

**REPORT OF RAILROAD EMPLOYEES, SERVICE, AND COMPENSATION**

Full Name of Reporting Company

CN / Grand Trunk Corporation

For Quarter Ending

June 30, 2012

Miles of line covered by this report

6,860

For Calendar Year

2012

(State in whole numbers)

| Group No. | Reporting Group<br><br>(1)                       | Average number of employees for period 1,2<br><br>(2) | Average number of employess who received pay during period<br><br>(3) | SERVICE HOURS  |  |   |                                |
|-----------|--|---|---|--|--|---|--------------------------------|
|           |  |   |   | Time worked and paid for at straight time rates<br><br>(4) | Overtime paid for at punitive rates<br><br>(5) | Time paid for but not worked<br><br>(6) | Total time paid for<br><br>(7) |
| 100       | Total Executives, Official and Staff Assist.     | 364   | 371   | 189,477  | -  | -                                       | 189,477                        |
| 200       | Total Professional and Administrative            | 541   | 575   | 273,293  | 5,076  | 21,159                                  | 299,528                        |
| 300       | Total Maintenance of Way and Structures          | 1,856   | 1,963   | 931,883  | 126,345  | 82,694                                  | 1,140,922                      |
| 400       | Total Maintenance of Equipment & Stores          | 846   | 1,063   | 496,279  | 51,667   | 45,376                                  | 593,322                        |
| 500       | Total Transportation (other than train & engine) | 388   | 510   | 212,664  | 18,430   | 30,167                                  | 261,261                        |
| 550       | Total of above groups*                           | 3,995   | 4,482   | 2,103,596  | 201,518  | 179,396                                 | 2,484,510                      |

|     |  | COMPENSATION (in thousands)                                |  |  |                                     |
|-----|--|--|--|--|-------------------------------------|
|     |  | Time worked and paid for at straight time rates<br><br>(8) | Overtime paid for at punitive rates<br><br>(9) | Time paid for but not worked<br><br>(10) | Total compensation paid<br><br>(11) |
| 100 | Total Executives, Official and Staff Assist.     | 9,179  | -  | -  | \$ 9,179                            |
| 200 | Total Professional and Administrative            | 9,202  | 194  | 730                                      | \$ 10,126                           |
| 300 | Total Maintenance of Way and Structures          | 24,225   | 4,719  | 2,250                                    | \$ 31,194                           |
| 400 | Total Maintenance of Equipment & Stores          | 13,246   | 2,023  | 1,252                                    | \$ 16,521                           |
| 500 | Total Transportation (other than train & engine) | 6,983  | 780  | 1,145                                    | \$ 8,908                            |
| 550 | Total of above groups*                           | \$ 62,835  | \$ 7,716                                       | \$ 5,377                                 | \$ 75,928                           |

- 1 Average of three monthly mid-month counts for quarterly report.
- 2 Average of twelve mid-month counts for annual report.

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|-----------|---|---|---|---|-----------------------------------|-----------------------------------|--|--|
|           |   |   |   | Straight time actually worked<br><br>(4)                      | Straight time paid for<br><br>(5) | Overtime paid for<br><br>(6)      | Constructive allowance, vacations, holidays, etc.<br><br>(7) | Total service hours<br><br>(8)   |
| 600       | Total Transportation (train and engine) | 2,146   | 2,525   | 1,172,411   | 1,284,980                         | 131,149                           | 190,719  | 1,606,848  |
| 700       | Total all groups *                      | 6,141   | 7,007   | 3,276,007   | 3,388,576                         | 332,667                           | 370,115  | 4,091,358  |
|           |   |   |   | * Form A Col 4 plus Form B Col. 4                             | * Form A Col 4 plus Form B Col. 5 | * Form A Col 5 plus Form B Col. 6 | * Form A Col 6 plus Form B Col. 7                            | * Form A Col 7 plus Form B Col. 8  |
| Group No. | Reporting Group                         | COMPENSATION (in thousands)                           |   |   |                                   | Miles                             |  | Total number of trips for which not less than a minimum day was paid<br><br>(15) |
|           |   | Straight time paid for<br><br>(9)                     | Overtime paid for<br><br>(10)   | Constructive allowance, vacations, holidays, etc.<br><br>(11) | Total compensation<br><br>(12)    | Actually run<br><br>(13)          | Paid for but not run<br><br>(14)                             |  |
| 600       | Total Transportation (train and engine) | 41,876  | 6,921   | 12,043  | 60,840                            | 9,778,638                         | -  | 157,288  |
| 700       | Total all groups *                      | \$ 104,711  | \$ 14,637   | \$ 17,420   | \$ 136,768                        | 9,778,638                         |  | 157,288  |
|           |   | *Form A Col 8 plus Form B Col 9                       | *Form A Col 9 plus Form B Col 10                                      | *Form A Col 10 plus Form B Col 11                             | *Form A Col 11 plus Form B Col 12 |                                   |  |  |

- 1 Average of three monthly mid-month counts for quarterly report.
- 2 Average of twelve mid-month counts for annual report.

I A AND B -- INSTRUCTIONS

1. By Docket No. 37025 served November 18, 1982, Revision to the Preliminary Report of Employees of Class I Railroads and the Reports of Employees, Service, and Compensation Filed by Class I Railroads (367 ICC 63), Class I Railroads are required to render to the Commission quarterly and annual summary reports of employees, service and compensation, and for that purpose this form of report is provided.

2. Form A should show the number of employees in various reporting groups, the hours in the service of the respondent and the compensation paid for such service. Employees are to be counted and classified and their service reported as required by the Rules governing the Classification of Railroad Employees and Reports of their Service and Compensation contained in Docket No. 37025.

3. Form B should include information with respect to employees in the train and engine group of the quarter to which they relate, and the annual summaries shall be filed within 45 days following the close of the period for which they are compiled.

4. The reports shall be filed in duplicate in the Surface Transportation Board, Office of Economics, ATTN: AUDIT & ACCOUNTING, Washington, DC 20423, within 30 days after the end of the quarter to which they relate. Annual summaries shall be filed within 45 days following the close of the period for which they are compiled.

5. The caption of column 3, reads 'average number of employees who received any pay during month.' This means the number of employees who made time during the month no matter for how short a period, classified by reporting division. The quarterly average shall be a simple average of the monthly figure. The annual average shall be a simple average of the quarterly figures. Employees who worked in more than one occupation during the month should be assigned according to the preponderance of their duties.

It is estimated that an average of 120 burden hours per response are required to complete this collection of information. This estimate includes time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Comments concerning the accuracy of this burden estimate or suggestions for reducing this burden should directed to both the Surface Transportation Board, Information Resource Management Unit, Attn: Forms - Room 4136, Washington, DC 20423, and to the Office of Management and Budget, Office of Information and Regulatory Affairs, (OMB No. 31202-0074), Washington, DC 20503.

I, the undersigned PAYROLL ACCT. (title) of the CN / GTC 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 (where necessary) I declare it to be a full, true and correct statement of the operating statistics named and that the various items here reported were determined in accordance with effective rules promulgated by the Surface Transportation Board.

Annette Duffany  
Name (Type or Print)

  
Signature

17641 South Ashland Ave.  
Address

July 31, 2012  
Date

Homewood, IL 60430  
City, State, Zip

248-740-6572  
Telephone Number