

SOO LINE CORPORATION
 120 SOUTH SIXTH STREET, SUITE 700
 MINNEAPOLIS, MINNESOTA 55402

DATE OF REPORT 04/29/13
 QUARTER 1 YEAR 2013
 REPORT AMENDED - NO

DESCRIPTIONS (A)	CODE NO. (LINE)	BALANCE AT END OF QUARTER	
		THIS YEAR (B)	LAST YEAR (C)
ASSETS			
CASH (ACCOUNT 701).....	1	6,206	14,180
TEMPORARY CASH INVESTMENTS & SPECIAL DEPOSITS (ACCTS. 702 & 703).....	2	106,500	6,500
ACCOUNTS RECEIVABLE (ACCOUNTS 704-709.5).....	3	214,231	179,875
PREPAYMENTS AND WORKING FUNDS (ACCOUNTS 710, 711 AND 714).....	4	114,941	66,826
MATERIALS AND SUPPLIES (ACCOUNT 712).....	5	40,351	33,061
OTHER CURRENT ASSETS (ACCOUNT 713).....	6	2,033	1,821
TOTAL CURRENT ASSETS.....	7	484,262	302,263
SPECIAL FUNDS & OTHER INVESTMENTS & ADVANCES (ACCTS. 715-7 & 722-724).....	8	0	0
INVESTMENTS & ADVANCES; AFFILIATED COMPANIES (ACCOUNTS 721,721.9).....	9	436,187	433,655
TRANSPORTATION PROPERTY - NET (ACCOUNTS 731-736).....	10	4,018,129	3,894,458
PROPERTY USED IN OTHER THAN CARRIER OPERATIONS (ACCTS. 737 & 738).....	11	9,205	1,287
OTHER ASSETS AND DEFERRED DEBITS (ACCOUNTS 739, 741, 743 AND 744).....	12	188,870	205,223
TOTAL ASSETS.....	13	5,136,653	4,836,886
LIABILITIES			
CURRENT LIABILITIES (ACCOUNTS 751-764).....	14	311,593	315,802
LONG TERM DEBT DUE AFTER ONE YEAR (ACCOUNTS 765-770.2).....	15	1,394,507	1,402,136
DEFERRED REVENUES-TRANSFERS FROM GOVERNMENTAL AUTHORIT.(ACCT 783)	16	34,129	30,687
ACCUMULATED DEFERRED INCOME TAX CREDITS (ACCOUNT 786).....	17	1,229,712	1,168,936
OTHER LIABILITIES & DEFERRED CREDITS (ACCTS. 771,772,774,775,781,782,784).....	18	207,565	191,049
TOTAL LIABILITIES.....	19	3,177,506	3,108,610
SHAREHOLDERS' EQUITY			
CAPITAL STOCK (ACCOUNTS 791-793).....	20	153,300	0
ADDITIONAL CAPITAL (ACCOUNTS 794 AND 795).....	21	1,029,460	1,027,698
RETAINED EARNINGS (ACCOUNTS 797 - 798.1).....	22	729,754	654,419
LESS: TREASURY STOCK (ACCOUNT 798.5).....	23	0	0
EQUITY IN UNDISTRIBUTED EARNINGS (LOSSES) OF AFFILIATED COMPANIES.....	24	46,633	46,159
TOTAL SHAREHOLDERS' EQUITY.....	25	1,959,147	1,728,276
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY.....	26	5,136,653	4,836,886

GROSS EXPENDITURES FOR ADDITIONS AND BETTERMENTS (ACCOUNTS 731 AND 732)	FIGURES FOR THE QUARTER			CUMULATIVE FIGURES	
	THIS YEAR (A)	LAST YEAR (B)		THIS YEAR (C)	LAST YEAR (D)
ROAD.....	17,054	38,104	27	17,054	38,104
EQUIPMENT.....	35,665	561	28	35,665	561
TOTAL.....	52,719	38,665	29	52,719	38,665
				FIGURES/QTR.	CUMULATIVE/FIGS
NUMBER OF REVENUE TONS CARRIED.....			30	20,098,819	20,098,819
NUMBER OF REVENUE TONS CARRIED ONE MILE (THOUSANDS).....			31	10,279,543	10,279,543

REMARKS:

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1. Under orders of the Surface Transportation Board, class I railroads, excluding switching and terminal companies, are required to file quarterly reports of balance sheet items, Form CBS, in duplicate, to the Office of Economic, Environmental Analysis and Administration, Surface Transportation Board, 305 E Street S.W. Washington, D.C. 20423, within 50 days after the close of each quarter. Reports should be prepared on a calendar quarter basis beginning with the first day of January, April, July and October.
2. The items reported on Form CBS should be taken from and agree with the accounts kept in conformity with the current Uniform System of Accounts for Railroad Companies prescribed by the Surface Transportation Board. Report undistributed earnings from certain investments in Account 721, in accordance with Docket No. 35949, "The Equity Method of Accounting for Certain Long-Term Investments in Common Stocks." The account numbers refer to the accounts in the Uniform System of Accounts. Reverse items should be shown in parentheses. Dollars amounts should be shown in thousands.
3. Unusual transactions or items which reflect an important change in the financial condition of the carrier should be identified and explained in a footnote under "REMARKS."

SUPPLEMENTAL INFORMATION ABOUT THE QUARTERLY CONDENSED BALANCE SHEET (CBS)

The following information is provided in compliance with OMB requirements and pursuant to the Paperwork Reduction Act of 1995, 44 U.S.C.3501-3519 (PRA):

This information collection is mandatory pursuant to 49 U.S.C. 11164 and 49 C.F.R. 1243.1. The estimated hour burden for filing this report is six hours per report. The board uses the information in this report to ensure competitive, efficient, and safe transportation through general oversight programs that monitor and forecast the financial and operating conditions of railroads, and through regulation of railroad rate and service issues and rail restructuring proposals, including railroad mergers, consolidations, acquisitions of control and abandonments. Information from the reports is used by the Board, other Federal agencies and industry groups to monitor and assess industry growth and operations, detect changes in carrier financial stability, and identify trends that may affect the national transportation system. Individual and aggregate carrier information is needed in our decision making process. Information from these reports is compiled by the Board and published on its website, www.stb.dot.gov, where it may be maintained indefinitely. The compilation report is entitled Class I Railroads, Selected Earnings Data. All information collected through this report is available to the public. Paper copies of individual reports are maintained by the Board for ten years, after which they are destroyed. Under the PRA, a federal agency may not conduct or sponsor, and a person is not required to respond to, nor shall a person be subject to penalty for failure to comply with, a collection of information unless it displays a current valid OMB control number. Comments and questions about this collection (2140-0013) should be directed to Paperwork Reduction Officer, Surface Transportation Board, 395 E Street, S.W., Washington, D.C. 20423-0001.

CERTIFICATION

I THE UNDERSIGNED STATE THAT THIS REPORT WAS PREPARED BY ME OR UNDER MY SUPERVISION; THAT I HAVE CAREFULLY EXAMINED IT; AND ON THE BASIS OF MY KNOWLEDGE, BELIEF, AND VERIFICATION (WHEN NECESSARY) I DECLARE IT TO BE A FULL, TRUE AND CORRECT STATEMENT OF THE BALANCE SHEET ACCOUNTS NAMED, AND THAT THE VARIOUS ITEMS HERE REPORTED WERE DETERMINED IN ACCORDANCE WITH EFFECTIVE RULES PROMULGATED BY THE SURFACE TRANSPORTATION BOARD.

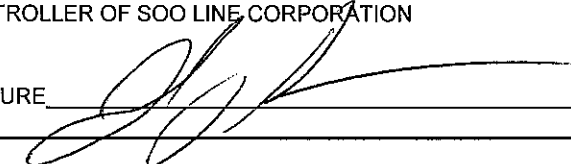
NAME (PRINTED) JOHN J. HUBER

TITLE VICE PRESIDENT AND CONTROLLER OF SOO LINE CORPORATION

DATE

4/30/2013

SIGNATURE



TELEPHONE NUMBER 612-851-5658