BNSF Railway Company

Leased Lines and Wholly-Owned Subsidiaries

Class I Railroad Annual Report

To the Surface Transportation Board
For the Year Ending December 31, 2014

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2014 railroad annual report
BNSF Railway Company

ACAA-R1

BNSF Railway Company • 2650 Lou Menk Drive • Fort Worth, Texas 76131

Road Initials: BNSF Year 2014

ANNUAL REPORT

OF

BNSF RAILWAY COMPANY

TO THE

SURFACE TRANSPORTATION BOARD

FOR THE

YEAR ENDED DECEMBER 31, 2014

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

(Name) Jon I. Stevens (Title) Vice President & Controller

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

NOTICE

1. This report is required for every class I railroad operating within the United States. Three copies of this Annual Report should be completed. Two of the copies must be filed with the Surface Transportation Board, Office of Economics, Environmental Analysis, and Administration, 395 E Street, S.W. Suite 1100, Washington, DC 20423, by March 31 of the year following that for which the report is made. One copy should be retained by the carrier.

2. Every inquiry must be definitely answered. Where the word "none" truly and completely states the fact, it should be given as the answer. If any inquiry is inapplicable, the words "not applicable" should be used.

3. Wherever the space provided in the schedules in insufficient to permit a full and complete statement of the requested information, inserts should be prepared and appropriately identified by the number of the schedule.

4. All entries should be made in a permanent black ink or typed. Those of a contrary character must be indicated in parenthesis. Items of an unusual character must be indicated by appropriate symbols and explained in footnotes.

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

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

(a) Board means Surface Transportation Board.

(b) Respondent means the person or corporation in whose behalf the report is made.

(c) Year means the year ended December 31 for which the report is being made.

(d) Close of the Year means the close of business on December 31 for the year in which the report is being made. If the report is made for a shorter period than one year, it means the close of the period covered by the report.

(e) Beginning of the Year means the beginning of business on January 1 of the year for which the report is being made. If the report is made for a shorter period than one year, it means the beginning of that period.

(f) Preceding Year means the year ended December 31 of the year preceding the year for which the report is made.

(g) 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.

7. The ICC Termination Act of 1995 abolished the Interstate Commerce Commission and replaced it with the Surface Transportation Board. Any references to the Interstate Commerce Commission or Commission contained in this report refer to the Surface Transportation Board.

8. Any references to the Bureau of Accounts or the Office of Economics contained in this report refer to the Office of Economics, Environmental Analysis, and Administration of the Surface Transportation Board.

For Index, See Back of Form

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SPECIAL NOTICE

Docket No. 38559 Railroad Classification Index, (ICC served January 20, 1983), modified the reporting requirements for Class II, Class III and Switching and Terminal Companies. These carriers will notify the Board only if the calculation results in a different revenue level than its current classification.

The dark borders on the schedules represents data that are captured by the Board.

Supplemental Information about the Annual Report (R-1)

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. § 11145. The estimated hour burden for filing this report is estimated at no more than 800 hours. Information in the Annual Reports is used to monitor and assess railroad industry growth, financial stability, traffic, and operations and to identify industry changes that may affect national transportation policy. In addition, the Board uses data from these reports to more effectively carry out its regulatory responsibilities, such as acting on railroad requests for authority to engage in Board regulated financial transactions (for example, mergers, acquisitions of control, consolidations and abandonments); developing the Uniform Rail Costing System (URCS); conducting rail revenue adequacy proceedings; developing rail cost adjustment factors; and conducting investigations and rulemakings. The information in this report is ordinarily maintained by the agency in hard copy for 10 years, after which it is transferred to the National Archives, where it is maintained as a permanent record. In addition, some of this information is posted on the Board's website, where it may remain indefinitely. All information collected through this report is available to the public. 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 (2140-0009) should be directed to Paperwork Reduction Officer, Surface Transportation Board, 395 E Street, S.W., Washington, DC 20423-0001.

A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at its option, may omit pages from this report provided there is nothing to report or the schedules are not applicable.
2. Show below the pages excluded, as well as the schedule number and title, in the space provided below.
3. If no schedules were omitted indicate "NONE."

Page	Schedule No.	Title
		NONE

B. IDENTITY OF RESPONDENT

Answers to the questions asked should be made in full, without reference to data returned on the corresponding page of previous reports. In case any changes of the nature referred to under Inquiry 4 on this page have taken place during the year covered by this report, they should be explained in full detail.

1. Give the exact name of the respondent in full. Use the words, "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between railroad and railway. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification." If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision. If the report is for a consolidated group, pursuant to Special Permission from the Board, indicate such fact on line 1 below and list the consolidated group on page 4.

2. If incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, also give date when such receivership or other possession began. If a partnership, give date of formation and also names in full of present partners.

3. State the occasion for the reorganization, whether by reason of foreclosure of mortgage or otherwise, according to the fact. Give date of organization of original corporation and refer to laws under which organized.

1. Exact Name of common carrier making this report:
   BNSF Railway Company

2. Date of incorporation:
   January 13, 1961

3. Under laws of what Government, State or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership and of appointment of receivers or trustees:
   Organized under the provisions of the General Corporation Law of the State of Delaware.

4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars:

STOCKHOLDERS' REPORTS

5. The respondent is required to send the Office of Economic and Environmental Analysis, 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 on: _____
(date)

(X) No annual report to stockholders is prepared.

A copy of BNSF Railway Company SEC Form 10-K is attached.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common $1.00 per share; first preferred, $ N/A per share; second preferred, $ N/A per share; debenture stock, $ N/A per share.

2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote. [X] Yes [ ] No

3. Are voting rights proportional to holdings? [X] Yes [ ] No. If not, state in a footnote the relation between holdings and corresponding voting rights.

4. Are voting rights attached to any securities other than stock? [ ] Yes [X] No. If yes, name in a footnote each security, other than stock, to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, indicating whether voting rights are actual or contingent and, if contingent, showing the contingency.

5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? [ ] Yes [X] No. If yes, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.

6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing.
Stock books not closed and not required to be closed.

7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 1,000 votes, as of December 31, 2014

8. State the total number of stockholders of record, as of the date shown in answer to Inquiry 7. One (1) stockholder.

9. Give the names of 30 security holders of the respondent who, at the date of the latest closing of the stock book or compilation of the list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his or her address, the number of votes he or she would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he or she was entitled, with respect to securities held by him or her, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities (stating in a footnote the names of such other securities, if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements, give as supplemental information and the names and addresses of the 30 largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such 30 security holders as of the close of the year.

Line No.	Name of Security Holder (a)	Address of Security Holder (b)	Number of Votes to Which Security Holder Was Entitled (c)	Number of Votes, Classified With Respect to Securities on Which Based: Stock: Common (d)	Preferred: Second (e)	Preferred: First (f)	Line No.
1	Burlington Northern Santa Fe, LLC	2650 Lou Menk Drive	1,000	1,000			1
2		Fort Worth, TX 76131					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
25							25
26							26
27							27
28							28
29							29
30							30

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent: "Not Applicable"
    Refer to note shown under inquiry 9.
11. Give the date of such meeting: "Not Applicable" - Refer to note shown under inquiry 9.
12. Give the place of such meeting: "Not Applicable" - Refer to note shown under inquiry 9.

NOTES AND REMARKS

Consolidated Subsidiaries:

BNSF Railway Company
Bayport Systems, Inc.
Bayrail, LLC
BN Leasing Corporation
BNSF Communications, Inc.
BNSF Equipment Acquisition Company, LLC
Burlington Northern Santa Fe Properties, LLC
BNSF Railway International Services, Inc.
BNSF Spectrum, Inc.
Burlington Northern (Manitoba) Limited
Burlington Northern Railroad Holdings, Inc.
Burlington Northern Santa Fe British Columbia, Ltd.
Burlington Northern Santa Fe Manitoba, Inc.
Los Angeles Junction Railway Company
Midwest/Northwest Properties Inc.
Pine Canyon Land Company
San Jacinto Rail Limited
Santa Fe Pacific Insurance Company
Santa Fe Pacific Pipelines, Inc.
Santa Fe Pacific Railroad Company
SFP Pipeline Holdings, Inc.
Slover Development Company LLC
Star Lake Railroad Company
The Burlington Northern and Santa Fe Railway Company de Mexico, S.A. de C.V.
The Zia Company
Western Fruit Express Company

Inactive Subsidiaries:

Northern Radio Limited (British Columbia)

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS
(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at begin-ing of year (c)	Line No.
			Current Assets			
1		701	Cash	584,766	531,956	1
2		702	Temporary cash investments			2
3		703	Special deposits			3
			Accounts receivable			
4		704	- Loan and notes			4
5		705	- Interline and other balances	63,081	59,339	5
6		706	- Customers	983,109	896,566	6
7		707	- Other	122,596	134,725	7
8		709, 708	- Accrued accounts receivables	188,633	162,728	8
9		708.5	- Receivables from affiliated companies	48,067	65,654	9
10		709.5	- Less: Allowance for uncollectible accounts	(55,076)	(53,240)	10
11		710, 711, 714	Working funds prepayments deferred income tax debits	496,872	491,554	11
12		712	Materials and supplies	795,595	835,245	12
13		713	Other current assets	290,862	189,187	13
14			TOTAL CURRENT ASSETS	3,518,505	3,313,714	14
			Other Assets			
15		715, 716, 717	Special funds	17,077	1,505	15
16		721, 721.5	Investments and advances affiliated companies (Schs. 310 and 310A)	509,764	477,809	16
17		722, 723	Other investments and advances			17
18		724	Allowances for net unrealized loss on noncurrent marketable equity securities - Cr.			18
19		737, 738	Property used in other than carrier operation (Less depreciation)	557,353	538,951	19
20		739, 741	Other assets	7,929,378	7,965,455	20
21		743	Other deferred debits	1,200,929	1,549,695	21
22		744	Accumulated deferred income tax debits			22
23			TOTAL OTHER ASSETS	10,214,501	10,533,415	23
			Road and Equipment			
24		731, 732	Road (Sch. 330) L-30 Col h & b	45,829,451	43,558,897	24
25		731, 732	Equipment (Sch 330) L-39 Col h & b	11,984,267	10,204,806	25
26		731, 732	Unallocated items	1,294,419	974,464	26
27		733, 735	Accumulated depreciation and amortization (Schs. 335, 342, 351)	(10,175,073)	(8,967,421)	27
28			Net Road and Equipment	48,933,064	45,770,746	28
29			TOTAL ASSETS	62,666,070	59,617,875	29

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY
(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at begin-ing of year (c)	Line No.
			Current Liabilities			
30		751	Loans and notes payable			30
31		752	Accounts payable: interline and other balances	9,670	12,396	31
32		753	Audited accounts and wages	280,377	265,314	32
33		754	Other accounts payable	330,294	288,886	33
34		755, 756	Interest and dividends payable	23,882	24,881	34
35		757	Payables to affiliated companies	22,939	153,983	35
36		759	Accrued accounts payable	1,800,664	1,811,365	36
37		760, 761, 761.5 762	Taxes accrued	419,747	346,322	37
38		763	Other current liabilities	284,000	212,108	38
39		764	Equipment obligations and other long-term debt due within one year	115,699	144,925	39
40			TOTAL CURRENT LIABILITIES	3,287,272	3,260,180	40
			Non-Current Liabilities			
41		765, 767	Funded debt unmatured	526,191	544,817	41
42		766	Equipment obligations	76,202	100,271	42
43		766.5	Capitalized lease obligations	689,276	780,447	43
44		768	Debt in default			44
45		769	Accounts payable: affiliated companies			45
46		770.1, 770.2	Unamortized debt premium	(9,251)	(9,781)	46
47		781	Interest in default			47
48		783	Deferred revenues - transfers from govt. authorities			48
49		786	Accumulated deferred income tax credits	15,688,083	14,934,891	49
50		771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits	2,906,140	3,057,393	50
51			TOTAL NON-CURRENT LIABILITIES	19,876,641	19,408,038	51
			Shareholders' Equity			
52		791, 792	Total capital stock	1	1	52
53			Common stock	1	1	53
54			Preferred stock			54
55			Discount on capital stock			55
56		794, 795	Additional capital	24,625,581	24,625,581	56
			Retained earnings:			
57		797	Appropriated			57
58		798	Unappropriated	14,876,575	12,324,075	58
59		798.1	Net unrealized loss on noncurrent marketable equity securities			59
60		798.5	Less treasury stock			60
61			Net stockholders equity	39,502,157	36,949,657	61
62			TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	62,666,070	59,617,875	62

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES
(Dollars in Thousands)

The notes listed below are provided to disclose supplementary information on matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting principles, except as shown in other schedules. This includes statements explaining (1) service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditures, and for sinking funds, pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts. $ None

2. 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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year.
See Note 2 on page 9 - 15A

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund.
See Note 2 on page 9 - 15A

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

If funding is by insurance, give name of insuring company None

If funding is by trust agreement, list trustee(s) Northern Trust Company
Date of trust agreement or latest amendment September 24, 2012
If respondent is affiliated in any way with the trustee(s), explain affiliation: Not Affiliated

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement.
See Note 2 on page 9 - 15A

(e) Is any part of the pension plan fund invested in stock or other securities of the respondent or its affiliates? Specify Yes No X
If yes, give number of the shares for each class of stock or other security.

Are voting rights attached to any securities held by the pension plan? Specify Yes No X
If yes, who determines how stock is voted?

4. 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 X No

5. (a) The amount of employer's contribution to employee stock ownership plans for the current year was $ None

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was $ None

6. In reference to Docket 37465, specify the total amount of business entertainment expenditures charged to the non-operating expense account. $ None

Continued on following page

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued

7. Give particulars with respect to contingent assets and liabilities at the close of the year, in accordance with instruction 5-6 in the Uniform System of Accounts for Railroad Companies, that are not reflected in the amounts of the respondent.
Disclose the nature and amount of contingency that is material.
Examples of contingent liabilities are items which may become obligations as a result of pending or threatened litigation, assessments or possible assessments of additional taxes, and agreements or obligations to repurchase securities or property. Additional pages may be added if more space is needed. (Explain and/or reference to the following pages.)

See Note 3 on pages 15A -15H

(a) Changes in valuation accounts.

8. Marketable equity securities.

		Cost	Market	Dr. (Cr.) to Income	Dr. (Cr.) to Stockholder's Equity
(Current Yr.)	Current Portfolio	N/A	N/A	N/A	N/A
as of / /	Noncurrent Portfolio	N/A	N/A	N/A	N/A
(Previous Yr.)	Current Portfolio	N/A	N/A	N/A	N/A
as of / /	Noncurrent Portfolio	N/A	N/A	N/A	N/A

(b) At 12/31/14, gross unrealized gains and losses pertaining to marketable equity securities were as follows:

	Gains	Losses
Current	$0	$0
Noncurrent	$0	$0

(c) A net unrealized gain (loss) of $ 0 on the sale of marketable equity securities was included in net income for 2014.
The cost of securities was based on the N/A (method) cost of all the shares of each security held at time of sale.

Significant net realized and net unrealized gains and losses arising after date of the financial statements but prior to the filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below: None

NOTE: 12 / 31 / 14 Balance sheet date of reported year unless specified as previous year.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

Note 1

The Company

BNSF Railway Company and its majority-owned subsidiaries, (collectively, BNSF Railway or Company) is a wholly-owned subsidiary of Burlington Northern Santa Fe, LLC (BNSF). BNSF Railway operates one of the largest railroad networks in North America with approximately 32,500 route miles (excluding multiple main tracks, yard tracks and sidings) in 28 states and also operates in three Canadian provinces. Through one operating transportation services segment, BNSF Railway transports a wide range of products and commodities including the transportation of Consumer Products, Industrial Products, Coal and Agricultural Products, derived from manufacturing, agricultural and natural resource industries, which constituted 31 percent, 28 percent, 22 percent and 19 percent, respectively, of total freight revenues for the year ended December 31, 2014.

On February 12, 2010, Berkshire Hathaway Inc., a Delaware corporation (Berkshire), acquired 100% of the outstanding shares of Burlington Northern Santa Fe Corporation common stock that it did not already own. The acquisition was completed through the merger (Merger) of a Berkshire wholly-owned merger subsidiary and Burlington Northern Santa Fe Corporation with the surviving entity renamed Burlington Northern Santa Fe, LLC. Berkshire's cost of acquiring BNSF was pushed-down to establish a new accounting basis for BNSF beginning as of February 13, 2010.

The Merger was accounted for using the acquisition method under Accounting Standards Codification (ASC) Topic 805, *Business Combinations*. However, pursuant to Surface Transportation Board Docket No. FD 35506 effective August 23, 2013, this annual R-1 report reflects the phase-in of purchase accounting adjustments. As a result, certain beginning balances will not agree to the prior year's ending balances.

Note 2

Employment Benefit Plans

BNSF provides a funded, noncontributory qualified pension plan, the BNSF Retirement Plan, which covers most non-union employees, and an unfunded non-tax-qualified pension plan, the BNSF Supplemental Retirement Plan, which covers certain officers and other employees. The benefits under these pension plans are based on years of credited service and the highest consecutive sixty months of compensation for the last ten years of salaried employment with the Company. BNSF Railway provides two funded, noncontributory qualified pension plans which cover certain union employees of the former The Atchison, Topeka and Santa Fe Railway Company. The benefits under these pension plans are based on elections made at the time the plans were implemented. BNSF's funding policy is to contribute annually not less than the regulatory minimum and not more than the maximum amount deductible for income tax purposes with respect to the funded plans.

Certain salaried employees of BNSF Railway who have met age and years of service requirements are eligible for medical benefits, including prescription drug coverage, during retirement. The postretirement medical and prescription drug benefit is contributory and provides benefits to retirees, and their covered dependents. Retiree contributions are adjusted annually. The plan also contains fixed deductibles, coinsurance and out-of-pocket limitations. In addition, a basic life insurance plan is noncontributory and covers retirees only. Optional life insurance coverage is available for some retirees; however, the retiree is responsible for the full cost. BNSF's policy is to fund the life insurance premiums and medical benefits as they come due. Generally, employees beginning salaried employment with BNSF Railway subsequent to September 22, 1995, are not eligible for medical benefits during retirement. These benefits are collectively referred to as retiree health and welfare benefits.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

Components of the net cost for certain employee benefit plans were as follows (in millions):

	Pension Benefits		
	Year Ended December 31, 2014	Year Ended December 31, 2013	Year Ended December 31, 2012
Service cost	**$ 38**	$ 47	$ 39
Interest cost	**95**	89	100
Expected return on plan assets	**(134)**	(124)	(118)
Amoritization of prior service credits	**(1)**	–	–
Amortization of net loss	**25**	57	54
Settlements	**(1)**	(1)	–
Net cost recognized	**$ 22**	$ 68	$ 75

	Retiree Health and Welfare Benefits		
	Year Ended December 31, 2014	Year Ended December 31, 2013	Year Ended December 31, 2012
Service cost	**$ 1**	$ 1	$ 1
Interest cost	**11**	12	13
Amortization of prior service credits	**(2)**	(1)	–
Amortization of net loss	**1**	5	2
Net cost recognized	**$ 11**	$ 17	$ 16

The projected benefit obligation is the present value of benefits earned to date by plan participants, including the effect of assumed future salary increases and expected healthcare cost trend rate increases. The following table shows the change in projected benefit obligation (in millions):

	Pension Benefits	
Change in Benefit Obligation	**December 31, 2014**	December 31, 2013
Projected benefit obligation at beginning of period	**$ 2,220**	$ 2,517
Service cost	**38**	47
Interest cost	**95**	89
Actuarial loss (gain)	**256**	(234)
Plan amendment	**–**	(7)
Benefits paid	**(141)**	(176)
Administrative expenses	**(1)**	(1)
Settlements	**(15)**	(15)
Projected benefit obligation at end of period	**2,452**	2,220
Component representing future salary increases	**(146)**	(106)
Accumulated benefit obligation at end of period	**$ 2,306**	$ 2,114

	Retiree Health and Welfare Benefits	
Change in Benefit Obligation	**December 31, 2014**	December 31, 2013
Projected benefit obligation at beginning of period	**$ 272**	$ 314
Service cost	**1**	1
Interest cost	**11**	12
Plan participants' contributions	**6**	3
Actuarial loss (gain)	**13**	(29)
Prior service credits	**–**	(7)
Benefits paid	**(23)**	(22)
Projected benefit obligation at end of period	**280**	272

BNSF's pension plans had plan assets in excess of accumulated benefit obligation and projected benefit obligations in excess of plan assets at December 31, 2014 and plan assets in excess of accumulated and projected benefit obligations at December 31, 2013.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

The following table shows the change in plan assets of the plans (in millions):

Change in Plan Assets	Pension Benefits	
	December 31, 2014	December 31, 2013
Fair value of plan assets at beginning of period	**$ 2,490**	$ 2,014
Actual return on plan assets	**(3)**	625
Employer contributions[a]	**12**	43
Benefits paid	**(141)**	(176)
Administrative expenses	**(1)**	(1)
Settlements	**(15)**	(15)
Fair value of plan assets at measurement date	**$ 2,342**	$ 2,490

a. Other than contributions to the BNSF Retirement Plan, employer contributions were classified as Other, Net under Operating Activities in the Company's Consolidated Statements of Cash Flows.

Change in Plan Assets	Retiree Health and Welfare Benefits	
	December 31, 2014	December 31, 2013
Fair value of plan assets at beginning of period	**$ –**	$ –
Employer contributions[a]	**17**	19
Plan participants' contributions	**6**	3
Benefits paid	**(23)**	(22)
Fair value of plan assets at measurement date	**$ –**	$ –

a. Employer contributions were classified as Other, Net under Operating Activities in the Company's Consolidated Statements of Cash Flows.

The following table shows the funded status, defined as plan assets less the projected benefit obligation (in millions):

	Pension Benefits		Retiree Health and Welfare Benefits	
	December 31, 2014	December 31, 2013	**December 31, 2014**	December 31, 2013
Funded status (plan assets less projected benefit obligations)	**$ (110)**	$ 270	**$ (280)**	$ (272)

Of the combined pension and retiree health and welfare benefits liability of $390 million and $2 million recognized as of December 31, 2014 and 2013, respectively, $30 million was included in other current liabilities as of both December 31, 2014 and 2013, and $26 million and $390 million were included in other assets at December 31, 2014 and 2013, respectively.

Actuarial gains and losses and prior service credits are recognized in the Consolidated Balance Sheets through an adjustment to accumulated other comprehensive income / (loss) (AOCI). The following table shows the pre-tax change in AOCI attributable to the components of the net cost and the change in benefit obligation (in millions):

Change in AOCI	Pension Benefits		
	Year Ended December 31, 2014	Year Ended December 31, 2013	Year Ended December 31, 2012
Beginning balance	**$ 63**	$ (917)	$ (1,138)
Amortization of net loss	**25**	57	54
Amortization of prior service credits	**(1)**	–	–
Plan amendment	**–**	7	–
Actuarial (loss) gain	**(392)**	734	(29)
Settlements	**(1)**	(1)	–
Ending balance	**$ (306)**	$ (120)	$ (1,113)

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

	Retiree Health and Welfare Benefits		
Change in AOCI	**Year Ended December 31, 2014**	Year Ended December 31, 2013	Year Ended December 31, 2012
Beginning balance	**$ (31)**	$ (76)	$ (58)
Amortization of net loss	**1**	5	2
Amortization of prior service credits	**(2)**	(1)	–
Plan amendment	**–**	–	5
Prior service credits	**–**	7	–
Actuarial gain (loss)	**(13)**	29	(31)
Ending balance	**$ (45)**	$ (36)	$ (82)

Pre-tax amounts currently recognized in AOCI consist of the following (in millions):

	Pension Benefits		Retiree Health and Welfare Benefits	
	2014	2013	**2014**	2013
Net actuarial gain (loss)	**$ (311)**	$ (127)	**$ (55)**	$ (48)
Plan amendment	**6**	7	**5**	5
Prior service costs	**–**	–	**5**	7
Settlements	**(1)**	–	**–**	–
Pre-tax amount recognized in AOCI at December 31,	**(306)**	(120)	**(45)**	(36)
After-tax amount recognized in AOCI at December 31,	**$ (189)**	$ (74)	**$ (28)**	$ (22)

The assumptions used in accounting for the BNSF plans were as follows:

	Pension Benefits		
Assumptions Used to Determine Net Cost	**Year Ended December 31, 2014**	Year Ended December 31, 2013	Year Ended December 31, 2012
Discount rate	**4.50 %**	3.75 %	4.50 %
Expected long-term rate of return on plan assets	**6.75 %**	6.75 %	6.75 %
Rate of compensation increase	**3.80 %**	3.80 %	3.80 %

	Retiree Health and Welfare Benefits		
Assumptions Used to Determine Net Cost	**Year Ended December 31, 2014**	Year Ended December 31, 2013	Year Ended December 31, 2012
Discount rate	**4.50 %**	3.75 %	4.50 %
Rate of compensation increase	**3.80 %**	3.80 %	3.80 %

	Pension Benefits		Retiree Health and Welfare Benefits	
Assumptions Used to Determine Benefit Obligations	**December 31, 2014**	December 31, 2013	**December 31, 2014**	December 31, 2013
Discount rate	**3.79 %**	4.50 %	**3.69 %**	4.50 %
Rate of compensation increase	**3.80 %**	3.80 %	**3.80 %**	3.80 %

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

BNSF determined the discount rate based on a yield curve that utilizes year-end market yields of high-quality corporate bonds whose maturities match expected payments. The discount rate used for the 2015 calculation of net benefit cost decreased to 3.79 percent for pension and 3.69 percent for retiree health and welfare benefits, which reflects market conditions at the December 31, 2014, measurement date.

In October 2014, the Society of Actuaries (SOA) released the final report of the RP-2014 mortality tables, which BNSF utilized in the calculation of its December 31, 2014 liabilities. At December 31, 2013, BNSF's liabilities were calculated utilizing the RP-2000 mortality tables. The adoption of new mortality tables increased BNSF's pension and retiree health and welfare benefits liabilities by $65 million and $5 million, respectively.

Pension plan assets are generally invested with the long-term objective of earning sufficient amounts to cover expected benefit obligations, while assuming a prudent level of risk. Allocations may change as a result of changing market conditions and investment opportunities. The expected rates of return on plan assets reflect subjective assessments of expected invested asset returns over a period of several years. Generally, past investment returns are not given significant consideration when establishing assumptions for expected long-term rates of returns on plan assets. Actual experience will differ from the assumed rates. The expected rate of return on plan assets was 6.75 percent for 2014 and will be 6.60 percent for 2015.

The following table is an estimate of the impact on future net benefit cost that could result from hypothetical changes to the most sensitive assumptions, the discount rate and rate of return on plan assets:

Sensitivity Analysis

	Change in Net Benefit Cost	
Hypothetical Discount Rate Change	**Pension**	**Retiree Health and Welfare**
50 basis point decrease	$3 million increase	$1 million increase
50 basis point increase	$1 million decrease	$1 million decrease

Hypothetical Rate of Return on Plan Assets Change	**Pension**
50 basis point decrease	$10 million increase
50 basis point increase	$10 million decrease

The following table presents assumed health care cost trend rates:

	Year Ended December 31, 2014	Year Ended December 31, 2013	Year Ended December 31, 2012
Assumed health care cost trend rate for next year (participants over 65) [a]	**3.00 %**	3.00 %	3.00 %
Assumed health care cost trend rate for next year (participants under 65)	**7.90 %**	8.20 %	8.40 %
Rate to which health care cost trend rate for participants under 65 is expected to decline and remain	**4.50 %**	4.50 %	4.50 %
Year that the rate reaches the ultimate trend rate	**2028**	2028	2028

a Effective January 1, 2013, Medicare-eligible retirees who are enrolled in the retiree medical program received a contribution to a Health Reimbursement Account, which can be used to reimburse plan participants for health insurance premiums and to pay eligible out-of-pocket expenses.

Assumed health care cost trend rates have a significant effect on the amounts reported for the health care plans. A one percentage point change in assumed health care cost trend rates would have the following effects (in millions):

	One Percentage-Point Increase	**One Percentage-Point Decrease**
Effect on total service and interest cost	$ 1	$ (1)
Effect on postretirement benefit obligation	$ 21	$ (18)

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

Investments are stated at fair value. The various types of investments are valued as follows:

(i) Equity securities are valued at the last trade price at primary exchange close time on the last business day of the year (Level 1 input). If the last trade price is not available, values are based on bid, ask/offer quotes from contracted pricing vendors, brokers, or investment managers (Level 3 input or Level 2 if corroborated).

(ii) Corporate debt securities, government debt securities, and collateralized obligations and mortgage backed securities are valued based on institutional bid evaluations from contracted vendors. Where available, vendors use observable market-based data to evaluate prices (Level 2 input). This also applies to U.S. Treasury securities included in cash and cash equivalents. If observable market-based data is not available, unobservable inputs such as extrapolated data, proprietary models, and indicative quotes are used to arrive at estimated prices representing the price a dealer would pay for the security (Level 3 input).

(iii) Registered investment companies and common/collective trusts are valued at the daily net asset value of shares held at year end. Net asset value is considered a Level 1 input if net asset value is computed daily and redemptions at this value are available to all shareholders without restriction. Net asset value is considered a Level 2 input if the fund may restrict share redemptions under limited circumstances or if net asset value is not computed daily. Net asset value is considered a Level 3 input if shares could not be redeemed on the reporting date and net asset value cannot be corroborated by trading activity.

The following table summarizes the investments of BNSF's funded pension plans as of December 31, 2014, based on the inputs used to value them (in millions):

Asset Category	Total as of December 31, 2014	Level 1 Inputs	Level 2 Inputs	Level 3 Inputs
Equity securities: [a]				
U.S.	$ 2,091	$ 2,091	$ –	$ –
International	77	77	–	–
Corporate debt securities	30	–	30	–
Registered investment companies	28	28	–	–
U.S. government debt securities	13	–	13	–
Collateralized obligations and mortgage backed securities (MBS)	6	–	6	–
Cash and cash equivalents	97	–	97	–
Total [b]	$ 2,342	$ 2,196	$ 146	$ –

a As of December 31, 2014, three equity securities each exceeded 10 percent of total plan assets. These investments represent approximately 43 percent of total plan assets.
b Excludes less than $1 million accrued for dividend and interest receivable.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

Comparative Prior Year Information

The following table summarizes the investments of BNSF's funded pension plans as of December 31, 2013, based on the inputs used to value them (in millions):

Asset Category	Total as of December 31, 2013	Level 1 Inputs	Level 2 Inputs	Level 3 Inputs
U.S. equity securities [a]	$ 2,240	$ 2,240	$ –	$ –
Corporate debt securities	16	–	16	–
Registered investment companies	60	60	–	–
U.S. government debt securities	10	–	10	–
Collateralized obligations and mortgage backed securities (MBS)	2	–	2	–
Cash and cash equivalents	162	–	162	–
Total [b]	$ 2,490	$ 2,300	$ 190	$ –

a As of December 31, 2013, four U.S. equity securities each exceeded 10 percent of total plan assets. These investments represented approximately 62 percent of total plan assets.
b Excludes $1 million accrued for dividend and interest receivable.

The table below sets forth a summary of changes in the fair value of Level 3 assets held by BNSF's funded pension plans for the year ended December 31, 2013 (in millions):

Level 3 Inputs	Total	Real Estate
Balance as of December 31, 2012	$ 32	$ 32
Purchases, sales and settlements	(32)	(32)
Balance as of December 31, 2013	$ –	$ –

The Company is not required to make contributions to the BNSF Retirement Plan in 2015. The Company is required to make contributions of less than $1 million to its other funded pension plans. The Company expects to make benefit payments in 2015 of $9 million from its unfunded non-qualified pension plan.

The following table shows expected benefit payments from its defined benefit pension plans and expected claim payments for the retiree health and welfare plan for the next five fiscal years and the aggregate five years thereafter (in millions):

Fiscal year	Expected Pension Plan Benefit Payments[a]	Expected Retiree Health and Welfare Payments
2015	$ 167	$ 21
2016	156	21
2017	155	20
2018	153	20
2019	149	19
2020–2024	692	86

a Primarily consists of the BNSF Retirement Plan payments, which are made from the plan trust and do not represent an immediate cash outflow to the Company.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

Defined Contribution Plans

BNSF and BNSF Railway sponsor qualified 401(k) plans that cover substantially all employees and a non-qualified defined contribution plan that covers certain officers and other employees. The Company matched 75 percent of the first six percent of non-union employees' contributions and matched 25 percent on the first four percent of a limited number of union employees' contributions, which are subject to certain percentage limits of the employees' earnings, at each pay period. Employer contributions are subject to a five-year length of service vesting schedule. The Company's 401(k) matching expense was $35 million, $34 million and $32 million during the years ended December 31, 2014, 2013 and 2012, respectively.

Other

Under collective bargaining agreements, BNSF Railway participates in multi-employer benefit plans that provide certain postretirement health care and life insurance benefits for eligible union employees. Insurance premiums paid attributable to retirees, which are generally expensed as incurred, were $65 million, $65 million and $71 million during the years ended December 31, 2014, 2013 and 2012, respectively. The average number of employees covered under these plans were 40 thousand, 37 thousand and 36 thousand during the years ended December 31, 2014, 2013 and 2012, respectively.

Note 3

Commitments and Contingencies

Lease Commitments

BNSF Railway has substantial lease commitments for locomotives, freight cars, trailers and containers, office buildings, operating facilities and other property, and many of these leases provide the option to purchase the leased item at fair market value at the end of the lease. However, some provide fixed price purchase options. Future minimum lease payments as of December 31, 2014, are summarized as follows (in millions):

December 31,	**Capital Leases**	**Operating Leases**[a]
2015	$ 116	$ 560
2016	194	560
2017	76	506
2018	73	448
2019	71	420
Thereafter	430	1,881
Total	960	$ 4,375
Less amount representing interest	(215)	
Present value of minimum lease payments	$ 745	

a Excludes leases having non-cancelable lease terms of less than one year and per diem leases.

Lease rental expense for all operating leases, excluding per diem leases, was $626 million, $591 million and $627 million for the years ended December 31, 2014, 2013 and 2012, respectively. When rental payments are not made on a straight-line basis, the Company recognizes rental expense on a straight-line basis over the lease term. Contingent rentals and sublease rentals were not significant.

Other Commitments

In the normal course of business, the Company enters into long-term contractual requirements for future goods and services needed for the operations of the business. Such commitments are not in excess of expected requirements and are not reasonably likely to result in performance penalties or payments that would have a material adverse effect on the Company's liquidity.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

Guarantees

As of December 31, 2014, BNSF Railway has not been called upon to perform under the guarantees specifically disclosed in this footnote and does not anticipate a significant performance risk in the foreseeable future.

Debt and other obligations of non-consolidated entities guaranteed by the Company as of December 31, 2014, were as follows (dollars in millions):

	Guarantees					
	BNSF Railway Ownership Percentage	Principal Amount Guaranteed	Maximum Future Payments	Maximum Recourse Amount [a]	Remaining Term (in years)	Capitalized Obligations
Kinder Morgan Energy Partners, L.P.	0.5%	$ 190	$ 190	$ –	Termination of Ownership	$ 1[b]
Chevron Phillips Chemical Company, LP	–	N/A[d]	N/A[d]	N/A[d]	3	$ 4[c]

a Reflects the maximum amount the Company could recover from a third party other than the counterparty.

b Reflects capitalized obligations that are recorded on the Company's Consolidated Balance Sheet.

c Reflects the asset and corresponding liability for the fair value of these guarantees required by authoritative accounting guidance related to guarantees.

d There is no cap to the liability that can be sought from BNSF Railway for BNSF Railway's negligence or the negligence of the indemnified party. However, BNSF Railway could receive reimbursement from certain insurance policies if the liability exceeds a certain amount.

Kinder Morgan Energy Partners, L.P.

Santa Fe Pacific Pipelines, Inc., an indirect, wholly-owned subsidiary of BNSF Railway, has a guarantee in connection with its remaining special limited partnership interest in Santa Fe Pacific Pipeline Partners, L.P. (SFPP), a subsidiary of Kinder Morgan Energy Partners, L.P., to be paid only upon default by the partnership. All obligations with respect to the guarantee will cease upon termination of ownership rights, which would occur upon a put notice issued by BNSF Railway or the exercise of the call rights by the general partners of SFPP.

Chevron Phillips Chemical Company, LP

In 2007, BNSF Railway entered into an indemnity agreement with Chevron Phillips Chemical Company LP (Chevron Phillips), granting certain rights of indemnity from BNSF Railway, in order to facilitate access to a new storage facility. Under certain circumstances, payment under this obligation may be required in the event Chevron Phillips were to incur certain liabilities or other incremental costs resulting from trackage access.

Indemnities

In the ordinary course of business, BNSF Railway enters into agreements with third parties that include indemnification clauses. The Company believes that these clauses are generally customary for the types of agreements in which they are included. At times, these clauses may involve indemnification for the acts of the Company, its employees and agents, indemnification for another party's acts, indemnification for future events, indemnification based upon a certain standard of performance, indemnification for liabilities arising out of the Company's use of leased equipment or other property, or other types of indemnification. Despite the uncertainty whether events which would trigger the indemnification obligations would ever occur, the Company does not believe that these indemnity agreements will have a material adverse effect on the Company's results of operations, financial position or liquidity. Additionally, the Company believes that, due to lack of historical payment experience, the fair value of indemnities cannot be estimated with any amount of certainty. However, the fair value of any such amount would be immaterial to the Consolidated Financial Statements. Agreements that reflect unique circumstances, particularly agreements that contain guarantees that indemnify for another party's acts are disclosed separately if appropriate. Unless separately disclosed above, no fair value liability related to indemnities has been recorded in the Consolidated Financial Statements.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

Variable Interest Entities – Leases

BNSF Railway has entered into various equipment lease transactions in which the structure of the lease contains VIEs. These VIEs were created solely for the lease transactions and have no other activities, assets or liabilities outside of the lease transactions. In some of the arrangements, BNSF Railway has the option to purchase some or all of the equipment at a fixed-price, thereby creating variable interests for BNSF Railway in the VIEs. The future minimum lease payments associated with the VIE leases were approximately $3 billion as of December 31, 2014. The future minimum lease payments are included in future operating lease payments disclosed in the lease commitments table within Note 3.

In the event the leased equipment is destroyed, BNSF Railway is obligated to either replace the equipment or pay a fixed loss amount. The inclusion of the fixed loss amount is a standard clause within equipment lease arrangements. Historically, BNSF Railway has not incurred significant losses related to this clause. As such, it is not anticipated that the maximum exposure to loss would materially differ from the future minimum lease payments.

BNSF Railway does not provide financial support to the VIEs that it was not previously contractually obligated to provide.

BNSF Railway maintains and operates the equipment based on contractual obligations within the lease arrangements, which set specific guidelines consistent within the industry. As such, BNSF Railway has no control over activities that could materially impact the fair value of the leased equipment. BNSF Railway does not hold the power to direct the activities of the VIEs and therefore does not control the ongoing activities that have a significant impact on the economic performance of the VIEs. Additionally, BNSF Railway does not have the obligation to absorb losses of the VIEs or the right to receive benefits of the VIEs that could potentially be significant to the VIEs. Depending on market conditions, the fixed-price purchase options could potentially provide benefit to the Company; however, any benefits potentially received from a fixed-price purchase option are expected to be minimal. Based on these factors, BNSF Railway is not the primary beneficiary of the VIEs. As BNSF Railway is not the primary beneficiary and the VIE leases are classified as operating leases, there are no assets or liabilities related to the VIEs recorded in the Company's Consolidated Balance Sheet.

Personal Injury and Environmental Costs

Personal Injury

Personal injury claims, including asbestos claims and employee work-related injuries and third-party injuries (collectively, other personal injury), are a significant expense for the railroad industry. Personal injury claims by BNSF Railway employees are subject to the provisions of the Federal Employers' Liability Act (FELA) rather than state workers' compensation laws. FELA's system of requiring the finding of fault, coupled with unscheduled awards and reliance on the jury system, contributed to increased expenses in past years. Other proceedings include claims by non-employees for punitive as well as compensatory damages. A few proceedings purport to be class actions. The variability present in settling these claims, including non-employee personal injury and matters in which punitive damages are alleged, could result in increased expenses in future years. BNSF Railway has implemented a number of safety programs designed to reduce the number of personal injuries as well as the associated claims and personal injury expense.

BNSF Railway records an undiscounted liability for personal injury claims when the expected loss is both probable and reasonably estimable. The liability and ultimate expense projections are estimated using standard actuarial methodologies. Liabilities recorded for unasserted personal injury claims are based on information currently available. Due to the inherent uncertainty involved in projecting future events such as the number of claims filed each year, developments in judicial and legislative standards and the average costs to settle projected claims, actual costs may differ from amounts recorded. BNSF Railway has obtained insurance coverage for certain claims, as discussed under the heading "BNSF Insurance Company." Expense accruals and any required adjustments are classified as materials and other in the Consolidated Statements of Income.

Asbestos

The Company is party to a number of personal injury claims by employees and non-employees who may have been exposed to asbestos. The heaviest exposure for certain BNSF Railway employees was due to work conducted in and around the use of steam locomotive engines that were phased out between the years of 1950 and 1967. However, other types of exposures, including exposure from locomotive component parts and building materials, continued after 1967 until they were substantially eliminated at BNSF Railway by 1985.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

BNSF Railway assesses its unasserted asbestos liability exposure on an annual basis during the third quarter. BNSF Railway determines its asbestos liability by estimating its exposed population, the number of claims likely to be filed, the number of claims that will likely require payment and the estimated cost per claim. Estimated filing and dismissal rates and average cost per claim are determined utilizing recent claim data and trends.

Key elements of the assessment include:

- Because BNSF Railway did not have detailed employment records in order to compute the population of potentially exposed employees, it computed an estimate using Company employee data from 1970 forward and estimated the BNSF Railway employee base from 1938-1969 using railroad industry historical census data and estimating BNSF Railway's representation in the total railroad population.
- The projected incidence of disease was estimated based on epidemiological studies using employees' age, duration and intensity of exposure while employed.
- An estimate of the future anticipated claims filing rate by type of disease (non-malignant, cancer and mesothelioma) was computed using the Company's average historical claim filing rates for the period 2011-2014.
- An estimate of the future anticipated dismissal rate by type of claim was computed using the Company's historical average dismissal rates observed in 2010-2014.
- An estimate of the future anticipated settlement by type of disease was computed using the Company's historical average of dollars paid per claim for pending and future claims using the average settlement by type of incidence observed during 2010-2014.

From these assumptions, BNSF Railway projected the incidence of each type of disease to the estimated population to arrive at an estimate of the total number of employees that could potentially assert a claim. Historical claim filing rates were applied for each type of disease to the total number of employees that could potentially assert a claim to determine the total number of anticipated claim filings by disease type. Historical dismissal rates, which represent claims that are closed without payment, were then applied to calculate the number of future claims by disease type that would likely require payment by the Company. Finally, the number of such claims was multiplied by the average settlement value to estimate BNSF Railway's future liability for unasserted asbestos claims.

The most sensitive assumptions for this accrual are the estimated future filing rates and estimated average claim values. Asbestos claim filings are typically sporadic and may include large batches of claims solicited by law firms. To reflect these factors, BNSF Railway used a multi-year calibration period (i.e., average historical filing rates observed in 2011-2014) because it believed it would be most representative of its future claim experience. In addition, for non-malignant claims, the number of future claims to be filed against BNSF Railway declines at a rate consistent with both mortality and age as there is a decreasing propensity to file a claim as the population ages. BNSF Railway believes the average claim values by type of disease from the historical period 2010-2014 are most representative of future claim values. Non-malignant claims, which represent approximately 90 percent of the total number and 60 percent of the cost of estimated future asbestos claims, were priced by age of the projected claimants. Historically, the ultimate settlement value of these types of claims is most sensitive to the age of the claimant.

During the third quarters of 2014, 2013 and 2012, the Company analyzed recent filing and payment trends to ensure the assumptions used by BNSF Railway to estimate its future asbestos liability were reasonable. In 2014, management recorded a decrease in expense of $2 million. In 2013, management determined that the liability remained appropriate and no change was recorded. In 2012, management recorded a decrease in expense of $15 million due primarily to favorable settlements. The Company plans to update its study again in the third quarter of 2015.

Throughout the year, BNSF Railway monitors actual experience against the number of forecasted claims and expected claim payments and will record adjustments to the Company's estimates as necessary.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES T O FINANCIAL STATEMENTS

Based on BNSF Railway's estimate of the potentially exposed employees and related mortality assumptions, it is anticipated that unasserted asbestos claims will continue to be filed through the year 2050. The Company recorded an amount for the full estimated filing period through 2050 because it had a relatively finite exposed population (former and current employees hired prior to 1985), which it was able to identify and reasonably estimate and about which it had obtained reliable demographic data (including age, hire date and occupation) derived from industry or BNSF Railway specific data that was the basis for the study. BNSF Railway projects that approximately 60, 80 and 95 percent of the future unasserted asbestos claims will be filed within the next 10, 15 and 25 years, respectively.

Other Personal Injury

BNSF Railway estimates its other personal injury liability claims and expense quarterly based on the covered population, activity levels and trends in frequency and the costs of covered injuries. Estimates include unasserted claims except for certain repetitive stress and other occupational trauma claims that allegedly result from prolonged repeated events or exposure. Such claims are estimated on an as-reported basis because the Company cannot estimate the range of reasonably possible loss due to other non-work related contributing causes of such injuries and the fact that continued exposure is required for the potential injury to manifest itself as a claim. BNSF Railway has not experienced any significant adverse trends related to these types of claims in recent years.

Key elements of the actuarial assessment include:

- Size and demographics (employee age and craft) of the workforce.
- Activity levels (manhours by employee craft and carloadings).
- Expected claim frequency rates by type of claim (employee FELA or third-party liability) based on historical claim frequency trends.
- Expected dismissal rates by type of claim based on historical dismissal rates.
- Expected average paid amounts by type of claim for open and incurred but not reported claims that eventually close with payment.

From these assumptions, BNSF Railway estimates the number of open claims by accident year that will likely require payment by the Company. The projected number of open claims by accident year that will require payment is multiplied by the expected average cost per claim by accident year and type to determine BNSF Railway's estimated liability for all asserted claims. Additionally, BNSF Railway estimates the number of its incurred but not reported claims that will likely result in payment based upon historical emergence patterns by type of claim. The estimated number of projected claims by accident year requiring payment is multiplied by the expected average cost per claim by accident year and type to determine BNSF Railway's estimated liability for incurred but not reported claims.

BNSF Railway monitors quarterly actual experience against the number of forecasted claims to be received, the forecasted number of claims closing with payment and expected claim payments. Adjustments to the Company's estimates are recorded quarterly as necessary or more frequently as new events or revised estimates develop.

The following table summarizes the activity in the Company's accrued obligations for asbestos and other personal injury matters (in millions):

	Year Ended December 31, 2014	Year Ended December 31, 2013	Year Ended December 31, 2012
Beginning balance	**$ 379**	$ 448	$ 518
Accruals	**62**	22	61
Payments	**(73)**	(96)	(136)
Ending balance	**$ 368**	$ 374	$ 443

At December 31, 2014 and 2013, $80 million and $85 million were included in current liabilities, respectively. In addition, defense and processing costs, which are recorded on an as-reported basis, were not included in the recorded liability. A significant amount of the Company's personal injury claims are self-insured.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES T O FINANCIAL STATEMENTS

Because of the uncertainty surrounding the ultimate outcome of personal injury claims, it is reasonably possible that future costs to settle personal injury claims may range from approximately $323 million to $433 million. However, BNSF Railway believes that the $368 million recorded at December 31, 2014, is the best estimate of the Company's future obligation for the settlement of personal injury claims.

The amounts recorded by BNSF Railway for personal injury liabilities were based upon currently known facts. Future events, such as the number of new claims to be filed each year, the average cost of disposing of claims, as well as the numerous uncertainties surrounding personal injury litigation in the United States, could cause the actual costs to be higher or lower than projected.

Although the final outcome of personal injury matters cannot be predicted with certainty, considering among other things the meritorious legal defenses available and liabilities that have been recorded, it is the opinion of BNSF Railway that none of these items, when finally resolved, will have a material adverse effect on the Company's financial position or liquidity. However, the occurrence of a number of these items in the same period could have a material adverse effect on the results of operations in a particular quarter or fiscal year.

BNSF Insurance Company

Burlington Northern Santa Fe Insurance Company, Ltd. (BNSF IC), a wholly-owned subsidiary of BNSF, provides insurance coverage for certain risks, FELA claims, railroad protective and force account insurance claims and certain excess general liability and property coverage, and certain other claims which are subject to reinsurance. During the years ended December 31, 2014, 2013 and 2012, BNSF IC wrote insurance coverage with premiums totaling $79 million, $96 million and $114 million, respectively, for BNSF Railway, net of reimbursements from third parties. During this same time, BNSF Railway recognized $79 million, $98 million and $112 million, respectively, in expense related to those premiums, which is classified as purchased services in the Consolidated Statements of Income. At December 31, 2014, unamortized premiums remaining on the Consolidated Balance Sheet were $7 million. During the years ended December 31, 2014, 2013 and 2012, BNSF IC made claim payments totaling $98 million, $127 million and $116 million, respectively, for settlement of covered claims. At December 31, 2014 and 2013, claims receivables from BNSF IC were $10 million and $35 million, respectively.

Environmental

The Company's operations, as well as those of its competitors, are subject to extensive federal, state and local environmental regulation. BNSF Railway's operating procedures include practices to protect the environment from the risks inherent in railroad operations, which frequently involve transporting chemicals and other hazardous materials. Additionally, many of BNSF Railway's land holdings are and have been used for industrial or transportation-related purposes or leased to commercial or industrial companies whose activities may have resulted in discharges onto the property. As a result, BNSF Railway is subject to environmental cleanup and enforcement actions. In particular, the federal Comprehensive Environmental Response, Compensation and Liability Act of 1980 (CERCLA), also known as the Superfund law, as well as similar state laws, generally impose joint and several liability for cleanup and enforcement costs on current and former owners and operators of a site without regard to fault or the legality of the original conduct. BNSF Railway has been notified that it is a potentially responsible party (PRP) for study and cleanup costs at Superfund sites for which investigation and remediation payments are or will be made or are yet to be determined (the Superfund sites) and, in many instances, is one of several PRPs. In addition, BNSF Railway may be considered a PRP under certain other laws. Accordingly, under CERCLA and other federal and state statutes, BNSF Railway may be held jointly and severally liable for all environmental costs associated with a particular site. If there are other PRPs, BNSF Railway generally participates in the cleanup of these sites through cost-sharing agreements with terms that vary from site to site. Costs are typically allocated based on such factors as relative volumetric contribution of material, the amount of time the site was owned or operated and/or the portion of the total site owned or operated by each PRP.

BNSF Railway is involved in a number of administrative and judicial proceedings and other mandatory cleanup efforts for 230 sites, including 16 Superfund sites, at which it is participating in the study or cleanup, or both, of alleged environmental contamination.

Liabilities for environmental cleanup costs are recorded when BNSF Railway's liability for environmental cleanup is probable and reasonably estimable. Subsequent adjustments to initial estimates are recorded as necessary based upon additional information developed in subsequent periods. Environmental costs include initial site surveys and environmental studies as well as costs for remediation of sites determined to be contaminated.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

BNSF Railway estimates the ultimate cost of cleanup efforts at its known environmental sites on an annual basis during the third quarter. Ultimate cost estimates for environmental sites are based on current estimated percentage to closure ratios, possible remediation workplans and estimates of the costs and likelihood of each possible outcome, historical payment patterns, and benchmark patterns developed from data accumulated from industry and public sources, including the Environmental Protection Agency and other governmental agencies. These factors incorporate into the estimates experience gained from cleanup efforts at other similar sites. The most significant assumptions are the possible remediation workplans and estimates of the costs and likelihood of each possible outcome for the larger sites.

Annual studies do not include (i) contaminated sites of which the Company is not aware; (ii) additional amounts for third-party tort claims, which arise out of contaminants allegedly migrating from BNSF Railway property, due to a limited number of sites; or (iii) natural resource damage claims. BNSF Railway continues to estimate third-party tort claims on a site by site basis when the liability for such claims is probable and reasonably estimable. BNSF Railway's recorded liability for third-party tort claims as of December 31, 2014 and 2013 was $15 million and $13 million, respectively.

On a quarterly basis, BNSF Railway monitors actual experience against the forecasted remediation and related payments made on existing sites and conducts ongoing environmental contingency analyses, which consider a combination of factors including independent consulting reports, site visits, legal reviews and analysis of the likelihood of other PRP's participation in, and their ability to pay for cleanup. Adjustments to the Company's estimates will continue to be recorded as necessary based on developments in subsequent periods. Additionally, environmental accruals, which are classified as materials and other in the Consolidated Statements of Income, include amounts for newly identified sites or contaminants, third-party claims and legal fees incurred for defense of third-party claims and recovery efforts.

The following table summarizes the activity in the Company's accrued obligations for environmental matters (in millions):

	Year Ended December 31, 2014	Year Ended December 31, 2013	Year Ended December 31, 2012
Beginning balance	**$ 435**	$ 458	$ 570
Accruals	**13**	19	(17)
Payments	**(44)**	(42)	(95)
Ending balance	**$ 404**	$ 435	$ 458

At December 31, 2014 and 2013, $60 million was included in current liabilities.

During the third quarters of 2014, 2013 and 2012, the Company analyzed recent data and trends to ensure the assumptions used by BNSF Railway to estimate its future environmental liability were reasonable. As a result of this study, in the third quarters of 2014, 2013 and 2012, management recorded additional expense of $5 million, $12 million and $3 million as of the respective June 30 measurement dates. The Company plans to update its study again in the third quarter of 2015.

In 2012, settlements with various parties resulted in reductions in expense of approximately $30 million.

BNSF Railway's environmental liabilities are not discounted. BNSF Railway anticipates that the majority of the accrued costs at December 31, 2014, will be paid over the next ten years, and no individual site is considered to be material.

Liabilities recorded for environmental costs represent BNSF Railway's best estimate of its probable future obligation for the remediation and settlement of these sites and include both asserted and unasserted claims. Although recorded liabilities include BNSF Railway's best estimate of all probable costs, without reduction for anticipated recoveries from third parties, BNSF Railway's total cleanup costs at these sites cannot be predicted with certainty due to various factors such as the extent of corrective actions that may be required, evolving environmental laws and regulations, advances in environmental technology, the extent of other parties' participation in cleanup efforts, developments in ongoing environmental analyses related to sites determined to be contaminated and developments in environmental surveys and studies of contaminated sites.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

Because of the uncertainty surrounding these factors, it is reasonably possible that future costs for environmental liabilities may range from approximately $305 million to $540 million. However, BNSF Railway believes that the $404 million recorded at December 31, 2014, is the best estimate of the Company's future obligation for environmental costs.

Although the final outcome of these environmental matters cannot be predicted with certainty, it is the opinion of BNSF Railway that none of these items, when finally resolved, will have a material adverse effect on the Company's financial position or liquidity. However, the occurrence of a number of these items in the same period could have a material adverse effect on the results of operations in a particular quarter or fiscal year.

Other Claims and Litigation

In addition to asbestos, other personal injury and environmental matters discussed above, BNSF Railway and its subsidiaries are also parties to a number of other legal actions and claims, governmental proceedings and private civil suits arising in the ordinary course of business, including those related to disputes and complaints involving certain transportation rates and charges. Some of the legal proceedings include claims for punitive as well as compensatory damages, and a few proceedings purport to be class actions. Although the final outcome of these matters cannot be predicted with certainty, considering among other things the meritorious legal defenses available and liabilities that have been recorded along with applicable insurance, BNSF Railway currently believes that none of these items, when finally resolved, will have a material adverse effect on the Company's financial position or liquidity. However, an unexpected adverse resolution of one or more of these items could have a material adverse effect on the results of operations in a particular quarter or fiscal year.

Note 4

Hedging Activities

Fuel

Fuel costs represented 28 percent, 30 percent and 31 percent of total operating expenses during the years ended December 31, 2014, 2013 and 2012, respectively. The Company may enter into fuel hedge instruments from time to time; however, the Company had no unexpired hedge positions as of December 31, 2014, 2013 and 2012.

Derivative Activities

The Company had formally documented the relationship between the hedging instrument and the hedged item, as well as the risk management objective and strategy for the use of the hedging instrument. This documentation included linking the derivatives that were designated as fair value or cash flow hedges to specific assets or liabilities on the balance sheet, commitments or forecasted transactions. The Company assessed at the time a derivative contract was entered into, and at least quarterly thereafter, whether the derivative item was effective in offsetting the changes in fair value or cash flows. Any change in fair value resulting from ineffectiveness, as defined by authoritative accounting guidance related to derivatives and hedging, was recognized in current period earnings. For derivative instruments that were designated and qualified as cash flow hedges, the effective portion of the gain or loss on the derivative instrument was recorded in accumulated other comprehensive income / (loss) (AOCI) as a separate component of equity and reclassified into earnings in the period during which the hedge transaction affected earnings. Cash flows related to fuel derivatives were classified as operating activities in the Consolidated Statements of Cash Flows.

The effects of derivative instrument gains and losses for the years ended December 31, 2014, 2013 and 2012, were as follows (in millions):

Derivatives in ASC 815-20 Cash Flow Hedging Relationships

	Amount of Gain or (Loss) Recognized in OCI on Derivatives (Effective Portion)		
	Year Ended December 31, 2014	Year Ended December 31, 2013	Year Ended December 31, 2012
Fuel Contracts	**$ –**	$ –	$ 7
Total derivatives	**$ –**	$ –	$ 7

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

		Amount of Gain Recognized from AOCI into Income (Effective Portion)		
	Location of Gain Recognized from AOCI into Income	**Year Ended December 31, 2014**	Year Ended December 31, 2013	Year Ended December 31, 2012
Fuel Contracts	Fuel expense	**$ –**	$ –	$ 29
Total derivatives		**$ –**	$ –	$ 29

		Amount of Loss Recognized in Income on Derivatives (Ineffective Portion and Amount Excluded from Effectiveness Testing)[a]		
	Location of Loss Recognized in Income on Derivatives	**Year Ended December 31, 2014**	Year Ended December 31, 2013	Year Ended December 31, 2012
Fuel Contracts	Fuel expense	**$ –**	$ –	$ (3)
Total derivatives		**$ –**	$ –	$ (3)

a No portion of the loss was excluded from the assessment of hedge effectiveness for the periods then ended.

Note 5

Stock-Based Compensation

Prior to the Merger, BNSF shareholders approved the Burlington Northern Santa Fe 1999 Stock Incentive Plan and subsequent amendments which authorized BNSF common stock to be issued in connection with stock options, restricted stock, restricted stock units and performance stock.

Following the Merger, no further grants of BNSF stock were made under the BNSF stock-based compensation plans and each outstanding stock option or share award of BNSF common stock was converted into an option or restricted stock unit of Berkshire Class B Common Stock, in accordance with a formula to convert such awards.

A summary of the status of stock options is presented below (options in thousands, aggregate intrinsic value in millions):

	Options	**Weighted Average Exercise Prices**	**Weighted Average Remaining Contractual Term (in years)**	**Aggregate Intrinsic Value**
Balance at December 31, 2013	5,450	$ 59.78	3.77	$ 320
Exercised	(1,581)	60.43		
Cancelled	(1)	78.43		
Balance at December 31, 2014	**3,868**	$ **59.51**	3.26	$ 351
Options exercisable at December 31, 2014	**3,868**	$ **59.51**	3.26	$ 351

The total intrinsic value of options exercised was $111 million, $75 million and $95 million during the years ended December 31, 2014, 2013 and 2012, respectively.

Note 6

Goodwill and Other Intangible Assets and Liabilities

During the years ended December 31, 2014, 2013 and 2012, no impairment losses related to goodwill were incurred. As of December 31, 2014 and 2013, there were no accumulated impairment losses related to goodwill. The carrying values at December 31, 2014 and 2013 were $7,415 million and $3,721 million, respectively. No additional goodwill was recognized other than to reflect the phase-in of purchase accounting adjustments (see Note 1).

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

Intangible assets and liabilities were as follows (in millions):

	As of December 31, 2014		As of December 31, 2013	
	Gross Carrying Amount	Accumulated Amortization	Gross Carrying Amount	Accumulated Amortization
Intangible Assets	**$ 377**	**$ 95**	$ 240	$ 51
Intangible Liabilities	**$ 1,028**	**$ 637**	$ 514	$ 274

Intangible assets primarily consisted of internally developed software and franchise and customer assets. Intangible liabilities primarily consisted of customer and shortline contracts which were in an unfavorable position at the date of Merger.

Amortizable intangible assets and liabilities are amortized based on the estimated pattern in which the economic benefits are expected to be consumed or on a straight-line basis over their estimated economic lives.

Amortization of intangible assets and liabilities was as follows (in millions):

	December 31, 2014	December 31, 2013
Amortization of intangible assets	**$ 17**	$ 10
Amortization of intangible liabilities	**$ 90**	$ 63

Note 7

Other Assets

In July 2010, the Company entered into a low-income housing partnership (the Partnership) as the limited partner, holding a 99.9% interest in the Partnership. The Partnership is a VIE, with the purpose of developing and operating low-income housing rental properties. Recovery of the Company's investment is accomplished through the utilization of low-income housing tax credits and the tax benefits of Partnership losses. The general partner, who holds a 0.1% interest in the Partnership, is an unrelated third party and is responsible for controlling and managing the business and financial operation of the Partnership. As the Company does not have the power to direct the activities that most significantly impact the Partnership's economic performance, the Company is not the primary beneficiary and therefore, does not consolidate the Partnership. As of December 31, 2014 and 2013, the assets of the unconsolidated Partnership totaled approximately $330 million and $410 million, respectively. The Company does not provide financial support to the Partnership that it was not previously contractually obligated to provide.

The Company has accounted for its investment in the Partnership using the effective yield method. The risk of loss of the Company's investment in the Partnership is considered low as an affiliate of the general partner has provided certain guarantees of tax credits and minimum annual returns. The Company's maximum exposure to loss related to the Partnership is the unamortized investment balance. The following table summarizes information related to this Partnership (in millions):

	Year Ended December 31, 2014	Year Ended December 31, 2013
Unamortized investment balance classified as Other Assets	**$ 314**	$ 376
Remaining commitment classified as Other Liabilities	**$ 18**	$ 18
Maximum exposure to loss	**$ 314**	$ 376

The remaining commitment of $18 million is expected to be paid in 2015.

210. RESULTS OF OPERATIONS

(Dollars in Thousands)

1. Disclose requested information for respondent pertaining to results of operations for the year.

2. Report total operating expenses from Sched. 410. Any differences between this schedule and Sched. 410 must be explained on page 18.

3. List dividends from investments accounted for under the cost method on line 19, and list dividends accounted for under the equity method on line 25.

4. All contra entries should be shown in parenthesis.

Cross-Checks	
Schedule 210	Schedule 210
Line 15, col b	= Line 62, col b
Lines 47,48,49 col b	= Line 63, col b
Line 50, col b	= Line 64, col b
	Schedule 410
Line 14, col b	= Line 620, col h
Line 14, col d	= Line 620, col f
Line 14, col e	= Line 620, col g

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Freight-related revenue & expenses (d)	Passenger-related revenue & expenses (e)	Line No.
		ORDINARY ITEMS OPERATING INCOME Railway Operating Income					
1		(101) Freight	22,723,319	21,488,596	22,723,319		1
2		(102) Passenger					2
3		(103) Passenger-related					3
4		(104) Switching	53,404	41,452	53,404		4
5		(105) Water transfers					5
6		(106) Demurrage	134,435	141,084	134,435		6
7		(110) Incidental	117,368	94,191	117,368		7
8		(121) Joint facility - credit	7,472	8,480	7,472		8
9		(122) Joint facility - debit					9
10		(501) Railway operating revenues (Exclusive of transfers from government authorities-lines 1-9)	23,035,998	21,773,803	23,035,998		10
11		(502) Railway operating revenues - transfers from government authorities					11
12		(503) Railway operating revenues - amortization of deferred transfers from government authorities					12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	23,035,998	21,773,803	23,035,998		13
14	*	(531) Railway operating expenses	16,146,571	15,304,368	16,146,571		14
15	*	Net revenue from railway operations	6,889,427	6,469,435	6,889,427		15
16		OTHER INCOME (506) Revenue from property used in other than carrier operations					16
17		(510) Miscellaneous rent income					17
18		(512) Separately operated properties - profit					18
19		(513) Dividend income (cost method)	400	400			19
20		(514) Interest income	108,699	88,461			20
21		(516) Income from sinking and other funds					21
22		(517) Release of premiums on funded debt					22
23		(518) Reimbursements received under contracts and agreements					23
24		(519) Miscellaneous income	29,717	43,403			24
25		Income from affiliated companies: 519 a. Dividends (equity method)	7,215	6,667			25
26		b. Equity in undistributed earnings (losses)	8,355	6,380			26
27		TOTAL OTHER INCOME (lines 16-26)	154,386	145,311			27
28		TOTAL INCOME (lines 15, 27)	7,043,813	6,614,746			28
29		MISCELLANEOUS DEDUCTIONS FROM INCOME (534) Expenses of property used in other than carrier operations					29
30		(544) Miscellaneous taxes					30
31		(545) Separately operated properties-Loss					31
32		(549) Maintenance of investment organization					32
33		(550) Income transferred under contracts and agreements					33
34		(551) Miscellaneous income charges	20,934	21,393			34
35		(553) Uncollectible accounts					35
36		TOTAL MISCELLANEOUS DEDUCTIONS	20,934	21,393			36
37		Income available for fixed charges	7,022,879	6,593,353			37

210. RESULTS OF OPERATIONS - Continued

(Dollars in Thousands)

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Line No.
		FIXED CHARGES			
		(546) Interest on funded debt:			
38		(a) Fixed interest not in default	46,978	74,265	38
39		(b) Interest in default			39
40		(547) Interest on unfunded debt	8,258	2,363	40
41		(548) Amortization of discount on funded debt	2,070	2,219	41
42		TOTAL FIXED CHARGES (lines 38 through 41)	57,306	78,847	42
43		Income after fixed charges (line 37 minus line 42)	6,965,573	6,514,506	43
		OTHER DEDUCTIONS			
		(546) Interest on funded debt:			
44		(c) Contingent interest			44
		UNUSUAL OR INFREQUENT ITEMS			
45		(555) Unusual or infrequent items (debit) credit			45
46		Income (Loss) from continuing operations (before inc. taxes)	6,965,573	6,514,506	46
		PROVISIONS FOR INCOME TAXES			
		(556) Income taxes on ordinary income:			
47	*	(a) Federal income taxes	1,488,737	1,616,731	47
48	*	(b) State income taxes	218,836	242,254	48
49	*	(c) Other income taxes			49
50	*	(557) Provision for deferred taxes	907,551	488,194	50
51		TOTAL PROVISION FOR INCOME TAXES (lines 47 through 52)	2,615,124	2,347,179	51
52		Income from continuing operations (line 46 minus line 51)	4,350,449	4,167,327	52
		DISCONTINUED OPERATIONS			
53		(560) Income or loss from operations of discontinued segments (less applicable income taxes of $)			53
54		(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of $)			54
55		Income before extraordinary items (lines 52 through 54)	4,350,449	4,167,327	55
		EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES			
56		(570) Extraordinary items (Net)			56
57		(590) Income taxes on extraordinary items			57
58		(591) Provision for deferred taxes - Extraordinary items			58
59		TOTAL EXTRAORDINARY ITEMS (lines 56 through 58)			59
60		(592) Cumulative effect of changes in accounting principles (less applicable income taxes of $)			60
61	*	Net income (Loss) (lines 55 + 59 + 60)	4,350,449	4,167,327	61
		RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)			
62	*	Net revenues from railway operations	6,889,427	6,469,435	62
63	*	(556) Income taxes on ordinary income (-)	1,707,573	1,858,985	63
64	*	(557) Provision for deferred income taxes (-)	907,551	488,194	64
65		Income from lease of road and equipment (-)	12,848	12,848	65
66		Rent for leased roads and equipment (+)			66
67		Net railway operating income (loss)	4,261,455	4,109,408	67

NOTES AND REMARKS FOR SCHEDULE 210 AND 220

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220. RETAINED EARNINGS

(Dollars in Thousands)

1. Show below the items of retained earnings accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies,

2. All contra entries should be shown in parentheses.

3. Show in lines 22 and 23 the amount of assigned Federal income tax consequences for accounts 606 and 616.

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if a debit balance), column (c), should agree with line 26, column (b), in Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61, column (b) in Schedule 210.

6. Include in column (b) only amounts applicable to retained earnings exclusive of any amounts included in column (c).

Line No.	Cross Check	Item (a)	Retained Earnings - Unappropriated (b)	Equity in Undistributed Earnings (Losses) of Affiliated Companies (c)	Line No.
1		Balances at beginning of year	12,121,103	202,972	1
2		(601.5) Prior period adjustments to beginning retained earnings			2
		CREDITS			
3		(602) Credit balance transferred from income	4,334,879	15,570	3
4		(603) Appropriations released			4
5		(606) Other credits to retained earnings	3,920		5
6		TOTAL CREDITS	4,338,799	15,570	6
		DEBITS			
7		(612) Debit balance transferred from income			7
8		(616) Other debits to retained earnings	1,801,869		8
9		(620) Appropriations for sinking and other funds			9
10		(621) Appropriations for other purposes			10
11		(623) Dividends: Common stock			11
12		Preferred stock (1)			12
13		TOTAL DEBITS	1,801,869		13
14		Net increase (decrease) during year (Line 6 minus line 13)	2,536,930	15,570	14
15		Balances at close of year (lines 1, 2, and 14)	14,658,033	218,542	15
16		Balances from line 15 (c)	218,542	N/A	16
17		(798) Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	14,876,575		17
18		(797) Total appropriated retained earnings:			18
19		Credits during year $ 0		N/A	19
20		Debits during year $ 0			20
21		Balance at close of year $ 0			21
		Amount of assigned Federal income tax consequences			
22		Account 606 $ 0			22
23		Account 616 $ 0			23

230. CAPITAL STOCK

PART I. CAPITAL STOCK

(Dollars in Thousands)

1 Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2 Present in column (b) the par or stated value of each issue. If none, so state.
3 Disclose in columns (c), (d), (e), and (f) the required information concerning the number of shares authorized, issued, in treasury, and outstanding for the various issues.
4 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 the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares: Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Book Value at End of Year: Outstanding (g)	In Treasury (h)	Line No.
1	Common - BNSF	1.00	1,000	1,000	NONE	1,000	1	NONE	1
2									2
3									3
4									4
5									5
6									6
7									7
8									8
9									9
10									10

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

(Dollars in Thousands)

1 The purpose of this part is to disclose capital stock changes during the year.
2 Column (a) presents the items to be disclosed.
3 Columns (b), (d), and (f) require disclosure of the number of shares of preferred, common, and treasury stock applicable to the items in column (a).
4 Columns (c), (e), and (g) require the disclosure of the book value of preferred, common, and treasury stock.
5 Disclose in column (h) the additional paid-in capital realized from changes in capital stock during the year.
6 Unusual circumstances arising from changes in capital stock shall be fully explained in footnotes to this schedule.

Line No.	Item (a)	Preferred Stock: No. of Shares (b)	$ Amount (c)	Common Stock: No. of Shares (d)	$ Amount (e)	Treasury Stock: No. of Shares (f)	$ Amount (g)	Additional Capital $ (h)	Line No.
11	Balance at beginning of year	NONE	NONE	1,000	1	NONE	NONE	24,625,581	11
12	Capital stock sold								12
13	Capital stock reacquired								13
14	Capital stock cancelled								14
15									15
16									16
17									17
18	Balance at close of year	NONE	NONE	1,000	1	NONE	NONE	24,625,581	18

240. STATEMENT OF CASH FLOWS
(Dollars in Thousands)

Give the information as requested concerning the cash flows during the year. Either the direct or indirect method can be used. The direct method shows as its principal components operating cash receipts and payments, such as cash received from customers and cash paid to suppliers and employees, the sum of which is net cash flow from operating activities. The indirect method starts with net income and adjusts it for revenues and expense items that were not the result of operating cash transactions in the current period to reconcile it to net cash flow from operating activities If the direct method is used, complete lines 1 through 41. If the indirect method is used complete lines 10 through 41. Cash, for the purpose of this schedule, shall include cash and cash equivalents which are short-term, highly liquid investments readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Information about all investing and finance activities which do not directly affect cash shall be separately disclosed in footnotes to this schedule. They shall clearly relate the cash (if any) and noncash aspects of transactions. Examples of noncash investing and transactions include converting debt to equity, acquiring assets by assuming directly related liabilities, such as purchasing a building by incurring a mortgage to the seller; obtaining an asset by entering into a capital lease; and exchanging noncash assets or liabilities for other noncash assets or liabilities. Some transactions are part cash and part noncash; only the cash portion shall be reported directly in the statement of cash flows. Refer to FAS Statement No. 95, Statement of Cash Flows, for further details.

CASH FLOWS FROM OPERATING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No.
1		Cash received from operating revenues			1
2		Dividends received from affiliates			2
3		Interest received			3
4		Other income			4
5		Cash paid for operating expenses			5
6		Interest paid (net of amounts capitalized)			6
7		Income taxes paid			7
8		Other - net			8
9		NET CASH PROVIDED BY OPERATING ACTIVITIES (lines 1 through 8)			9

RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No.
10		Income from continuing operations	4,350,449	4,167,327	10

ADJUSTMENTS TO RECONCILE INCOME FROM CONTINUING OPERATIONS TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No.
11		Loss (gain) on sale or disposal of tangible property and investments	(11,996)	(26,647)	11
12		Depreciation and amortization expenses	1,971,430	1,812,315	12
13		Net increase (decrease) in provision for Deferred Income Taxes	907,551	488,195	13
14		Net decrease (increase) in undistributed earnings (losses) of affiliates	(8,355)	(6,380)	14
15		Decrease (increase) in accounts receivable	(86,178)	(118,911)	15
16		Decrease (increase) in material and supplies and other current assets	1,212	(38,525)	16
17		Increase (decrease) in current liabilities other than debt	(55,928)	(275,715)	17
18		Increase (decrease) in other - net	(171,876)	105,968	18
19		Net cash provided from continuing operations (lines 10 through 18)	6,896,309	6,107,627	19
20		Add (Subtract) cash generated (paid) by reason of discontinued operations and extraordinary items			20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES (lines 19 and 20)	6,896,309	6,107,627	21

CASH FLOWS FROM INVESTING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No.
22		Proceeds from sale of property	15,308	30,992	22
23		Capital expenditures	(5,134,394)	(3,813,358)	23
24		Net change in temporary cash investments not qualifying as cash equivalents			24
25		Proceeds from sale/repayment of investment and advances		531	25
26		Purchase price of long-term investment and advances	(19,679)	(14,621)	26
27		Net decrease (increase) in sinking and other special funds			27
28		Other - net	2,686	32,805	28
29		NET CASH USED IN INVESTING ACTIVITIES (lines 22 through 28)	(5,136,079)	(3,763,651)	29

(Continued on next page)

240. STATEMENT OF CASH FLOWS (Concluded)
(Dollars in Thousands)

CASH FLOWS FROM FINANCING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No.
30		Proceeds from issuance of long-term debt			30
31		Principal payments of long-term debt	(140,970)	(189,746)	31
32		Proceeds from issuance of capital stock			32
33		Purchase price of acquiring treasury stock			33
34		Cash dividends paid			34
35		Other - net	(1,566,450)	(1,972,400)	35
36		NET CASH FROM FINANCING ACTIVITIES (lines 30 through 35)	(1,707,420)	(2,162,146)	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (lines 21, 29, and 36)	52,810	181,830	37
38		Cash and cash equivalents at beginning of the year	531,956	292,976	38
39		CASH AND CASH EQUIVALENTS AT END OF THE YEAR (lines 37 & 38)	584,766	474,806	39
		Footnotes to Schedule Cash paid during the year for:			
40		Interest (net of amount capitalized) *	56,532	75,540	40
41		Income taxes (net) *	1,691,229	2,484,725	41

* Only applies if indirect method is adopted

NOTES AND REMARKS

245. WORKING CAPITAL
(Dollars in Thousands)

1 This schedule should include only data pertaining to railway transportation services.

2 Carry out calculations of lines 9, 10, 20, and 21 to the nearest whole number.

Line No.	Item (a)	Source	Amount (b)	Line No.
	CURRENT OPERATING ASSETS			
1	Interline and other balances (705)	Sched. 200, line 5, col. b	63,081	1
2	Customers (706)	Sched. 200, line 6, col. b	983,109	2
3	Other (707)	Note A	95,553	3
4	TOTAL CURRENT OPERATING ASSETS	Lines 1 + 2 + 3	1,141,743	4
	OPERATING REVENUE			
5	Railway operating revenue	Sched. 210, line 13, col. b	23,035,998	5
6	Rent income	Note B	149,841	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	23,185,839	7
8	Average daily operating revenues	Line 7 ÷ 360 days	64,405	8
9	Days of operating revenue in current operating assets	Line 4 ÷ line 8	18	9
10	Revenue delay days plus buffer	Line 9 + 15 days	33	10
	CURRENT OPERATING LIABILITIES			
11	Interline and other balances (752)	Sched. 200, line 31, col. b	9,670	11
12	Audited accounts and wages payable (753)	Sched. 200, line 32, col. b	280,377	12
13	Accounts payable - other (754)	Sched. 200, line 33, col. b	330,294	13
14	Other taxes accrued (761.5)	Note A	353,241	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 through 14	973,582	15
	OPERATING EXPENSES			
16	Railway operating expenses	Sched. 210, line 14, col. b	16,146,571	16
17	Depreciation	Sched 410, lines 136, 137, 138, 213, 232, 317, col. h	1,971,430	17
18	Cash related operating expenses	Line 16 + line 6 - line 17	14,324,982	18
19	Average daily expenditures	Line 18 ÷ 360 days	39,792	19
20	Days of operating expenses in current operating liabilities	Line 15 ÷ line 19	24	20
21	Days of working capital required	Line 10 - line 20 (Note C)	9	21
22	Cash working capital required	Line 21 x line 19	358,128	22
23	Cash and temporary cash balance	Sched. 200, line 1 + line 2, col. b	584,766	23
24	Cash working capital allowed	Lesser of line 22 or line 23	358,128	24
	MATERIALS AND SUPPLIES			
25	Total materials and supplies (712)	Sched. 200, line 12, col. b	795,595	25
26	Scrap and obsolete material included in account 712	Note A		26
27	Materials and supplies held for common carrier purposes	Line 25 - line 26	795,595	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	1,153,723	28

NOTES:

(A) Use common carrier portion only. Common carrier refers to railway transportation service

(B) Rent income is the sum of Schedule 410, column h, lines 121, 122, 123, 127, 128, 129, 133, 134, 135, 208, 210, 212, 227, 229, 231, 312, 314, and 316. Rent income is added to railway operating revenues to produce total revenues. Rent income is also added to total operating expenses to exclude the rent revenue items from operating expense.

(C) If result is negative, use zero.

NOTES AND REMARKS

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GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A

1. Schedule 310 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated companies held by respondent at close of year. 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 and Advances; Affiliated Companies", in the Uniform System os Accounts for Railroad Companies.

2. 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 US government bonds)

(C) Other secured obligations

(D) Unsecured notes

(E) Investment advances

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

4. The kinds of industry represented by respondent's investments in the securities of other companies should be shown by symbol opposite the 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	Manufacuring
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

5. By carriers, as the term is used here, is meant companies owning or operating railroads, facilities auxiliary thereto such as bridges, ferries, union deposts, 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.

6. 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.

7. 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.

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

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

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

11. For affiliates which do not report to the Surface Transportation Board and are jointly owned, disclose in footnotes the name and extent of control of the other controlling entities.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

(Dollars in Thousands)

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent from accounts 715 (sinking funds), 716 (capital funds), 721 (investments and advances affiliated companies), and 717 (other funds).

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 25, classifying the investments by means of letters, figures, and symbols in columns (a), (b) and (c).

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

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

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

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of Issuing Company and also lien reference, if any (include rate for preferred stocks and bonds) (d)		Extent of Control (e)	Line No.
1	721	A-1	VII	Alameda Belt Line	Common	50.00	1
2			VII	Belt Railway Company of Chicago, The	Common	16.67	2
3			VII	Central California Traction Company	Common	33.33	3
4			VII	Central California Traction Company	Preferred	33.33	4
5			VII	Houston Belt & Terminal Railway Company	Common	50.00	5
6			VII	Kansas City Terminal Railway Company	Common	25.00	6
7			VII	Longview Switching Company	Common	50.00	7
8			VII	MT Properties Inc.	Common	43.30	8
9			VII	Oakland Terminal Railway	Common	50.00	9
10			VII	Paducah & Illinois Railroad Company	Common	33.34	10
11			VII	Portland Terminal Railroad Company	Common	40.00	11
12			VII	St. Joseph Terminal Railroad Company	Common	50.00	12
13			VII	Sunset Railway Company	Common	50.00	13
14			VII	Terminal Railroad Association of St. Louis	Common	14.29	14
15			VII	Texas City Terminal Railway Company	Common	33.30	15
16			VII	TTX Company	Common	17.30	16
17			VII	Wichita Union Terminal Railway Company	Common	66.67	17
18				Total Class A-1			18
19							19
20	721	A-3	X	Meteorcomm, LLC		25.00	20
21			X	PTC 220, LLC		14.29	21
22			VII	Railmarketplace.com, Inc.	Preferred	18.85	22
23			X	Tongue River Holding Company, LLC		38.29	23
24				Total Class A-3			24
25							25
26				Total Class A			26
27							27
28	798	D-3	X	Burlington Northern Santa Fe, LLC - BNSF Railway's parent company			28
29				Total Class D-3			29
30							30
31							31
32							32
33							33
34							34
35							35
36							36
37							37
38							38
39							39
40							40
41							41
42							42
43							43
44							44
45							45
46							46
47							47
48							48
49							49
50							50

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - (Continued)

(Dollars in Thousands)

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be shown in column (e), In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In case of joint control, give names of other parties and particulars of control.

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

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

9. Also include investments in unincorporated entities such as lessee organizations (exclusive of amounts nominally settled on a current basis).

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

11. For affiliates which do not report to the Surface Transportation Board and are jointly owned, give names and extent of control by other entities by footnotes.

Line No.	Investments and Advances				Disposed of profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
	Opening Balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing Balance (i)	(j)	(k)	(l)	
1	1,976			1,976				1
2	7,710			7,710				2
3	1,548			1,548				3
4	264			264				4
5	2,607			2,607				5
6	163			163				6
7	2			2				7
8	683			683				8
9	631			631				9
10	3			3				10
11	1,368			1,368				11
12	325			325				12
13	54			54				13
14								14
15	13,813			13,813				15
16	15,961			15,961				16
17	46			46				17
18	47,154			47,154				18
19								19
20	9,000			9,000				20
21	8,379			8,379				21
22	-			-				22
23	18,701	2,541		21,242				23
24	36,080	2,541		38,621				24
25								25
26	83,234	2,541		85,775				26
27								27
28	8,396,709	2,806,200	(1,239,750)	9,963,159	*			28
29	8,396,709	2,806,200	(1,239,750)	9,963,159	*			29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40								40
41								41
42								42
43								43
44								44
45								45
46								46
47								47
48								48
49								49
50								50

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - (Continued)

(Dollars in Thousands)

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of Issuing Company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of Control (e)	Line No.
1	721	E-1	VII	Alameda Belt Line		1
2			VII	Central California Traction Company		2
3			VII	Houston Belt & Terminal Railway Company		3
4			VII	Kansas City Terminal Railway Company		4
5			VII	Longview Switching Company		5
6			VII	Paducah & Illinois Railroad Company		6
7			VII	Port Terminal Railroad Association		7
8			VII	Portland Terminal Railroad Company		8
9			VII	St. Joseph Terminal Railroad Company		9
10			VII	Sunset Railway Company		10
11			VII	Texas City Terminal Railway Company		11
12			VII	Wichita Terminal Association		12
13			VII	Wichita Union Terminal Railway Company		13
14				Total Class E-1		14
15						15
16	721	E-3	X	Kinder Morgan Energy Partners L. P.	0.50	16
17			X	Meteorcomm, LLC		17
18			X	Montauk Synfuels LLC	50.00	18
19			X	PTC 220, LLC		19
20			X	Tongue River Holding Company, LLC		20
21				Total Class E-3		21
22						22
23				Total Class E		23
24						24
25				Grand Total Account 721		25
26						26
27				Grand Total Account 798		27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - (Concluded)

(Dollars in Thousands)

Line No.	Investments and Advances				Disposed of profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
	Opening Balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing Balance (i)	(j)	(k)	(l)	
1	(500)			(500)				1
2	1,778	316		2,094				2
3	32,843	2,446		35,289				3
4	8,982			8,982				4
5	63			63				5
6	2,387	2,918		5,305				6
7	1,100			1,100				7
8	470	49		519				8
9	191			191				9
10	845	3,263		4,108				10
11	30			30				11
12	4			4				12
13	844			844				13
14	49,037	8,992	-	58,029				14
15								15
16	5,696			5,696				16
17	41,150	7,000		48,150				17
18	-							18
19	1,639	1,146		2,785				19
20	-			-				20
21	48,485	8,146		56,631				21
22								22
23	97,522	17,138		114,660				23
24								24
25	180,756	19,679		200,435				25
26								26
27	8,396,709	2,806,200	(1,239,750)	9,963,159	*			27
28								28
29								29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37

* Includes $9,963,159K intercompany note receivable from Burlington Northern Santa Fe, LLC classified as equity in accordance with GAAP and the BNSF Railway 10K

Reconciliation to the Schedule 200

Schedule 310 Investments and Advances Affiliated Companies Line 25 Column i	200,435
Schedule 310A Investments in Common Stock Line 22 Column g	309,329
Schedule 200 Line 16 Column b	509,764

310. NOTES AND REMARKS

		% Ownership
1	ALAMEDA BELT LINE	
	BNSF Railway Company	50.00
	Union Pacific Railroad Company	50.00
		100.00
2	BELT RAILWAY COMPANY OF CHICAGO, THE	
	CSX Transportation, Inc.	25.00
	Norfolk Southern Company	25.00
	BNSF Railway Company	16.67
	Grand Trunk Western Railroad Illinois Central Railroad Company	16.67
	Soo Line Railroad Company	8.33
	Union Pacific Railroad Company	8.33
		100.00

5,198 shares are held by U.S. Bank, N.A., Trustee, as collateral under the BNI Consolidated Mortgage.

3	CENTRAL CALIFORNIA TRACTION COMPANY	
	Union Pacific Railroad Company	66.67
	BNSF Railway Company	33.33
		100.00
4	HOUSTON BELT & TERMINAL RAILWAY COMPANY	
	BNSF Railway Company	50.00
	Union Pacific Railroad Company	50.00
		100.00

121 shares are held by U.S. Bank, N.A., Trustee, as collateral under the BNI Consolidated Mortgage.

5	KANSAS CITY TERMINAL RAILWAY COMPANY	
	Union Pacific Railroad Company	41.67
	BNSF Railway Company	25.00
	Kansas City Southern Railway Company	16.67
	Dakota, Minnesota and Eastern Railroad	8.33
	Norfolk Southern Railway Company	8.33
		100.00

5,485 shares are held by UMB of Kansas City, Missouri, Trustee, under Stock Trust Agreement dated June 12, 1909, and 5 shares are held by U.S. Bank, N.A., Trustee, as collateral under the BNI Consolidated Mortgage.

6	LONGVIEW SWITCHING COMPANY	
	BNSF Railway Company	50.00
	Union Pacific Railroad Company	50.00
		100.00
7	Meteorcomm, LLC	
	BNSF Communications, Inc. (BNSF Railway Company)	25.00
	Ekanet, Inc. (Union Pacific Railroad Company)	25.00
	CSX Transportation, Inc.	25.00
	NS Spectrum Corporation (Norfolk Southern Company)	25.00
		100.00
8	MT PROPERTIES INC.	
	BNSF Railway Company	43.30
	Union Pacific Railroad Company	42.09
	Soo Line Railroad Company	14.61
		100.00

30,498 shares are subject to the liens of the BNI Consolidated Mortgage and the NP General Lien Mortgage and held as collateral by U.S. Bank, N.A., Trustee.

310. NOTES AND REMARKS

		% Ownership
9	OAKLAND TERMINAL RAILWAY	
	BNSF Railway Company	50.00
	Union Pacific Railroad Company	50.00
		100.00
10	PADUCAH & ILLINOIS RAILROAD COMPANY	
	BNSF Railway Company	33.34
	Paducah & Louisville Railroad Company	33.33
	Canadian National Railroad Company	33.33
		100.00
	33 1/3 shares are held by U.S. Bank, N.A., Trustee, as collateral under the BNI Consolidated Mortgage.	
11	PORTLAND TERMINAL RAILROAD COMPANY	
	Union Pacific Railroad Company	60.00
	BNSF Railway Company	40.00
		100.00
12	PTC 220, LLC	
	BNSF Spectrum, Inc. (BNSF Railway Company)	14.29
	Ekanet, Inc. (Union Pacific Railroad Company)	14.28
	CSX Intellectual Properties Corp. (CSX Transportation, Inc.)	14.29
	NS Spectrum Corporation (Norfolk Southern Company)	14.28
	GTC Spectrum(Canadian National Railway Company)	14.29
	Canadian Pacific Railway Company	14.28
	KSC Spectrum (Kansas City Southern Railway Company)	14.29
		100.00
13	ST JOSEPH TERMINAL RAILROAD COMPANY	
	BNSF Railway Company	50.00
	Union Pacific Railroad Company	50.00
		100.00
14	SUNSET RAILWAY COMPANY	
	BNSF Railway Company	50.00
	Union Pacific Railroad Company	50.00
		100.00
15	TERMINAL RAILROAD ASSOCIATION OF ST. LOUIS	
	Union Pacific Railroad Company	42.84
	CSX Transportation, Inc.	14.29
	Illinois Central Railroad Company	14.29
	BNSF Railway Company	14.29
	Norfolk Southern Railway Company	14.29
		100.00
	2,058 shares are held by U.S. Bank, N.A., Trustee, as collateral under the BNI Consolidated Mortgage.	
16	TEXAS CITY TERMINAL RAILWAY COMPANY	
	Union Pacific Railroad Company	66.60
	BNSF Railway Company	33.30
	Texas City Terminal Railway Company	0.10
		100.00
17	TTX COMPANY	
	Union Pacific Railroad Company	36.79
	CSX Transportation, Inc.	19.65
	Norfolk Southern Railway Company	19.65
	BNSF Railway Company	17.30
	Canadian National Railway Company	3.15
	Canadian Pacific Limited	1.57
	Pan Am Railways	0.63
	Kansas City Southern Railway Company	0.63
	FXE Railroad	0.63
		100.00
	250 voting shares are held by TTX Company	

310. NOTES AND REMARKS

		% Ownership
18	WICHITA UNION TERMINAL RAILWAY COMPANY	
	BNSF Railway Company	66.67
	Union Pacific Railroad Company	33.33
		100.00
19	RAILMARKETPLACE.COM, INC.	
	BNSF Railway Company	18.85
	Canadian National Railway Company	18.85
	Canadian Pacific Railway Company	18.85
	CSX Transportation, Inc.	18.85
	Union Pacific Railroad Company	18.85
	GE Information Services, Inc.	5.75
		100.00
20	MONTAUK SYNFUELS, LLC	
	BNSF Railway Company	50.00
	Montauk Energy Capital, Inc.	50.00
		100.00
21	KINDER MORGAN ENERGY PARTNERS L.P.	
	BNSF Railway Company	0.50
	Various	99.50
		100.00
22	TONGUE RIVER HOLDING COMPANY, LLC	
	BNSF Railway Company	38.29
	Arch Coal, Inc.	38.29
	TRR Financing, LLC	23.42
		100.00

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310A. INVESTMENTS IN COMMON STOCK OF AFFILIATED COMPANIES

(Dollars in Thousands)

Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stock included in Account 721, Investments and Advances Affiliated Companies.
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., 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 (a)	Balance at beginning of year (b)	Adjustments 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)	Line No.
	Carriers: (List specifics for each company)							
1	Alameda Belt Line	(3,390)					(3,390)	1
2	Central California Traction Company	(2,984)		(1,312)			(4,296)	2
3	Houston Belt & Terminal Railway Company	(19,581)		(2,482)			(22,063)	3
4	Kansas City Terminal Railway Company	(4,732)	82	70			(4,580)	4
5	Longview Switching Company	(63)					(63)	5
6	MT Properties Inc.	1,131		(117)			1,014	6
7	Oakland Terminal Railway	(1,956)					(1,956)	7
8	Paducah & Illinois Railroad Company	(24)		15			(9)	8
9	Portland Terminal Railroad Company	(811)		(14)			(825)	9
10	St. Joseph Terminal Railroad Company	(366)					(366)	10
11	Sunset Railway Company	54		5			59	11
12	Texas City Terminal Railway Company	18,800	35	2,019			20,854	12
13	TTX Company	336,551	4,248	16,978			357,777	13
14	Wichita Union Terminal Railway Company	(641)		(151)			(792)	14
15	TOTAL CARRIERS	321,988	4,365	15,011			341,364	15
16								16
	Noncarriers: (List specifics for each company)							
17	Meteorcomm, LLC	(20,117)		(6,444)			(26,561)	17
18	PTC 220, LLC	(4,338)		(439)			(4,777)	18
19	Tongue River Holding Company, LLC	(480)		(217)			(697)	19
20	TOTAL NONCARRIERS	(24,935)		(7,100)			(32,035)	20
21								21
22	TOTAL INVESTMENTS IN COMMON STOCK	297,053	4,365	7,911			309,329	22
23								23
24								24

Note: Column (d) reflects equity in undistributed earnings (losses) during the year net of approximately $7,000K and $215K in dividends received from Texas City Terminal Railway Company and MT Properties Inc., respectively.

Reconciliation of Equity Earnings to Schedule 210 Results of Operations

Equity in Undistributed Earnings Line 22 Column d	$	7,911
Plus: Purchase price adjustment phase-in		444
Schedule 210 Line 26 Column b	$	8,355

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330

1. Give particulars of balances at the beginning and close of the year and of all changes during the year in Account No. 731, Road and Equipment Property" and Account No. 732, "Improvements on Leased Property" classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. The balances, by primary accounts, should, insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (g) should be the net of the amounts in columns (c) through (f). Column (h) is the aggregate of columns (b) through (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of Accounts 731 and 732 for the respective periods; if not, a full explanation should be made in a footnote.

2. In column (c), show disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, and for the extension of old lines, as provided for in Instruction 2-1, :Items to be charged" in the Uniform System of Accounts for Railroad Companies for such items.

3. In column (d), show the cost of a railway or portion thereof, acquired as an operating entity or system by purchase, merger, consolidation, reorganization, receivership sale or transfer, or otherwise.

4. Columns (c) and (e) should include all entries covering expenditures for additions and betterments, as defined, whether or not replacing other property.

5. All credits representing property sold, abandoned, or otherwise retires should be shown in column (f).

6. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in the column in which the item was initially included. Also, the transfer of prior years' debits or credits from investment in road and equipment to operating expenses or other accounts, or vice versa, should be included in the column applicable to current items of like nature. Each such transfer, adjustment, or clearance should be fully explained when in excess of $100,000.

7. If during the year an individual charge of $100,000 or more was made to Account No. 2, "Land for Transportation Purposes," state the cost, location, area, and other details which will identify the property in a footnote.

8. Report on line 29, amounts not included in the primary road accounts. The items reported should be briefly identified and explained under Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Board 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 Board.

9. If during the year a segment of transportation property was acquired, state in a footnote the name of the vendor, the mileage acquired, and the date of acquisition, giving location and cost of the property to the respondent. Also furnish a statement of the amount included in each primary account representing such property acquired, referring to the column or columns in which the entries appear.

10. If an amount of less than $5,000 is used as the minimum for additions and betterments to property investment accounts as provided for in Instruction 2-2 of the Uniform System of Accounts for Railroad Companies, state the amount used in a footnote.

NOTES AND REMARKS

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT

(Dollars in Thousands)

Line No.	Cross No.	Account (a)	Balance at Beginning of year (b)	Expenditures during the year for original road & equipment & road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)	Line No.
1	2	(2) Land for transportation purposes	3,966,565			1
2	3	(3) Grading	6,757,982			2
3	4	(4) Other right-of-way expenditures	44,867			3
4	5	(5) Tunnels and subways	311,811			4
5	6	(6) Bridges, trestles and culverts	3,331,810			5
6	7	(7) Elevated structures				6
7	8	(8) Ties	5,376,204			7
8	9	(9) Rail and other track material	11,400,846			8
9	11	(11) Ballast	4,151,305			9
10	13	(13) Fences, snowsheds and signs	95,454			10
11	16	(16) Station and office buildings	568,242			11
12	17	(17) Roadway buildings	46,494			12
13	18	(18) Water stations	12,603			13
14	19	(19) Fuel stations	410,418			14
15	20	(20) Shops and enginehouses	619,262			15
16	22	(22) Storage warehouses				16
17	23	(23) Wharves and docks	15,925			17
18	24	(24) Coal and ore wharves	29,422			18
19	25	(25) TOFC/COFC terminals	1,410,966			19
20	26	(26) Communications systems	864,474			20
21	27	(27) Signals and interlockers	2,535,128			21
22	29	(29) Power plants	2,050			22
23	31	(31) Power transmission systems	48,098			23
24	35	(35) Miscellaneous structures	37,371			24
25	37	(37) Roadway machines	658,807			25
26	39	(39) Public improvements - construction	623,805			26
27	44	(44) Shop machinery	237,236			27
28	45	(45) Power plant machinery	1,752			28
29		Other lease/rentals				29
30		TOTAL EXPENDITURES FOR ROAD	43,558,897			30
31	52	(52) Locomotives	6,522,399			31
32	53	(53) Freight train cars	1,829,279			32
33	54	(54) Passenger train cars				33
34	55	(55) Highway revenue equipment	10,051			34
35	56	(56) Floating equipment				35
36	57	(57) Work equipment	372,978			36
37	58	(58) Miscellaneous equipment	301,381			37
38	59	(59) Computer systems & word processing equipment	1,168,718			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	10,204,806			39
40	76	(76) Interest during construction				40
41	80	(80) Other elements of investment				41
42	90	(90) Construction work in progress	974,464			42
43		GRAND TOTAL	54,738,167			43

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT - (Continued)

(Dollars in Thousands)

Line No.	Cross No.	Expenditures for additions during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
1	2	14,957	3,361	11,596	3,978,161	1
2	3	208,254	4,795	203,459	6,961,441	2
3	4	3,385	33	3,352	48,219	3
4	5	888	(2)	890	312,701	4
5	6	141,369	2,769	138,600	3,470,410	5
6	7					6
7	8	541,456	241,073	300,383	5,676,587	7
8	9	976,189	314,289	661,900	12,062,746	8
9	11	488,931	199,991	288,940	4,440,245	9
10	13	3,928	163	3,765	99,219	10
11	16	18,767	299	18,468	586,710	11
12	17	75	(5)	80	46,574	12
13	18	19		19	12,622	13
14	19	11,677	1,037	10,640	421,058	14
15	20	19,298	(4)	19,302	638,564	15
16	22					16
17	23	512		512	16,437	17
18	24	21,607		21,607	51,029	18
19	25	67,135	1,993	65,142	1,476,108	19
20	26	28,040	614	27,426	891,900	20
21	27	338,706	(40,132)	378,838	2,913,966	21
22	29				2,050	22
23	31	8,155	491	7,664	55,762	23
24	35	280	(1)	281	37,652	24
25	37	76,081	7,972	68,109	726,916	25
26	39	34,065	5,047	29,018	652,823	26
27	44	10,607	(6)	10,613	247,849	27
28	45		50	(50)	1,702	28
29						29
30		3,014,381	743,827	2,270,554	45,829,451	30
31	52	1,448,108	107,714	1,340,394	7,862,793	31
32	53	215,547	20,050	195,497	2,024,776	32
33	54					33
34	55	5,516	6,335	(819)	9,232	34
35	56					35
36	57	30,744	605	30,139	403,117	36
37	58	106,666	65,148	41,518	342,899	37
38	59	148,409	(24,323)	172,732	1,341,450	38
39		1,954,990	175,529	1,779,461	11,984,267	39
40	76					40
41	80					41
42	90	319,955		319,955	1,294,419	42
43		5,289,326	919,356	4,369,970	59,108,137	43

332. DEPRECIATION BASE AND RATES - ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

(Dollars in Thousands)

1. Show in columns (b) and (e), for each primary account, the depreciation base used to compute depreciation charges for the month of January, and in columns (c) and (f), the depreciation charges for the month of December. In columns (d) and (g) show the composite rates used in computing depreciation charges for December, and on lines 30 and 39 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December, and dividing that total by the total depreciation base for the same month. The depreciation base should not include cost of equipment used, but not owned, when the rents are included in rent for equipment and account nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment, accounts nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00., inclusive. Composite rates used should be those prescribed or authorized by the Board, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give particulars in a footnote.

2. All leased property may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.

3. Show in columns (e), (f), and (g) data applicable to lessor property, when the rent therefore is included in accounts nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

4. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for discontinuance of accruals should be shown in a footnote, indicating the effected account(s).

5. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.

Line No.	Account (a)	OWNED AND USED Depreciation Base At beginning of year (b)	OWNED AND USED Depreciation Base At close of year (c)	OWNED AND USED Annual composite rate % (d)	LEASED FROM OTHERS Depreciation Base At beginning of year (e)	LEASED FROM OTHERS Depreciation Base At close of year (f)	LEASED FROM OTHERS Annual composite rate % (g)	Line No.
	ROAD							
1	(3) Grading	6,757,982	6,961,441	1.05%				1
2	(4) Other right-of-way expenditures	44,867	48,219	2.86%				2
3	(5) Tunnels and subways	311,811	312,701	1.05%				3
4	(6) Bridges, trestles and culverts	3,331,810	3,470,410	1.39%				4
5	(7) Elevated structures	-	-					5
6	(8) Ties	5,376,204	5,676,587	3.70%	TOTAL ROAD AND			6
7	(9) Rail and other track material	11,400,846	12,062,746	3.02%				7
8	(11) Ballast	4,151,305	4,440,245	3.85%	EQUIPMENT LEASED FROM			8
9	(13) Fences, snowsheds and signs	95,454	99,219	1.43%				9
10	(16) Station and office buildings	568,242	586,710	2.90%	OTHERS IS LESS THAN 5%			10
11	(17) Roadway buildings	46,494	46,574	4.15%				11
12	(18) Water stations	12,603	12,622	2.56%	OF TOTAL OWNED			12
13	(19) Fuel stations	410,418	421,058	3.45%				13
14	(20) Shops and enginehouses	619,262	638,564	2.17%				14
15	(22) Storage warehouses	-	-					15
16	(23) Wharves and docks	15,925	16,437	2.22%				16
17	(24) Coal and ore wharves	29,422	51,029	2.00%				17
18	(25) TOFC/COFC terminals	1,410,966	1,476,108	3.11%				18
19	(26) Communications systems	864,474	891,900	5.54%				19
20	(27) Signals and interlockers	2,535,128	2,913,966	3.86%				20
21	(29) Power plants	2,050	2,050	2.94%				21
22	(31) Power transmission systems	48,098	55,762	2.27%				22
23	(35) Miscellaneous structures	37,371	37,652	2.56%				23
24	(37) Roadway machines	658,807	726,916	5.88%				24
25	(39) Public improvements - construction	623,805	652,823	2.22%				25
26	(44) Shop machinery	237,236	247,849	3.33%				26
27	(45) Power plant machinery	1,752	1,702	4.76%				27
28	All other road accounts							28
29	Amortization (other than def. projects)							29
30	TOTAL ROAD	39,592,332	41,851,290	3.19%				30
	EQUIPMENT							
31	(52) Locomotives	6,522,399	7,862,793	5.52%				31
32	(53) Freight train cars	1,829,279	2,024,776	3.19%				32
33	(54) Passenger train cars	-	-					33
34	(55) Highway revenue equipment	10,051	9,232	9.00%				34
35	(56) Floating equipment	-	-					35
36	(57) Work equipment	372,978	403,117	2.39%				36
37	(58) Miscellaneous equipment	301,381	342,899	7.60%				37
38	(59) Computer systems & WP equipment	1,168,718	1,341,450	11.68%				38
39	TOTAL EQUIPMENT	10,204,806	11,984,267	5.45%				39
40	GRAND TOTAL	49,797,138	53,835,557	N/A			NA	40

335. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT OWNED AND USED

(Dollars in Thousands)

1. Disclose the required information regarding credits and debits to Account No. 735, "Accumulated Depreciation: Road and Equipment Property." during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and "Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" accounts and "Other Rents - Debit - Equipment" accounts. (See Schedule 351 for accumulated depreciation to road and equipment owned and leased to others.)

2. If any data are included in columns (d) or (f), explain the entries in detail.

3. A debit balance in columns (b) or (g) for any primary account should be designated "Dr."

4. If there is any inconsistency between credits to reserves as shown in column (c) and charges to operating expenses, a full explanation should be given.

5. Include authorized amortization amounts in column (c) on the lines for the affected accounts.

Notes and Remarks

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year: Charges to operating expenses (c)	CREDITS TO RESERVE During the year: Other credits (d)	DEBITS TO RESERVE During the year: Retirements (e)	DEBITS TO RESERVE During the year: Other debits (f)	Balance at close of year (g)	Line No.
		ROAD							
1	3	(3) Grading	409,947	73,189	-	4,238	-	478,898	1
2	4	(4) Other right-of-way expenditures	7,891	1,424	-	37	-	9,278	2
3	5	(5) Tunnels and subways	34,526	5,056	-	(2)	-	39,584	3
4	6	(6) Bridges, trestles and culverts	331,021	56,106	-	2,855	-	384,272	4
5	7	(7) Elevated structures	-	-	-	-	-	-	5
6	8	(8) Ties	828,018	240,383	1,755	227,483	-	842,673	6
7	9	(9) Rail and other track material	2,016,709	410,241	3,511	301,934	-	2,128,527	7
8	11	(11) Ballast	370,886	184,811	1,582	200,357	-	356,922	8
9	13	(13) Fences, snowsheds and signs	11,154	1,543	-	163	-	12,534	9
10	16	(16) Station and office buildings	190,812	12,017	5,716	258	-	208,287	10
11	17	(17) Roadway buildings	21,048	1,418	678	(5)	-	23,149	11
12	18	(18) Water stations	3,438	469	-	-	-	3,907	12
13	19	(19) Fuel stations	97,955	14,652	-	1,083	-	111,524	13
14	20	(20) Shops and enginehouses	144,117	14,080	1,126	(4)	-	159,327	14
15	22	(22) Storage warehouses	-	-	-	-	-	-	15
16	23	(23) Wharves and docks	1,693	370	-	-	-	2,063	16
17	24	(24) Coal and ore wharves	4,831	956	-	-	-	5,787	17
18	25	(25) TOFC/COFC terminals	313,882	47,071	-	4,807	-	356,146	18
19	26	(26) Communications systems	342,213	31,656	15,070	677	-	388,262	19
20	27	(27) Signals and interlockers	176,101	56,265	-	(40,095)	-	272,461	20
21	29	(29) Power plants	1,604	47	-	-	-	1,651	21
22	31	(31) Power transmission systems	9,436	1,407	-	491	-	10,352	22
23	35	(35) Miscellaneous structures	18,710	1,456	-	(1)	-	20,167	23
24	37	(37) Roadway machines	187,527	27,906	13,284	8,076	-	220,641	24
25	39	(39) Public improvements - const.	73,556	15,914	-	4,916	-	84,554	25
26	44	(44) Shop machinery	89,025	8,681	695	96	-	98,305	26
27	45	(45) Power plant machinery	(580)	(133)	-	53	-	(766)	27
28		All other road accounts	-	-	-	-	-	-	28
29		Amortization (adjustments)	-	-	-	-	-	-	29
30		TOTAL ROAD	5,685,520	1,206,985	43,417	717,417	-	6,218,505	30
		EQUIPMENT							
31	52	(52) Locomotives	2,037,034	505,536	2,064	108,784	-	2,435,850	31
32	53	(53) Freight train cars	337,443	81,604	-	14,192	-	404,855	32
33	54	(54) Passenger train cars	-	-	-	-	-	-	33
34	55	(55) Highway revenue equipment	3,905	272	-	6,207	-	(2,030)	34
35	56	(56) Floating equipment	-	-	-	-	-	-	35
36	57	(57) Work equipment	72,085	7,500	2,510	353	-	81,742	36
37	58	(58) Miscellaneous equipment	93,900	23,867	7,982	64,564	-	61,185	37
38	59	(59) Computer systems & WP equip.	737,534	158,780	53,115	(25,537)	-	974,966	38
39		Amortization (adjustments)	-	-	-	-	-	-	39
40		TOTAL EQUIPMENT	3,281,901	777,559	65,671	168,563	-	3,956,568	40
41		GRAND TOTAL	8,967,421	1,984,544	109,088	885,980	-	10,175,073	41

NOTE: Credits in Column (d) represent transfers from depreciation expense to inventory and capital accounts to recognize allocated overhead costs.

339. ACCRUED LIABILITY - LEASED PROPERTY

(Dollars in Thousands)

1. Disclose the required information relating to credits and debits of Account 772, "Accrued Liability Leased Property," during the year concerning road and equipment leased from others.

2. In column (c), enter amounts charged to operating expenses. In column (e), enter debits to accounts arising from retirements. In column (f), enter amounts paid to lessor.

3. Any inconsistencies between credits to account, charges to operating expenses, and payment to lessors should be fully explained.

4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.

5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to Account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses, and in column (f) show payments made to the lessor in settlement thereof.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snowsheds and signs							9
10		(16) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations		N/A BASED ON 5% RULE					13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communications systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements - const.							25
26		(44) Shop machinery *							26
27		(45) Power plant machinery							27
28		All other road accounts							28
29		Amortization (adjustments)							29
30		TOTAL ROAD							30
		EQUIPMENT							
31		(52) Locomotives							31
32		(53) Freight train cars							32
33		(54) Passenger train cars							33
34		(55) Highway revenue equipment							34
35		(56) Floating equipment							35
36		(57) Work equipment							36
37		(58) Miscellaneous equipment							37
38		(59) Computer systems & WP equip.							38
39		Amortization (adjustments)							39
40		TOTAL EQUIPMENT							40
41			N/A					N/A	41

* To be reported with equipment expenses rather than W&S expenses.

340. DEPRECIATION BASE AND RATES-IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS
(Dollars in Thousands)

1. Show in column (b) for each primary account the depreciation base used in computing the depreciation charges for the month of January, and in column (c) show the depreciation base used in computing the depreciation charges for the month of December, in column (d) show the composite rates used in computing the depreciation charges for the month of December, and on lines 30 and 40 of these columns show the composite percentage of all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. This schedule should include only improvements to leased property charged to Account 732, "Improvements on Leased Property." The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of authorized rates. If any charges in rates were effective during the year, give full particulars in a footnote.

2. All improvements to leased properties may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.

3. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) affected.

4. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 41, Grand Total, should be completed.

Line No.	Account (a)	Depreciation base: At beginning of year (b)	Depreciation base: At close of year (c)	Annual composite rate (percent) (d)	Line No.
	ROAD				
1	(3) Grading				1
2	(4) Other right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles, and culverts				4
5	(7) Elevated structures				5
6	(8) Ties				6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings				10
11	(17) Roadway buildings				11
12	(18) Water stations	N/A BASED ON 5% RULE			12
13	(19) Fuel stations				13
14	(20) Shops and enginehouses				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements - Construction				25
26	(44) Shop machinery *				26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	Amortization (Adjustments)				29
30	TOTAL ROAD				30
	EQUIPMENT				
31	(52) Locomotives				31
32	(53) Freight-train cars				32
33	(54) Passenger-train cars				33
34	(55) Highway revenue equipment				34
35	(56) Floating equipment				35
36	(57) Work equipment				36
37	(58) Miscellaneous equipment				37
38	(59) Computer systems and word processing equip.				38
39	Amortization Adjustments				39
40	TOTAL EQUIPMENT				40
41	GRAND TOTAL	123,975	129,394		41

*To be reported with equipment expenses rather than W&S expenses.

342. ACCUMULATED DEPRECIATION - IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS

(Dollars in Thousands)

1. Enter the required information concerning debits and credits to Account 733, "Accumulated Depreciation - Improvements on Leased Property," during the year relating to improvements made to road and equipment property leased from others, the depreciation charges for which are included in operating expenses of the respondent.

2. If any entries are made for column (d) "Other credits" or column (f) "Other debits," state the facts occasioning such entries on page 39. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

3. Any inconsistency between credits to the reserve as shown in column (c) and charges to operating expenses should be fully explained on page 39.

4. Show in column (e) the debits to the reserve arising from retirements. These debits should not exceed investment, etc.

5. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year: Charges to operating expenses (c)	CREDITS TO RESERVE During the year: Other credits (d)	DEBITS TO RESERVE During the year: Retirements (e)	DEBITS TO RESERVE During the year: Other debits (f)	Balance at close of year (g)	Line No.
		ROAD							
1		(3) Grading							1
2		(4) Other right-of-way expenditures							2
3		(5) Tunnels and subways	TOTAL IMPROVEMENTS TO ROAD LEASED FROM OTHERS IS LESS THAN 5%						3
4		(6) Bridges, trestles and culverts	OF TOTAL ROAD OWNED						4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snowsheds and signs							9
10		(16) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communications systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements - const.							25
26		(44) Shop machinery *							26
27		(45) Power plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD							29
		EQUIPMENT							
30		(52) Locomotives							30
31		(53) Freight train cars	TOTAL IMPROVEMENTS TO EQUIPMENT LEASED FROM OTHERS IS LESS THAN						31
32		(54) Passenger train cars	5% OF TOTAL EQUIPMENT OWNED						32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		(59) Computer systems & WP equip.							37
38		TOTAL EQUIPMENT							38
39		GRAND TOTAL	42,287	8,012	200	2,246		48,253	39

* To be reported with equipment expenses rather than W&S expenses.

NOTES AND REMARKS FOR SCHEDULE 342

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350. DEPRECIATION BASE AND RATES - ROAD AND EQUIPMENT LEASED TO OTHERS

(Dollars in Thousands)

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in Accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.

2. Show in columns (b) and (c), for each primary account, the depreciation base used in computing the depreciation for the months of January and December, respectively, with respect to road and equipment owned by the respondent but leased to others, the depreciation charges for which are not included in operating expenses of the respondent, but for which the depreciation reserve is recorded in the accounts of the respondent. If the base for road is other than the original cost or estimated original cost as found by the Board's Office of Economic and Environmental Analysis, brought to a current date by the respondent from its Order No. 3 records and accounts, or is other than ledger value for equipment, a full explanation should be given.

3. In column (d) show the composite rates used to compute depreciation for December, and on lines 29 and 38 of this column show the composite percentage of all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used to compute depreciation for December and dividing the total also computed by the depreciation base.

4. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for discontinuance of accruals should be shown in a footnote, indicating the effected account(s).

5. Disclosures in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased to others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

Line No.	Account (a)	Depreciation Base: Beginning of year (b)	Depreciation Base: Close of year (c)	Annual composite rate (percent) (d)	Line No.
	ROAD				
1	(3) Grading	ALL DEPRECIATION EXPENSE FOR OWNED ROAD AND			1
2	(4) Other right-of-way expenditures	EQUIPMENT LEASED TO OTHERS IS RECORDED IN BNSF'S			2
3	(5) Tunnels and subways	OPERATING EXPENSE AND TOTAL ROAD AND EQUIPMENT			3
4	(6) Bridges, trestles and culverts	LEASED TO OTHERS IS LESS THAN 5% OF TOTAL OWNED			4
5	(7) Elevated structures	ROAD AND EQUIPMENT.			5
6	(8) Ties				6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snowsheds and signs				9
10	(16) Station and office buildings				10
11	(17) Roadway buildings				11
12	(18) Water stations				12
13	(19) Fuel stations				13
14	(20) Shops and enginehouses				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communications systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements - const.				25
26	(44) Shop machinery *				26
27	(45) Power plant machinery				27
28	All other road accounts				28
29	TOTAL ROAD				29
	EQUIPMENT				
30	(52) Locomotives				30
31	(53) Freight train cars				31
32	(54) Passenger train cars				32
33	(55) Highway revenue equipment				33
34	(56) Floating equipment				34
35	(57) Work equipment				35
36	(58) Miscellaneous equipment				36
37	(59) Computer systems & WP equip.				37
38	TOTAL EQUIPMENT				38
39	GRAND TOTAL	304,261	303,114		39

* To be reported with equipment expenses rather than W&S expenses.

351. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT LEASED TO OTHERS

(Dollars in Thousands)

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in Accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.

2. Disclose credits and debits to Account 735, "Accumulated Depreciation - Road and Equipment Property," during the year relating to road and equipment leased to others, the depreciation charges for which are not included in operating expenses of the respondent. (See Schedule 330 for the reserve relating to road and equipment owned and used by the respondent.

3. If any entries are made for column (d) "Other credits" or column (f) "Other debits," state the facts occasioning such entries on page 39. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

4. Disclosures in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased to others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year: Charges to operating expenses (c)	CREDITS TO RESERVE During the year: Other credits (d)	DEBITS TO RESERVE During the year: Retirements (e)	DEBITS TO RESERVE During the year: Other debits (f)	Balance at close of year (g)	Line No.
		ROAD							
1		(3) Grading							1
2		(4) Other right-of-way expenditures		TOTAL ROAD LEASED TO OTHERS IS LESS THAN 5%					2
3		(5) Tunnels and subways		OF TOTAL ROAD OWNED.					3
4		(6) Bridges, trestles and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snowsheds and signs							9
10		(16) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communications systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements - const.							25
26		(44) Shop machinery *							26
27		(45) Power plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD							29
		EQUIPMENT							
30		(52) Locomotives							30
31		(53) Freight train cars		TOTAL EQUIPMENT LEASED TO OTHERS IS LESS THAN 5%					31
32		(54) Passenger train cars		OF TOTAL EQUIPMENT OWNED.					32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		(59) Computer systems & WP equip.							37
38		TOTAL EQUIPMENT							38
39		GRAND TOTAL	100,800					106,189	39

* To be reported with equipment expenses rather than W&S expenses.

352A. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Company)

(Dollars in Thousands)

1. Disclose the investment in railway property used in transportation service at the close of the year. This investment represents the aggregate of property owned or leased by respondent and used in respondent's transportation service. Such property includes (a) investment reported in Accounts 731, "Road and Equipment Property" and 732, "improvements on Leased Property" of respondent, less any 731 or 732 property leased to others for their exclusive use of road, track, or bridges (including equipment or other railway property covered by the contract). Equipment leased to others under separate distinct contracts shall not be deducted from respondent's 731 or 732 property, and (b) the investment of other companies' 731 or 732 property (including operating and lessor railroads) used by respondent when the lease is for exclusive use or control of roads, tracks, or bridges (including equipment or other railway property covered by the contract). This excludes lease equipment from operating railroads under separate distinct contracts and the investment of other carriers in property jointly used by respondent.

2. In column (a), classify each company in this schedule as: "R" for respondent, "L" for lessor railroad, "P" for inactive or proprietary company or "O" for other leased properties.

3. In columns (a) to (e), inclusive, first show the data requested for respondent (R); next show data for companies whose entire properties are used in transportation service of the respondent, divided between lessor (L) and proprietary (P) companies; followed by data for carriers and others (O), portions of whose property are used in transportation service of respondent. Show a total for each class of company in columns (d) and (e). Then show, as deductions. data for transportation property leased to carriers and others.

4. In column (c), line-haul carriers report the miles of road used in line-haul service. Report miles in whole numbers.

5. In column (d), show the amount applicable to Accounts 731 and 732 on the books of companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to deductions made by the owners in their reports. If separate value is not available, an explanation should be provided. Differences between amounts shown in column (d) of this schedule and column (c), line 24, on the asset side of the general balance sheet of each individual railway should be explained in a footnote. Book values included in Accounts 731 and 732 of the owner should be reported in column (d) in reference to the investment of respondent in securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6% or otherwise) value of property of private owners, or portions of property of other carriers, should be explained.

6. In column (e), show the amount of depreciation and amortization accrued as of the close of the year in Accounts 733, 734, 735, 736, and 772, that is applicable to the property of the carriers whose names are listed in column (b), regardless of where reserves therefor are recorded.

Line No.	Class (See (Ins. 2) (a)	Name of company (b)	Miles of road used (See Ins. 4) (whole number) (c)	Investments in property (See Ins. 5) (d)	Depreciation & amortization of defense projects (See Ins. 6) (e)	Line No.
1	R	The Burlington Northern and Santa Fe Railway Company	23,293	59,108,137	10,175,073	1
2						2
3		Add Leased from Others:				3
4	L	Dayton, TX - Yard	***	**	****	4
5	L	Copper City, MT	51	**	****	5
6		Total Leased from Others	51			6
7						7
8		Deduct Leased to Others:				8
9	O	*Timber Rock Railroad (TIBR) - Silsbee, TX Yard; Silsbee to Tenaha, TX	129	58,631	16,985	9
10	O	*Portland & Western Railroad (PNWR) - Salem Yard, Albany Yard, Eugene Yard, Quinaby to Eugene, OR	77	16,326	7,135	10
11	O	*Alabama & Gulf Coast Railway (AGR) - Mobile Yard, AL; Bucks, AL to Mobile, AL; Columbus to Whitbury, MS	27	2,259	775	11
12	O	METRA - Aurora, IL Yard	***	413	109	12
13	O	South Kansas and Oklahoma Railroad (SKOL) - Pittsburg to Cherokee, KS	6	542	38	13
14	O	Burlington Junction (BJRY) - Quincy, IL to Marblehead, IL	6	7,995	4,490	14
15	O	*Southwestern Railroad (SW) - Clovis, NM to Loving, NM; Ricon to Deming, NM; MCC Jct - NMPI; Carlsbad, NM to Eddy Potash	273	38,367	20,221	15
16	O	Kettle Falls International Railway (KFR) - Chewallah, WA to Columbia Gardens, BC & Kettle Falls, WA	83	21,559	6,010	16
17	O	KAW River Railroad (KAW) - Birmingham to Kearney, MO	16	7,899	2,629	17
18	O	Mission Mountain Railroad (MMT) - Columbia Falls to Kalispell, MT	16	1,316	1,246	18
19	O	Northern Lines (NLR)- St. Cloud to East St. Cloud & St. Cloud to Cold Springs, MN	20	323	141	19
20	O	R.J. Corman - Tennessee Yard (Memphis Terminal) and Airport Park	***	45,078	8,641	20
21	O	Dakota Northern Railroad (DNR) - Grafton to Walhalla & Grafton to Glasston, ND	62	4,256	3,412	21
22	O	*Central Washington Railroad - Gibbon, WA to Granger, WA; Yakima to Moxee City, W	40	13,622	2,417	22
23	O	*Industry (INDY) - Reno Jct., WY to Jacobs Jct., WY; Red Oak, IA, Red Cloud, NE	10	3,633	1,791	23
24	O	*Tacoma Rail (TRMW) - Olympia, WA to Belmore, WA, & St. Clair, WA to Quadlok, WA	10	414	168	24
25	O	Minnesota National Guard (MNG) - Little Falls, MN to Camp Riley, MN	8	341	333	25
26	O	Minnesota Commercial Railway Company (MNNR)- E MPLS M&D Jct	10	408	1,005	26
27	O	Nebraska, Kansas & Colorado Railway (NKCR) - Imperial Sub	48	2,118	3,166	27
28	O	Stillwater Central Railroad (SLWC) - Greig, OK to Wheatland, OK	12	2,082	39	28
29	O	Union Pacific Railroad (UP) - Marion to Hulbert, AR	5	400	260	29
30	O	Canadian National (CN) - Fraser River Jct, BC to Vancouver, BC	15	34,987	4,482	30
31	O	Blue Mountain Railroad (BLMR) - Wallula Jct, WA to Zanger, WA	4	265	43	31
32	O	Richmond Pacific Railroad Corporation (RPRC) - Yard	***	31,776	8,216	32
33	O	San Joaquin Valley Railway-SJVR	2	380	5	33
34		Total Leased to Others	879	295,390	93,757	34
35						35
36		Deduct Operated by Others:				36
37	O	Red River Valley & Western Railway (RRVW)	434	7,724	12,432	37
38		Total Operated by Others	434	7,724	12,432	38
39		Net Deductions	(1,262)	(303,114)	(106,189)	39
40		TOTAL	22,031	58,805,023	10,068,884	40

* Lease lines were consolidated to present one line per lessor.
** Investment not available to respondent.
*** Miles of road used not available to respondent.
**** Depreciation not available to respondent.

352B. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Property Account)

(Dollars in Thousands)

1. In columns (b) through (e) give, by primary accounts, the amount of investment at the close of the year in property of respondent and each group or class of companies and properties.

2. The amounts for respondent and for each group or class of companies and properties on line 44 should correspond with the amounts for each class of company and property shown in Schedule 352A. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in this schedule.

3. Report on line 29 amounts representing capitalization of rentals for leased property based on 6% per year where property is not classified by accounts by noncarrier owners, or where the cost of property leased from other carriers is not ascertainable. Identify noncarrier owners, and briefly explain on page 39 the methods of estimating value of property on noncarriers or property of other carriers.

4. Report on line 30 amounts not included in the accounts shown, or on line 29. The items reported should be briefly identified and explained. Also include here those items after permission is obtained from the Board for exceptions to prescribed accounting. Reference to such authority should be made when explaining amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Board.

Line No.	Cross Check	Account (a)	Respondent (b)	Lessor Railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)*	Line No.
1		(2) Land for transportation purposes	3,978,161			(38,269)	1
2		(3) Grading	6,961,441			(13,258)	2
3		(4) Other right-of-way expenditures	48,219			(674)	3
4		(5) Tunnels and subways	312,701			(317)	4
5		(6) Bridges, trestles and culverts	3,470,410			(17,988)	5
6		(7) Elevated structures	-			-	6
7		(8) Ties	5,676,587			(60,899)	7
8		(9) Rail and other track material	12,062,746			(88,457)	8
9		(11) Ballast	4,440,245			(40,238)	9
10		(13) Fences, snowsheds and signs	99,219			(661)	10
11		(16) Station and office buildings	586,710			(6,490)	11
12		(17) Roadway buildings	46,574			(173)	12
13		(18) Water stations	12,622			(6)	13
14		(19) Fuel stations	421,058			(1,468)	14
15		(20) Shops and enginehouses	638,564			(9,981)	15
16		(22) Storage warehouses	-			-	16
17		(23) Wharves and docks	16,437			-	17
18		(24) Coal and ore wharves	51,029			-	18
19		(25) TOFC/COFC terminals	1,476,108			-	19
20		(26) Communications systems	891,900			(4,635)	20
21		(27) Signals and interlockers	2,913,966			(13,151)	21
22		(29) Power plants	2,050			-	22
23		(31) Power transmission systems	55,762			(682)	23
24		(35) Miscellaneous structures	37,652			(128)	24
25		(37) Roadway machines	726,916			-	25
26		(39) Public improvements - construction	652,823			(3,999)	26
27		(44) Shop machinery	247,849			(1,529)	27
28		(45) Power plant machinery	1,702			-	28
29		Leased property (capitalized rentals)					29
30		Other (specify and explain)					30
31		TOTAL ROAD	45,829,451			(303,003)	31
32		(52) Locomotives	7,862,793			-	32
33		(53) Freight train cars	2,024,776			-	33
34		(54) Passenger train cars	-			-	34
35		(55) Highway revenue equipment	9,232			-	35
36		(56) Floating equipment	-			-	36
37		(57) Work equipment	403,117			-	37
38		(58) Miscellaneous equipment	342,899			-	38
39		(59) Computer systems & WP equipment	1,341,450			(111)	39
40		TOTAL EQUIPMENT	11,984,267			(111)	40
41		(76) Interest during construction	-			-	41
42		(80) Other elements of investment	-			-	42
43		(90) Construction work in progress	1,294,419			-	43
44		GRAND TOTAL	59,108,137			(303,114)	44

* Includes property leased to and operated by others.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

Cross Checks

Schedule 410		Schedule 210
Line 620, column (h)	=	Line 14, column (b)
Line 620, column (f)	=	Line 14, column (d)
Line 620, column (g)	=	Line 14, column (e)
		Schedule 414
Line 231, column (f)	=	Line 19, columns (b) through (d)
Line 230, column (f)	=	Line 19, columns (e) through (g)
		Schedule 417
Line 507, column (f)	=	Line 1, column (j)
Line 508, column (f)	=	Line 2, column (j)
Line 509, column (f)	=	Line 3, column (j)
Line 510, column (f)	=	Line 4, column (j)
Line 511, column (f)	=	Line 5, column (j)
Line 512, column (f)	=	Line 6, column (j)
Line 513, column (f)	=	Line 7, column (j)
Line 514, column (f)	=	Line 8, column (j)
Line 515, column (f)	=	Line 9, column (j)
Line 516, column (f)	=	Line 10, column (j)
Line 517, column (f)	=	Line 11, column (j)

Schedule 410		Schedule 412
Lines 136 through 138, column (f)	=	Line 29. column (b)
Lines 118 through 123, and 130 through 135, column (f)	=	Line 29. column (c)
		Schedule 415
Lines 207, 208, 211, 212, column (f)	=	Lines 5, 38, column (f)
Lines 226, 227, column (f)	=	Lines 24, 39, column (f)
Lines 311, 312, 315, 316, column (f)	=	Lines 32, 35, 36, 37, 40, 41, column (f)
		And
		Schedule 414
		Minus line 24, columns (b) through (d) plus line 24, columns (e) through (g)
		Schedule 415
Line 213, column (f)	=	Lines 5, 38, columns (c) and (d)
Line 232, column (f)	=	Lines 24, 39, columns (c) and (d)
Line 317, column (f)	=	Lines 32, 35, 36, 37, 40, 41, columns (c) and (d)
Line 202, 203, 216, column (f) , equal to or greater than, but variance cannot exceed line 216, column (f)		Lines 5, 38, column (b)
Lines 221, 222, 235, column (f), equal to or greater than, but variance cannot exceed line 235, column (f)		Lines 24, 39, column (b)
Lines 302 through 307 and 320, column (f) equal to or greater than, but variance cannot exceed line 320, column (f)		Lines 32, 35, 36, 37, 40, 41, column (b)

410. RAILWAY OPERATING EXPENSES
(Dollars in Thousands)

State the railway operating expenses on respondent's road for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies, and allocate the common operating expenses in accordance with the Board's rules governing the separation of such expenses between freight and passenger services.

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		WAYS & STRUCTURES								
		ADMINISTRATION								
1		Track	99,515	18,423	16,397	26,328	160,663		160,663	1
2		Bridge & building	24,471	4,531	4,031	6,474	39,507		39,507	2
3		Signal	22,840	4,229	3,763	6,042	36,874		36,874	3
4		Communication	6,527	1,207	1,076	1,728	10,538		10,538	4
5		Other	9,790	1,813	1,612	2,590	15,805		15,805	5
		REPAIRS AND MAINTENANCE								
6		Roadway - running	48,131	381	27,125	900	76,537		76,537	6
7		Roadway - switching	12,788	101	7,210	239	20,338		20,338	7
8		Tunnels & subways - running			159		159		159	8
9		Tunnels & subways - switching			42		42		42	9
10		Bridges & culverts - running	18,583	920	11,751	3,102	34,356		34,356	10
11		Bridges & culverts - switching	4,933	244	3,123	824	9,124		9,124	11
12		Ties - running	5,953	686	1,138	550	8,327		8,327	12
13		Ties - switching	1,578	182	293	145	2,198		2,198	13
14		Rail & other track material - running	111,916	31,318	63,415	13,599	220,248		220,248	14
15		Rail & other track material - switching	29,749	8,325	16,867	3,616	58,557		58,557	15
16		Ballast - running	1,096	581	9,520	1,481	12,678		12,678	16
17		Ballast - switching	296	153	2,530	394	3,373		3,373	17
18		Road property damaged - running								18
19		Road property damaged - switching								19
20		Road property damaged - other								20
21		Signals & interlockers - running	48,053	13,384	22,098	3,296	86,831		86,831	21
22		Signals & interlockers - switching	12,772	3,558	5,874	876	23,080		23,080	22
23		Communications systems	22,848	12,015	(4,507)	3	30,359		30,359	23
24		Power systems	94	229	875		1,198		1,198	24
25		Highway grade crossings - running	1,297	20	631		1,948		1,948	25
26		Highway grade crossings - switching	345	5	168		518		518	26
27		Station & office buildings	337	254	34,622	9	35,222		35,222	27
28		Shop buildings - locomotives	1,856	2,186	8,531		12,573		12,573	28
29		Shop buildings - freight cars	428	504	1,968		2,900	N/A	2,900	29
30		Shop buildings - other equipment	2,474	2,915	11,373		16,762		16,762	30

410. RAILWAY OPERATING EXPENSES - (Continued)
(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		REPAIRS AND MAINTENANCE - (Continued)								
101		Locomotive servicing facilities	1,063	309	6,998		8,370		8,370	101
102		Miscellaneous buildings & structures	7,496	1,267	3,343	11	12,117		12,117	102
103		Coal terminals						N/A		103
104		Ore terminals	243	17	689		949	N/A	949	104
105		Other marine terminals	4,155	1,261			5,416	N/A	5,416	105
106		TOFC/COFC terminals		924	1,203		2,127	N/A	2,127	106
107		Motor vehicle loading & distribution facilities						N/A		107
108		Facilities for other specialized service operations						N/A		108
109		Roadway machines	4,349	31,593	6,779	1	42,722		42,722	109
110		Small tools & supplies		42,839	8,781	6,097	57,717		57,717	110
111		Snow removal	13,606	672	2,731	1,288	18,297		18,297	111
112		Fringe benefits - running	N/A	N/A	N/A	132,510	132,510		132,510	112
113		Fringe benefits - switching	N/A	N/A	N/A	35,461	35,461		35,461	113
114		Fringe benefits - other	N/A	N/A	N/A	18,664	18,664		18,664	114
115		Casualties & insurance - running	N/A	N/A	N/A	8,902	8,902		8,902	115
116		Casualties & insurance - switching	N/A	N/A	N/A	2,292	2,292		2,292	116
117		Casualties & insurance - other	N/A	N/A	N/A	2,292	2,292		2,292	117
118	*	Lease rentals - debit -running	N/A	N/A	1,452	N/A	1,452		1,452	118
119	*	Lease rentals - debit -switching	N/A	N/A	386	N/A	386		386	119
120	*	Lease rentals - debit -other	N/A	N/A		N/A				120
121	*	Lease rentals - (credit) - running	N/A	N/A		N/A				121
122	*	Lease rentals - (credit) - switching	N/A	N/A		N/A				122
123	*	Lease rentals - (credit) - other	N/A	N/A		N/A				123
124		Joint facility rent - debit - running	N/A	N/A	6,606	N/A	6,606		6,606	124
125		Joint facility rent - debit - switching	N/A	N/A	508	N/A	508		508	125
126		Joint facility rent - debit - other	N/A	N/A	145	N/A	145		145	126
127		Joint facility rent - (credit) - running	N/A	N/A	(14,066)	N/A	(14,066)		(14,066)	127
128		Joint facility rent - (credit) - switching	N/A	N/A	(1,293)	N/A	(1,293)		(1,293)	128
129		Joint facility rent - (credit) - other	N/A	N/A	(808)	N/A	(808)		(808)	129
130	*	Other rents - debit - running	N/A	N/A		N/A				130
131	*	Other rents - debit - switching	N/A	N/A		N/A				131
132	*	Other rents - debit - other	N/A	N/A		N/A				132
133	*	Other rents - (credit) - running	N/A	N/A		N/A				133

410. RAILWAY OPERATING EXPENSES - (Continued)
(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		REPAIRS AND MAINTENANCE - (Continued)								
134	*	Other rents - (credit) - switching	N/A	N/A		N/A				134
135	*	Other rents - (credit) - other	N/A	N/A		N/A				135
136	*	Depreciation - running	N/A	N/A		656,253	656,253		656,253	136
137	*	Depreciation - switching	N/A	N/A		174,449	174,449		174,449	137
138	*	Depreciation - other	N/A	N/A		358,141	358,141		358,141	138
139		Joint facility - debit - running	N/A	N/A	134,839	N/A	134,839		134,839	139
140		Joint facility - debit - switching	N/A	N/A	52,476	N/A	52,476		52,476	140
141		Joint facility - debit - other	N/A	N/A		N/A				141
142		Joint facility - (credit) - running	N/A	N/A	(88,918)	N/A	(88,918)		(88,918)	142
143		Joint facility - (credit) - switching	N/A	N/A	(9,999)	N/A	(9,999)		(9,999)	143
144		Joint facility - (credit) - other	N/A	N/A		N/A				144
145		Dismantling retired road property - running								145
146		Dismantling retired road property - switching								146
147		Dismantling retired road property - other								147
148		Other - running	49	209	5,949	1,955	8,162		8,162	148
149		Other - switching	18	56	1,592	523	2,189		2,189	149
150		Other - other	3	285	1,168	307	1,763		1,763	150
151		TOTAL WAY AND STRUCTURES	519,652	187,596	372,246	1,471,342	2,550,836		2,550,836	151
		EQUIPMENT								
		LOCOMOTIVES								
201		Administration	12,123	11,114	17,900	10,737	51,874		51,874	201
202	*	Repair & maintenance	220,072	202,587	329,183	1,895	753,737		753,737	202
203	*	Machinery repair	200	784	274		1,258		1,258	203
204		Equipment damaged	588	88			676		676	204
205		Fringe benefits	N/A	N/A	N/A	82,745	82,745		82,745	205
206		Other casualties & insurance	N/A	N/A	N/A	3,803	3,803		3,803	206
207	*	Lease rentals - debit	N/A	N/A	274,415	N/A	274,415		274,415	207
208	*	Lease rentals - (credit)	N/A	N/A	(276)	N/A	(276)		(276)	208
209		Joint facility rent - debit	N/A	N/A		N/A				209
210		Joint facility rent - (credit)	N/A	N/A		N/A				210
211	*	Other rents - debit	N/A	N/A		N/A				211
212	*	Other rents - (credit)	N/A	N/A		N/A				212
213	*	Depreciation	N/A	N/A		508,225	508,225		508,225	213
214		Joint facility - debit	N/A	N/A	5,048	N/A	5,048		5,048	214
215		Joint facility - (credit)	N/A	N/A		N/A				215
216	*	Repairs billed to others - (credit)	N/A		(15,136)	N/A	(15,136)		(15,136)	216

410. RAILWAY OPERATING EXPENSES - (Continued)
(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		LOCOMOTIVES - (Continued)								
217		Dismantling retired property								217
218		Other		1,659	69	357	2,085		2,085	218
219		TOTAL LOCOMOTIVES	232,983	216,232	611,477	607,762	1,668,454		1,668,454	219
		FREIGHT CARS								
220		Administration	8,659	7,939	12,026	7,669	36,293	N/A	36,293	220
221	*	Repair & maintenance	137,723	182,052	129,524	52,591	501,890	N/A	501,890	221
222	*	Machinery repair	143	559	196		898	N/A	898	222
223		Equipment damaged	269			6,331	6,600	N/A	6,600	223
224		Fringe benefits	N/A	N/A	N/A	53,239	53,239	N/A	53,239	224
225		Other casualties & insurance	N/A	N/A	N/A	2,401	2,401	N/A	2,401	225
226	*	Lease rentals - debit	N/A	N/A	263,098		263,098	N/A	263,098	226
227	*	Lease rentals - (credit)	N/A	N/A	(49,210)	N/A	(49,210)	N/A	(49,210)	227
228		Joint facility rent - debit	N/A	N/A		N/A		N/A		228
229		Joint facility rent - (credit)	N/A	N/A		N/A		N/A		229
230	*	Other rents - debit	N/A	N/A	456,797	N/A	456,797	N/A	456,797	230
231	*	Other rents - (credit)	N/A	N/A	(84,188)	N/A	(84,188)	N/A	(84,188)	231
232	*	Depreciation	N/A	N/A	N/A	83,832	83,832	N/A	83,832	232
233		Joint facility - debit	N/A	N/A		N/A		N/A		233
234		Joint facility - (credit)	N/A	N/A		N/A		N/A		234
235	*	Repairs billed to others - (credit)	N/A	N/A	(184,727)	N/A	(184,727)	N/A	(184,727)	235
236		Dismantling retired property						N/A		236
237		Other		1,186	50	254	1,490	N/A	1,490	237
238		TOTAL FREIGHT CARS	146,794	191,736	543,566	206,317	1,088,413	N/A	1,088,413	238
		OTHER EQUIPMENT								
301		Administration	866	794	1,202	767	3,629		3,629	301
		Repair & maintenance:								
302	*	Trucks, trailers, & containers - revenue service		20	26,894	10	26,924	N/A	26,924	302
303	*	Floating equipment - revenue service						N/A		303
304	*	Passenger & other revenue equipment	5,430	2,067			7,497		7,497	304
305	*	Computers and data processing equipment		1			1		1	305
306	*	Machinery	14	56	20		90		90	306
307	*	Work & other non-revenue equipment	18,840	8,301	6,787	75	34,003		34,003	307
308		Equipment damaged			14,858	6,638	21,496		21,496	308
309		Fringe benefits	N/A	N/A	N/A	15,334	15,334		15,334	309
310		Other casualties & insurance	N/A	N/A	N/A	749	749		749	310
311	*	Lease rentals - debit	N/A	N/A	2,156		2,156		2,156	311
312	*	Lease rentals - (credit)	N/A	N/A						312

410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		OTHER EQUIPMENT (Continued)								
313		Joint facility rent - debit	N/A	N/A		N/A				313
314		Joint facility rent - (credit)	N/A	N/A		N/A				314
315		Other rents - debit	N/A	N/A		N/A				315
316		Other rents - (credit)	N/A	N/A		N/A				316
317		Depreciation	N/A	N/A	N/A	190,530	190,530		190,530	317
318		Joint facility - debit	N/A	N/A	181	N/A	181		181	318
319		Joint facility - (credit)	N/A	N/A		N/A				319
320		Repairs billed to others - (credit)	N/A	N/A		N/A				320
321		Dismantling retired property								321
322		Other		118	5	26	149		149	322
323		TOTAL OTHER EQUIPMENT	25,150	11,357	52,103	214,129	302,739		302,739	323
324		TOTAL EQUIPMENT	404,927	419,325	1,207,146	1,028,208	3,059,606		3,059,606	324
		TRANSPORTATION								
		TRAIN OPERATIONS								
401		Administration	103,481	7,289	52,530	21,432	184,732		184,732	401
402		Engine crews	924,719		106,566	1	1,031,286		1,031,286	402
403		Train crews	708,305		111,585		819,890		819,890	403
404		Dispatching trains	55,993		(401)		55,592		55,592	404
405		Operating signals & interlockers			6,634		6,634		6,634	405
406		Operating drawbridges	4,403				4,403		4,403	406
407		Highway crossing protection	1		9,016		9,017		9,017	407
408		Train inspection & lubrication	71,981				71,981		71,981	408
409		Locomotive fuel		4,128,028			4,128,028		4,128,028	409
410		Electric power produced or purchased for motive power								410
411		Servicing locomotives	59,053	398	(14,150)		45,301		45,301	411
412		Freight lost or damaged - solely related	N/A	N/A	N/A					412
413		Clearing wrecks								413
414		Fringe benefits	N/A	N/A	N/A	660,798	660,798		660,798	414
415		Other casualties & insurance	N/A	N/A	N/A	60,980	60,980		60,980	415
416		Joint facility - debit	N/A	N/A		N/A				416
417		Joint facility - (credit)	N/A	N/A		N/A				417
418		Other	2,585	1,774	750,844	808	756,011		756,011	418
419		TOTAL TRAIN OPERATIONS	1,930,521	4,137,489	1,022,624	744,019	7,834,653		7,834,653	419
		YARD OPERATIONS								
420		Administration	20,697	1,655	10,182	4,623	37,157		37,157	420
421		Switch crews	330,604	41	47,629		378,274		378,274	421

410. RAILWAY OPERATING EXPENSES - (Continued)
(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		YARD OPERATIONS (Continued)								
422		Controlling operations	43,924		715		44,639		44,639	422
423		Yard and terminal clerical	100	77	877		1,054		1,054	423
424		Operating switches, signals, retarders, & humps			432		432		432	424
425		Locomotive fuel		161,282			161,282		161,282	425
426		Electric power electric power produced or purchased for motive power								426
427		Servicing locomotives	10,960				10,960		10,960	427
428		Freight lost or damaged - solely related	N/A	N/A	N/A					428
429		Clearing wrecks			47,907		47,907		47,907	429
430		Fringe benefits	N/A	N/A	N/A	142,031	142,031		142,031	430
431		Other casualties & insurance	N/A	N/A	N/A	12,813	12,813		12,813	431
432		Joint facility - debit	N/A	N/A	13,833		13,833		13,833	432
433		Joint facility - (credit)	N/A	N/A						433
434		Other		1	149		150		150	434
435		TOTAL YARD OPERATIONS	406,285	163,056	121,724	159,467	850,532		850,532	435
		TRAIN & YARD OPERATIONS COMMON:								
501		Cleaning car interiors	2,325		4,441	N/A	6,766		6,766	501
502		Adjusting & transferring loads			5,843	N/A	5,843	N/A	5,843	502
503		Car loading devices & grain docks				N/A		N/A		503
504		Freight lost or damaged - all other	N/A	N/A	N/A	13,843	13,843		13,843	504
505		Fringe benefits	N/A	N/A	N/A	812	812		812	505
506		TOTAL TRAIN & YARD OPERATIONS COMMON:	2,325		10,284	14,655	27,264		27,264	506
		SPECIALIZED SERVICE OPERATIONS								
507	*	Administration	7,761	591	3,817	1,729	13,898	N/A	13,898	507
508	*	Pickup & delivery and marine line haul			42,141	686	42,827	N/A	42,827	508
509	*	Loading & unloading and local marine		30,435	282,176	608	313,219	N/A	313,219	509
510	*	Protective services	392	11,576	34	350	12,352	N/A	12,352	510
511	*	Freight lost or damaged - solely related	N/A	N/A	N/A			N/A		511
512	*	Fringe benefits	N/A	N/A	N/A	2,452	2,452	N/A	2,452	512
513	*	Casualties & insurance	N/A	N/A	N/A	350	350	N/A	350	513
514	*	Joint facility - debit	N/A	N/A		N/A		N/A		514
515	*	Joint facility - (credit)	N/A	N/A		N/A		N/A		515
516	*	Other						N/A		516
517	*	TOTAL SPECIALIZED SERVICE OPERATIONS	8,153	42,602	328,168	6,175	385,098	N/A	385,098	517

410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		ADMINISTRATIVE support OPERATIONS:								
518		Administration	126,765	9,633	62,362	38,561	237,321		237,321	518
519		Employees performing clerical & accounting functions	9,294	185	2,381	436	12,296		12,296	519
520		Communication systems operations	835	41	17,620		18,496		18,496	520
521		Loss & damage claims processing								521
522		Fringe benefits	N/A	N/A	N/A	41,037	41,037		41,037	522
523		Casualties & insurance	N/A	N/A	N/A	4,643	4,643		4,643	523
524		Joint facility - debit	N/A	N/A		N/A				524
525		Joint facility - (credit)	N/A	N/A		N/A				525
526		Other		914			914		914	526
527		TOTAL ADMINISTRATIVE support OPERATIONS	136,894	10,773	82,363	84,677	314,707		314,707	527
528		TOTAL TRANSPORTATION	2,484,178	4,353,920	1,565,163	1,008,993	9,412,254		9,412,254	528
		GENERAL AND ADMINISTRATIVE								
601		Officers - general administration	32,275	6,829	71,974	52,187	163,265		163,265	601
602		Accounting, auditing, & finance	47,607	622	11,519	1,670	61,418		61,418	602
603		Management services & data processing	20,598	12,079	125,126	3,820	161,623		161,623	603
604		Marketing	35,585	577	13,304	9,509	58,975		58,975	604
605		Sales	35,586	577	13,303	9,509	58,975		58,975	605
606		Industrial development	2,925	24	2,514	1,036	6,499	N/A	6,499	606
607		Personnel & labor relations	24,635		950		25,585		25,585	607
608		Legal & secretarial	21,107	1,258	78,571	5,996	106,932		106,932	608
609		Public relations & advertising	2,498	2,005	2,541	5,458	12,502		12,502	609
610		Research & development								610
611		Fringe benefits	N/A	N/A	N/A	114,002	114,002		114,002	611
612		Casualties & insurance	N/A	N/A	N/A	5,027	5,027		5,027	612
613		Writedown of uncollectible accounts	N/A	N/A	N/A	10,051	10,051		10,051	613
614		Property taxes	N/A	N/A	N/A	300,584	300,584		300,584	614
615		Other taxes except on corporate income or payroll	N/A	N/A	N/A	9,420	9,420		9,420	615
616		Joint facility - debit	N/A	N/A	5,170		5,170		5,170	616
617		Joint facility - (credit)	N/A		(2,279)		(2,279)		(2,279)	617
618		Other	72,010	3,293	11,387	(60,564)	26,126		26,126	618
619		TOTAL GENERAL AND ADMINISTRATIVE	294,826	27,264	334,080	467,705	1,123,875		1,123,875	619
620	*	TOTAL CARRIER OPERATING EXPENSE	3,703,583	4,988,105	3,478,635	3,976,248	16,146,571		16,146,571	620

412. WAY AND STRUCTURES

(Dollars in Thousands)

1, Report freight expenses only.

2. The total depreciation expense reported in column (b), line 29, should balance to the sum of the depreciation expense reported in Schedule 410 column (f), lines 136, 137, and 138.

3. Report in column (c) the lease/rentals for the various property categories of way and structures. The total lease/rentals reported in column (c), line 29, should balance the net amount reported in Schedule 410, column (f), lines 118 through 123, plus lines 130 through 135. If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property category is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases for all categories of depreciable leased property. Use Schedule 352B of this report to obtain the depreciation bases of the categories of leased property.

4. Amortization adjustment of each road property type which is included in column (b) shall be repeated in column (d) as a debit or credit to the appropriate line item.

5. Report on line 28, all other lease rentals not apportioned in any category listed on lines 1 through 27.

6. Line 11, Account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

Line No.	Cross Check	Property Account	Category (a)	Depreciation (b)	Lease/rentals (net) (c)	Amortization adjustment during year (d)	Line No.
1		2	Land for transportation purposes	-		-	1
2		3	Grading	73,189		(109)	2
3		4	Other right-of-way expenditures	1,424		(99)	3
4		5	Tunnels and subways	5,056		(66)	4
5		6	Bridges, trestles and culverts	55,597		90	5
6		7	Elevated structures	-		-	6
7		8	Ties	238,015		(985)	7
8		9	Rail and other track material	406,200		11,591	8
9		11	Ballast	182,990		5,812	9
10		13	Fences, snowsheds and signs	1,543		(4)	10
11		16	Station and office buildings	12,008		(2,975)	11
12		17	Roadway buildings	1,417		(403)	12
13		18	Water stations	469		(64)	13
14		19	Fuel stations	14,652		(1,518)	14
15		20	Shops and enginehouses	14,069		(255)	15
16		22	Storage warehouses	-		-	16
17		23	Wharves and docks	370		15	17
18		24	Coal and ore wharves	956		(18)	18
19		25	TOFC/COFC terminals	47,071		(4,489)	19
20		26	Communications systems	31,631		(8,564)	20
21		27	Signals and interlockers	55,755		2,996	21
22		29	Power plants	47		(53)	22
23		31	Power transmission systems	1,407		(70)	23
24		35	Miscellaneous structures	1,456		(488)	24
25		37	Roadway machines	27,884		(4,778)	25
26		39	Public improvements; construction	15,770		426	26
27		45	Power plant machines	(133)		50	27
28			Other lease/rentals	-	1,838	-	28
29			TOTAL	1,188,843	1,838	(3,958)	29

414. RENTS FOR INTERCHANGED FREIGHT TRAIN CARS AND OTHER FREIGHT CARRYING EQUIPMENT

(Dollars in Thousands)

1. Report freight expenses only.
2. Report in this supporting schedule rental information by car type and other freight-carrying equipment relating to the interchange of railroad owned or leased equipment and privately owned equipment. (Reporting for leased equipment covers equipment with the carrier's own railroad markings.)
3. The gross amounts receivable and payable for freight-train cars (line 19, columns (b) through (d), and line 19, columns (e) through (g), respectively) should balance with Schedule 410, column (f) lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f) lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rents for "Other Equipment" which is reported in Schedule 415, column (f). The balancing of Schedules 410, 414, and 415 "Other Equipment" is outlined in note 6 to Schedule 415.
4. Report in columns (b) and (e) rentals for private-line cars (whether under railroad control or not) and shipper owned cars.
5. Report in columns (c), (d), (f), and (g) rentals for railroad owned cars prescribed by the Board in Ex Part No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.

NOTE: Mechanical designations for each car type are shown in Schedule 710.

Line No.	Cross Check	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per Diem Basis: Private Line Cars (b)	Mileage (c)	Time (d)	GROSS AMOUNTS PAYABLE Per Diem Basis: Private Line Cars (e)	Mileage (f)	Time (g)	Line No.
		CAR TYPES							
1		Box - Plain 40 Foot	-						1
2		Box - Plain 50 Foot and Longer	-	-	-	3,982	604	2,252	2
3		Box - Equipped	-	1,283	4,784	14,901	7,020	23,982	3
4		Gondola - Plain	-	1,261	1,062	9,251	1,223	3,340	4
5		Gondola - Equipped	-	404	2,047	1	3,110	9,907	5
6		Hopper - Covered	-	7,573	16,210	4,199	8,390	14,498	6
7		Hopper - Open Top - General Service	-	244	1,655	177	130	721	7
8		Hopper - Open Top - Special Service	-	195	668	1,631	10	57	8
9		Refrigerator - Mechanical	-	447	1,532	1	13	178	9
10		Refrigerator - Nonmechanical	-	638	1,552	-	37	208	10
11		Flat - TOFC/COFC	-	11,946	24,415	179,382	6,199	20,931	11
12		Flat - Multi-Level	-	1,278	3,358	40,616	3,042	11,909	12
13		Flat - General Service	-	5	15	172	26	93	13
14		Flat - Other	-	439	642	38,131	3,620	9,885	14
15		Tank - Under 22,000 Gallons	-	2	4	1,684	-	-	15
16		Tank - 22,000 Gallons and Over	2	6	18	-	-	-	16
17		All Other Freight Cars	-	1	6	299	29	152	17
18		Auto Racks	-	-	496	27,232	-	3,572	18
19		TOTAL FREIGHT TRAIN CARS	2	25,722	58,464	321,659	33,453	101,685	19
		OTHER FREIGHT CARRYING EQUIPMENT							
20		Refrigerated Trailers							20
21		Other Trailers							21
22		Refrigerated Containers							22
23		Other Containers							23
24	*	TOTAL TRAILERS AND CONTAINERS	-	-	-	-	-	-	24
25		GRAND TOTAL (Lines 19 and 24)	2	25,722	58,464	321,659	33,453	101,685	25

NOTES AND REMARKS

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GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE TO SCHEDULE 415

1. Report freight expenses only.
2. Report by type of equipment all natural expenses relating to equipment functions (salaries and wages, materials, tools, supplies, fuels and lubricants, purchased services, and general).
3. Report in column (b) net repair expense, excluding the cost to repair damaged equipment.
   Schedule 415, column (b) will balance to Schedule 410, column (f) as follows:
   (a) Locomotives, line 5 plus line 38, compared to the sum of Schedule 410, lines 202, 203, and 216 (excluding wreck repairs). Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 204.
   (b) Freight cars, line 24 plus line 39, compared to the sum of Schedule 410, lines 221, 222, and 235 (excluding wreck repairs). Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 223.
   (c) Sum of highway equipment (line 32), floating equipment (line 35), passenger and other revenue equipment (line 36), computer and data processing equipment (line 37), machinery-other equipment (line 40), and work and other non-revenue equipment (line 41), compared to Schedule 410, the sum of lines 302 through 307, plus line 320 (excluding wreck repairs). Do not report in Schedule 415, equipment damaged from Schedule 410, line 308.
   Note: Lines 216, 235, and 320 of Schedule 410 are credit amounts.
   The allocation of freight car repair expenses reportable on Schedule 415 by car types shall be in accordance with Instruction 2-21, Freight train repair costing, 49 CFR 1201.
4. Depreciation expense for each class of equipment by car type shall be reported in columns (c) and (d). For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415, which will relate to Schedules 340 and 342.
   Depreciation charges reported in columns (c) and (d) will balance to Schedule 410, column (f) as follows:
   (a) Locomotives, lines 5 and 38, compared to Schedule 410, line 213.
   (b) Freight cars, lines 24 and 39, compared to Schedule 410, line 232.
   (c) Sum of highway equipment (line 32), floating equipment (line 35), passenger and other revenue equipment (line 36), computer and data processing equipment (line 37), machinery-other equipment (line 40), and work and other non-revenue equipment (line 41), compared to Schedule 410, line 317.
5. Amortization adjustment of each equipment type which is included in column (c) shall be reported in column (e) as a debit or credit to the appropriate line item.
6. Lease/rentals reported in column (f) should balance to column (f) of Schedule 410 as follows:
   (a) Locomotives, lines 5 and 38, compared to Schedule 410, lines 207, 208, 211, and 212.
   (b) Freight cars, lines 24 and 39, compared to Schedule 410, lines 226 and 227 (note that Schedule 410, lines 230 and 231, are reported in Schedule 415, and are not included in Schedule 415).
   (c) Sum of lease/rentals for all other equipment, lines 32, 35, 36, 37, 40, and 41, will balance to Schedule 410, lines 311, 312, 315, and 316, except for the interchange rental on trailers and containers which is reported in Schedule 414. Therefore, both Schedules 414 and 415 should be used when balancing lease/rentals other equipment to Schedule 410. Do not report in Schedule 415, the trailer and container rentals reported in Schedule 414.
7. Investment base by types of equipment shall be reported in columns (g) and (h) and should not include the cost of equipment used but not owned when rents therefore are included in the rent for equipment and Account Nos. 31-21-00, 31-22-00, 31-23-00, 35-21-00, 35-22-00, and 35-23-00. It should include the cost of equipment owned and leased to others when the rents are included in the rent for Equipment Account Nos. 32-21-00, 32-22-00, 32-23-00, 36-21-00, 36-22-00, and 36-23-00.
   Property used but not owned should also be included when the rent is included in Account Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.
   The grand total of each equipment account in column (h) of Schedule 330 should equal the totals of line items constituting the equipment account totals of columns (g) and (h) of Schedule 415.
8. Accumulated depreciation for each class of equipment shall be reported in columns (i) and (j). The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items constituting the corresponding equipment accounts reported in columns (i) and (j), on Schedule 415.

415. SUPPORTING SCHEDULE - EQUIPMENT

(Dollars in Thousands)

Line No.	Cross Check	Types of equipment (a)	Repairs (net expense) (b)	Depreciation Owned (c)	Depreciation Capitalized lease (d)	Amortization Adjustment net during year (e)	Line No.
1		LOCOMOTIVES Diesel Locomotives - Yard					1
2		Diesel Locomotives - Road	738,601	464,285	39,079	(16,645)	2
3		Other Locomotives - Yard					3
4		Other Locomotives - Road					4
5	*	TOTAL LOCOMOTIVES	738,601	464,285	39,079	(16,645)	5
6		FREIGHT TRAIN CARS Box - Plain 40 foot		1		(264)	6
7		Box - Plain 50 foot and longer	1,777			190	7
8		Box - Equipped	25,119	5,449		1,395	8
9		Gondola - Plain	54,361	2,855		(283)	9
10		Gondola - Equipped	16,017	3,390		(927)	10
11		Hopper - Covered	85,127	14,880	3,284	(237)	11
12		Hopper - Open Top - General Service	7,010	3,162		(673)	12
13		Hopper - Open Top - Special Service	28,480	2,571	207	(35)	13
14		Refrigerator - Mechanical	2,918	7		1,192	14
15		Refrigerator - Nonmechanical	1,935	3,137			15
16		Flat - TOFC/COFC	18,364	7,095	3,045	(47)	16
17		Flat - Multi-level	10,212	1,535	1,727	(327)	17
18		Flat - General Service	95	56		(88)	18
19		Flat - Other	18,998	1,254		926	19
20		All Other Freight Cars	45,291	301		(86)	20
21		Cabooses	127	1		(335)	21
22		Auto Racks		8,345		524	22
23		Miscellaneous Accessories	1,332	18,058		860	23
24	*	TOTAL FREIGHT TRAIN CARS	317,163	72,097	8,263	1,785	24
25		OTHER EQUIPMENT - REVENUE FREIGHT HIGHWAY EQUIPMENT Refrigerated Trailers					25
26		Other Trailers	5,621				26
27		Refrigerated Containers					27
28		Other Containers	1				28
29		Bogies					29
30		Chassis	4,301	272		(232)	30
31		Other Highway Equipment (Freight)	17,001				31
32	*	TOTAL HIGHWAY EQUIPMENT	26,924	272		(232)	32
33		FLOATING EQUIPMENT - REVENUE SERVICE Marine Line-Haul					33
34		Local Marine					34
35	*	TOTAL FLOATING EQUIPMENT					35
36	*	OTHER EQUIPMENT Passenger & Other Revenue Equipment (Freight Portion)	7,497				36
37	*	Computer Systems & Word Processing Equip.	1	158,617	163	684	37
38	*	Machinery - Locomotives	1,258	4,861			38
39	*	Machinery - Freight Cars	898	3,472			39
40	*	Machinery - Other Equipment	90	348			40
41	*	Work and Other Nonrevenue Equipment	34,003	16,979	14,151	(1,716)	41
42		TOTAL OTHER EQUIPMENT	43,747	184,277	14,314	(1,032)	42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	1,126,435	720,931	61,656	(16,124)	43

(1) Depreciation reported on lines 38, 39, and 40 in column (c) is calculated by multiplying the investment in each element by the effective composite rate for property account 44, and then adding or subtracting the adjustment reported in column (e). This calculation should equal the amount shown in column (c), Schedule 335.

415. SUPPORTING SCHEDULE - EQUIPMENT - (Continued)

Line No.	Cross Check	Lease & rentals (net) (f)	Investment base as of 12/31 Owned (g)	Investment base as of 12/31 Capitalized lease (h)	Accumulated depreciation as of 12/31 Owned (i)	Accumulated depreciation as of 12/31 Capitalized lease (j)	Line No.
1							1
2		274,139	7,264,621	598,172	2,202,698	233,152	2
3							3
4							4
5	*	274,139	7,264,621	598,172	2,202,698	233,152	5
6			37		(44)		6
7			36		24		7
8		9,320	117,850		14,264		8
9			109,017		23,779		9
10		34,951	84,868		34,910		10
11		79,656	528,538	136,533	94,661	20,543	11
12			90,778		37,535		12
13		27,481	102,734	9,309	14,975	1,503	13
14							14
15		8,220	64,750		16,931		15
16		32,504	169,279	96,194	17,198	18,538	16
17			46,868	68,266	7,357	9,520	17
18			1,699		699		18
19		8,051	29,268		12,587		19
20		2,320	12,269		4,977		20
21			9,626		6,400		21
22		11,385	159,764		14,768		22
23			187,093		53,730		23
24	*	213,888	1,714,474	310,302	354,751	50,104	24
25							25
26							26
27							27
28		76					28
29							29
30		2,080	9,232		(2,030)		30
31							31
32	*	2,156	9,232		(2,030)		32
33							33
34							34
35	*						35
36	*						36
37	*		1,340,241	1,209	974,803	163	37
38	*		138,795		55,051		38
39	*		99,140		39,322		39
40	*		9,914		3,932		40
41	*		686,530	59,486	88,722	54,205	41
42			2,274,620	60,695	1,161,830	54,368	42
43		490,183	11,262,947	969,169	3,717,249	337,624	43

(1) Data reported on lines 38, 39, and 40 in columns (g) and (h) are investment recorded in property account 44, allocated to locomotives, freight cars, and other equipment.

416. SUPPORTING SCHEDULE - ROAD

(Dollars in Thousands)

Line No.	Density Category (Class) (a)	Account No. (b)	Owned and Used: Investment Base (c)	Owned and Used: Accumulated Depreciation (d)	Owned and Used: Depr. Rate % (e)	Improvements to Leased Property: Investment Base (f)	Improvements to Leased Property: Accumulated Depreciation (g)	Improvements to Leased Property: Depr. Rate % (h)	Capitalized Leases: Investment Base (i)	Capitalized Leases: Current Year Amortization (j)	Capitalized Leases: Accumulated Amortization (k)	Total: Investment Base (l)	Total: Accumulated Depreciation & Amortization (m)	Line No.
1	I	3	5,115,933	341,603	1.05%	TOTAL IMPROVEMENTS TO			NO CAPITAL LEASES IN ACCOUNTS 3, 8, 9, 11			5,115,933	341,603	1
2		8	3,846,723	606,860	3.95%	PROPERTY LEASED FROM						3,846,723	606,860	2
3		9	9,287,032	1,894,146	3.10%	OTHERS IS LESS THAN 5%						9,287,032	1,894,146	3
4		11	3,151,223	214,558	4.17%	OF TOTAL PROPERTY OWNED.						3,151,223	214,558	4
5	SUB TOTAL		21,400,911	3,057,167								21,400,911	3,057,167	5
6	II	3	1,246,118	92,704	1.05%							1,246,118	92,704	6
7		8	1,298,192	68,870	3.40%							1,298,192	68,870	7
8		9	1,857,583	60,325	2.75%							1,857,583	60,325	8
9		11	828,051	73,968	3.45%							828,051	73,968	9
10	SUB TOTAL		5,229,944	295,867								5,229,944	295,867	10
11	III	3										-	-	11
12		8										-	-	12
13		9										-	-	13
14		11										-	-	14
15	SUB TOTAL		-	-								-	-	15
16	IV	3	599,390	44,591	1.05%							599,390	44,591	16
17		8	531,672	166,943	2.45%							531,672	166,943	17
18		9	918,131	174,056	1.92%							918,131	174,056	18
19		11	460,971	68,396	2.22%							460,971	68,396	19
20	SUB TOTAL		2,510,164	453,986								2,510,164	453,986	20
21														21
22														22
23														23
24														24
25														25
26	GRAND TOTAL		29,141,019	3,807,020	N/A							29,141,019	3,807,020	26

Notes:

(1) The base grand total for owned and used, improvements to leased property, and capitalized leases should equal the sum of Accounts 3, 8, 9, and 11 shown at year end on Schedule 330.

(2) Columns (c) and (d) include improvements to leased property. Improvements to leased property are not separately included based on the 5% rule.

NOTES AND REMARKS

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417. SPECIALIZED SERVICE SUBSCHEDULE - TRANSPORTATION

(Dollars in Thousands)

1. Report freight expenses only.
2. Report in lines 1, 2, 3, 4, and 10 the total of those natural expenses (salaries and wages, material, tools, supplies, fuels and lubricants, purchased services, and general) incurred in the operation of each type of specialized service facility. This schedule does not include switching services performed by train and yard crews in connection with or within specialized service facilities.
3. When it is necessary to apportion expenses, such as administrative expenses to two or more services, they shall be apportioned on the most equitable basis available to the respondent and only to the services they support. The total expenses in column (j) should balance with the respective line items in Schedule 410, Railway Operating Expenses.
4. Report in column (b), line 2, the expenses incurred in highway movements of trailers and containers performed at the expense of the reporting railroad within a terminal area for the purpose of pick-up, delivery, or highway interchange service. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers, including storage expenses. See Schedule 755, note R.
5. The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2.. Floating operations conducted within a general terminal or harbor area should be reported in column (c), line 3.
6. Report in column (g), line 3, the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc., to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expense incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers, or connecting carriers. Report in column (f) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.
7. Report on line 4, column (b), the expenses relating to heating and refrigeration of TOFC/COFC trailers and containers (total debits and credits). The expenses on line 4, column (h) relate to refrigerator cars only.
8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations, and livestock feeding operations only.

Line No.	Cross Check	Items (a)	TOFC/COFC terminal (b)	Floating equipment (c)	Coal marine terminal (d)	Ore marine terminal (e)	Other marine terminal (f)	Motor vehicle load & distribution (g)	Protective services refrigerator car (h)	Other special services (i)	Total columns (b) - (i) (j)	Line No.
1	*	Administration	12,353	-	-	9	-	1,076	460	-	13,898	1
2	*	Pick up and delivery, marine line haul	42,679					148	N/A		42,827	2
3	*	Loading and unloading and local marine	285,252			230		27,737	N/A		313,219	3
4	*	Protective services - total debits and credits	82					661	11,609		12,352	4
5	*	Freight lost or damaged - solely related										5
6	*	Fringe benefits	2,104			311			37		2,452	6
7	*	Casualty and insurance	350								350	7
8	*	Joint facility - debit										8
9	*	Joint facility - credit	( )	( )	( )	( )	( )	( )	( )	( )	( )	9
10	*	Other										10
11	*	TOTAL	342,820			550		29,622	12,106		385,098	11

418. SUPPORTING SCHEDULE - CAPITAL LEASES

(Dollars in Thousands)

Instructions:

This schedule will show the investment in capitalized leases in road and equipment by primary account.

Column
(a) = primary account number and title for which capital lease amounts are included therein.
(b) = the total investment in that primary account.
(c) = the investment in capital leases at the end of the year.
(d) = the current year amortization.
(e) = the accumulated amortization relating to the leased properties.

Primary Account No. & Title (a)	Total Investment At End of Year (b)	Capital Leases		
		Investment at End of Year (c)	Current Year Amortization (d)	Accumulated Amortization (e)
25 - TOFC/COFC	1,476,108	112,425	4,634	26,366
37 - Roadway Machines	726,916	210,377	13,016	73,112
52 - Locomotives	7,862,793	598,172	39,079	233,152
53 - Freight-Train Cars	2,024,776	310,302	8,263	50,104
57 - Work Equipment	403,117	14,187	318	13,853
58 - Miscellaneous Equipment	342,899	45,299	13,833	40,352
59 - Computer Systems and Word Processing	1,341,450	1,209	163	163

NOTES AND REMARKS

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450. ANALYSIS OF TAXES

(Dollars in Thousands)

A. Railway Taxes

Line No.	Cross Check	Kind of Tax	Amount	Line No.
1		Other than U.S. Government Taxes	576,224	1
		U.S. Government Taxes		
		Income Taxes		
2		Normal Tax and Surtax	1,488,737	2
3		Excess Profits		3
4	*	Total - Income Taxes (Lines 2 and 3)	1,488,737	4
5		Railroad Retirement	698,433	5
6		Hospital Insurance	63,089	6
7		Supplemental Annuities	-	7
8		Unemployment Insurance	5,359	8
9		All Other United States Taxes	-	9
10		Total - U.S. Government Taxes	2,255,618	10
11		Total - Railway Taxes	2,831,842	11

B. Adjustments to 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 (Specify)," 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 (Specify)."
2. Indicate in column (b) the beginning of year totals of Accounts 714, 744, 762, and 786 applicable to each particular item in column (a).
3. Indicate in column (c) the net changes 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 19 in columns (c) and (d) should agree with the total of the contra charges (credits) to Account 557, Provision for Deferred Taxes, and Account 591, Provision for Deferred Taxes - Extraordinary 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.

Line No.	Particulars (a)	Beginning of year balance (b)	Net credits (charges) for current year (c)	Adjustments (d)	End of year balance (e)	Line No.
1	Deferred debits:					1
2	Accrued liabilities not deductible until paid:					2
3	Casualty and Environmental Costs	(262,802)	(35,211)	(11)	(298,024)	3
4	Postretirement Benefits	-	(48,596)	(153,513)	(202,109)	4
5	Compensation and Benefits	(318,872)	37,418	(237)	(281,691)	5
6	Intangible Liabilities	(94,960)	28,766	-	(66,194)	6
7	Long-term debt fair value adjustment under acquisition accounting	(17,960)	4,902	(46)	(13,104)	7
8	Other	(220,410)	8,515	(298)	(212,193)	8
9	Subtotal	(915,004)	(4,206)	(154,105)	(1,073,315)	9
10	Deferred tax credits:					10
11	Depreciation and Amortization	15,159,409	917,185	2,357	16,078,951	11
12	Postretirement Benefits	12,750	(12,750)	-	-	12
13	Hedging	5,790	(251)	(40)	5,499	13
14	Other	314,258	7,573	194	322,025	14
15	Subtotal	15,492,207	911,757	2,511	16,406,475	15
16						16
17						17
18						18
19						19
20						20
21	TOTALS	14,577,203	907,551	(151,594)	15,333,160	21

450. ANALYSIS OF TAXES

(Dollars in Thousands)

* Footnotes:

1. If the flow-through method was elected, indicate the net decrease (or increase) in tax accrual because of investment tax credit.	0
If the deferral method for investment tax credit was elected: (1) Indicate amount of credit utilized as a reduction of tax liability for current year	N/A
(2) Deduct the amount of the current year's credit applied to reduction of tax liability but deferred for accounting purposes	N/A
(3) Balance of current year's credit used to reduce current year's tax accrual	N/A
(4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual	N/A
(5) Total decrease in current year's tax accrual resulting from use of investment tax credits	N/A
2. 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	0

Notes and Remarks:

Adjustment is to reflect income taxes on balance sheet adjustment which, in accordance with generally accepted accounting principles, are not reflected in Railway income tax expense.

Minimum pension liability	$ (136,873)
Postretirement benefits	(15,590)
Current year purchase accounting adjustments	6,223
FIN 48	(5,314)
SFAS 133- Fuel hedges	(40)
Total	$ (151,594)

460. ITEMS IN SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS FOR THE YEAR

(Dollars in Thousands)

Give a brief description for all items, regardless of amount, included during the year in Accounts 555, Unusual or Infrequent Items; 560, Income or Loss From Operations or Discontinued Segments; 562, Gain or Loss on Disposal of Discontinued Segments; 570, Extraordinary Items; 590, Income Taxes on Extraordinary Items; 592, Cumulative Effect of Changes in Accounting Principles; 603, Appropriations Released; 606, Other Credits to Retained Earnings; 616, Other Debits to Retained Earnings; 620, Appropriations for Sinking and Other Funds; and 621, Appropriations for Other Purposes. If appropriations released reflect appropriations provided during the year, each account should not be reported.

For Accounts 519, Miscellaneous Income, and 551, Miscellaneous Income Charges, if the total in either account exceeds 10% of net income before extraordinary items, describe the three largest items in the account and any other items in excess of 10% of net income.

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (c)	Line No.
1	616	Other Comprehensive Income - Interest Hedging	32		1
2	616	Other Comprehensive Income - BNSF Pension and Retiree Benefits	235,387		2
3	616	Intercompany Notes Receivable from Burlington Northern Santa Fe, LLC*	1,566,450		3
4	606	Other Comprehensive Income - Equity Method Investments		3,920	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
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18					18
19					19
20					20
21					21
22					22
23					23
24					24
25					25
26					26
27					27
28					28
29					29

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

* BNSF Railway classified the intercompany note receivable as equity in accordance with GAAP and the BNSF Railway 10-K.

501. GUARANTIES AND SURETYSHIPS

(Dollars in Thousands)

1. If the respondent was under obligation as guarantor or surety for the performance by any other corporation or association of any agreement or obligation, show the particulars of each contract of guarantee or suretyship in effect at the close of the year or entered into and expired during the year. This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than two years after the date of issue. Items of less than $50,000 may be shown as one total.

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)	Line No.
1	Terminal Railroad Association of St Louis				1
2	BNSF Railway Company	Sinking Fund and Interest	7,014	Joint (Note 1)	2
3	CSX Transportation, Inc.	on Refunding and Improvement			3
4	Canadian National Railway Company	Mortgage Bonds Series C			4
5	Norfolk and Southern Railway Company	due 7/1/2019			5
6	Union Pacific Railroad Company				6
7					7
8					8
9	Kinder Morgan Energy Partners, L.P.		190,000	Sole (Note 2)	9
10	BNSF Railway Company				10
11					11
12					12
13	Tate & Lyle Ingredients Americas, LLC	Bridge Funding	662	Sole (Note 3)	13
14					14
15					15
16					16
17					17
18					18
19					19
20					20
21					21
22					22
23					23
24					24
25					25
26					26
27					27
28					28
29					29
30					30
31	Note 1: Terminal Railroad Association of St. Louis Mortgage Bonds are fully funded by TRRA through a sinking fund with a balance				31
32	of approximately $21 million as of December 31, 2014. BNSF is jointly and severally liable with CSX, CN, NS, and UP for the Sinking Fund. This fund				32
33	covers future interest and principal payments through the remainder of the bonds' term.				33
34	Note 2: Santa Fe Pacific Pipelines, Inc (SFPP) , an indirect, wholly-owned subsidiary of BNSF Railway Company, has a guarantee in connection with its				34
35	remaining special limited partnership interest in SFPP, L.P. All obligations with respect to the guarantee will cease upon termination of ownership rights				35
36	which would occur upon a put notice issued by BNSF Railway Company or the exercise of the call rights by the general partners of SFPP, L.P. The				36
37	company has recorded a $1 million liability for the fair value of the guarantee as of December 31, 2014.				37
38	Note 3: This guarantee expires in 2023. It is secured by a letter of credit established in January 2014 and issued on behalf of Tate & Lyle				38
39	for $700 thousand, the maximum amount of the loan.				39
40					40
41					41

2. If any corporation or other association was under obligation as guarantor or surety for the performance by the respondent of any agreement or obligation, show the particulars called for hereunder for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year. This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than two years after the date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

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

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING AGREEMENTS

(Dollars in Thousands)

Using the following notes as a guideline, show the requirements of compensating balances and short-term borrowing agreements. Footnote disclosure is required even the arrangement is not reduced to writing.

1. Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings that are outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.
2. Time deposits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.
3. Compensating balance arrangements need only be disclosed for the latest fiscal year.
4. Compensating balances included in Account 703, Special Deposits, and in Account 717, Other Funds, should also be separately disclosed below.
5. Compensating balance arrangements are sufficiently material to require disclosure in footnotes when the aggregate of written and oral agreement balances amount to 15% or more of liquid assets (current cash balances, restricted and unrestricted, plus marketable securities).
6. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed, along with stated and possible sanctions, whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

1. None
2. None
3. None
4. None
5. None
6. None

NOTES AND REMARKS

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510. SEPARATION OF DEBTHOLDINGS BETWEEN ROAD PROPERTY AND EQUIPMENT

(Dollars in Thousands)

The principal use of this schedule is to determine the average rate of debt capital.

I. Debt Outstanding at End of Year

Line No.	Account No. (a)	Title (b)	Source (c)	Balance Close of Year (d)
1	751	Loans and notes payable	Sch 200, Line 30	
2	764	Equipment obligations and other long-term debt due within one year	Sch 200, Line 39	115,699
3	765/767	Funded debt unmatured	Sch 200, Line 41	526,191
4	766	Equipment obligations	Sch 200, Line 42	76,202
5	766.5	Capitalized lease obligations	Sch 200, Line 43	689,276
6	768	Debt in default	Sch 200, Line 44	
7	769	Accounts payable - affiliated companies	Sch 200, Line 45	
8	770.1/770.2	Unamortized debt premium	Sch 200, Line 46	(9,251)
9		Total debt	Sum of Lines 1 through 8	1,398,117
10		Debt directly related to road property	Note 1	322,903
11		Debt directly related to equipment	Note 1	866,845
12		Total debt related to road and equipment	Lines 10 and 11	1,189,748
13		Percent directly related to road	Line 10 /Line 12 Whole % + 2 decimals	27.14%
14		Percent directly related to equipment	Line 11 /Line 12 Whole % + 2 decimals	72.86%
15		Debt not directly related to road and equipment	Line 9 - Line 12	208,369
16		Road property debt (Note 2)	(Line 13 x Line 15) + Line 10	379,454
17		Equipment debt (Note 2)	(Line 14 x Line 15) + Line 11	1,018,663

II. Interest Accrued During the Year

Line No.	Account No. (a)	Title (b)	Source (c)	Balance Close of Year (d)
18	546-548	Total interest and amortization (fixed charges)	Sch. 210, Line 42	57,306
19	546	Contingent interest on funded debt	Sch. 210, Line 44	
20	517	Release of premium on funded debt	Sch. 210, Line 22	
21		Total interest (Note 3)	(Line 18 + Line 19) - Line 20	57,306
22		Interest directly related to road property debt	Note 4	19,016
23		Interest directly related to equipment debt	Note 4	44,952
24		Interest not directly related to road or equipment property debt	Line 21 - (Lines 22 + 23)	(6,662)
25		Interest on road property debt (Note 5)	Line 22 + (Line 24 x Line 13)	17,208
26		Interest on equipment debt (Note 5)	Line 23 + (Line 24 x Line 14)	40,098
27		Embedded rate of debt capital - road property	Line 25 / Line 16	4.53%
28		Embedded rate of debt capital - equipment	Line 26 / Line 17	3.94%

Note 1: Directly related means the purpose which the funds were used for when the debt was issued.
Note 2: Line 16 plus Line 17 must equal Line 9.
Note 3: Line 21 includes interest on debt in Account 769 - Accounts Payable; Affiliated Companies, if applicable.
Note 4: This interest relates to debt reported on Lines 10 and 11, respectively.
Note 5: Line 25 plus Line 26 must equal Line 21.
Note 6: Line 24 includes capitalized interest.

NOTES AND REMARKS

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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512

1. Furnish the information called for below between the respondent and the affiliated companies or persons affiliated with the respondent, including officers, directors, stockholders, owners, partners, or their wives and other close relatives, or their agents. Examples of transactions are, but are not restricted to, management, legal, accounting, purchasing, or other types of service including the furnishing of materials, supplies, purchase of equipment, leasing of structures, land and equipment, and agreements relating to allocation of officers' salaries and other common costs between affiliated companies.

To be excluded are payments for the following types of services:

(a) Lawful tariff charges for transportation services.

(b) Payments to or from other carriers for interline services and interchange of equipment.

(c) Payment to or from other carriers which may reasonably be regarded as ordinarily connected with routine operation or maintenance, but any special or unusual transactions should be reported.

(d) Payments to public utility companies for rates or charges fixed in conformity with government authority.

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating $50,000 or more during the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to $50,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges. If the respondent provides services to more than one affiliate, and the aggregate compensation amounts to $50,000 or more for the year, reference to this fact should be made and the detail as to the allocation of charges should be stated. For those affiliates providing services to the respondent, also enter in column (a) the percent of affiliate's gross income derived from transactions with respondent.

The respondent may be required to furnish as an attachment to Schedule 512 a balance sheet and income statement for each affiliate with which respondent carrier had reportable transactions during the year, or alternatively, attach a "Pro Forma" balance sheet and income statement for that portion or entity of each affiliate which furnished the agreed to services, equipment, or other reportable transaction. The statements, if required, should be prepared on a calendar year basis in conformity with the prescribed schedules for the balance sheet and income statement in this Annual Report Form R-1, and should be noted (1) to indicate the method used for depreciating equipment or other property furnished to the carrier, and (2) whether the affiliate's Federal income tax return for the year was filed on a consolidated basis with the respondent carrier.

3. In column (b) indicate the nature of the relationship or control between the respondent and the company or person identified in column (a) as follows:

(a) If respondent directly controls the affiliate, insert the word "direct."

(b) If respondent controls through another company, insert the word "indirect."

(c) If respondent is under common control with affiliate, insert the word "common."

(d) If respondent is controlled directly or indirectly by the company listed in column (a), insert the word "controlled."

(e) If control is exercised by other means, such as a management contract or other arrangement of whatever kind, insert the word "other" and provide a footnote to describe such arrangements.

4. In column (c), fully describe the transactions involved such as management fees, lease of building, purchase of material, etc. When the affiliate listed in column (a) provides more than one type of service in column (c), list each type of service separately and show the total for the affiliate. When services are both provided and received between respondent and an affiliate they should be listed separately and the amounts shown separately in column (e).

5. In column (d), report the dollar amounts of transactions shown and the effect of any change in the method of establishing the terms from that used in the preceding period.

6. In column (e), report the dollar amounts due from or to related parties and, if not otherwise apparent, the terms and manner of settlement. Insert (P) for paid or (R) for received by the amount in column (e).

512. TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT FOR SERVICES RECEIVED OR PROVIDED

(Dollars in Thousands)

Line No.	Name of company or related party with percent of gross income (a)	%	Nature of relationship (b)	Description of transactions (c)	Dollar amounts of transactions (d)	Amount due from or to related parties (e)	Line No.
1	Burlington Northern Santa Fe, LLC		Controlled	Services Rendered	9,111	23,550	1
2							2
3	Freightwise, Inc		Common		-	(963)	3
4							4
5	BNSF Insurance Co, Ltd		Common	Insurance Premiums	78,778	10,094	5
6				Claims Paid	98,284	See above	6
7							7
8	BNSF Logistics, LLC		Common	Services Rendered	183	144	8
9							9
10	BNSF Logistics International, Inc		Common	Services Rendered	286	86	10
11							11
12	Berkshire Hathaway Inc.		Controlled	Stock Option Exercises	-	(11,331)	12
13							13
14	Tongue River Railroad Company		Direct	Services Rendered	4,701	94	14
15							15
16	Longview Switching Company		Direct	Services Rendered	87	-	16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24
25							25

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 700

State particulars of all tracks operated by the respondent at the close of the year, according to the following classifications:

(1) Line owned by respondent.

(2) Line owned by proprietary companies.

(3) Line operated under lease for a specified sum, lessor being (A) an affiliated corporation, or (B) independent or not affiliated with the respondent.

(4) Line operated under contract or agreement for contingent rent, owner being (A) an affiliated corporation, or (B) independent or not affiliated with the respondent.

(5) Line operated under trackage rights.

Give subtotals for each of the several numbered classes, in the order listed above, as well as the total for all classes.

Lengths of track should be reported to the nearest WHOLE mile adjusted to accord with footings; i.e., counting one-half mile or over as a whole mile and disregarding any fraction less than one-half mile.

In Column (a) insert the figure (and letter, if any) indicating its class in accordance with the above list of classifications.

In Column (b) give the various proportions of each class owned or leased by respondent, listing each proportion once in any grouping. Canadian mileage should be segregated and identified on separate lines in the various groupings. For each listing, in Column (d) give its entire length (the distances between terminals of single or first main track), and in the following columns the lengths of second main track, all other main tracks, passing tracks, cross-overs and turn-outs, way switching tracks, and yard switching tracks. These classes of tracks are defined as follows:

RUNNING TRACKS - Running tracks, passing tracks, cross-overs, etc., including turn-outs from those tracks to clearance points.

WAY SWITCHING TRACKS - Station, team, industry, and other switching tracks for which no separate service is maintained.

YARD SWITCHING TRACKS - Yard where separate switching services are maintained, including classification, house, team, industry, and other tracks switched by yard locomotives.

The returns in Columns (h) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc. Tracks belonging to an industry for which no rent is payable should not be included.

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

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

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

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

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

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

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

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

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class (a)	Proportion owned or leased by respondent (b)	Running tracks, passing tracks, cross-overs, etc. Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turnouts (f)	Miles of way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
1	1	100%	22,792	4,629	220	3,279	2,485	5,655	39,060	1
2	1J	75%						5	5	2
3	1J	66.70%						17	17	3
4	1J	50%	499	121	146	51	80	234	1,131	4
5	1J	33.30%	2			1	6	34	43	5
6	1J	25%					1	54	55	6
7	1J	20%								7
8	1J	16.7%								8
9		Total 1J	501	121	146	52	87	344	1,251	9
10										10
11		Total 1 and 1J	23,293	4,750	366	3,331	2,572	5,999	40,311	11
12										12
13	2		4			4	1	5	14	13
14	3		84	2		2	19	112	219	14
15	4		34			5	1		40	15
16	5		9,228	332	26	115	826	161	10,688	16
17										17
57		Grand Total	32,643	5,084	392	3,457	3,419	6,277	51,272	57
58	Miles of electrified road or track included in the preceding grand total		NONE	NONE	NONE	NONE	NONE	NONE	NONE	58

700. CANADIAN MILEAGE OPERATED AT THE CLOSE OF YEAR (INCLUDED IN SCHEDULE 700 ABOVE)

Line No.	Class (a)	Proportion owned or leased by respondent (b)	Running tracks, passing tracks, cross-overs, etc. Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turnouts (f)	Miles of way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
1	1	100%	22			8	2	12	44	1
2	1J	50%	5						5	2
3		Total 1 and 1J	27			8	2	12	49	3
4	2		4				1	5	10	4
5	5		80	2		5	20	5	112	5
57	Grand Total Canadian Miles		111	2		13	23	22	171	57

702. MILES OF ROAD AT CLOSE OF YEAR - BY STATES AND TERRITORIES (SINGLE TRACK)

Give particulars, as of the close of the year, of all road operated and of all road owned but not operated. The respondent's proportion of operated road held by it as a joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (c), (d), or (e), as may be appropriate. The remainder of jointly operated mileage should be shown in column (f). Respondent's proportion of road jointly owned but not operated should be shown in column (h), as appropriate. Mileage which has been permanently abandoned should not be included in column (h).

Mileage should be reported to the nearest WHOLE mile adjusted in accord with footings; i.e., counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

Line No.	Cross Check	State or territory (a)	MILES OF ROAD OPERATED BY RESPONDENT								Line No.
			Line owned (b)	Line of proprietary companies (c)	Line operated under lease (d)	Line operated under contract, etc. (e)	Line operated under trackage rights (f)	Total mileage operated (g)	Line owned, not operated by respondent (h)	New line constructed during year (i)	
1		Alabama	115				185	300	22		1
2		Arizona	595					595			2
3		Arkansas	198				854	1,052			3
4		British Columbia	27				11	38	19		4
5		California	1,149				965	2,114	16		5
6		Colorado	868			2	533	1,403	3		6
7		Idaho	117				1	118	33		7
8		Illinois	1,174			2	376	1,552	5		8
9		Iowa	631		27	6	42	706	2		9
10		Kansas	1,234				475	1,709	6		10
11		Kentucky				13	86	99			11
12		Louisiana	237				111	348			12
13		Manitoba		4			69	73			13
14		Minnesota	1,572		1		87	1,660	10		14
15		Mississippi	166				13	179			15
16		Missouri	1,545				166	1,711	62		16
17		Montana	2,064		56		51	2,171	639		17
18		Nebraska	1,555				94	1,649			18
19		Nevada					805	805			19
20		New Mexico	896				461	1,357	248		20
21		North Dakota	1,681				24	1,705	720		21
22		Oklahoma	1,037				372	1,409	189		22
23		Oregon	235				151	386	127		23
24		Saskatchewan									24
25		South Dakota	898				28	926			25
26		Tennessee	17				127	144			26
27		Texas	2,587			11	2,525	5,123	100		27
28		Utah					433	433			28
29		Washington	1,463				172	1,635	113		29
30		Wisconsin	267				6	273			30
31		Wyoming	965				5	970	5		31
32	Total Mileage (Single Track)		23,293	4	84	34	9,228	32,643	2,319		32

NOTES AND REMARKS

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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.

2. In column (c), give the number of units purchased new or built in company shops. In column (d), give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.

3. Units leased to others for a period of one year or more are reportable in column (l). Units temporarily out of respondent's service and rented to others for less than one year are to be included in column (h). Units rented from others for a period less than one year should not be included in column (i).

4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit but it is not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operation at terminals.

5. A "self-propelled" car is a rail motor car propelled by electric motors receiving power from a third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.

6. A "diesel" unit includes all units propelled by diesel internal combustion engines regardless of final drive or whether power may at times be supplied from an external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote, giving the number and a brief description.. An "electric" unit includes all units which receive electric power from a third rail or overhead contact wire, and use the power to drive one or more electric motors that propel the vehicle. An "other self-powered unit" includes all units other than diesel or electric, e.g., gas turbine, steam. Show the type of unit, service, and number, as appropriate, in a brief description sufficient for positive identification. An "Auxiliary unit" includes all units used in conjunction with locomotives, but which draw their power from the "mother" unit, e.g., boosters, slugs, etc. For reporting purposes, indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate. Radio-controlled units that are not self-propelled, i.e., those without a diesel, should be reported on line 13 under "auxiliary units."

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

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

9. Cross-checks

Schedule 710		Schedule 710
Line 5, column (j)	=	Line 11, column (l)
Line 6, column (j)	=	Line 12, column (l)
Line 7, column (j)	=	Line 13, column (l)
Line 8, column (j)	=	Line 14, column (l)
Line 9, column (j)	=	Line 15, column (l)
Line 10, column (j)	=	Line 16, column (l)

When data appear in column (j), lines 1 through 8, column (k) should have data on the same lines.

When data appear in columns (k) or (l), lines 36 through 53, and 55, column (m) should have data on the same lines.

710. INVENTORY OF EQUIPMENT
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year: Units Installed: New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)	Units retired from service of respondent whether owned or leased, including reclassification (g)	Units at Close of Year: Owned and used (h)	Leased from others (i)	Total in service of respondent [col (h) & (i)] (j)	Aggregate capacity of units reported in col (j) (See Ins. 7) (k)	Leased to others (l)	Line No.
		Locomotive Units										(HP)		
1		Diesel-freight units	5,773	513	70	6	73	128	3,941	2,366	6,307	27,082,475		1
2		Diesel-passenger units												2
3		Diesel-multiple purpose units	1,484				62	68	1,427	51	1,478	3,531,249		3
4		Diesel-switching units												4
5	*	TOTAL (lines 1 to 4) units	7,257	513	70	6	135	196	5,368	2,417	7,785	30,613,724		5
6	*	Electric locomotives												6
7	*	Other self-powered units												7
8	*	TOTAL (lines 5, 6, and 7)	7,257	513	70	6	135	196	5,368	2,417	7,785	30,613,724		8
9	*	Auxiliary units	53					4	49		49			9
10	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	7,310	513	70	6	135	200	5,417	2,417	7,834	30,613,724		10

DISTRIBUTION OF LOCOMOTIVE UNITS IN SERVICE OF RESPONDENT AT CLOSE OF YEAR BUILT, DISREGARDING YEAR OF REBUILDING

Line No.	Cross Check	Type or design of units (a)	Before Jan 1,1990 (b)	Between Jan 1, 1990 and Dec 31, 1994 (c)	Between Jan 1, 1995 and Dec 31, 1999 (d)	Between Jan 1, 2000 and Dec 31, 2004 (e)	Between Jan 1, 2005 and Dec 31, 2009 (f)	During Calendar Year: 2010 (g)	2011 (h)	2012 (i)	2013 (j)	2014 (k)	TOTAL (l)	Line No.
11	*	Diesel	1,504	506	1,534	1,003	1,606	203	224	316	335	554	7,785	11
12	*	Electric												12
13	*	Other self-powered units												13
14	*	TOTAL (lines 11 to 13)	1,504	506	1,534	1,003	1,606	203	224	316	335	554	7,785	14
15	*	Auxiliary units	49										49	15
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	1,553	506	1,534	1,003	1,606	203	224	316	335	554	7,834	16

710. INVENTORY OF EQUIPMENT (Continued)
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year: Units Installed: New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)	Units retired from service of respondent whether owned or leased, including reclassification (g)	Units at Close of Year: Owned and used (h)	Leased from others (i)	Total in service of respondent [col (h) & (i)] (j)	Aggregate capacity of units reported in col (j) (See Ins. 7) (k)	Leased to others (l)	Line No.
		Passenger-Train Cars												
		Non-Self-Propelled												
17		Coaches (PA, PB, PBO)	91					91						17
18		Combined cars (All class C, except CSB)												18
19		Parlor cars (PBC, PC, PL, PO)												19
20		Sleeping cars (PS, PT, PAS, PDS)												20
21		Dining, grill, & tavern cars (All class D, PD)												21
22		Nonpassenger carrying cars (All class B, CSB, M, PSA, IA)												22
23		TOTAL (Lines 17 to 22)	91					91						23
		Self-Propelled												
24		Electric passenger cars (EP, ET)												24
25		Electric combined cars (EC)												25
26		Internal combustion rail motorcars (ED, EG)												26
27		Other self-propelled cars (Specify types)												27
28		TOTAL (Lines 24 to 27)												28
29		TOTAL (Lines 23 and 28)	91					91						29
		Company Service Cars												
30		Business cars (PV)	36					4	32		32	157		30
31		Board outfit cars (MWX)	56					3	53		53	3,892		31
32		Derrick & snow removal cars (MWU, MWV, MWW, MWK)	90					3	87		87	2,774		32
33		Dump and ballast cars (MWB, MWD)	1,766	54				10	1,644	166	1,810	203,760		33
34		Other maintenance and service equipment cars	3,411	97			366	263	3,306	305	3,611	294,177		34
35		TOTAL (Lines 30 to 34)	5,359	151			366	283	5,122	471	5,593	504,760		35

710. INVENTORY OF EQUIPMENT - Continued

Instructions for reporting freight-train car data.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In Column (d) give the number of units purchased or built in company shops. In Column (e) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.
3. Units leased to others for a period of one year or more are reportable in Column (n). Units temporarily out of respondent's service and rented to others for less than one year are to be included in Column (i). Units rented from others for a period less than one year should not be included in Column (j).

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

Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year: Time-mileage cars (b)	Units in service of respondent at beginning of year: All Others (c)	Changes during the year, Units installed: New units purchased or built (d)	Changes during the year, Units installed: New or rebuilt units leased from others (e)	Changes during the year, Units installed: Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	Changes during the year, Units installed: All other units, including reclassification and second hand units purchased or leased from others (g)	Line No.
		FREIGHT TRAIN CARS							
36		Plain box cars - 40' (B1__, B2__)	10						36
37		Plain box cars - 50' and longer (B3_0-7, B4_0-7, B5__, B6__ B7__, B8__)	4						37
38		Equipped box cars (All Code A, Except A_5_)	4,874					290	38
39		Plain gondola cars (All Codes G & J, J__1, J__2, J__3, J__4)	7,712		300			1,918	39
40		Equipped gondola cars (All Code E)	5,093					149	40
41		Covered hopper cars (C__1, C__2, C__3, C__4)	31,677		877			2,072	41
42		Open top hopper cars - general service (All Code H)	5,485						42
43		Open top hopper cars - special service (J__O), and All Code K)	4,866					592	43
44		Refrigerator cars - mechanical (R_5,_, R_6_, R_7_, R_8_, R_9_)	987						44
45		Refrigerator cars - nonmechanical (R_0_, R_1_, R_2_)	1,988						45
46		Flat cars - TOFC/COFC (All Code P, Q, & S, Except Q8_)	6,650					57	46
47		Flat cars - multilevel (All Code V)	696						47
48		Flat cars - general service (F10_, F20_, F30_)	109						48
49		Flat cars - other (F_1_, F_2_, F_3_, F_4_, F_5_, F_6_, F_8_, F40_)	3,028					96	49
50		Tank cars - under 22,000 gal. (T__0, T__1, T__2, T__3, T__4, T__5)	105						50
51		Tank cars - 22,000 gal. and over (T__6, T__7, T__8, T__9)	232						51
52		All other freight cars (A_5_, F_7_, All Code L & Q8__)	61						52
53		TOTAL (Lines 36 to 52)	73,577		1,177			5,174	53
54		Caboose (All Code M-930)	N/A	213					54
55		TOTAL (Lines 53 and 54)	73,577	213	1,177			5,174	55

710. INVENTORY OF EQUIPMENT - Continued

4. Column (m) should show aggregate capacity for all units reported in Columns (k) and (l), as follows. For freight-train cars, report the nominal capacity (in tons of 2,000 lbs) as provided for in Rule 86 of the AAR Code of Rules Governing Cars in Interchange. Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to customarily carry.

5. Time-mileage cars refers to freight cars, other than cabooses, owned or held under lease arrangement, whose interline rental is settled on a per diem and line haul mileage basis under "Code of Car Hire Rules" or would be so settled if used by another railroad.

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

Line No.	Cross Check	Changes during year (concluded) Units retired from service of respondent whether owned or leased including reclassification (h)	Units at close of year: Owned and used (i)	Leased from others (j)	Total in service of respondent (col. (i) & (j)): Time-mileage cars (k)	All Others (l)	Aggregate capacity of units reported in col (k) & (l) (see ins. 4) (m)	Leased to Others (n)	Line No.
36			10		10		622		36
37			4		4		279		37
38		386	3,323	1,455	4,778		464,333		38
39		782	2,696	6,452	9,148		1,090,192		39
40		709	3,585	948	4,533		459,894		40
41		1,066	16,263	17,297	33,560		3,676,993		41
42		69	5,067	349	5,416		551,050		42
43		3	1,895	3,560	5,455		620,693		43
44		9		978	978		88,375		44
45		85	1,903		1,903		163,028		45
46		276	1,716	4,715	6,431		1,576,497		46
47		5	691		691		35,228		47
48		7	102		102		7,927		48
49		86	1,501	1,537	3,038		299,398		49
50		1	104		104		8,425		50
51		2	230		230		22,376		51
52		4	57		57		4,406		52
53		3,490	39,147	37,291	76,438		9,069,716		53
54		1	212		N/A	212	N/A		54
55		3,491	39,359	37,291	76,438	212	9,069,716		55

710. INVENTORY OF EQUIPMENT - Continued

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

Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year: Per diem (b)	Units in service of respondent at beginning of year: All Others (c)	Changes during the year, Units installed: New units purchased or built (d)	Changes during the year, Units installed: New units leased from others (e)	Changes during the year, Units installed: Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	Changes during the year, Units installed: All other units, including reclassification and second hand units purchased or leased from others (g)	Line No.
56		FLOATING EQUIPMENT Self-propelled vessels (tugboats, car ferries, etc.)							56
57		Non-self-propelled vessels (car floats, lighters, etc.)							57
58		TOTAL (Lines 56 and 57)							58
59		HIGHWAY REVENUE EQUIPMENT Chassis (Z1_, Z67_, Z68_, Z_69_)		958	249			30	59
60		Dry van (U2_, Z_, Z6_, I-6)		775					60
61		Flat bed (U3__, Z3__)							61
62		Open bed (U4__, Z4__)							62
63		Mechanical refrigerator (U5_, Z5_)							63
64		Bulk hopper (U0__, Z0__)							64
65		Insulated (U7__, Z7__)							65
66		Tank (Z0__, U6__) (See note)							66
67		Other trailer and container (Special equipped dry van U9__, Z8__, Z9__)							67
68		Tractor							68
69		Truck							69
70		TOTAL (Lines 59 to 69)		1,733	249			30	70

NOTES AND REMARKS

Note: Line 66 (Tank) must have fitting code "CN" to qualify as a tank, otherwise it is a bulk hopper.

710. INVENTORY OF EQUIPMENT - Concluded

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

Line No.	Cross Check	Changes during year (concluded) Units retired from service of respondent whether owned or leased including reclassification (h)	Units at close of year: Owned and used (i)	Leased from others (j)	Total in service of respondent (col. (i) & (j)): Per diem (k)	All Others (l)	Aggregate capacity of units reported in col (k) & (l) (see ins. 4) (m)	Leased to Others (n)	Line No.
56									56
57									57
58									58
59		582	655			655	42,575		59
60		775							60
61									61
62									62
63									63
64									64
65									65
66									66
67									67
68									68
69									69
70		1,357	655			655	42,575		70

NOTES AND REMARKS

710S. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

(Dollars in Thousands)

1. Give particulars as requested, separately, for the various classes of new units and rebuilt units of equipment installed by respondent during the year. If information regarding the cost of any units installed is not complete at time of filing of report, the units should be omitted, but reference to the number of units omitted should be given in a footnote, the details as to cost to be given in the report of the following year. The cost of units under construction at the close of the year should not be reflected in this schedule even though part of the cost appears in the property account for the year. Indicate in column (e) whether an installation represents equipment purchased (P), built or rebuilt by contract in outside railroad shops (C), or built or rebuilt in company or system shops (S) including units acquired through capitalized leases (L).

2. In column (a) list each class or type of locomotive unit, car, or TOFC/COFC equipment on a separate line. By class is meant the standard classification used to distinguish types of locomotive units, freight cars or other equipment adopted by the Association of American Railroads, and should include physical characteristics requested by Schedule 710. Locomotive units should be identified as to power source, wheel arrangement, and horsepower per unit, such as multiple-purpose diesel locomotive A units (B-B), 2,500 HP. Cars should be identified as to special construction or service characteristics, such as aluminum-covered hopper car (LO), steel boxcars-special service (XAP), etc. For TOFC/COFC show type of equipment as enumerated in Schedule 710.

3. In column (c) show the total weight in tons of 2,000 pounds. The weight of the equipment acquired should be the weight empty.

4. The cost should be the complete cost as entered on the ledger, including foreign line freight charges and handling charges.

5. Data for this schedule should be confined to the units reported in Schedule 710, columns (c) and (e) for locomotive units, passenger-train cars and company service cars and columns (d) and (f) for freight train cars, floating equipment and highway revenue equipment. Disclose new units in the upper section of this schedule and in the lower section disclose rebuilt units acquired or rewritten into the respondent's accounts. The term "new" as used herein shall mean a unit or units placed in service for the first time on any railroad.

6. All unequipped boxcars acquired in whole or in part with incentive per diem funds should be reported on separate lines and appropriately identified by footnote or sub-heading.

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (000) (d)	Method of acquisition (see instructions) (e)	Line No.
1	Diesel-Freight Locomotives	513	107,730	$ 1,131,225	P	1
2	***Freight-Train Cars***					2
3	Covered Hoppers	877	27,275	73,654	P	3
4	Plain Gondolas	300	11,235	28,332	P	4
5	***Work Equipment Cars***					5
6	Dump and Ballast Cars	54	1,758	7,655	P	6
7	Other MOW	97	3,543	10,559	P	7
8	***Highway Revenue Equipment***					8
9	Chassis	249	1,158	4,950	P	9
10						10
11						11
12	TOTAL	2,090	152,699	$ 1,256,375	N/A	12

REBUILT UNITS

13	Diesel-Freight Locomotives	6	1,169	$ 5,687	P	13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25						25
26	TOTAL	6	1,169	$ 5,687	N/A	26
27	GRAND TOTAL (NEW AND REBUILT)	2,096	153,868	$ 1,262,062	N/A	27

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720, 721, 723, AND 726

1. For purposes of these schedules, the track categories are defined as follows:
Track category 1
A - Freight density of 20 million or more gross ton miles per track mile per year (include passing tracks, turnouts and crossovers)

B - Freight density of less than 20 million gross ton miles per track mile per year, but at least 5 million (include passing tracks, turnouts and crossovers)

C - Freight density of less than 5 million gross ton miles per track mile per year, but at least 1 million (include passing tracks, turnouts and crossovers)

D - Freight density of less than 1 million gross ton miles per track mile per year(include passing tracks, turnouts and crossovers)

E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in category A, B, C, D, F, and Potential abandonments, as appropriate).

F - Track over which any passenger service is provided (other than potential abandonments). Mileage should be included within track categories A through E unless there is dedicated entirely to passenger service F.

Potential abandonments - Route segments identified by railroads as potentially subject to abandonment as required by Section 10904 of the Interstate Commerce Act.

2.This schedule should include all class 1, 2, 3, or 4 track from schedule 700 that is maintained by the respondent (class 5 is assumed to be maintained by others).

3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.

4.Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions.

Line No.	Track Category (a)	Mileage of tracks at end of period (whole numbers) (b)	Average annual traffic density in millions of gross ton-miles per track-mile* (use two decimal places) (c)	Average running speed limit (use two decimal places) (d)	Track miles under slow orders at end of period (e)	Line No.
1	A	20,765	59.32	58.55	1,244.7	1
2	B	7,418	11.91	46.24	577.5	2
3	C	1,924	2.73	34.07	380.4	3
4	D	1,768	0.39	28.17	602.2	4
5	E	8,709	n/a	n/a		5
6	TOTAL	40,584	41.60	52.53	2,804.8	6
7	F	11,545	n/a	n/a		7
8	Potential abandonments					8

*To determine average density, total track miles (route miles times number of tracks), rather than route-miles, shall be used.

721. TIES LAID IN REPLACEMENT

1. Furnish the requested information concerning ties laid in replacement.
2. In column (j), report the total board feet of switch and bridge ties laid in replacement.
3. The term "spot maintenance" in column (k) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "Percent of spot maintenance" refers to the percentage of total ties or board feet laid in replacement that are considered to be spot maintenance.
4. In line 9, the average cost per tie should include transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply storage and seasoning yards, and in the case of treating ties, also the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over the carrier's own lines, and placing the ties in tracks and of train service other than that necessary in connection with loading or treatment should not be included in this schedule.

Line No.	Track Category	Number of crossties laid in replacement							Total	Switch and bridge ties (board feet)	Cross ties switch and bridge ties % of spot maintenance	Line No.
		New Ties				Second-hand Ties						
		Wooden		Concrete	Other	Wooden		Other				
		Treated	Untreated			Treated	Untreated					
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	
1	A	2,117,651		45,482					2,163,133	4,728,193		1
2	B	525,346		72,132					597,478	706,258		2
3	C	111,402							111,402	219,265		3
4	D	190,188							190,188	275,869		4
5	E	215,524			875				216,399	948,195		5
6	TOTAL	3,160,111		117,614	875				3,278,600	6,877,780		6
7	F											7
8	Potential abandonments											8
9	Average cost per cross tie	$ 52.30	and switch tie (MBM)		$ 1,546.55							

722. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS

(Dollars in Thousands)

Give particulars of ties laid during the year in new construction during the year.

In column (a), classify the ties as follows:

U - Wooden ties, untreated when applied.

T - Wooden ties, treated before application.

S - Ties other than wooden (steel, concrete, etc.). Indicate type under remarks in column (h).

Report new and second-hand (relay) ties separately, indicating in column (h) which ties are new.

In columns (d) and (g), show the total cost, including transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply, storage and seasoning yard.

In the case of treated ties, also show the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines, and placing the ties in tracks, and of train service, other than that necessary in connection with loading or treatment, should not be included in this schedule.

Line No.	Class of ties (a)	Cross Ties: Total number of ties applied (b)	Cross Ties: Average cost per tie (c)	Cross Ties: Total cost of cross ties laid in new tracks during year (d)	Switch and Bridge Ties: Number of feet (board measure) laid in tracks (e)	Switch and Bridge Ties: Average cost per M feet (board measure) (f)	Switch and Bridge Ties: Total cost of switch & bridge ties laid in new tracks during year (g)	Remarks (h)	Line No.
1	T	112,299	83.47	9,374	776,820	2.77	2,150	New	1
2	S	347,356	53.64	18,632				Concrete	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	TOTAL	459,655		28,006	776,820		2,150		20
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid						142.54		21
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid						49.27		22

723. RAILS LAID IN REPLACEMENT

1. Furnish the requested information concerning rails laid in replacement.
2. The term "spot maintenance" in column (h) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "Percent of spot maintenance" refers to the percentage of total rails laid in replacement that are considered to be spot maintenance.
3. In line 9, the average cost of new and relay rail should include the cost of loading at the point of purchase ready for shipment, freight charges paid to foreign lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over the carrier's own lines, and placing the rails in tracks and of train service in connection with the distribution of rails should not be included in this schedule.

Line No.	Track Category (a)	Miles of rail laid in replacement (rail-miles)				Total		Percent of Spot Maintenance (h)	Line No.
		New rail		Relay rail					
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)	Welded rail (f)	Bolted rail (g)		
1	A	1,204.71	4.20	47.84		1,252.55	4.20		1
2	B	146.06	0.51	5.80		151.86	0.51		2
3	C	25.51	0.09	1.01		26.52	0.09		3
4	D	82.50	0.29	3.28		85.78	0.29		4
5	E	33.12	0.12	1.32		34.44	0.12		5
6	TOTAL	1,491.90	5.21	59.25		1,551.15	5.21		6
7	F								7
8	Potential Abandonments								8
9	Average cost of new and relay rail laid in replacement per gross ton		$840.25	New	$840.67	Relay	$827.90		9

724. RAILS LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS

(Dollars in Thousands)

1. Give particulars of all rails applied during the year in connection with the construction of new track.
   In Column (a) classify the kind of rail applied as follows:
   (1) New steel rails, Bessemer process.
   (2) New steel rails, open-hearth process
   (3) New rails, special alloy (describe more fully in a footnote).
   (4) Relay rails.
2. Returns in Columns (c) and (g) should be reported in WHOLE numbers. Fractions of less than one-half should be disregarded and fractions of one-half or more should be counted as one.
3. The returns in Columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid to foreign lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks, as well as train service in connection with the distribution of the rail, should not be included in this schedule.

Line No.	Class of rail (a)	Rail Applied in Running Tracks, Passing Tracks. Crossovers, Etc.				Rail Applied in Yard, Station, Team, Industry and Other Switching Tracks				Line No.
		Weight of rail		Total cost of rail applied in running track, passing track, crossovers, etc., during year (d)	Average cost per ton (2000 lbs) (e)	Weight of rail		Total cost of rail applied in yard, station, team, industry, and other switching track during year (h)	Average cost per ton (2000 lbs) (i)	
		Pounds per yard of rail (b)	Number of tons (2000 lbs) (c)			Pounds per yard of rail (f)	Number of tons (2000 lbs) (g)			
1	1	115	21	15	0.71	115	63	45	0.71	1
2	1	132	10	8	0.80	132				2
3	1	136	22,537	15,717	0.70	136	8,726	6,217	0.71	3
4	1	141	11,934	10,183	0.85	141	108	90	0.83	4
5										5
6	4	112				112	1,236	1,032	0.83	6
7	4	115	11	5	0.45	115				7
8	4	119				119	832	784	0.94	8
9	4	132	22	9	0.41	132				9
10	4	136				136	435	345	0.79	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
25										25
26										26
27										27
28										28
29										29
30										30
31										31
32										32
33	TOTAL	N/A	34,535	25,937	0.75	N/A	11,400	8,513	0.75	33
34	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid.								142.54	34
35	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid.								49.27	35
36	Track-miles of welded rail installed on system this year				190.94	Total to date			3,207.01	36

725. WEIGHT OF RAIL

Give the particulars called for below concerning the road and track operated by respondent at the close of the year. Only the respondent's proportion of jointly owned mileage should be included. Under "Weight of rail," the various weights of rail should be given. Road and track occupied under trackage rights or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

Line No.	Weight of rails per yard (pounds) (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all track) (c)	Remarks (d)	Line No.
1	52				1
2	56				2
3	60				3
4	65				4
5	66	1			5
6	67				6
7	68				7
8	70	8			8
9	72	4			9
10	75	40			10
11	76				11
12	77	53			12
13	80	11			13
14	85	192			14
15	90	875			15
16	100	140			16
17	105				17
18	110	206			18
19	112	1,713			19
20	115	2,991			20
21	119	457			21
22	128				22
23	129	245			23
24	130	2			24
25	131	825			25
26	132	5,323			26
27	133	18			27
28	136	11,145			28
29	140	11			29
30	141	3,877			30
31	155	2			31
32	Unknown	394			32
33					33
34					34
35					35
36					36
37					37
38					38
39					39
40					40
41					41
42					42
43					43
44					44
45					45
46					46
47					47
48	TOTAL	28,533			48

726. SUMMARY OF TRACK REPLACEMENTS

1. Furnish the requested information concerning the summary of track replacements.

2. In columns (d), (e), (g), and (j), give the percentage of replacements to units of property in each track category at year end.

Line No.	Track Category (a)	Ties: Number of ties replaced: Crossties (b)	Ties: Number of ties replaced: Switch and bridge ties (board feet) (c)	Ties: Percent replaced: Crossties (d)	Ties: Percent replaced: Switch and bridge ties (board feet) (e)	Rail: Miles of rail replaced (rail-miles) (f)	Rail: Percent Replaced (g)	Ballast: Cubic yards of ballast placed (h)	Track Surfacing: Miles surfaced (i)	Track Surfacing: Percent surfaced (j)	Line No.
1	A	2,163,133	4,728,193	3.28%	N/A	1,256.75	3.03%	1,753,226	14,517	70.00%	1
2	B	597,478	706,258	2.54%	N/A	152.37	1.03%	149,801	1,240	16.74%	2
3	C	111,402	219,265	1.82%	N/A	26.61	0.69%	2,854	24	1.25%	3
4	D	190,188	275,869	3.39%	N/A	86.07	2.44%	3,002	25	1.42%	4
5	E	216,399	948,195	0.78%	N/A	34.56	0.20%	9,235	76	0.87%	5
6	TOTAL	3,278,600	6,877,780	2.54%	N/A	1,556.36	1.92%	1,918,118	15,882	39.17%	6
7	F				N/A						7
8	Potential abandonments				N/A						8

750. CONSUMPTION OF DIESEL FUEL

(Dollars in Thousands)

Line No.	LOCOMOTIVES: Kind of locomotive service (a)	LOCOMOTIVES: Diesel oil (gallons) (b)	Line No.
1	Freight	1,389,787,439	1
2	Passenger		2
3	Yard Switching	54,299,412	3
4	TOTAL	1,444,086,851	4
5	COST OF FUEL $(000)*	$ 4,289,310	5
6	Work Train	806,930	6

*Show cost of fuel charged to train and yard service (function 67-Loco. Fuels). The cost stated for diesel fuel should be the total charges in the accounts specified, including freight charges and handling expenses. Fuel consumed by mixed and special trains that are predominantly freight should be included in freight service, but where the service of mixed or special trains is predominantly passenger, the fuel should be included in passenger service.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755

Unit Train, Way Train, and Through Train data under items 2, 3, 4, 6, and 12 shall be obtained from conductor's wheel reports (freight) or similar reports. Unit train service is a specialized scheduled shuttle type service in equipment (railroad or privately owned) dedicated to such service, moving between origin and destination. The applicable tariffs and/or contracts generally require that a specific minimum tonnage or quantity of carloads be tendered as a unit for shipment on one bill of lading or other shipping document in a solid train for movement between origin and destination. Such tariffs and/or contracts generally contain restricted detention provisions and are subject to time-volume requirements which reflect the approximate capacity of the unit trains for the stated period. Way trains are defined as trains operated primarily to gather and distribute cars in road service and move them between way stations or way points. Through trains are those trains operated between two or more major concentration or distribution points. Do not include unit train statistics in way or through train statistics. A work train is a train operated solely or preponderantly for the purpose of transporting company freight, work equipment, or company employees. Statistics for work trains should be reported under Item 11, only. Statistics related to company equipment, company employees, and company freight moving in transportation trains are not to be reported in Item 11, but are to be reported in Items 4-17, 6-04, 7-02, 8-04, and 8-05, as instructed in notes I, K, and L.

(A) Report miles of road operated at close of year, excluding industrial tracks, yard tracks, and sidings.

(B) A train-mile is a movement of a train a distance of one mile. In computing train-miles, fractions representing less that one-half mile shall be disregarded and other fractions shall be considered as one mile. Train Miles-Running shall be based on the actual distance run between terminals and/or stations and shall be computed from the official time tables or distance tables. Train-Miles shall not be increased to cover the running of locomotives from shops to terminals, doubling hills, switching, or other work at way stations, or for the service of helper or pusher locomotives or of extra locomotives on double-head or triple-head trains. When the carrier's trains are detoured over foreign roads, the miles shall be computed on the basis of the miles actually run and in accordance with the service performed. Train-miles shall be kept separately for trains hauled by locomotives and trains moved by motorcars.

(C) A motorcar is a self-propelled unit of equipment designed to carry freight or passengers, and is not considered a locomotive.

(D) A locomotive is a self-propelled unit of equipment designed solely for moving other equipment. A locomotive unit-mile is a movement of a locomotive unit a distance of one mile under its own power. Include miles made by all locomotive units. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.

(E) All locomotive unit-miles in road service shall be based on the actual distance run between terminals and/or stations. Follow instruction (B) regarding fractions and official time tables for computing locomotive miles.

(F) Train switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in such service. Include miles allowed for train locomotives for performing switching service at terminals and way stations.

(G) Yard switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in yard switching service. Include miles allowed for yard locomotives for switching service in yards where regular switching service is maintained and in terminal switching and transfer service.

(H) A car-mile is a movement of a unit of car equipment a distance of one mile. Use car designations shown in Schedule 710. Under Railroad Owned and Leased Cars, items 4-01 and 4-11, report both foreign cars and respondent's own cars while on the line of the respondent railroad. In Items 4-13 and 4-15, report private-line cars and shipper owned cars. Loaded and empty miles should be reported whether or not the railroad reimbursed the owner on a loaded and/or empty mile basis. Report miles made by flatcars carrying empty highway trailers that are not moving under revenue billigs as empty freight cars-miles. Do not report miles made by motorcars or business cars.

(I) Exclude from Items 4-01, 4-11, 4-13, and 4-5, car-miles of work equipment, cars carrying company freight, and non-revenue private line cars moving in transportation trains. Include such car-miles in Items 4-17, 4-18, and 4-19. If private line cars move in revenue service, yhe loaded and empty miles should not be considered n0-payment or non-revenue car-miles.

(J) Report miles actually run by passenger-train cars in transportation service. Passenger-train car-miles include miles run by coaches and cars in which passengers are carried at regular tariff fares without extra charge for space occupied; miles run by combination passenger and baggage, passenger and mail, passenger and express; miles run by sleeping, parlor, and other cars for which an extra fare is charged; miles run by dining, cafe, and other cars devoted exclusively to the serving of meals and other refreshments and by club, lounge, and observation cars; and miles run by other passenger-train cars where services are combined, such as baggage, express, and mail.

(K) From conductor's or dispatcher's train reports or other appropriate sources, compute weight in tons (2,000 pounds). Item 6-01 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 6-02 and 6-03 represent tons behind locomotive units (cars and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Nonrevenue gross ton-miles in transportation trains include work equipment and cars carrying company freight and their contents. Use 150 pounds as the average weight per passenger and four tons as the average weight of contents of each head-end car.

(L) From conductor's train reports or other appropriate sources, compute ton-miles of freight. Ton-miles represent the number of tons of revenue and nonrevenue freight moved one mile in a transportation train. Include net ton-miles in motorcar trains. Exclude l.c.l. shipment of freight handled in mixed baggage express cars. Total ton-miles of revenue freight should correspond to the ton-miles reported on Form CBS.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755 - (Concluded)

(M) Road service represents elapse time of transportation trains (both ordinary and light) between the time of leaving the initial terminals and the time at final terminals, including trains switching at way stations and delays on road as shown by conductor's or dispatcher's train reports. Include time of motorcar service performed by train locomotives at terminals and way stations. Report in Item 9-02, train switching hours included in Item 9-01. Train switching is the time spent by the train while performing switching service at terminals and way stations where no regular yard service is maintained. A train hour is independent of the number of locomotives in the train.

(N) Yard switching hours are hours expended in switching service performed by yard crews in yards where regular switching service is maintained, including switching and transfer service in connection with the transportation of revenue and incidentally of company freight. Hours in yard switching are independent of the number of locomotives used.

(O) Work-train miles include the miles run by trains engaged in company service such as official inspection; inspection trains for railway commissioners for which no revenue is received; trains running special with fire apparatus to save carrier's property from destruction: trains run for transporting the carrier's employees to and from work when no transportation charge is made; wrecking trains run solely for the purpose of transporting company material; trains run for distributing material and supplies for use in connection with operations; and all other trains used in work-train services. Exclude miles run by locomotives while engaged incidentally in switching company materials in company shops or material yards in connection with regular yard switching service or in switching equipment for repairs between yards and shops.

(P) The number of loaded freight cars shall be obtained from the conductors' wheel report and shall be the sum of all loaded cars handled by each train. For example, if a car moves loaded (1) in a way train from the origination points, (2) in two through trains, and (3) in a way-train to the destination point, the total count of loaded cars would be four: two counts for the movements in the way trains and two counts for the movements in through trains. Therefore, each car originated or received from a connecting carrier receives an initial count, plus one count for each subsequent physical transfer between trains on respondent's lines. No additional count is given because of crew change or changes in track identification number unless there is a physical transfer of the car between trains. Each car moving under revenue billing shall be considered as a loaded car.

(Q) Report vehicles (TOFC trailers/containers, automobiles and trucks) loaded and unloaded to and from TOFC and multiple level freight cars when the work is performed at the railroad's expense.

(R) Report the number of loaded revenue trailers/containers picked up, plus revenue trailers/containers delivered in TOFC/COFC and in highway interchange service, when the work is performed at the railroad's expense. (Performed at railroad's expense means that railroad employees perform the service or that the railroad hires a subsidiary or outside contractor to perform the service.) Do not include those trailers/containers which are picked up or delivered by a shipper or motor carrier, etc. when a tariff provision requires that the shipper or motor carrier, etc., and not the railroad, perform that service. Note: The count should reflect the trailers/containers for which expenses are reported in Schedule 417, line 2, column (b).

(S) Report under Marine Terminals, Item 16, the tons loaded onto and unloaded from marine vessels at the expense of the reporting railroad.

(T) Report the total number of foreign railroad cars on line at the end of the year (except surplus cars, see below). Foreign railroad cars refers to freight cars owned by other railroads whose interline rental is settled on time (by hour) and actual line-haul mileage charges under the Code of Car Hire Rules.

Carriers will be governed by local conditions in determining whether a car at an interchange point should be considered "on-line." Unserviceable cars include cars on repair tracks undergoing or awaiting repairs. They include cars on repair tracks repaired and awaiting switching, cars on repair tracks undergoing or awaiting repairs switching, cars awaiting movement to repair tracks held in train yards (excluding cars which are to be repaired in the train yard without loss of time), cars moving empty in trains en route to shop, and cars stored awaiting disposition.

Surplus cars are cars which are in serviceable condition for loading on the last day of the year, but have not been placed for loading within 48 hours. This count can be an annual average based on weekly count of cars that have not been placed for loading within 48 hours.

(U) Flat-TOFC/COFC Car-miles reported in lines 25 (4-020), 41 (4-120), 57 (4-140), and 75 (4-160) will be computed using cars rather than constructed container platforms. For example, an articulated car consisting of five platforms moved one mile will be counted as one car-mile, not five car-miles.

(V) The intermodal Load Factor reported on Line 134 will be calculated for the average number of intermodal (TOFC/COFC) units loaded on the average intermodal car. Units are to be calculated in the same manner as Line 123 (13 TOFC/COFC - No. of Revenue Trailers & Containers Loaded and Unloaded (Q)). Intermodal cars will be calculated in accordance with instruction U for reporting Flat-TOFC/COFC Car-miles. Both intermodal (TOFC/COFC) units and intermodal cars are to be calculated using actual units and not constructed intermodal (TOFC/COFC) units or cars.

755. RAILROAD OPERATING STATISTICS

Line No.	Cross Check	Item Description (a)	Freight Train (b)	Passenger Train (c)	Line No.
1		1 Miles of Road Operated (A)	32,643		1
		2 Train Miles - Running (B)			
2		2-01 Unit Trains	64,132,170	XXXXXX	2
3		2-02 Way Trains	5,509,368	XXXXXX	3
4		2-03 Through Trains	101,884,262		4
5		2-04 TOTAL TRAIN MILES (Lines 2-4)	171,525,800		5
6		2-05 Motorcars (C)			6
7		2-07 TOTAL ALL TRAINS (Lines 5 and 6)	171,525,800		7
		3 Locomotive Unit Miles (D)			
		Road Service (E)			
8		3-01 Unit Trains	203,682,692	XXXXXX	8
9		3-02 Way Trains	11,821,118	XXXXXX	9
10		3-03 Through Trains	307,506,330		10
11		3-04 TOTAL (Lines 8-10)	523,010,140		11
12		3-11 Train Switching (F)	5,354,992	XXXXXX	12
13		3-21 Yard Switching (G)	15,079,171		13
14		3-31 TOTAL ALL SERVICES (Lines 11-13)	543,444,303		14
		4 Freight Car-Miles (thousands) (H)			
		4-01 RR Owned and Leased Cars - Loaded			
15		4-010 Box-Plain 40-Foot		XXXXXX	15
16		4-011 Box-Plain 50-Foot and Longer	8,418	XXXXXX	16
17		4-012 Box-Equipped	137,098	XXXXXX	17
18		4-013 Gondola-Plain	256,420	XXXXXX	18
19		4-014 Gondola-Equipped	57,910	XXXXXX	19
20		4-015 Hopper-Covered	684,179	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	44,032	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	150,843	XXXXXX	22
23		4-018 Refrigerator-Mechanical	17,102	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	29,915	XXXXXX	24
25		4-020 Flat-TOFC/COFC	549,351	XXXXXX	25
26		4-021 Flat-Multi-Level	58,694	XXXXXX	26
27		4-022 Flat-General Service	262	XXXXXX	27
28		4-023 Flat-All Other	77,019	XXXXXX	28
29		4-024 All Other Car Types-Total	17,653	XXXXXX	29
30		4-025 TOTAL (Lines 15-29)	2,088,896	XXXXXX	30

755. RAILROAD OPERATING STATISTICS - (Continued)

Line No.	Cross Check	Item Description (a)		Freight Train (b)	Passenger Train (c)	Line No.
		4-11	RR Owned and Leased Cars - Empty			
31		4-110	Box-Plain 40-Foot	2	XXXXXX	31
32		4-111	Box-Plain 50-Foot and Longer	6,021	XXXXXX	32
33		4-112	Box-Equipped	101,897	XXXXXX	33
34		4-113	Gondola-Plain	234,966	XXXXXX	34
35		4-114	Gondola-Equipped	54,042	XXXXXX	35
36		4-115	Hopper-Covered	662,023	XXXXXX	36
37		4-116	Hopper-Open Top-General Service	56,820	XXXXXX	37
38		4-117	Hopper-Open Top-Special Service	153,870	XXXXXX	38
39		4-118	Refrigerator-Mechanical	10,463	XXXXXX	39
40		4-119	Refrigerator-Non-Mechanical	22,215	XXXXXX	40
41		4-120	Flat-TOFC/COFC	53,146	XXXXXX	41
42		4-121	Flat-Multi-Level	21,257	XXXXXX	42
43		4-122	Flat-General Service	640	XXXXXX	43
44		4-123	Flat-All Other	75,187	XXXXXX	44
45		4-124	All Other Car Types-Total	26,223	XXXXXX	45
46		4-125	TOTAL (Lines 31-45)	1,478,772	XXXXXX	46
		4-13	Private Line Cars - Loaded (H)			
47		4-130	Box-Plain 40-Foot		XXXXXX	47
48		4-131	Box-Plain 50-Foot and Longer	9,617	XXXXXX	48
49		4-132	Box-Equipped	30,851	XXXXXX	49
50		4-133	Gondola-Plain	1,122,757	XXXXXX	50
51		4-134	Gondola-Equipped	15,159	XXXXXX	51
52		4-135	Hopper-Covered	514,764	XXXXXX	52
53		4-136	Hopper-Open Top-General Service	67,729	XXXXXX	53
54		4-137	Hopper-Open Top-Special Service	709,711	XXXXXX	54
55		4-138	Refrigerator-Mechanical	5,027	XXXXXX	55
56		4-139	Refrigerator-Non-Mechanical	416	XXXXXX	56
57		4-140	Flat-TOFC/COFC	1,146,897	XXXXXX	57
58		4-141	Flat-Multi-Level	267,771	XXXXXX	58
59		4-142	Flat-General Service	454	XXXXXX	59
60		4-143	Flat-All Other	76,559	XXXXXX	60
61		4-144	Tank Under 22,000 Gallons	150,894	XXXXXX	61
62		4-145	Tank - 22,000 Gallons and Over	843,209	XXXXXX	62
63		4-146	All Other Car Types-Total	2,616	XXXXXX	63
64		4-147	TOTAL (Lines 47-63)	4,964,431	XXXXXX	64

755. RAILROAD OPERATING STATISTICS - (Continued)

Line No.	Cross Check	Item Description (a)		Freight Train (b)	Passenger Train (c)	Line No.
		4-15	Private Line Cars - Empty (H)			
65		4-150	Box-Plain 40-Foot		XXXXXX	65
66		4-151	Box-Plain 50-Foot and Longer	7,442	XXXXXX	66
67		4-152	Box-Equipped	12,928	XXXXXX	67
68		4-153	Gondola-Plain	1,137,102	XXXXXX	68
69		4-154	Gondola-Equipped	16,924	XXXXXX	69
70		4-155	Hopper-Covered	526,897	XXXXXX	70
71		4-156	Hopper-Open Top-General Service	66,808	XXXXXX	71
72		4-157	Hopper-Open Top-Special Service	721,370	XXXXXX	72
73		4-158	Refrigerator-Mechanical	5,294	XXXXXX	73
74		4-159	Refrigerator-Non-Mechanical	449	XXXXXX	74
75		4-160	Flat-TOFC/COFC	109,109	XXXXXX	75
76		4-161	Flat-Multi-Level	90,111	XXXXXX	76
77		4-162	Flat-General Service	568	XXXXXX	77
78		4-163	Flat-All Other	69,268	XXXXXX	78
79		4-164	Tank Under 22,000 Gallons	156,574	XXXXXX	79
80		4-165	Tank - 22,000 Gallons and Over	891,074	XXXXXX	80
81		4-166	All Other Car Types-Total	9,606	XXXXXX	81
82		4-167	TOTAL (Lines 65-81)	3,821,524	XXXXXX	82
83		4-17	Work Equipment and Company Freight Car-Miles	73,560	XXXXXX	83
84		4-18	No Payment Car-Miles (I) <1>		XXXXXX	84
		4-19	Total Car-Miles by Train Type (Note)			
85		4-191	Unit Trains	7,023,751	XXXXXX	85
86		4-192	Way Trains	177,045	XXXXXX	86
87		4-193	Through Trains	5,226,387	XXXXXX	87
88		4-194	TOTAL (Lines 85-87)	12,427,183	XXXXXX	88
89		4-20	Caboose Miles	49	XXXXXX	89

<1> Total number of loaded miles 16,393 and empty miles 19,339 by roadrailer reported above in lines 29 and 45 respectively, rather than line 84.

Note: Line 88, total car miles, is equal to the sum of lines 30, 46, 64, 82, 83, and 84. Accordingly, the car miles reported on lines 83 and 84 are to be allocated to lines 85, 86, and 87, and included in the total shown on line 88.

755. RAILROAD OPERATING STATISTICS - (Concluded)

Line No.	Cross Check	Item Description (a)		Freight Train (b)	Passenger Train (c)	Line No.
		6	Gross Ton-Miles (thousands) (K)			
98		6-01	Road Locomotives	107,089,574		98
		6-02	Freight Trains, Crs., Cnts, & Caboose			
99		6-020	Unit Trains	612,369,094	XXXXXX	99
100		6-021	Way Trains	11,589,176	XXXXXX	100
101		6-022	Through Trains	577,230,423	XXXXXX	101
102		6-03	Passenger Trains, Crs, & Cnts.			102
103		6-04	Non-Revenue	17,820,114	XXXXXX	103
104		6-05	TOTAL (Lines 98 - 103)	1,326,098,381		104
		7	Tons of Freight (thousands)			
105		7-01	Revenue	624,080	XXXXXX	105
106		7-02	Non-Revenue	13,355	XXXXXX	106
107		7-03	TOTAL (Lines 105 and 106)	637,435	XXXXXX	107
		8	Ton-Miles of Freight (thousands) (L)			
108		8-01	Revenue - Road Service	711,320,806	XXXXXX	108
109		8-02	Revenue - Lake Transfer Service		XXXXXX	109
110		8-03	TOTAL (Lines 108 and 109)	711,320,806	XXXXXX	110
111		8-04	Non-Revenue - Road Service	7,388,981	XXXXXX	111
112		8-05	Non-Revenue - Lake Transfer Service		XXXXXX	112
113		8-06	TOTAL (Lines 111 and 112)	7,388,981	XXXXXX	113
114		8-07	TOTAL - REVENUE & NON-REVENUE (Lines 110 and 113)	718,709,787	XXXXXX	114
		9	Train Hours (M)			
115		9-01	Road Service	11,465,718	XXXXXX	115
116		9-0	Train Switching	345,757	XXXXXX	116
117		10	TOTAL YARD-SWITCHING HOURS (N)	2,513,195	XXXXXX	117
		11	Train-Miles Work Trains (O)			
118		11-01	Locomotives	2,304,393	XXXXXX	118
119		11-02	Motorcars		XXXXXX	119
		12	Number of Loaded Freight Cars (P)			
120		12-01	Unit Trains	4,382,957	XXXXXX	120
121		12-02	Way Trains	2,421,426	XXXXXX	121
122		12-03	Through Trains	5,761,195	XXXXXX	122
123		13	TOFC/COFC- No. of Revenue Trailers & Containers Loaded and Unloaded (Q)	7,532,666	XXXXXX	123
124		14	Multi-Level Cars - No. of Motor Vehicles Loaded & Unloaded (Q)	2,152,557	XXXXXX	124
125		15	TOFC/COFC - No. of Revenue Trailers Picked Up & Delivered (R)	170,515	XXXXXX	125
		16	Revenue-Tons Marine Terminal (S)			
126		16-01	Marine Terminals - Coal		XXXXXX	126
127		16-02	Marine Terminals - Ore	8,506,680	XXXXXX	127
128		16-03	Marine Terminals - Other		XXXXXX	128
129		16-04	TOTAL (Lines 126 - 128)	8,506,680	XXXXXX	129
		17	Number of Foreign Per-Diem Cars on Line (T)			
130		17-01	Serviceable	15,723	XXXXXX	130
131		17-02	Unserviceable	387	XXXXXX	131
132		17-03	Surplus	247	XXXXXX	132
133		17-04	TOTAL (Lines 130 - 132)	16,357	XXXXXX	133
134		TOFC/COFC - Average No. of Units Loaded Per Car		5.23	XXXXXX	134

PTC Supplement

Schedules 330, 332, 335, 352B, 410, 700, 710, 710S, and 720

TO THE

SURFACE TRANSPORTATION BOARD

FOR THE

YEAR ENDED DECEMBER 31, 2014

PTC 330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT

(Dollars in Thousands)

Line No.	Cross No.	Account (a)	Balance at Beginning of year (b)	Expenditures during the year for original road & equipment & road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)	Line No.
1	2	(2) Land for transportation purposes				1
2	3	(3) Grading				2
3	4	(4) Other right-of-way expenditures				3
4	5	(5) Tunnels and subways				4
5	6	(6) Bridges, trestles and culverts				5
6	7	(7) Elevated structures				6
7	8	(8) Ties				7
8	9	(9) Rail and other track material	20,195			8
9	11	(11) Ballast				9
10	13	(13) Fences, snowsheds and signs				10
11	16	(16) Station and office buildings				11
12	17	(17) Roadway buildings				12
13	18	(18) Water stations				13
14	19	(19) Fuel stations				14
15	20	(20) Shops and enginehouses				15
16	22	(22) Storage warehouses				16
17	23	(23) Wharves and docks				17
18	24	(24) Coal and ore wharves				18
19	25	(25) TOFC/COFC terminals				19
20	26	(26) Communications systems	43,382			20
21	27	(27) Signals and interlockers	512,361			21
22	29	(29) Power plants				22
23	31	(31) Power transmission systems				23
24	35	(35) Miscellaneous structures				24
25	37	(37) Roadway machines				25
26	39	(39) Public improvements - construction				26
27	44	(44) Shop machinery				27
28	45	(45) Power plant machinery				28
29		Other lease/rentals				29
30		TOTAL EXPENDITURES FOR ROAD	575,938			30
31	52	(52) Locomotives	77,698			31
32	53	(53) Freight train cars				32
33	54	(54) Passenger train cars				33
34	55	(55) Highway revenue equipment				34
35	56	(56) Floating equipment				35
36	57	(57) Work equipment				36
37	58	(58) Miscellaneous equipment	3,074			37
38	59	(59) Computer systems & word processing equipment	15,271			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	96,043			39
40	76	(76) Interest during construction				40
41	80	(80) Other elements of investment				41
42	90	(90) Construction work in progress	230,292			42
43		GRAND TOTAL	902,273			43

* PTC-related expenditures from passenger-only service not otherwise captured in this schedule shall be stated in the aggregate here: None noted.

** Excludes investments in equity method of $48,150 and $2,785 for MCC and PTC 220 companies

PTC 330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT - (Continued)

(Dollars in Thousands)

Line No.	Cross No.	Expenditures for additions during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
1	2	118		118	118	1
2	3					2
3	4					3
4	5					4
5	6					5
6	7					6
7	8					7
8	9	5,382		5,382	25,577	8
9	11					9
10	13					10
11	16					11
12	17					12
13	18					13
14	19					14
15	20					15
16	22					16
17	23					17
18	24					18
19	25					19
20	26	2,896		2,896	46,278	20
21	27	108,626		108,626	620,987	21
22	29					22
23	31					23
24	35					24
25	37					25
26	39					26
27	44					27
28	45					28
29						29
30		117,022		117,022	692,960	30
31	52	77,630		77,630	155,328	31
32	53					32
33	54					33
34	55					34
35	56					35
36	57					36
37	58	1,685		1,685	4,759	37
38	59	4,698		4,698	19,969	38
39		84,013		84,013	180,056	39
40	76					40
41	80					41
42	90	41,430		41,430	271,722	42
43		242,465		242,465	1,144,738	43

PTC 332. DEPRECIATION BASE AND RATES - ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

(Dollars in Thousands)

1. Show in columns (b) and (e), for each primary account, the depreciation base used to compute depreciation charges for the month of January, and in columns (c) and (f), the depreciation charges for the month of December. In columns (d) and (g) show the composite rates used in computing depreciation charges for December, and on lines 30 and 39 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December, and dividing that total by the total depreciation base for the same month. The depreciation base should not include cost of equipment used, but not owned, when the rents are included in rent for equipment and account nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment, accounts nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00., inclusive. Composite rates used should be those prescribed or authorized by the Board, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give particulars in a footnote.

2. All leased property may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.

3. Show in columns (e), (f), and (g) data applicable to lessor property, when the rent therefore is included in accounts nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

4. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for discontinuance of accruals should be shown in a footnote, indicating the effected account(s).

5. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.

Line No.	Account (a)	OWNED AND USED Depreciation Base At beginning of year (b)	OWNED AND USED Depreciation Base At close of year (c)	OWNED AND USED Annual composite rate % (d)	LEASED FROM OTHERS Depreciation Base At beginning of year (e)	LEASED FROM OTHERS Depreciation Base At close of year (f)	LEASED FROM OTHERS Annual composite rate % (g)	Line No.
	ROAD							
1	(3) Grading	-	-					1
2	(4) Other right-of-way expenditures	-	-					2
3	(5) Tunnels and subways	-	-					3
4	(6) Bridges, trestles and culverts	-	-					4
5	(7) Elevated structures	-	-					5
6	(8) Ties	-	-		TOTAL ROAD AND			6
7	(9) Rail and other track material	20,195	25,577	3.08%				7
8	(11) Ballast	-	-		EQUIPMENT LEASED FROM			8
9	(13) Fences, snowsheds and signs	-	-					9
10	(16) Station and office buildings	-	-		OTHERS IS LESS THAN 5%			10
11	(17) Roadway buildings	-	-					11
12	(18) Water stations	-	-		OF TOTAL OWNED			12
13	(19) Fuel stations	-	-					13
14	(20) Shops and enginehouses	-	-					14
15	(22) Storage warehouses	-	-					15
16	(23) Wharves and docks	-	-					16
17	(24) Coal and ore wharves	-	-					17
18	(25) TOFC/COFC terminals	-	-					18
19	(26) Communications systems	43,382	46,278	8.57%				19
20	(27) Signals and interlockers	512,361	620,987	3.85%				20
21	(29) Power plants	-	-					21
22	(31) Power transmission systems	-	-					22
23	(35) Miscellaneous structures	-	-					23
24	(37) Roadway machines	-	-					24
25	(39) Public improvements - construction	-	-					25
26	(44) Shop machinery	-	-					26
27	(45) Power plant machinery	-	-					27
28	All other road accounts							28
29	Amortization (other than def. projects)							29
30	TOTAL ROAD	575,938	692,842	4.14%				30
	EQUIPMENT							
31	(52) Locomotives	77,698	155,328	8.33%				31
32	(53) Freight train cars	-	-					32
33	(54) Passenger train cars	-	-					33
34	(55) Highway revenue equipment	-	-					34
35	(56) Floating equipment	-	-					35
36	(57) Work equipment	-	-					36
37	(58) Miscellaneous equipment	3,074	4,759	8.58%				37
38	(59) Computer systems & WP equipment	15,271	19,969	11.61%				38
39	TOTAL EQUIPMENT	96,043	180,056	8.70%				39
40	GRAND TOTAL	671,981	872,898	NA			NA	40

*The annual composite rates in column (d) are the prescribed rates for accounts 27 and 52. Accounts 9, 26, 58, and 59 contain multiple class component rates and were recomputed in line with the instructions. As such, the PTC composite rates will differ from Federal Schedule 332 rates.

** PTC-related expenditures from passenger-only service not otherwise captured in this schedule shall be stated in the aggregate here: None noted.

PTC 335. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT OWNED AND USED

(Dollars in Thousands)

1. Disclose the required information regarding credits and debits to Account No. 735, "Accumulated Depreciation: Road and Equipment Property." during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and "Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" accounts and "Other Rents - Debit - Equipment" accounts. (See Schedule 351 for accumulated depreciation to road and equipment owned and leased to others.)

2. If any data are included in columns (d) or (f), explain the entries in detail.

3. A debit balance in columns (b) or (g) for any primary account should be designated "Dr."

4. If there is any inconsistency between credits to reserves as shown in column (c) and charges to operating expenses, a full explanation should be given.

5. Include authorized amortization amounts in column (c) on the lines for the affected accounts.

Notes and Remarks

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year: Charges to operating expenses (c)	CREDITS TO RESERVE During the year: Other credits (d)	DEBITS TO RESERVE During the year: Retirements (e)	DEBITS TO RESERVE During the year: Other debits (f)	Balance at close of year (g)	Line No.
		ROAD							
1		(3) Grading	-	-		-		-	1
2		(4) Other right-of-way expenditures	-	-		-		-	2
3		(5) Tunnels and subways	-	-		-		-	3
4		(6) Bridges, trestles and culverts	-	-		-		-	4
5		(7) Elevated structures	-	-		-		-	5
6		(8) Ties	-	-		-		-	6
7		(9) Rail and other track material	1,319	886		-		2,205	7
8		(11) Ballast	-	-		-		-	8
9		(13) Fences, snowsheds and signs	-	-		-		-	9
10		(16) Station and office buildings	-	-		-		-	10
11		(17) Roadway buildings	-	-		-		-	11
12		(18) Water stations	-	-		-		-	12
13		(19) Fuel stations	-	-		-		-	13
14		(20) Shops and enginehouses	-	-		-		-	14
15		(22) Storage warehouses	-	-		-		-	15
16		(23) Wharves and docks	-	-		-		-	16
17		(24) Coal and ore wharves	-	-		-		-	17
18		(25) TOFC/COFC terminals	-	-		-		-	18
19		(26) Communications systems	1,280	3,879		-		5,159	19
20		(27) Signals and interlockers	28,033	21,912		-		49,945	20
21		(29) Power plants	-	-		-		-	21
22		(31) Power transmission systems	-	-		-		-	22
23		(35) Miscellaneous structures	-	-		-		-	23
24		(37) Roadway machines	-	-		-		-	24
25		(39) Public improvements - const.	-	-		-		-	25
26		(44) Shop machinery	-	-		-		-	26
27		(45) Power plant machinery	-	-		-		-	27
28		All other road accounts	-					-	28
29		Amortization (adjustments)	-					-	29
30		TOTAL ROAD	30,632	26,677	-	-	-	57,309	30
		EQUIPMENT							
31		(52) Locomotives	8,131	10,100		-		18,231	31
32		(53) Freight train cars	-	-		-		-	32
33		(54) Passenger train cars	-	-		-		-	33
34		(55) Highway revenue equipment	-	-		-		-	34
35		(56) Floating equipment	-	-		-		-	35
36		(57) Work equipment	-	-		-		-	36
37		(58) Miscellaneous equipment	1,227	506		-		1,733	37
38		(59) Computer systems & WP equip.	4,408	2,136		-		6,544	38
39		Amortization (adjustments)	-					-	39
40		TOTAL EQUIPMENT	13,766	12,742	-	-	-	26,508	40
41		GRAND TOTAL	44,398	39,419	-	-	-	83,817	41

* PTC-related expenditures from passenger-only service not otherwise captured in this schedule shall be stated in the aggregate here: None noted.

PTC 352B. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Property Account)

(Dollars in Thousands)

1. In columns (b) through (e) give, by primary accounts, the amount of investment at the close of the year in property of respondent and each group or class of companies and properties.

2. The amounts for respondent and for each group or class of companies and properties on line 44 should correspond with the amounts for each class of company and property shown in Schedule 352A. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in this schedule.

3. Report on line 29 amounts representing capitalization of rentals for leased property based on 6% per year where property is not classified by accounts by noncarrier owners, or where the cost of property leased from other carriers is not ascertainable. Identify noncarrier owners, and briefly explain on page 39 the methods of estimating value of property on noncarriers or property of other carriers.

4. Report on line 30 amounts not included in the accounts shown, or on line 29. The items reported should be briefly identified and explained. Also include here those items after permission is obtained from the Board for exceptions to prescribed accounting. Reference to such authority should be made when explaining amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Board.

Line No.	Cross Check	Account (a)	Respondent (b)	Lessor Railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)*	Line No.
1		(2) Land for transportation purposes	118			-	1
2		(3) Grading	-			-	2
3		(4) Other right-of-way expenditures	-			-	3
4		(5) Tunnels and subways	-			-	4
5		(6) Bridges, trestles and culverts	-			-	5
6		(7) Elevated structures	-			-	6
7		(8) Ties	-			-	7
8		(9) Rail and other track material	25,577			(2)	8
9		(11) Ballast	-			-	9
10		(13) Fences, snowsheds and signs	-			-	10
11		(16) Station and office buildings	-			-	11
12		(17) Roadway buildings	-			-	12
13		(18) Water stations	-			-	13
14		(19) Fuel stations	-			-	14
15		(20) Shops and enginehouses	-			-	15
16		(22) Storage warehouses	-			-	16
17		(23) Wharves and docks	-			-	17
18		(24) Coal and ore wharves	-			-	18
19		(25) TOFC/COFC terminals	-			-	19
20		(26) Communications systems	46,278			(5)	20
21		(27) Signals and interlockers	620,987			(74)	21
22		(29) Power plants	-			-	22
23		(31) Power transmission systems	-			-	23
24		(35) Miscellaneous structures	-			-	24
25		(37) Roadway machines	-			-	25
26		(39) Public improvements - construction	-			-	26
27		(44) Shop machinery	-			-	27
28		(45) Power plant machinery	-			-	28
29		Leased property (capitalized rentals)	-			-	29
30		Other (specify and explain)	-			-	30
31		TOTAL ROAD	692,960			(81)	31
32		(52) Locomotives	155,328			-	32
33		(53) Freight train cars	-			-	33
34		(54) Passenger train cars	-			-	34
35		(55) Highway revenue equipment	-			-	35
36		(56) Floating equipment	-			-	36
37		(57) Work equipment	-			-	37
38		(58) Miscellaneous equipment	4,759			-	38
39		(59) Computer systems & WP equipment	19,969			-	39
40		TOTAL EQUIPMENT	180,056			-	40
41		(76) Interest during construction	-			-	41
42		(80) Other elements of investment	-			-	42
43		(90) Construction work in progress	271,722			-	43
44		GRAND TOTAL	1,144,738			(81)	44

* Includes property leased to and operated by others.

** PTC-related expenditures from passenger-only service not otherwise captured in this schedule shall be stated in the aggregate here: None noted.

PTC 410. RAILWAY OPERATING EXPENSES
(Dollars in Thousands)

State the railway operating expenses on respondent's road for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies, and allocate the common operating expenses in accordance with the Board's rules governing the separation of such expenses between freight and passenger services.

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		WAYS & STRUCTURES								
		ADMINISTRATION								
1		Track								1
2		Bridge & building								2
3		Signal	1,659	418	393	84	2,554		2,554	3
4		Communication	272				272		272	4
5		Other								5
		REPAIRS AND MAINTENANCE								
6		Roadway - running	24		10		34		34	6
7		Roadway - switching								7
8		Tunnels & subways - running								8
9		Tunnels & subways - switching								9
10		Bridges & culverts - running								10
11		Bridges & culverts - switching								11
12		Ties - running		1			1		1	12
13		Ties - switching								13
14		Rail & other track material - running	79	4	1		84		84	14
15		Rail & other track material - switching								15
16		Ballast - running		1	1		2		2	16
17		Ballast - switching								17
18		Road property damaged - running								18
19		Road property damaged - switching								19
20		Road property damaged - other								20
21		Signals & interlockers - running	4,308	860	2,300	163	7,631		7,631	21
22		Signals & interlockers - switching								22
23		Communications systems	2,057	109	13		2,179		2,179	23
24		Power systems			1		1		1	24
25		Highway grade crossings - running								25
26		Highway grade crossings - switching								26
27		Station & office buildings		1	19		20		20	27
28		Shop buildings - locomotives								28
29		Shop buildings - freight cars						N/A		29
30		Shop buildings - other equipment								30

PTC 410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		REPAIRS AND MAINTENANCE - (Continued)								
101		Locomotive servicing facilities								101
102		Miscellaneous buildings & structures			19		19		19	102
103		Coal terminals						N/A		103
104		Ore terminals						N/A		104
105		Other marine terminals						N/A		105
106		TOFC/COFC terminals						N/A		106
107		Motor vehicle loading & distribution facilities						N/A		107
108		Facilities for other specialized service operations						N/A		108
109		Roadway machines			1		1		1	109
110		Small tools & supplies		55	4	35	94		94	110
111		Snow removal								111
112		Fringe benefits - running	N/A	N/A	N/A	3,093	3,093		3,093	112
113		Fringe benefits - switching	N/A	N/A	N/A					113
114		Fringe benefits - other	N/A	N/A	N/A	163	163		163	114
115		Casualties & insurance - running	N/A	N/A	N/A					115
116		Casualties & insurance - switching	N/A	N/A	N/A					116
117		Casualties & insurance - other	N/A	N/A	N/A					117
118	*	Lease rentals - debit -running	N/A	N/A		N/A				118
119	*	Lease rentals - debit -switching	N/A	N/A		N/A				119
120	*	Lease rentals - debit -other	N/A	N/A		N/A				120
121	*	Lease rentals - (credit) - running	N/A	N/A		N/A				121
122	*	Lease rentals - (credit) - switching	N/A	N/A		N/A				122
123	*	Lease rentals - (credit) - other	N/A	N/A		N/A				123
124		Joint facility rent - debit - running	N/A	N/A		N/A				124
125		Joint facility rent - debit - switching	N/A	N/A		N/A				125
126		Joint facility rent - debit - other	N/A	N/A		N/A				126
127		Joint facility rent - (credit) - running	N/A	N/A		N/A				127
128		Joint facility rent - (credit) - switching	N/A	N/A		N/A				128
129		Joint facility rent - (credit) - other	N/A	N/A		N/A				129
130	*	Other rents - debit - running	N/A	N/A		N/A				130
131	*	Other rents - debit - switching	N/A	N/A		N/A				131
132	*	Other rents - debit - other	N/A	N/A		N/A				132
133	*	Other rents - (credit) - running	N/A	N/A		N/A				133

PTC 410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		REPAIRS AND MAINTENANCE - (Continued)								
134	*	Other rents - (credit) - switching	N/A	N/A		N/A				134
135	*	Other rents - (credit) - other	N/A	N/A		N/A				135
136	*	Depreciation - running	N/A	N/A		886	886		886	136
137	*	Depreciation - switching	N/A	N/A						137
138	*	Depreciation - other	N/A	N/A		25,791	25,791		25,791	138
139		Joint facility - debit - running	N/A	N/A		N/A				139
140		Joint facility - debit - switching	N/A	N/A		N/A				140
141		Joint facility - debit - other	N/A	N/A		N/A				141
142		Joint facility - (credit) - running	N/A	N/A		N/A				142
143		Joint facility - (credit) - switching	N/A	N/A		N/A				143
144		Joint facility - (credit) - other	N/A	N/A		N/A				144
145		Dismantling retired road property - running								145
146		Dismantling retired road property - switching								146
147		Dismantling retired road property - other								147
148		Other - running								148
149		Other - switching								149
150		Other - other	2				2		2	150
151		TOTAL WAY AND STRUCTURES	8,401	1,449	2,762	30,215	42,827		42,827	151
		EQUIPMENT								
		LOCOMOTIVES								
201		Administration								201
202	*	Repair & maintenance	1,481				1,481		1,481	202
203	*	Machinery repair								203
204		Equipment damaged								204
205		Fringe benefits	N/A	N/A	N/A	591	591		591	205
206		Other casualties & insurance	N/A	N/A	N/A					206
207	*	Lease rentals - debit	N/A	N/A		N/A				207
208	*	Lease rentals - (credit)	N/A	N/A		N/A				208
209		Joint facility rent - debit	N/A	N/A		N/A				209
210		Joint facility rent - (credit)	N/A	N/A		N/A				210
211	*	Other rents - debit	N/A	N/A		N/A				211
212	*	Other rents - (credit)	N/A	N/A		N/A				212
213	*	Depreciation	N/A	N/A		10,100	10,100		10,100	213
214		Joint facility - debit	N/A	N/A		N/A				214
215		Joint facility - (credit)	N/A	N/A		N/A				215
216	*	Repairs billed to others - (credit)	N/A			N/A				216

PTC 410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		LOCOMOTIVES - (Continued)								
217		Dismantling retired property								217
218		Other								218
219		TOTAL LOCOMOTIVES	1,481			10,691	12,172		12,172	219
		FREIGHT CARS								
220		Administration						N/A		220
221	*	Repair & maintenance						N/A		221
222	*	Machinery repair						N/A		222
223		Equipment damaged						N/A		223
224		Fringe benefits	N/A	N/A	N/A			N/A		224
225		Other casualties & insurance	N/A	N/A	N/A			N/A		225
226	*	Lease rentals - debit	N/A	N/A				N/A		226
227	*	Lease rentals - (credit)	N/A	N/A		N/A		N/A		227
228		Joint facility rent - debit	N/A	N/A		N/A		N/A		228
229		Joint facility rent - (credit)	N/A	N/A		N/A		N/A		229
230	*	Other rents - debit	N/A	N/A		N/A		N/A		230
231	*	Other rents - (credit)	N/A	N/A		N/A		N/A		231
232	*	Depreciation	N/A	N/A	N/A			N/A		232
233		Joint facility - debit	N/A	N/A		N/A		N/A		233
234		Joint facility - (credit)	N/A	N/A		N/A		N/A		234
235	*	Repairs billed to others - (credit)	N/A	N/A		N/A		N/A		235
236		Dismantling retired property						N/A		236
237		Other						N/A		237
238		TOTAL FREIGHT CARS						N/A		238
		OTHER EQUIPMENT								
301		Administration		65	21		86		86	301
		Repair & maintenance:								
302	*	Trucks, trailers, & containers - revenue service						N/A		302
303	*	Floating equipment - revenue service						N/A		303
304	*	Passenger & other revenue equipment								304
305	*	Computers and data processing equipment								305
306	*	Machinery								306
307	*	Work & other non-revenue equipment	365				365		365	307
308		Equipment damaged								308
309		Fringe benefits	N/A	N/A	N/A	146	146		146	309
310		Other casualties & insurance	N/A	N/A	N/A					310
311	*	Lease rentals - debit	N/A	N/A						311
312	*	Lease rentals - (credit)	N/A	N/A						312

PTC 410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		OTHER EQUIPMENT (Continued)								
313		Joint facility rent - debit	N/A	N/A		N/A				313
314		Joint facility rent - (credit)	N/A	N/A		N/A				314
315		Other rents - debit	N/A	N/A		N/A				315
316		Other rents - (credit)	N/A	N/A		N/A				316
317		Depreciation	N/A	N/A	N/A	2,642	2,642		2,642	317
318		Joint facility - debit	N/A	N/A		N/A				318
319		Joint facility - (credit)	N/A	N/A		N/A				319
320		Repairs billed to others - (credit)	N/A	N/A		N/A				320
321		Dismantling retired property								321
322		Other								322
323		TOTAL OTHER EQUIPMENT	365	65	21	2,788	3,239		3,239	323
324		TOTAL EQUIPMENT	1,846	65	21	13,479	15,411		15,411	324
		TRANSPORTATION								
		TRAIN OPERATIONS								
401		Administration								401
402		Engine crews	3,248				3,248		3,248	402
403		Train crews	2,460				2,460		2,460	403
404		Dispatching trains								404
405		Operating signals & interlockers								405
406		Operating drawbridges								406
407		Highway crossing protection			17		17		17	407
408		Train inspection & lubrication								408
409		Locomotive fuel								409
410		Electric power produced or purchased for motive power								410
411		Servicing locomotives	258				258		258	411
412		Freight lost or damaged - solely related	N/A	N/A	N/A					412
413		Clearing wrecks								413
414		Fringe benefits	N/A	N/A	N/A	2,207	2,207		2,207	414
415		Other casualties & insurance	N/A	N/A	N/A					415
416		Joint facility - debit	N/A	N/A		N/A				416
417		Joint facility - (credit)	N/A	N/A		N/A				417
418		Other								418
419		TOTAL TRAIN OPERATIONS	5,966		17	2,207	8,190		8,190	419
		YARD OPERATIONS								
420		Administration								420
421		Switch crews	2,767		32		2,799		2,799	421

PTC 410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
		YARD OPERATIONS (Continued)								
422		Controlling operations								422
423		Yard and terminal clerical		2			2		2	423
424		Operating switches, signals, retarders, & humps								424
425		Locomotive fuel								425
426		Electric power electric power produced or purchased for motive power								426
427		Servicing locomotives								427
428		Freight lost or damaged - solely related	N/A	N/A	N/A					428
429		Clearing wrecks								429
430		Fringe benefits	N/A	N/A	N/A	1,024	1,024		1,024	430
431		Other casualties & insurance	N/A	N/A	N/A					431
432		Joint facility - debit	N/A	N/A						432
433		Joint facility - (credit)	N/A	N/A						433
434		Other								434
435		TOTAL YARD OPERATIONS	2,767	2	32	1,024	3,825		3,825	435
		TRAIN & YARD OPERATIONS COMMON:								
501		Cleaning car interiors				N/A				501
502		Adjusting & transferring loads				N/A		N/A		502
503		Car loading devices & grain docks				N/A		N/A		503
504		Freight lost or damaged - all other	N/A	N/A	N/A					504
505		Fringe benefits	N/A	N/A	N/A					505
506		TOTAL TRAIN & YARD OPERATIONS COMMON:								506
		SPECIALIZED SERVICE OPERATIONS								
507	*	Administration						N/A		507
508	*	Pickup & delivery and marine line haul						N/A		508
509	*	Loading & unloading and local marine						N/A		509
510	*	Protective services						N/A		510
511	*	Freight lost or damaged - solely related	N/A	N/A	N/A			N/A		511
512	*	Fringe benefits	N/A	N/A	N/A			N/A		512
513	*	Casualties & insurance	N/A	N/A	N/A			N/A		513
514	*	Joint facility - debit	N/A	N/A		N/A		N/A		514
515	*	Joint facility - (credit)	N/A	N/A		N/A		N/A		515
516	*	Other						N/A		516
517	*	TOTAL SPECIALIZED SERVICE OPERATIONS						N/A		517

PTC 410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No.
518		ADMINISTRATIVE support OPERATIONS: Administration								518
519		Employees performing clerical & accounting functions								519
520		Communication systems operations			901		901		901	520
521		Loss & damage claims processing								521
522		Fringe benefits	N/A	N/A	N/A					522
523		Casualties & insurance	N/A	N/A	N/A					523
524		Joint facility - debit	N/A	N/A		N/A				524
525		Joint facility - (credit)	N/A	N/A		N/A				525
526		Other								526
527		TOTAL ADMINISTRATIVE support OPERATIONS			901		901		901	527
528		TOTAL TRANSPORTATION	8,733	2	950	3,231	12,916		12,916	528
601		GENERAL AND ADMINISTRATIVE Officers - general administration		2	6	24	32		32	601
602		Accounting, auditing, & finance								602
603		Management services & data processing			655		655		655	603
604		Marketing								604
605		Sales								605
606		Industrial development						N/A		606
607		Personnel & labor relations								607
608		Legal & secretarial								608
609		Public relations & advertising								609
610		Research & development								610
611		Fringe benefits	N/A	N/A	N/A					611
612		Casualties & insurance	N/A	N/A	N/A					612
613		Writedown of uncollectible accounts	N/A	N/A	N/A					613
614		Property taxes	N/A	N/A	N/A					614
615		Other taxes except on corporate income or payroll	N/A	N/A	N/A					615
616		Joint facility - debit	N/A	N/A						616
617		Joint facility - (credit)	N/A							617
618		Other								618
619		TOTAL GENERAL AND ADMINISTRATIVE		2	661	24	687		687	619
620	*	TOTAL CARRIER OPERATING EXPENSE	18,980	1,518	4,394	46,949	71,841		71,841	620

* PTC-related expenditures from passenger-only service not otherwise captured in this schedule shall be stated in the aggregate here: None noted.

PTC 700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class (a)	Proportion owned or leased by respondent (b)	Running tracks, passing tracks, cross-overs, etc. Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turnouts (f)	Miles of way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
1	1	100%	9,059	3,286	183	1,144			13,672	1
2	1J	75%								2
3	1J	66.70%								3
4	1J	50%	190			29			219	4
5	1J	33.30%								5
6	1J	25%								6
7	1J	20%								7
8	1J	16.7%								8
9		Total 1J	190			29			219	9
10										10
11		Total 1 and 1J	9,249	3,286	183	1,173			13,891	11
12										12
13	2									13
14	3									14
15	4									15
16	5									16
17										17
57		Grand Total	9,249	3,286	183	1,173			13,891	57
58	Miles of electrified road or track included in the preceding grand total		NONE	NONE	NONE	NONE	NONE	NONE	NONE	58

700. CANADIAN MILEAGE OPERATED AT THE CLOSE OF YEAR (INCLUDED IN SCHEDULE 700 ABOVE)

Line No.	Class (a)	Proportion owned or leased by respondent (b)	Running tracks, passing tracks, cross-overs, etc. Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turnouts (f)	Miles of way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
1	1	100%								1
2	1J	50%								2
3		Total 1 and 1J								3
4	2									4
5	5									5
57	Grand Total Canadian Miles									57

NOTES AND REMARKS

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PTC 710. INVENTORY OF EQUIPMENT
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year: Units Installed: New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)	Units retired from service of respondent whether owned or leased, including reclassification (g)	Units at Close of Year: Owned and used (h)	Leased from others (i)	Total in service of respondent [col (h) & (i)] (j)	Aggregate capacity of units reported in col (j) (See Ins. 7) (k)	Leased to others (l)	Line No.
		Locomotive Units										(HP)		
1		Diesel-freight units	1,982	405					1,392	995	2,387	10,428,500		1
2		Diesel-passenger units												2
3		Diesel-multiple purpose units												3
4		Diesel-switching units												4
5	*	TOTAL (lines 1 to 4) units	1,982	405					1,392	995	2,387	10,428,500		5
6	*	Electric locomotives												6
7	*	Other self-powered units												7
8	*	TOTAL (lines 5, 6, and 7)	1,982	405					1,392	995	2,387	10,428,500		8
9	*	Auxiliary units												9
10	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	1,982	405					1,392	995	2,387	10,428,500		10

Beginning balance will not tie to ending balance of prior year due to PTC installation on 1,233 existing locomotives.

DISTRIBUTION OF LOCOMOTIVE UNITS IN SERVICE OF RESPONDENT AT CLOSE OF YEAR BUILT, DISREGARDING YEAR OF REBUILDING

Line No.	Cross Check	Type or design of units (a)	Before Jan 1,1990 (b)	Between Jan 1, 1990 and Dec 31, 1994 (c)	Between Jan 1, 1995 and Dec 31, 1999 (d)	Between Jan 1, 2000 and Dec 31, 2004 (e)	Between Jan 1, 2005 and Dec 31, 2009 (f)	During Calendar Year: 2010 (g)	2011 (h)	2012 (i)	2013 (j)	2014 (k)	TOTAL (l)	Line No.
11	*	Diesel			140	636	614	67	3	247	275	405	2,387	11
12	*	Electric												12
13	*	Other self-powered units												13
14	*	TOTAL (lines 11 to 13)			140	636	614	67	3	247	275	405	2,387	14
15	*	Auxiliary units												15
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)			140	636	614	67	3	247	275	405	2,387	16

PTC 710. INVENTORY OF EQUIPMENT (Continued)
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year: Units Installed: New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)	Units retired from service of respondent whether owned or leased, including reclassification (g)	Units at Close of Year: Owned and used (h)	Leased from others (i)	Total in service of respondent [col (h) & (i)] (j)	Aggregate capacity of units reported in col (j) (See Ins. 7) (k)	Leased to others (l)	Line No.
		Passenger-Train Cars												
		Non-Self-Propelled												
17		Coaches (PA, PB, PBO)									-			17
18		Combined cars (All class C, except CSB)									-			18
19		Parlor cars (PBC, PC, PL, PO)									-			19
20		Sleeping cars (PS, PT, PAS, PDS)									-			20
21		Dining, grill, & tavern cars (All class D, PD)									-			21
22		Nonpassenger carrying cars (All class B, CSB, M, PSA, IA)									-			22
23		TOTAL (Lines 17 to 22)	-	-	-	-	-	-	-	-	-	-	-	23
		Self-Propelled												
24		Electric passenger cars (EP, ET)									-			24
25		Electric combined cars (EC)									-			25
26		Internal combustion rail motorcars (ED, EG)									-			26
27		Other self-propelled cars (Specify types)									-			27
28		TOTAL (Lines 24 to 27)	-	-	-	-	-	-	-	-	-	-	-	28
29		TOTAL (Lines 23 and 28)	-	-	-	-	-	-	-	-	-	-	-	29
		Company Service Cars												
30		Business cars (PV)									-			30
31		Board outfit cars (MWX)									-			31
32		Derrick & snow removal cars (MWU, MWV, MWW, MWK)									-			32
33		Dump and ballast cars (MWB, MWD)									-			33
34		Other maintenance and service equipment cars									-			34
35		TOTAL (Lines 30 to 34)	-	-	-	-	-	-	-	-	-	-	-	35

PTC 710. INVENTORY OF EQUIPMENT - Continued

Instructions for reporting freight-train car data.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In Column (d) give the number of units purchased or built in company shops. In Column (e) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.
3. Units leased to others for a period of one year or more are reportable in Column (n). Units temporarily out of respondent's service and rented to others for less than one year are to be included in Column (i). Units rented from others for a period less than one year should not be included in Column (j).

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

Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year: Time-mileage cars (b)	Units in service of respondent at beginning of year: All Others (c)	Changes during the year, Units installed: New units purchased or built (d)	Changes during the year, Units installed: New or rebuilt units leased from others (e)	Changes during the year, Units installed: Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	Changes during the year, Units installed: All other units, including reclassification and second hand units purchased or leased from others (g)	Line No.
		FREIGHT TRAIN CARS							
36		Plain box cars - 40' (B1__, B2__)							36
37		Plain box cars - 50' and longer (B3_0-7, B4_0-7, B5__, B6__ B7__, B8__)							37
38		Equipped box cars (All Code A, Except A_5_)							38
39		Plain gondola cars (All Codes G & J, J__1, J__2, J__3, J__4)							39
40		Equipped gondola cars (All Code E)							40
41		Covered hopper cars (C__1, C__2, C__3, C__4)							41
42		Open top hopper cars - general service (All Code H)							42
43		Open top hopper cars - special service (J__O), and All Code K)							43
44		Refrigerator cars - mechanical (R_5,_, R_6_, R_7_, R_8_, R_9_)							44
45		Refrigerator cars - nonmechanical (R_0_, R_1_, R_2_)							45
46		Flat cars - TOFC/COFC (All Code P, Q, & S, Except Q8_)							46
47		Flat cars - multilevel (All Code V)							47
48		Flat cars - general service (F10_, F20_, F30_)							48
49		Flat cars - other (F_1_, F_2_, F_3_, F_4_, F_5_, F_6_, F_8_, F40_)							49
50		Tank cars - under 22,000 gal. (T__0, T__1, T__2, T__3, T__4, T__5)							50
51		Tank cars - 22,000 gal. and over (T__6, T__7, T__8, T__9)							51
52		All other freight cars (A_5_, F_7_, All Code L & Q8__)							52
53		TOTAL (Lines 36 to 52)	-		-	-	-	-	53
54		Caboose (All Code M-930)	N/A						54
55		TOTAL (Lines 53 and 54)	-	-	-	-	-	-	55

PTC 710. INVENTORY OF EQUIPMENT - Continued

4. Column (m) should show aggregate capacity for all units reported in Columns (k) and (l), as follows. For freight-train cars, report the nominal capacity (in tons of 2,000 lbs) as provided for in Rule 86 of the AAR Code of Rules Governing Cars in Interchange. Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to customarily carry.

5. Time-mileage cars refers to freight cars, other than cabooses, owned or held under lease arrangement, whose interline rental is settled on a per diem and line haul mileage basis under "Code of Car Hire Rules" or would be so settled if used by another railroad.

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

Line No.	Cross Check	Changes during year (concluded)	Units at close of year						Line No.
		Units retired from service of respondent whether owned or leased including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col (k) & (l) (see ins. 4)	Leased to Others	
					Time-mileage cars	All Others			
		(h)	(i)	(j)	(k)	(l)	(m)	(n)	
36		-			-				36
37		-			-				37
38		-			-				38
39		-			-				39
40		-			-				40
41		-			-				41
42		-			-				42
43		-			-				43
44		-			-				44
45		-			-				45
46		-			-				46
47		-			-				47
48		-			-				48
49		-			-				49
50		-			-				50
51		-			-				51
52		-			-				52
53		-	-	-	-		-	-	53
54					N/A		N/A		54
55		-	-	-	-	-	-	-	55

PTC 710. INVENTORY OF EQUIPMENT - Continued

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

Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year: Per diem (b)	Units in service of respondent at beginning of year: All Others (c)	Changes during the year, Units installed: New units purchased or built (d)	Changes during the year, Units installed: New units leased from others (e)	Changes during the year, Units installed: Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	Changes during the year, Units installed: All other units, including reclassification and second hand units purchased or leased from others (g)	Line No.
56		FLOATING EQUIPMENT Self-propelled vessels (tugboats, car ferries, etc.)							
57		Non-self-propelled vessels (car floats, lighters, etc.)							
58		TOTAL (Lines 56 and 57)							
59		HIGHWAY REVENUE EQUIPMENT Chassis (Z1_, Z67_, Z68_, Z_69_)							59
60		Dry van (U2_, Z_, Z6_, I-6)							60
61		Flat bed (U3__, Z3__)							61
62		Open bed (U4__, Z4__)							62
63		Mechanical refrigerator (U5_, Z5_)							63
64		Bulk hopper (U0__, Z0__)							64
65		Insulated (U7__, Z7__)							65
66		Tank (Z0__, U6__) (See note)							66
67		Other trailer and container (Special equipped dry van U9__, Z8__, Z9__)							67
68		Tractor							68
69		Truck							69
70		TOTAL (Lines 59 to 69)		-		-	-	-	70

NOTES AND REMARKS

Note: Line 66 (Tank) must have fitting code "CN" to qualify as a tank, otherwise it is a bulk hopper.

PTC 710. INVENTORY OF EQUIPMENT - Concluded

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

Line No.	Cross Check	Changes during year (concluded) Units retired from service of respondent whether owned or leased including reclassification (h)	Units at close of year: Owned and used (i)	Leased from others (j)	Total in service of respondent (col. (i) & (j)) Per diem (k)	All Others (l)	Aggregate capacity of units reported in col (k) & (l) (see ins. 4) (m)	Leased to Others (n)	Line No.
									56
									57
									58
59									59
60									60
61									61
62									62
63									63
64									64
65									65
66									66
67									67
68									68
69									69
70		-	-	-	-	-	-		70

NOTES AND REMARKS

* PTC-related expenditures from passenger-only service not otherwise captured in this schedule shall be stated in the aggregate here: None noted.

PTC 710S. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

(Dollars in Thousands)

1. Give particulars as requested, separately, for the various classes of new units and rebuilt units of equipment installed by respondent during the year. If information regarding the cost of any units installed is not complete at time of filing of report, the units should be omitted, but reference to the number of units omitted should be given in a footnote, the details as to cost to be given in the report of the following year. The cost of units under construction at the close of the year should not be reflected in this schedule even though part of the cost appears in the property account for the year. Indicate in column (e) whether an installation represents equipment purchased (P), built or rebuilt by contract in outside railroad shops (C), or built or rebuilt in company or system shops (S) including units acquired through capitalized leases (L).

2. In column (a) list each class or type of locomotive unit, car, or TOFC/COFC equipment on a separate line. By class is meant the standard classification used to distinguish types of locomotive units, freight cars or other equipment adopted by the Association of American Railroads, and should include physical characteristics requested by Schedule 710. Locomotive units should be identified as to power source, wheel arrangement, and horsepower per unit, such as multiple-purpose diesel locomotive A units (B-B), 2,500 HP. Cars should be identified as to special construction or service characteristics, such as aluminum-covered hopper car (LO), steel boxcars-special service (XAP), etc. For TOFC/COFC show type of equipment as enumerated in Schedule 710.

3. In column (c) show the total weight in tons of 2,000 pounds. The weight of the equipment acquired should be the weight empty.

4. The cost should be the complete cost as entered on the ledger, including foreign line freight charges and handling charges.

5. Data for this schedule should be confined to the units reported in Schedule 710, columns (c) and (e) for locomotive units, passenger-train cars and company service cars and columns (d) and (f) for freight train cars, floating equipment and highway revenue equipment. Disclose new units in the upper section of this schedule and in the lower section disclose rebuilt units acquired or rewritten into the respondent's accounts. The term "new" as used herein shall mean a unit or units placed in service for the first time on any railroad.

6. All unequipped boxcars acquired in whole or in part with incentive per diem funds should be reported on separate lines and appropriately identified by footnote or sub-heading.

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (000) (d)	Method of acquisition (see instructions) (e)	Line No.
1	Diesel-Freight Locomotives	405	85,050	$ 31,463	P	1
2						2
3						3
4						4
5						5
6						6
7						7
8						8
9						9
10						10
11						11
12	TOTAL	405	85,050	$ 31,463	N/A	12
	REBUILT UNITS					
13						13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25						25
26	TOTAL			$ -	N/A	26
27	GRAND TOTAL (NEW AND REBUILT)	405	85,050	$ 31,463	N/A	27

* PTC-related expenditures from passenger-only service not otherwise captured in this schedule shall be stated in the aggregate here: None noted.

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720, 721, 723, AND 726

1. For purposes of these schedules, the track categories are defined as follows:
Track category 1
A - Freight density of 20 million or more gross ton miles per track mile per year (include passing tracks, turnouts and crossovers)
B - Freight density of less than 20 million gross ton miles per track mile per year, but at least 5 million (include passing tracks, turnouts and crossovers)
C - Freight density of less than 5 million gross ton miles per track mile per year, but at least 1 million (include passing tracks, turnouts and crossovers)
D - Freight density of less than 1 million gross ton miles per track mile per year(include passing tracks, turnouts and crossovers)
E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in category A, B, C, D, F, and Potential abandonments, as appropriate).
F - Track over which any passenger service is provided (other than potential abandonments). Mileage should be included within track categories A through E unless there is dedicated entirely to passenger service F.
Potential abandonments - Route segments identified by railroads as potentially subject to abandonment as required by Section 10904 of the Interstate Commerce Act.

2.This schedule should include all class 1, 2, 3, or 4 track from schedule 700 that is maintained by the respondent (class 5 is assumed to be maintained by others).

3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.

4.Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

PTC 720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions.

Line No.	Track Category (a)	Mileage of tracks at end of period (whole numbers) (b)	Average annual traffic density in millions of gross ton-miles per track-mile* (use two decimal places) (c)	Average running speed limit (use two decimal places) (d)	Track miles under slow orders at end of period (e)	Line No.
1	A	12,424	64.20	60.99	433.2	1
2	B	1,083	12.86	55.36	33.0	2
3	C	261	3.03	53.81		3
4	D	123	0.64	48.23	0.8	4
5	E		n/a	n/a		5
6	TOTAL	13,891	58.49	60.31	467.0	6
7	F	8,166	n/a	n/a		7
8	Potential abandonments					8

*To determine average density, total track miles (route miles times number of tracks), rather than route-miles, shall be used.
** PTC-related expenditures from passenger-only service not otherwise captured in this schedule shall be stated in the aggregate here: None noted.

Footnote: PTC Grants

In addition to separating capital expenses and operating expenses incurred by the railroad for PTC, the respondent entity should include by footnote disclosure here the value of funds received from government transfers to include grants, subsidies, and other contributions or reimbursements that the respondent entity used to purchase or create PTC assets or to offset PTC costs. These amounts represent non-railroad monies that the respondent entity used for PTC and would provide for full disclosure of PTC costs on an annual basis. This disclosure would identify the nature and location of the project by FRA identification, if applicable.

Line No.	Entity Receiving Funds (a)	Name of Program Providing Funding (b)	Location(s) of the Project Funded (c)	Amount of Funding Received (d)	Line No.
1	BNSF Railway	Metra	Chicago	7,468,471	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

BNSF received the following amounts of PTC Grant Funding in years prior to 2014:

2009	-
2010	65,571
2011	2,487,728
2012	8,399,391
2013	10,413,863
	21,366,553

Meteorcomm LLC, of which BNSF has 25% ownership and accounts for as an equity method investment, received PTC grant funding in prior years. BNSF's portion is as follows:

2011	4,012,022
2012	1,250,478
	5,262,500

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 Texas
County of Tarrant

Felicia L. Williams makes oath and states that she is General Director of Accounting of BNSF Railway Company; that it is her duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that she knows that such books have been kept in good faith during the period covered by this report; that she knows that the entries contained in this report relate to accounting matters that have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroad Companies and other accounting and reporting directives of the Surface Transportation Board; that she 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, 2014 to and including December 31, 2014.

Felicia L. Williams
(Signature of affiant)

Subscribed and sworn to before me, a Notary in and for the State and county above named, this 31st day of March, 2015.

My commission expires October 23, 2017

Use an L.S. impression seal

Twina L. Williams
(Signature of officer authorized to administer oaths)

TWINA L. WILLIAMS
Notary Public, State of Texas
My Commission Expires
October 23, 2017

SUPPLEMENTAL OATH

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

State of Texas
County of Tarrant

Jon I. Stevens makes oath and states that he is Vice President and Controller of BNSF Railway Company; 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, 2014, to and including December 31, 2014.

(Signature of affiant)

Subscribed and sworn to before me, a Notary in and for the State and county above named, this 31st day of March, 2015.

My commission expires October 23, 2017

Use an L.S. impression seal

Twina L. Williams
(Signature of officer authorized to administer oaths)

TWINA L. WILLIAMS
Notary Public, State of Texas
My Commission Expires
October 23, 2017

MEMORANDA
(FOR USE OF BOARD ONLY)
CORRESPONDENCE

Office Addressed		Date of Letter, Fax, or Telegram			Subject						Answer Needed	Answer			
												Date of Letter, Fax, or Telegram			File Number of Letter, Fax, or Telegram
Name	Title	Month	Day	Year	Page							Month	Day	Year	

CORRECTIONS

Date Correction			Page						Authority						Clerk Making Correction
									Date of Letter, Fax, or Telegram			Officer Sending Letter, Fax, or Telegram		Board File Number	
Month	Day	Year							Month	Day	Year	Name	Title		Name

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