

FOR STB USE ONLY					FORM CBS	QUARTER				YEAR 2013	SURFACE TRANSPORTATION BOARD QUARTERLY CONDENSED BALANCE SHEET RAILROADS			
						1	2	3	4					
						X								
FULL NAME AND ADDRESS OF REPORTING RAILROAD (If a system report, name of all operating roads included should be shown under (REMARKS))										OMB Clearance No. 2140-0012 Expires 8/31/2015				
UNION PACIFIC RAILROAD COMPANY 1400 DOUGLAS STREET OMAHA, NEBRASKA 68179										AMENDED: NO				
REVISED DESCRIPTIONS (a)					CODE NO.	BALANCE AT END OF QUARTER								
						THIS YEAR (b)	LAST YEAR (c)							
ASSETS														
Cash (Account 701)					1	\$428,340		\$102,418						
Temporary cash investments and Special Deposits (Accounts 702 & 703)					2	219,418		70,058						
Accounts Receivable (Accounts 704-709.5)					3	1,661,001		1,464,086						
Prepayments and working funds (Accounts 710, 711 and 714)					4	317,102		357,321						
Materials and supplies (Account 712)					5	654,824		681,916						
Other Current assets (Account 713)					6	31,136		27,865						
Total Current Assets					7	3,311,821		2,703,664						
Special funds and other investments and advances (Accounts 715-717 & 722-724)					8	5,173		5,946						
Investments and advances affiliated companies (Accounts 721, 721.5)					9	1,775,417		1,168,311						
Transportation property - net (Accounts 731-736)					10	40,430,788		38,720,289						
Property used in other than carrier operations less depreciation (Accounts 737 and 738)					11	372,443		183,076						
Other assets and deferred debits (Accounts 739, 741, 743 and 744)					12	238,457		196,684						
Total Assets					13	46,134,099		42,977,970						
LIABILITIES														
Current liabilities (Accounts 751-761.5, 762, 763 and 764)					14	2,910,541		3,110,410						
Long term debt due after one year (Accounts 765-770.2)					15	2,168,759		2,361,409						
Deferred revenues - Transfers from governmental authorities (Account 783)					16	0		0						
Accumulated deferred income tax credits (Account 786)					17	12,642,594		11,915,174						
Other liabilities and deferred credits (Accounts 771, 772, 774, 775, 781, 782, & 784)					18	2,135,815		2,138,521						
Total Liabilities					19	19,857,709		19,525,514						
SHAREHOLDERS EQUITY														
Capital stock (Accounts 791-793)					20	126		199						
Additional capital (Accounts 794 and 795)					21	4,781,906		4,781,906						
Retained earnings (Accounts 797, 798 and 798.1)					22	20,586,023		17,816,430						
Less: Treasury stock (Account 798.5)					23	0		0						
Equity in undistributed earnings (losses) of affiliated companies					24	908,335		853,921						
Total Shareholders Equity					25	26,276,390		23,452,456						
Total Liabilities and Shareholders Equity					26	46,134,099		42,977,970						
GROSS EXPENDITURES FOR ADDITIONS AND BETTERMENTS (Accounts 731 and 732)					FIGURES FOR THE QUARTER		CUMULATIVE FIGURES							
					THIS YEAR	LAST YEAR	THIS YEAR	LAST YEAR						
					(a)	(b)	(c)	(c)						
Road						497,838	383,230	27	497,838	383,230				
Equipment						269,134	398,291	28	269,134	398,291				
Total						766,972	781,521	29	766,972	781,521				
No. of Revenue Tons Carried					30	130,827,000		139,868,000						
No. of Revenue Tons Carried One Mile (thousands)					31	123,963,000		132,707,000						

1. Under order 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 Economics, Environmental Analysis and Administration, Surface Transportation Board, 395 E Street S.W. Washington, DC 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. Dollar 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

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 under 49 C.F.R. § 1243.2. 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 condition of railroads, and through specific 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 assess industry growth and operations, detect changes in carrier financial stability, and identify trends that may affect the National Transportation System. 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. In addition, 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 a penalty for failure to comply with, a collection of information unless it displays a currently valid OMB control number. Comments and questions about this collection (2140-0012) should be directed to Paperwork Reduction Officer, Surface Transportation Board, 395 E Street, S.W., Washington, DC 20423-0001.

REMARKS

I, the undersigned, Heidi J. Brammer, Sr. Manager - Fin. Reporting of UNION PACIFIC RAILROAD COMPANY
(Name and Title of officer in charge of account) *(Full name of reporting company)*

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.

Date: April 30, 2013

Signature: _____

Heidi Brammer

Telephone No. _____

(402) 544-4887
(Area Code) (Number)