office address	

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

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

			Line No.
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200. STATEMENT OF FINANCIAL POSITION-ASSETS

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

Line No.	Account No.	THE WHEELING AND LAKE ERIE RAILWAY COMPANY Title (a)	(b)	(c)
		<u>Current Asset</u>	\$	\$
1	701	Cash		
2	702	Temporary Cash Investments (Sch. 300)		
3	703	Special Deposits (Sch. 300)		
		Accounts Receivable:		
4	705	- Interline and Other Balances		
5	706	- Customers		
6	707, 704	- Other		
7	709, 708	- Accrued Accounts Receivables		
8	708.5	- Receivables from Affiliated Companies		
9	709.5	- Less: Allowance for Uncollectible Accounts		
10	711, 714	Prepayments (and working funds) (Sch. 300)		
11	712	Materials and Supplies		
12	713	Other Current Assets (Sch. 300)		
13		Total Current Assets		
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)		
15	721, 721.5	Investments and Advances, Affiliated Companies (Sch. 310)		
16	737, 738	Property used in other than Carrier Operations (less depreciation \$44,809) (Sch. 325)	823,476	
17	739, 741	Other Assets (Sch. 329)	14,712,099	
18	743, 744	Other Deferred Debits (Sch. 329)		
19		Total Other Assets	15,535,575	
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330)	88,830,483	
21		Equipment		
22		Unallocated items		
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 325, 325A, 335, 342)	(19,740,883)	
24		Net road and Equipment	69,089,600	
25		Total Assets	84,625,175	

NOTES AND REMARKS

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

(d)	(e)	(f)	(g)	(h)	(i)	Line No.
\$	\$	\$	\$	\$	\$	1
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						3
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Notes: Provision has not been made for Federal income taxes which may be payable in future years as result of deductions during the period December 31, 1949, to close of the year of this report for accelerated amortization in excess of recorded depreciation. The amounts by which

Federal income taxes have been reduced during the indicated period aggregated \$ None

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

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

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

Show the amount of investment tax credit carryover at year end \$ None

Show amount of past service pension costs determined by actuaries at year end \$ None

Total pension costs for year:

Normal costs \$ N/A

Amortization of past service costs \$ N/A

State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610):

YES _____ NO X

200. STATEMENT OF FINANCIAL POSITION—LIABILITIES AND EQUITY

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

Line No.	Account No.	THE WHEELING AND LAKE ERIE RAILWAY COMPANY		
		Title (a)	(b)	(c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable		
27	752	Accounts Payable, Interline and Other Balances		
28	753, 754	Other Accounts Payable		
29	755, 756	Interest and Dividends Payable		
30	757	Payables to Affiliated Companies (Sch. 390)		
31	759	Accrued accounts Payable		
32	760, 761, 761.5, 762	Taxes Accrued		
33	763	Other Current Liabilities		
34	764	Equipment obligations and other long-term debt due within one year	159,000	
35		Total Current Liabilities	159,000	
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured (Sch. 3e0)	8,336,000	
37	766	Equipment obligations		
38	766.5	Capitalized Lease Obligations		
39	768	Debt in default		
40	769	Accounts payable, Affiliated Companies		
41	770.1, 770.2	Unamortized debt premium	(15,917)	
42	781	Interest in default		
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits		
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits		
46		Total Noncurrent Liabilities	8,320,083	
		<u>Stockholders' Equity</u>		
47	791, 792	Capital Stock (Sch. 230)	45,567,800	
48		Common Stock	33,958,500	
49		Preferred Stock	11,609,300	
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (Sch. 230)		
		Retained Earnings		
52	797	Appropriated		
53	798	Unappropriated (Sch. 220)	30,578,292	
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock		
56		Net Stockholders Equity	76,146,092	
57		Total Liabilities and Shareholders Equity	84,625,175	

NOTES AND REMARKS

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

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

(d)	(e)	(f)	(g)	(h)	(i)	Line No.
\$	\$	\$	\$	\$	\$	26
						27
						28
						29
						30
						31
						32
						33
						34
						35
						36
						37
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						57

NOTES AND REMARKS

210. RESULTS OF OPERATIONS

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

Line No.	THE WHEELING AND LAKE ERIE RAILWAY COMPANY		
	Item (a)	(b)	(c)
	OTHER INCOME	\$	\$
1	(506) Revenue from property used in other than carrier operations	307,171	
2	(510) Miscellaneous rent income		
3	(512) Separately operated properties-Profit		
4	(513) Dividend income		
5	(514) Interest income		
6	(516) Income from sinking and other funds		
7	(517) Release of premiums of funded debt		
8	(518) Contributions from other companies		
9	(519) Miscellaneous income	60,382	
	Income from affiliated companies		
10	Dividends		
11	Equity in undistributed earnings (losses)		
12	Total other income	367,553	
	MISCELLANEOUS DEDUCTIONS FROM INCOME		
13	(534) Expenses of property used in other than carrier operations		
14	(535) Taxes on property used in other than carrier operations		
15	(543) Miscellaneous rent expense		
16	(544) Miscellaneous taxes		
17	(545) Separately operated properties-Loss		
18	(547) Maintenance of investment organization		
19	(550) Income transferred to other companies		
20	(551) Miscellaneous income charges	135,515	
21	(553) Uncollectible accounts		
22	Total miscellaneous deductions	135,515	
23	Income available for fixed charges (lines 12, 22)	232,038	

NOTES AND REMARKS

210. RESULTS OF OPERATIONS - Continued

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

(d)	(e)	(f)	(g)	(h)	(i)	Line No.
\$	\$	\$	\$	\$	\$	1
						2
						3
						4
						5
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						21
						22
						23

NOTES AND REMARKS

210. RESULTS OF OPERATIONS -- Continued

Line No.	Item (a)	(b)	(c)
	THE WHEELING AND LAKE ERIE RAILWAY COMPANY		
	FIXED CHARGES	\$	\$
	(546) Interest on funded debt:		
24	(a) Fixed interest not in default	66,687	
25	(b) Interest in default		
26	(547) Interest on unfunded debt		
27	(548) Amortization of discount on funded debt	2,280	
28	Total fixed charges (lines 24-27)	68,967	
29	Income after fixed charges (lines 23, 28)	163,071	
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
30	(c) Contingent interest		
	UNUSUAL OR INFREQUENT ITEMS		
31	(555) Unusual or infrequent items (debit) credit		
32	Income (loss) for continuing operations (before income taxes)	163,071	
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:		
33	Federal income taxes		
34	State income taxes		
35	Other income taxes		
36	(557) Provision for deferred income taxes		
37	Income from continuing operations	163,071	
	DISCONTINUED OPERATIONS		
	(560) Income or loss from operations of discontinued segments (less applicable income taxes of		
38	\$)		
	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of		
39	\$)		
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
40	(570) Extraordinary items (Net)		
41	(590) Income taxes on extraordinary items		
42	(591) Provision for deferred taxes - Extraordinary items		
43	Total extraordinary items (lines 40-42)		
	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of		
44	\$)		
45	Net income	163,071	

EXPLANATORY NOTES

Deductions because of accelerated amortization of emergency facilities in excess of recorded depreciation resulted in reduction of Federal income taxes for the year of this report in the amount of \$ None

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

Flow-through X Deferral

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

\$ None

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

\$ N/A

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

\$ N/A

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

\$ N/A

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

\$ N/A

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

\$ N/A

Show the amount of investment tax credit carryover at year end

\$ N/A

210. RESULTS OF OPERATIONS—Continued

(d)	(e)	(f)	(g)	(h)	(i)	Line No.
\$	\$	\$	\$	\$	\$	
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
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						39
						40
						41
						42
						43
						44
						45

220. RETAINED EARNINGS—UNAPPROPRIATED

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

Line No.	Item	(b)		(c)	
		(1)	(2)	(1)	(2)
		\$	\$		
1	Balances at beginning of year	30,653,425			
2	(601.5) Prior period adjustments to beginning retained earnings				
	CREDITS	163,071			
3	(602) Credit balance transferred from earnings				
4	(603) Appropriations released				
5	(606) Other credits to retained earnings				
6	Total	163,071			
	DEBITS				
7	(612) Debit balance transferred from income				
8	(616) Other debits to retained income				
9	(620) Appropriations for sinking and other reserve funds				
10	(621) Appropriations for other purposes	237,300			
11	(623) Dividends: Common stock	904			
12	Preferred stock ¹	238,204			
13	Total	(75,133)			
14	Net increase (decrease) during year (Line 6 minus line 13)	30,578,292			
15	Balances at close of year (Lines 1, 2 and 14)				
16	Balance from line 15(c)		XXXXXX		XXXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	30,578,292	XXXXXX		XXXXXX
	REMARKS				
	Amount of assigned Federal income tax consequences:				
18	Account 606		XXXXXX		XXXXXX
19	Account 616		XXXXXX		XXXXXX

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

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

220. RETAINED EARNINGS—UNAPPROPRIATED—Concluded

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

(d)		(e)		(f)		(g)		Line No.
(1)	(2)	(1)	(2)	(1)	(2)	(1)	(2)	
								1
								2
								3
								4
								5
								6
								7
								8
								9
								10
								11
								12
								13
								14
								15
	XXXXXX		XXXXXX		XXXXXX		XXXXXX	16
	XXXXXX		XXXXXX		XXXXXX		XXXXXX	17
	XXXXXX		XXXXXX		XXXXXX		XXXXXX	18
	XXXXXX		XXXXXX		XXXXXX		XXXXXX	19

NOTES AND REMARKS

230. CAPITAL STOCK

THE WHEELING AND LAKE ERIE RAILWAY COMPANY

Part I.

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

and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by respondent. All securities actually issued and not 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 cancelled or retired, they are considered to be nominally outstanding.

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

Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Number of Shares			Book Value at End of Year	
				Authorized (d)	Issued (e)	In Treasury (f)	Outstanding (g)	In Treasury (i)
1		Common	100	339,585			339,585	\$33,958,500
2								
3								
4		Preferred	100	116,093			116,093	11,609,300
5		Prior Lien 4% Cumulative						
6								
7								
8								
9								
10		Total	XXX	455,678			* 455,678	45,567,800
* See Page 25								
Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Number of Shares			Book Value at End of Year	
				Authorized (d)	Issued (e)	In Treasury (f)	Outstanding (g)	In Treasury (i)
1		Common						\$
2								
3								
4		Preferred						
5								
6								
7								
8								
9								
10		Total	XXX					

Lessor Initials

W&LE

Year 19 78

230. CAPITAL STOCK - Continued

Part I - Continued

Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Authorized (d)	Number of Shares			Outstanding (e)	Book Value at End of Year	
					Issued (e)	In Treasury (f)			Outstanding (h)	In Treasury (i)
1		Common							\$	\$
2										
3		Preferred								
4										
5										
6										
7										
8										
9										
10		Total	X X X							
Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Authorized (d)	Number of Shares			Outstanding (g)	Book Value at End of Year	
					Issued (e)	In Treasury (f)			Outstanding (h)	In Treasury (i)
1		Common							\$	\$
2										
3		Preferred								
4										
5										
6										
7										
8										
9										
10		Total	X X X X							
Line No.	Name of Lessor (a)	Class of Stock (b)	Par Value (c)	Authorized (c)	Number of Shares			Outstanding (g)	Book Value at End of Year	
					Issued (e)	In Treasury (f)			Outstanding (h)	In Treasury (i)
1		Common							\$	\$
2										
3		Preferred								
4										
5										
6										
7										
8										
9										
10		Total	X X X X							

PART II - SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during year.

2. Column (b) presents the items to be disclosed.

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

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

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

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

Line No.	Name of Lessor (a)	Items (b)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (i)
			Number of Shares (c)	Amount (d)	Number of Shares (e)	Amount (f)	Number of Shares (g)	Amount (h)	
1	The Wheeling and Lake Erie Railway Company	Balance at beginning of year							
2		Capital Stock Sold ¹							
3		Capital Stock Reacquired							
4		Capital Stock Canceled							
5		Stock Dividends							
6									
7		Balance at Close of Year							
Line No.	Name of Lessor (a)	Items (b)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (i)
			Number of Shares (c)	Amount (d)	Number of Shares (e)	Amount (f)	Number of Shares (g)	Amount (h)	
1		Balance at beginning of year							
2		Capital Stock Sold ¹							
3		Capital Stock Reacquired							
4		Capital Stock Canceled							
5		Stock Dividends							
6									
7		Balance at Close of Year							

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

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

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

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

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

- (A) Stocks:
 - (1) Carriers - active.
 - (2) Carriers - inactive.
 - (3) Noncarriers - active.
 - (4) Noncarriers - inactive.
- (B) Bonds (including U.S. Government Bonds):
- (C) Other secured obligations:
- (D) Unsecured notes:
- (E) Investment advances:

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

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

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

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

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

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

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

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

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

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

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

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

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

4. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise encumbered, giving names and other important particulars of such obligations in footnotes.

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

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

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

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1				None	
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
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35					
36					
37					
38					
39					
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

column (c). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

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

9. Investments in companies in which neither the original cost or present equity in total assets is less than \$10,000 may be combined in one figure.

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

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

12. For affiliated which do not report to the Interstate Commerce Commission, and are jointly owned, give names and extent of control of other entities by footnote.

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$	\$	\$	\$	\$	\$	\$	1
							2
							3
							4
							5
							6
							7
							8
							9
							10
							11
							12
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							40

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
 Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721, Investments in Affiliated Companies for each lessee. List the lessor in the same order as they appear in Schedule 200.

2. Enter in column (c) the amount necessary to retroactively

adjust those investments. (See instruction 5-2, Uniform System of Accounts.)

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

4. Enter in column (e) the amortization for the year of the

excess of cost over equity in net assets (equity over cost) at date of acquisition.

5. For definitions of "carrier" and "noncarrier," see general instructions.

Line No.	Name of issuing company and description of security held. THE WHEELING AND LAKE ERIE RAILWAY COMPANY	(a) Carriers: (List specifics for each company) NONE	Balance at beginning of year (b)	Adjustment for investments equity method (c)	Equity in undistributed earnings: (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at Close of year (g)
1			\$	\$	\$	\$	\$	\$
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
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19								
20								
21								
22								
23								
24								
25								
26								
27								

NOTES AND REMARKS

Schedule 230 - CAPITAL STOCK, continued:

The outstanding stock shown in Column (G) includes the following:

	Held by Respondent in Trust for Holders of Certificate of Deposit of Predecessor Company		Shares Issued by Respondent Prior to 7/1/36 Stock Recap- italization not Exchanged for New Shares	Scrip Held Publicly for Exchange for Full Shares	Total Such Share and Scrip
	Shares (1)	Scrip (2)	(3)	(4)	(5)
Prior Lien		.0010		.9990	1.00
Common	51	.1098	4	5.8902	61.00
	51	.1108	4	6.8892	62.00

Note: The Stock shown in columns (1) and (2) is held by respondent in a trust capacity under agreement dated January 16, 1924 with the purchasers of the predecessor company (to whom all capital stock has been issued or upon order thereof) and the reorganization managers for the benefit of holders of unexchanged certificates of deposit of said predecessor company. The stock shown in column (3) is subject to exchange for new shares and that in column (4) for full shares.

315. SPECIAL FUNDS AND OTHER INVESTMENTS

1. Complete this schedule if the amount in account 722, "Other Investments" is greater than 1% of total assets.

2. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of other than affiliated companies, included in accounts Nos. 715, "Sinking funds", and 717, "Other funds." Investments included in accounts Nos. 715, 716, and 717 held by trustees in lieu of cash deposits required under the governing instrument are not to be reported.

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

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

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held, also lien reference, if any	Balance at close of year	Book value of investment made during the year
	(a)	(b)	(c)	(d)	(e)	(f)
1				None	\$	\$
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
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38						
39						
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41						
42						
43						
44						
45						
46						

315. SPECIAL FUNDS AND OTHER INVESTMENTS—Continued

(a), (b), and (c). Investment in U.S. Treasury obligations may be reported as one item. Items where original cost is less than \$500,000 may be combined as one item.

5. 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.

6. Give totals for each subclass and a grand total for each account.

7. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation matured serially, the date in column (d) may be reported as "Serially 10__ 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.

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

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Adjustment at end of year (Account 723)	Allowance for unrealized loss on noncurrent marketable equity securities (Account 724)		Dividends or interest during year credited to income	Line No.
Book value (g)	Profit or (Loss) (h)		Changes during year (j)	Balance at close of year (k)		
\$	\$	\$	\$	\$	\$	
						1
						2
						3
						4
						5
						6
						7
						8
						9
						10
						11
						12
						13
						14
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						22
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325. DEPRECIATION RESERVE—ROAD AND MISCELLANEOUS PHYSICAL PROPERTY

Give a classified statement, for each lessor company included in this report, of the credits to the reserve accounts for depreciation of road and miscellaneous physical property during the year, and the charges to the reserve accounts during the year because of property retired; also the balances in the accounts at the beginning and at the close of the year.

Line No.	THE WHEELING AND LAKE ERIE RAILWAY COMPANY				
	(a)	(b)	(c)	(d)	(e)
	Credits				
1	Balances at beginning of year	\$ 13,700,306	\$	\$	\$
2	Accrued depreciation—Road				
	Accrued depreciation—Miscellaneous physical property	43,385			
3	Road property (specify):				
4					
5	Accruals	602,306			
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
	Miscellaneous physical property (specify):				
21					
22	Accruals	1,424			
23					
24					
25	TOTAL CREDITS	603,730			
	Debits				
26	Road property (specify):				
27					
28	Retirements	142,100			
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
	Miscellaneous physical property (specify):				
44					
45					
46					
47					
48					
49	TOTAL DEBITS	142,100			
50	Balances at close of year	14,160,512			
51	Accrued depreciation—Road				
	Accrued depreciation—Miscellaneous physical property	44,809			

325. DEPRECIATION RESERVE—ROAD AND MISCELLANEOUS PHYSICAL PROPERTY—Concluded

Enter the names of the leased computers in the column headings. All debts or credits to the reserve respecting amortization, if a general amortization program has been authorized, should be included.

(f)	(g)	(h)	(i)	(j)	(k)	Line No.
\$	\$	\$	\$	\$	\$	1
						2
						3
						4
						5
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325A. DEPRECIATION RATES—ROAD AND MISCELLANEOUS PHYSICAL PROPERTY

Give a statement of the percentages used by each lessor company for computing the amounts accrued for depreciation during the year on various classes of road and miscellaneous physical property, together with the estimated life of the property upon which such percentages are based.

Line No.	Name of lessor company (a)	Class of property on which depreciation (b)	Estimated life in years (c)	Annual rate of depreciation in % (d)	Name of lessor company (e)	Class of property on which depreciation was accrued (f)	Estimated life in years (g)	Annual rate of depreciation (h)
1	THE WHEELING AND LAKE ERIE RAILWAY COMPANY			%				%
2								
3		Road Property	Var.	1.64				
4								
5								
6		Misc. Physical Property	Var.	2.06				
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
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39								

NOTES AND REMARKS

THE WHEELING AND LAKE ERIE RAILWAY COMPANY

330. ROAD AND EQUIPMENT PROPERTY

1. Give particulars of changes during the year in accounts 731, "Road and equipment property," and 732, "Improvements on leased property," classified in accordance with the Uniform System of Accounts for Railroad Companies. Enter the names of the lessor companies in the column headings.

2. Gross charges during the year should include debits or credits made for the specific purpose of purchasing, constructing, and equipping new lines, extensions of old lines, and for additions and betterments. This column should also include both the debits and credits involved in each transfer, adjustment, or clearance between road and equipment accounts and all adjustments applicable

to expenditures for new lines and extensions and additions and betterments. Adjustments in excess of \$100,000 should be explained. Net charges is the difference between gross charges and credits for property retired. All charges made during the year should be indicated by primary accounts.

3. If during the year an individual charge of \$100,000 or more was made to account No. 3, "Land for transportation purposes," state in a footnote the cost, location, area, and other details which will identify the property.

Line No.	Account (a)	Gross charges during year (b)	Net charges during year (c)	Gross charges during year (d)	Net charges during year (e)	Gross charges during year (f)	Net charges during year (g)
		\$	\$	\$	\$	\$	\$
1	(1) Engineering _____	26,862	22,263				
2	(2) Land for transportation purposes _____	21,130	(48,119)				
3	(3) Grading _____	12,455	12,455				
4	(5) Tunnels and subways _____						
5	(6) Bridges, trestles, and culverts _____	109,916	108,625				
6	(7) Elevated structures _____						
7	(8) Ties _____	12,753	11,135				
8	(9) Rails _____	1,293,754	1,291,701				
9	(10) Other track material _____	1,013,867	1,009,800				
10	(11) Ballast _____	365,225	364,595				
11	(12) Track laying and surfacing _____	383,755	381,517				
12	(13) Fences, snow sheds, and signs _____						
13	(14) Station and office buildings _____	39,940	35,125				
14	(17) Roadway buildings _____						
15	(18) Water stations _____						
16	(19) Fuel stations _____						
17	(20) Shops and enginehouses _____	169,858	167,586				
18	(22) Storage warehouses _____						
19	(23) Wharves and docks _____						
20	(24) Coal and ore wharves _____	157,645	157,645				
21	(25) TOFC/OFC terminals _____	23,397	23,397				
22	(26) Communication systems _____	(389,324)	(414,882)				
23	(27) Signals and interlockers _____	121,766	15,677				
24	(28) Power plants _____						
25	(31) Power transmission systems _____	541	541				
26	(35) Miscellaneous structures _____						
27	(37) Roadway machines _____						
28	(38) Roadway small tools _____		(15,128)				
29	(39) Public improvements—construction _____	22,471	16,964				
30	(44) Shop machinery _____	399,515	352,950				
31	(45) Power plant machinery _____						
32	Other (Specify & explain) _____						
33	Total expenditures for road _____	3,785,574	3,493,847				
34	(52) Locomotives _____						
35	(53) Freight train cars _____	(738,591)	(738,591)				
36	(54) Passenger train cars _____						
37	(55) Highway revenue equipment _____						
38	(56) Floating equipment _____						
39	(57) Work equipment _____						
40	(58) Miscellaneous equipment _____						
41	Total expenditure for equipment _____	(738,591)	(738,591)				
42	(76) Interest during construction _____	(18,778)	(18,778)				
43	(77) Other expenditures—General _____	(3,408)	(3,408)				
44	Total general expenditures _____	(22,186)	(22,186)				
45	Total _____	3,024,797	2,733,072				
46	(80) Other elements of investment _____						
47	(90) Construction work in progress _____	(3,541,762)	(3,541,762)				
48	Grand total _____	(516,965)	(808,692)				

¹ Do not include in road and equipment accounts, including Account No. 80, "Other elements of investment," adjustments which were made pursuant to the Commission's order, dated April 17, 1963.

339. ROAD AND EQUIPMENT PROPERTY—Continued

4. If during the year property was acquired from some other company, state in a footnote the name of the company, the mileage acquired, and the date of acquisition, giving section and the count of the property to the respondent. Also furnish a statement of the amount included in such company's account representing such property acquired, referring to the column or columns in which the entries appear.

5. Notes referring to entries in this schedule should be shown on page 31.

6. Report on line 32 amounts not includable in the primary road accounts. The items reported

should be briefly identified and explained in a footnote on page 32. 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.

Gross charges during year	Net charges during year	Gross charges during year	Net charges during year	Gross charges during year	Net charges during year	Gross charges during year	Net charges during year	Line No.
(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	
\$	\$	\$	\$	\$	\$	\$	\$	1
								2
								3
								4
								5
								6
								7
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335. DEPRECIATION BASE—EQUIPMENT OWNED

Show the ledger value of all equipment owned by each lessor company included in this report. The totals of columns (c) and (j) should correspond with the carrier's information should be given, together with a statement by primary accounts reconciling the difference between the figures used as the depreciation base and those carried in the ledger as investment in equipment.

Line No.	Name of lessor company (b)	Balance at beginning of year (c)	DEBITS DURING THE YEAR			CREDITS DURING THE YEAR			Balance at close of year (j)
			Additions and betterments (d)	Other debits (e)	Total debits (f)	Property retired (g)	Other credits (h)	Total credits (i)	
1	(52) Locomotives	\$ 5,026,188				\$ 738,591			\$ 4,287,597
2	(53) Freight-train cars								
3	(54) Passenger-train cars								
4	(55) Highway revenue equipment								
5	(56) Floating equipment	255,209							255,209
6	(57) Work equipment								
7	(58) Miscellaneous equipment								
8	Total	5,281,397				738,591			4,542,806
9	(52) Locomotives								
10	(53) Freight-train cars								
11	(54) Passenger-train cars								
12	(55) Highway revenue equipment								
13	(56) Floating equipment								
14	(57) Work equipment								
15	(58) Miscellaneous equipment								
16	Total								
17	(52) Locomotives								
18	(53) Freight-train cars								
19	(54) Passenger-train cars								
20	(55) Highway revenue equipment								
21	(56) Floating equipment								
22	(57) Work equipment								
23	(58) Miscellaneous equipment								
24	Total								
25	(52) Locomotives								
26	(53) Freight-train cars								
27	(54) Passenger-train cars								
28	(55) Highway revenue equipment								
29	(56) Floating equipment								
30	(57) Work equipment								
31	(58) Miscellaneous equipment								
32	Total								
33	(52) Locomotives								
34	(53) Freight-train cars								
35	(54) Passenger-train cars								
36	(55) Highway revenue equipment								
37	(56) Floating equipment								
38	(57) Work equipment								
39	(58) Miscellaneous equipment								
40	Total								

Note: Account 53 - Freight Train Cars - Does not include \$4,940 investment fully amortized under Section 124 of the Internal Revenue Code.

41	(52) Locomotives	
42	(53) Freight train cars	
43	(54) Passenger train cars	
44	(55) Highway revenue equipment	
45	(56) Floating equipment	
46	(57) Work equipment	
47	(58) Miscellaneous equipment	
48	Total	
49	(52) Locomotives	
50	(53) Freight train cars	
51	(54) Passenger train cars	
52	(55) Highway revenue equipment	
53	(56) Floating equipment	
54	(57) Work equipment	
55	(58) Miscellaneous equipment	
56	Total	
57	(52) Locomotives	
58	(53) Freight train cars	
59	(54) Passenger train cars	
60	(55) Highway revenue equipment	
61	(56) Floating equipment	
62	(57) Work equipment	
63	(58) Miscellaneous equipment	
64	Total	
65	(52) Locomotives	
66	(53) Freight train cars	
67	(54) Passenger train cars	
68	(55) Highway revenue equipment	
69	(56) Floating equipment	
70	(57) Work equipment	
71	(58) Miscellaneous equipment	
72	Total	
73	(52) Locomotives	
74	(53) Freight train cars	
75	(54) Passenger train cars	
76	(55) Highway revenue equipment	
77	(56) Floating equipment	
78	(57) Work equipment	
79	(58) Miscellaneous equipment	
80	Total	

342. ACCRUED DEPRECIATION—ROAD AND EQUIPMENT

342. ACCRUED DEPRECIATION—ROAD AND EQUIPMENT									
Give the particulars called for hereunder of the credits and debits made to account 715, "Accumulated Depreciation, Road and Equipment Property" during the year which relate to equipment by each lessor company included in this report. A debit balance in column (c) and (j) for any primary account should be preceded by the abbreviation "Dr."									
Line No.	Name of lessor company (a) THE WHEELING & LAKE ERIE RAILWAY COMPANY	Account (b)	Balance at beginning of year (c)	CREDIT TO RESERVE DURING THE YEAR		DEBITS TO RESERVE DURING THE YEAR		Total debits (i)	Balance at close of year (j)
				Charges to others (d)	Other credits (e)	Charges for Retirement (g)	Other debits (h)		
1		(52) Locomotives	\$	\$				\$	\$
2		(53) Freight-train cars	5,847,384						
3		(54) Passenger-train cars							
4		(55) Highway revenue equipment							
5		(56) Floating equipment	170,947						
6		(57) Work equipment							
7		(58) Miscellaneous equipment							
8		Total	6,018,331					511,693	5,335,691
9		(52) Locomotives							
10		(53) Freight-train cars							
11		(54) Passenger-train cars							
12		(55) Highway revenue equipment							
13		(56) Floating equipment							
14		(57) Work equipment							
15		(58) Miscellaneous equipment							
16		Total							
17		(52) Locomotives							
18		(53) Freight-train cars							
19		(54) Passenger-train cars							
20		(55) Highway revenue equipment							
21		(56) Floating equipment							
22		(57) Work equipment							
23		(58) Miscellaneous equipment							
24		Total							
25		(52) Locomotives							
26		(53) Freight-train cars							
27		(54) Passenger-train cars							
28		(55) Highway revenue equipment							
29		(56) Floating equipment							
30		(57) Work equipment							
31		(58) Miscellaneous equipment							
32		Total							
33		(52) Locomotives							
34		(53) Freight-train cars							
35		(54) Passenger-train cars							
36		(55) Highway revenue equipment							
37		(56) Floating equipment							
38		(57) Work equipment							
39		(58) Miscellaneous equipment							
40		Total							

Equipment in Account 53 is fully depreciated; no depreciation accrued in 1978 in accordance with Mr. Hagen's letter of January 18, 1974.

Equipment in Account 57 is fully depreciated; no depreciation accrued in 1978 in accordance with letter dated August 8, 1967, to Mr. Paola, Director Bureau of Accounts.

41	(52) Locomotives	
42	(53) Freight train cars	
43	(54) Passenger train cars	
44	(55) Highway revenue equipment	
45	(56) Floating equipment	
46	(57) Work equipment	
47	(58) Miscellaneous equipment	
48	Total	
49	(52) Locomotives	
50	(53) Freight train cars	
51	(54) Passenger train cars	
52	(55) Highway Revenue Equipment	
53	(56) Floating equipment	
54	(57) Work equipment	
55	(58) Miscellaneous equipment	
56	Total	
57	(52) Locomotives	
58	(53) Freight train cars	
59	(54) Passenger train cars	
60	(55) Highway revenue equipment	
61	(56) Floating equipment	
62	(57) Work equipment	
63	(58) Miscellaneous equipment	
64	Total	
65	(52) Locomotives	
66	(53) Freight train cars	
67	(54) Passenger train cars	
68	(55) Highway revenue equipment	
69	(56) Floating equipment	
70	(57) Work equipment	
71	(58) Miscellaneous equipment	
72	Total	
73	(52) Locomotives	
74	(53) Freight train cars	
75	(54) Passenger train cars	
76	(55) Highway revenue equipment	
77	(56) Floating equipment	
78	(57) Work equipment	
79	(58) Miscellaneous equipment	
80	Total	

360. INCOME FROM LEASE OF ROAD AND EQUIPMENT

accrued, give particulars in a footnote.

1. Give particulars called for with respect to road and equipment leased to others during the year.
2. If the respondent leased to others during all or any part of the year any road and equipment upon which no rent receivable

DESCRIPTION OF ROAD				RENT ACCRUED DURING YEAR			
Line No.	Name of lessor company (a)	Term (b)	Length (c)	Name of present leaseholder (d)	Total (e)	Depreciation (f)	All other (Account 500) (g)
1	THE WHEELING AND LAKE ERIE RAILWAY COMPANY	Entire Line	466	Norfolk and Western Railway Company	307,171		307,171
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
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37							

360A. ABSTRACT OF TERMS AND CONDITIONS OF LEASES

Gave brief abstracts of the terms and conditions of the leases under which the above stated rents are derived, showing particularly (1) the name of lessor, (2) the name of lessee, (3) the date of the grant, (4) the chain of title (in case of assignment or subletting) and dates of transfer connecting the original parties with the

present parties, (5) the basis on which the amount of the annual rent is determined, and (6) 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 Commission's authority for the lease, if any; if none, state

the reasons therefor.

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

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

Effective 12:01 A.M. December 1, 1949, all of the lines of railroad and certain other properties of the respondent were leased to the New York, Chicago and St. Louis Railroad Company under a ninety-nine year lease, renewable for like terms perpetually. Authority of Interstate Commerce Commission, Order dated July 21, 1949, Finance Docket No. 16308.

Conformed copy of lease filed with Annual Report Form E for the year ended December 31, 1949.

On October 16, 1964, The New York, Chicago and St. Louis Railroad Company (Nickel Plate) was merged into the Norfolk and Western Railway Company, pursuant to an order of the Interstate Commerce Commission in Finance Docket 21510, embracing among others, Dockets 21511, 21512 and 22235.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 380

Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 762, "Debt in default," 767, "Receivers' and Trustees' securities," 766, "Equipment obligations," and 764 "Equipment obligations and other debt due within 1 year," at the close of the year, together with interest accrued and interest paid during the year and total amount of matured interest in default. Include receipts outstanding for funded debt with their respective issues.

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

- (1) Mortgage bonds:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) Collateral trust bonds:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) Unsecured bonds (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) Equipment obligations (Corporation):
 - (a) Equipment securities.
 - (b) Conditional or deferred payment contracts.
- (5) Miscellaneous obligations.
- (6) Receivers' and trustees' securities:
 - (a) Equipment obligations.
 - (b) Other than equipment obligations.
- (7) Short-term notes in default.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

NOTES AND REMARKS

NOTES AND REMARKS

THE WHEELING AND LAKE ERIE RAILWAY COMPANY

380. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name of lessor company and name and character of obligation	Maturity date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIE IN THE OBLIGATION? ANSWER "YES" OR "NO"	
				Rate per cent per annum (present year)	Date due	Conversion	Call prior to maturity, other than for sinking fund	Sinking fund		
		(m)	(y)	(%)	(m)	(y)	(%)	(m)	(y)	(%)
1	THE WHEELING AND LANE RAILWAY COMPANY									
2	765 - Funded Debt - Unmatured Mortgage									
3	Bonds (Fixed Interest)									
4	General Refunding-Series A	9/1/45	9/1/92	2-3/4	3-18-91	No	Yes			
5	General Refunding-Series D	5/1/59	11/1/88	4-1/2	5-8-11-1	No	Yes			
6										
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47										
48										
49										
50										
51										
52										
53										
54										

Grand Total

380. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

APPROXIMATE NUMBER OF SHEETS OF LONG DIRECTLY SUBJECT TO:		AMOUNT NOMINALLY DUE PER ANNUITY—		AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
First lien	Junior to first lien	Total amount nominally and actually owed	Under special funds or in treasury or included (Identify pledged securities by symbol "P" maturity by symbol "M")	Cancelled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "C")	Redeem on special funds or in treasury or pledged (Identify pledged securities by symbol "P" maturity by symbol "M")	Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	Matured and no provisions on trade for payment (account 768)	
(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	
		\$	\$	\$	\$	\$	\$	\$	
									1
									2
									3
466		6,000,000			6,000,000	3,564,000	2,277,000	159,000	4
466		8,000,000	1,941,000		6,059,000		6,059,000		5
		14,000,000	1,941,000		12,059,000		8,336,000	159,000	6
									7
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									53
		14,000,000	1,941,000		12,059,000	3,564,000	8,336,000	159,000	54

380. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name of lessor company and name and character of obligation (List on same lines and in same order as on page 42)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
	(a)	(b)	(c)	(d)	(e)
1	THE WHEELING AND LAKE ERIE RAILWAY COMPANY	\$		\$	\$
2	765-Funded Debt-Unmatured				
3	Mortgage Bonds (Fixed Int.)				
4	General Refunding - Series A	66,687		66,687	
5	General Refunding - Series D				
6		66,687		66,687	
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
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39					
40					
41					
42					
43					
44					
45					
46					
47					
48					
49					
50					
51					
52					
53	Grand Total	66,687		66,687	
54					

380 FUNDED DEBT AND OTHER OBLIGATIONS—Continued

SECURITIES ISSUED DURING YEAR				SECURITIES REACQUIRED DURING YEAR		Line No.
Purpose of the issue and authority	Par value	Net proceeds received for issue (cash or its equivalent)	Expense of issuing securities	AMOUNT REACQUIRED		
				Par value	Purchase price	
(a)	(b)	(c)	(d)	(e)	(f)	
	\$	\$	\$	\$	\$	1
						2
				None		3
						4
						5
						6
						7
						8
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						44
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						48
						49
						50
						51
						52
						53
Grand Total						54

390. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

1. Give full particulars of amounts included in balance sheet account No. 769, "Amounts payable to affiliated companies," by each lessor company included in this report. Notes and open accounts should be stated separately.

2. Entries in columns (g), (h), and (i) 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.

Line No.	Name of debtor company (a)	Name of creditor company (b)	BALANCE AT CLOSE OF YEAR			INTEREST ACCRUED DURING YEAR				Line No.
			Notes (c)	Open Accounts (d)	Total (e)	Rate of Interest (f)	Charged to Income (g)	Charged to construction or other investment account (h)	Interest paid during year (i)	
1	None		\$	\$	\$	%	\$	\$	\$	1
2										2
3										3
4										4
5										5
6										6
7										7
8										8
9										9
10										10
11										11
12										12
13										13
14										14
15										15
16										16
17										17
18										18
19										19
20										20
21										21
22										22
23										23
24										24

450. RAILWAY TAX ACCRUALS

1. Give particulars called for of the "Other than U. S. Government taxes" and "U. S. Government taxes" accrued and charged to the tax accrual accounts during the year.

2. Enter in the column headings the names of the lessor companies which accrued the taxes.

3. In section A show for each State the taxes accrued which were levied by the State Governments for Governments other than

the United States).

4. In section B give an analysis by kind of U. S. Government taxes.

5. Substantial adjustments included in the amounts reported should be explained in a footnote.

Line No.	Name of State and kind of tax	Amount				
		Amount	Amount	Amount	Amount	Amount
	A. Other Than U. S. Government Taxes	\$	\$	\$	\$	\$
	(Enter names of States)					
	None					
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26	Total—Other than U. S. Government taxes					
	B. U. S. Government Taxes					
27	Income taxes					
28	Old-age retirement					
29	Unemployment insurance					
30	All other United States taxes					
31	Total—U. S. Government taxes					
32	GRAND TOTAL—Railway Tax Accruals (account 532)					

450. RAILWAY TAX ACCRUALS-Continued

Name of Lessor THE WHEELING AND LAKE ERIE RAILWAY COMPANY

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Current Year	Adjustments	End of Year Balance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C. Guideline lives pursuant to Rev. Proc. 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stocks, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9	Investment tax credit				
10	TOTALS	None			

Name of Lessor THE WHEELING AND LAKE ERIE RAILWAY COMPANY

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Current Year	Adjustments	End of Year Balance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C. Guideline lives pursuant to Rev. Proc. 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9	Investment tax credit				
10	TOTALS				

Name of Lessor THE WHEELING AND LAKE ERIE RAILWAY COMPANY

Line No.	Particulars (a)	Beginning of Year Balance	Net Credits (Charges) for Current Year	Adjustments	End of Year Balance
		(b)	(c)	(d)	(e)
1	Accelerated depreciation, Sec. 167 I.R.C. Guideline lives pursuant to Rev. Proc. 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9	Investment tax credit				
10	TOTALS				

450. RAILWAY TAX ACCRUALS-Continued

C. Analysis of Federal Income Taxes

1. In column (a) are listed the particulars which most often cause a differential between taxable income and pretax accounting income. Other particulars which cause such a differential should be listed under the caption "Other", including State and other taxes deferred if computed separately. Minor items each less than \$100,000 may be combined in a single entry under "Other".

2. Indicate in column (b) the beginning of the year total of accounts 714, 744, 762 and 786 applicable to each particular item in column (a).

3. Indicate in column (c) the net change in accounts 714, 744, 762 and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.

4. Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or a loss carry-back.

5. The total of line 10 in columns (c) and (d) should agree with the total of the contra charges (credits) to account 55, Provision for deferred taxes, and account 591, Provision for deferred taxes - extraordinary and prior period items, for the current year.

6. Indicate in column (e) the cumulative total of columns (b), (c), and (d). The total of column (e) must agree with the total of accounts 714, 744, 762 and 786.

Name of Lessor THE WHEELING AND LAKE ERIE RAILWAY COMPANY

Line No.	Particulars (a)	Beginning of Year Balance (b)	Net Credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (e)
1	Accelerated depreciation, Sec. 167 I.R.C. - Guideline lives pursuant to Rev. Proc. 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9	Investment tax credit				
10	TOTALS				

Name of Lessor WHEELING AND LAKE ERIE RAILWAY COMPANY

Line No.	Particulars (a)	Beginning of Year Balance (b)	Net Credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (e)
1	Accelerated depreciation, Sec. 167 I.R.C. - Guideline lives pursuant to Rev. Proc. 62-21				
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Accelerated amortization of rolling Stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6					
7					
8					
9	Investment tax credit				
10	TOTALS				

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

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

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

(b) Payments for services rendered by affiliates.

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

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

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

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

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

Specify, Yes _____ No _____

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

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

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

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

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

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)
1	None		\$
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
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28			

Give particulars of the mileage claimed by each lesser company included in this report. If a company of this class consists not only of a line and on turn, sublease such mileage to another company, give particulars in a footnote to give "Miles of road" column. Note the actual in the track column between terminals.

700. TRACKS OWNED AT CLOSE OF YEAR
(For lessors to other than switching and terminal companies)

Track selected by yard headquarters
In the lower table, classify the mileage at close of year by States and Territories. The figures should apply to single-track mileage only. Enter names of States or Territories in the column headings. Figures should be stated to the nearest WHICH mile adjusted to actual with footings, if counting the half mile and over as a whole mile and dropping any fractions less than one-half mile.

Line No.	Name of road	Miles of road owned at close of year	MILES OF ROAD OWNED AT CLOSE OF YEAR BY STATES AND TERRITORIES—(Single Track)					Total
			Ohio	466	11	74	91	
1								
2								
3								
4								
5								
6								
7								
8								
9								
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11								
12								
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21								
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23								
24								

700A. TRACKS OWNED AT CLOSE OF YEAR (For lessors to switching and terminal companies)									
Line No.	Name of road	Location	Mileage of tracks owned	Name of lessee					
(a)	(b)	(c)	(d)						
1									
2									
3									
4									
5									
6									
7									
8									
9									
10									
700A. MILES OF TRACKS OWNED AT CLOSE OF YEAR BY STATE AND TERRITORIES									
(Enter names of States or Territories in the column headings)									
Line No.	Name of road								
11									
12									
13									
14									
15									
16									
17									
18									
19									
		Total							

Give name, address of the lessee, and terminal company. If a company of this class controls any mileage by lease and in turn, subleases such mileage to another company, give particulars.

in a franchise. In the lower table, classify the mileage of tracks owned at close of year by States and Territories. Enter names of States or Territories in the column headings.

unit readings. Length should be stated in the nearest WHOLE mile adjusted to account with fractions, i.e. counting one half mile and over as a whole mile and disregarding any fraction less than one half mile.

[illegible]

705. CHANGES DURING THE YEAR

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

1. All increases and decreases in mileage, classifying the changes in the tables below as follows:

(Class I) Line owned by respondent.

(Class II) Line owned by proprietary companies.

2. List changes in miles of road, give dates of beginning or abandonment of operation. If any changes reportable in this schedule occurred under authority granted by the Commission in certificates of convenience and necessity issued under paragraphs (186 to (22) of section 1 of the Interstate Commerce Act or otherwise, specify the reference to such authority should in each case be made by dollar number or otherwise as may be appropriate.

3. All consolidations, mergers, and reorganizations affecting, 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. Adjustments in the book value of securities owned, and reasons therefor.

5. Other financial changes of more than \$50,000 not elsewhere provided for, giving full particulars.

INCREASES IN MILEAGE

THE WHEELING AND LAKE ERIE RAILWAY COMPANY													
Name of lessor company													
Line No.	Class	Name of lessor company	Mile of branch (B) line	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.					Miles of yard switching tracks, crossovers, etc.	Total			
				Miles of road (a)	Miles of second main track (b)	Miles of all other main tracks (c)	Miles of passing tracks, crossovers, and turn-outs (d)	Miles of yard switching tracks, crossovers, etc. (e)					
1	2	Toledo Belt	B	1.88	3.81		1.36			9.05			
2	1	Toledo - Term. Jct.	M		.06		6.22		4.36	10.64			
3	1	Cleveland - Zanesville	M							.05			
4	1	Huron Jct. - Huron	B						.01	.01			
5	1	Orrville Jct. - Run Jct.	B						.01	.01			
6	1	Warrenton - Steubenville	B				.05			4.37			
7	1	Canton - Carrollton	B				.59			1.05			
8	1	Adena - Neffs	B				.04			.04			
9	1	Belt Line - Lindale	B				.16			3.56			
10	1	Zanesville (Belt)	B				.06			4.03			
11	1J	Trinway (50%)	M				.04			.22			
12	1J	S. Goshoccon (50%)	M						.18	.18			
13	1J	Canton (33-1/3%)	M						.26	.26			
14	1J	Georgetown (75%)	B				.02			.02			
Total Increase				3.88	3.87		8.52	6.96	10.09	33.32			

DECREASES IN MILEAGE

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705. CHANGES DURING THE YEAR—Continued

If returns under Inquiry No. 1 on page 53 include any first main track owned by respondent or its proprietary companies representing new construction or permanent abandonment give the following particulars:

Line No.	OWNED BY RESPONDENT		OWNED BY PROPRIETARY COMPANIES		MILES OF ROAD	
	Name of lessor company (a)		Name of proprietary company (d)		Constructed (e)	Abandoned (f)
30	None					
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						

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.

417003

WHEELING & LAKE ERIE RY. CO. 1978 2

Schedule 850—COMPETITIVE BIDDING — CLAYTON ANTITRUST ACT

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

dealings shall be made with, the bidder whose bid is the most favorable to such common carrier, to be ascertained by competitive bidding under regulations to be prescribed by rule or otherwise by the Interstate Commerce Commission." The specification for competitive bids is found in the Code of Federal Regulations, Part 1010 Competitive Bids through Part 1010-10. Carriers Subject to the Interstate Commerce Act.

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

Line No.	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
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16							
17							
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19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							

900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

Give the name, position, salary, and other compensation, such as bonus, commission, gift, reward, or fee, of each officer, director, pensioner, or employee to whom the lessor companies included in this report paid \$50,000 or more during the year as compensation for current or past services over and above necessary expenses incurred in discharge of their duties.

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 of the system with a reference thereto in this report. Any large "Other compensation" should be explained.

Line No.	Name of lessor company	Name of person	Title	Salary per annum as of close of year	Other compensation during the year	Remarks
	THE WHEELING AND LAKE ERIE RAILWAY COMPANY					
	(a)	(b)	(c)	(d)	(e)	(f)
1				\$	\$	
2						
3	See Annual Report of Norfolk and Western Railway Company					
4						
5						
6						
7						
8						
9						
10						

902. EMPLOYEES AND COMPENSATION

1. Give the average number of employees in the service of the lessor companies included in this report and the total compensation paid to them. General officers who served without compensation or were carried on the payrolls of another company, and pensioners rendering no service, are not to be included.

2. Averages called for in columns (b), (c), and (d) should be the average of 12 middle-of-month counts.

3. This schedule does not include old-age retirement, and unemployment insurance taxes. See schedule 450 for such taxes.

Line No.	Name of lessor company	AVERAGE NUMBER OF EMPLOYEES IN SERVICE			TOTAL COMPENSATION DURING YEAR		
		Executives, general officers, and staff assistants	Other employees	Total employees	Executives, general officers, and staff assistants	Other employees	Total compensation
	THE WHEELING AND LAKE ERIE RAILWAY COMPANY						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	None				\$	\$	\$
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							

VERIFICATION

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

OATH

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

State of Virginia
City of Roanoke
County of _____

J. Jones makes oath and says that he is Auditor
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of The Wheeling and Lake Erie 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 accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of this Commission; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including

January 1, 19 78, to and including December 31, 19 78

J. M. Jones
(Signature of affiant)

Subscribed and sworn to before me, a _____ Notary Public _____ in and for the State and
city _____
above named, this 30th day of March, 19 79

My commission expires August 23, 1982

Use an
L.S.
impression seal

Quanta Jennings
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Virginia
City of Roanoke
County of _____

R. F. Dunlap makes oath and says that he is President
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of The Wheeling and Lake Erie 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, 19 78, to and including December 31, 19 78

R. F. Dunlap
(Signature of affiant)

Subscribed and sworn to before me, a _____ Notary Public _____ in and for the State and
city _____
above named, this 30th day of MARCH, 19 79

My commission expires August 23, 1982

Use an
L.S.
impression seal

Quanta Jennings
(Signature of officer authorized to administer oaths)

