

Soo Line Corporation

March 29, 2019

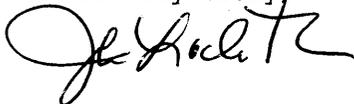
Licensing and Rail Division
North Dakota Public Service Commission
State Capitol Building
600 E. Boulevard Ave. Dept 408
Bismarck, ND 58505-0480

Dear Sir/Madam:

Enclosed please find Soo Line Corporation's 2018 R-1 report to the Surface Transportation Board as well as the North Dakota State Report.

Kindly acknowledge receipt.

Yours very truly,



John Ladenthin
Vice President Finance

BN

Enclosures

1 RR-19-121 Filed 04/04/2019 Pages: 122
2018 Railroad Annual Report
Soo Line Railroad Company
John Ladenthin, VP Finance

SOO LINE CORPORATION
SC-931. STATISTICS OF RAIL-LINE OPERATIONS - WITHIN THE STATE

NORTH DAKOTA 2018

Line No.	Item (a)	Freight Trains (b)	Passenger Trains (c)	Total Transportation Service (d)
1	Average mileage of road operated	530	--	530
TRAIN-MILES				
2	Diesel Locomotives	1,626,883	--	1,626,883
3	Other Locomotives	--	--	--
4	Total Locomotives	1,626,883	--	1,626,883
5	Motorcars	--	--	--
6	Total train-miles	1,626,883	--	1,626,883
LOCOMOTIVE UNIT-MILES				
7	Road service	3,595,472	--	3,595,472
8	Train Switching	383,996	--	383,996
9	Yard Switching	57	--	57
10	Total locomotive unit-miles	3,979,525	--	3,979,525
CAR-MILES (Thousands)				
11	Total motor car-miles	--	--	--
12	Loaded freight cars (railroad owned)	23,311	--	23,311
13	Loaded freight cars (private line)	64,828	--	64,828
14	Empty freight cars (railroad owned)	12,996	--	12,996
15	Empty freight cars (private line)	49,764	--	49,764
16	Caboose	0	--	0
17	Total freight car-miles (lines 12,13,14,15 & 16)	150,899	--	150,899
18	Passenger coaches	--	--	--
19	Combination passenger cars (passengers, baggage, etc.)	--	--	--
20	Sleeping and parlor cars	--	--	--
21	Dining, grill and tavern cars	--	--	--
22	Head-end cars	--	--	--
23	Total (lines 18,19,20,21 & 22)	--	--	--
24	Business cars	--	--	--
25	Crew cars (other than cabooses)	223	--	223
26	Grand total car-miles (lines 11,17,23,24 & 25)	151,122	--	151,122
GROSS TON-MILES & TRAIN-HOURS IN ROAD SERVICE				
27	Gross ton-miles of locomotives & tenders (thousands)	678,064	--	678,064
28	Gross ton-miles of freight cars, contents, & cabooses (thousands)	14,081,167	--	14,081,167
29	Gross ton-miles of passenger-train cars & contents (thousands)	--	--	--
30	Train-hours - Road Service	61,074	--	61,074
REVENUE & NONREVENUE FREIGHT TRAFFIC				
31	Tons of revenue freight	xxxx	xxxx	29,744,923
32	Tons of nonrevenue freight	xxxx	xxxx	73,427
33	Total tons revenue & nonrevenue freight	xxxx	xxxx	29,818,351
34	Ton-miles - Revenue freight in road service (thousands)	xxxx	xxxx	7,611,369
35	Ton-miles - Revenue freight in lake transfer service (thousands)	xxxx	xxxx	--
36	Total ton-miles - Revenue freight (thousands)	xxxx	xxxx	7,611,369
37	Ton-miles - Nonrevenue freight in road service (thousands)	xxxx	xxxx	45,831
38	Ton-miles - Nonrevenue freight in lake transfer service (thousands)	xxxx	xxxx	--
39	Total ton-miles - Nonrevenue freight (thousands)	xxxx	xxxx	45,831
40	Net ton-miles of freight - Revenue & nonrevenue (thousands)	xxxx	xxxx	7,657,200
REVENUE PASSENGER TRAFFIC				
41	Passengers carried - Total	xxxx	xxxx	--
42	Passenger-miles - Total	xxxx	xxxx	--
TRAIN-MILES WORK TRAINS				
43	Locomotives	xxxx	xxxx	6,253
44	Motorcars	xxxx	xxxx	--
45	Total	xxxx	xxxx	6,253
46	Loaded freight cars	64,828	--	64,828
47	Empty freight cars	49,764	--	49,764
48	Sum of loaded & empty	114,592	--	114,592

SOO LINE CORPORATION
SC-700. MILEAGE OPERATED AT CLOSE OF YEAR - WITHIN THE STATE
Running Tracks, Passing Tracks, Cross-Overs, Etc.

Line No.	Cl.	Proportion owned or leased by respondent	Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks crossovers turnouts	Miles of way switching tracks	Miles of yard switching tracks	Total
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	
1	1	100%	501	0	0	73	33	16	622
2									
3	J-1	50%	0	0	0	0	0	0	0
4									
5	5		29	0	0	0	0	0	29
6									
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53									
54									
55									
56									
57		Total	530	0	0	73	33	16	651
			=	=	=	=	=	=	=

Note: Conforms to ICC R-1 Schedule 700

NORTH DAKOTA 2018

SOO 2018

SOO LINE CORPORATION

SUMMARY STATEMENT OF TRACK MILEAGE WITHIN THE STATE AND OF TITLES THERE TO AT CLOSE OF YEAR

NORTH DAKOTA 2018

For companies (other than switching and terminal) making operating report
 Entries in columns headed "Added during year" should show net increases. Tracks which have been permanently abandoned should not be included in columns (n) and (o).

Line No.	Item (a)	Class 1: Line Owned		Class 2: Line of Proprietary Companies		Class 3: Line Operated Under Lease		Class 4: Line Operated Under Contract		Class 5: Line Operated Under Trackage Rights		Total Line Operated	
		Added During year (b)	Total at end of year (c)	Added During year (d)	Total at end of year (e)	Added During year (f)	Total at end of year (g)	Added During year (h)	Total at end of year (i)	Added During year (j)	Total at end of year (k)	At beginning of year (l)	At close of year (m)
1	Miles of road	0	500									530	529
2	Miles of second main track	0	0									0	0
3	Miles of all other main track	0	0									0	0
4	Miles of passing etc.	1	73									72	73
5	Miles of way switching	0	33									33	33
6	Miles of yard switching	0	16									16	16
7	All tracks	1	622									651	651

Line No.	Item (a)	Line Owned but Not Operated by Respondent	
		Added During year (n)	Total at end of year (o)
1	Miles of road	0	502
2	Miles of second main track	0	0
3	Miles of all other main track	0	0
4	Miles of passing etc.	13	13
5	Miles of way switching	22	22
6	Miles of yard switching	1	1
7	All tracks	0	638

Class I Railroad Annual Report

	<p>RC000388 SOO LINE 101137700</p> <p>SOO LINE CORPORATION 120 SOUTH 6th STREET MINNEAPOLIS, MN 55402</p>
<p><small>Correct name and address if different than shown</small></p>	<p><small>Full name and address of reporting carrier (Use mailing label on original, copy in full on duplicate)</small></p>



To The

Surface Transportation Board

For the Year Ending December 31, 2018

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 is 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

ANNUAL REPORT

OF

SOO LINE CORPORATION

TO THE

SURFACE TRANSPORTATION BOARD

FOR THE

YEAR ENDED DECEMBER 31, 2018

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

(Name) JOHN LADENTHIN

(Title) VP FINANCE

(Telephone number)

(612) 851-5629

(area code) (telephone number)

(Office address)

120 SOUTH 6TH STREET, 7TH FLOOR, MINNEAPOLIS, MN 55402

(street and number, city, state, and zip code)

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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 represent 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. Sections 3501-3519 (PRA):

This information collection is mandatory pursuant to 49 U.S.C. Section 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 SW, 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 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:

Soo Line Corporation

Note: Above respondent is reported as a consolidated unit with all of the companies listed on page 4 and referred to in this report as SOO

2. Date of incorporation: **February 4, 1983**

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:

Incorporated under the Minnesota statutes, Chapter 302A.

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:

The company markets itself with its Canadian affiliate as Canadian Pacific (CP)

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)

No annual report to stockholders is prepared.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common \$ **0.01** 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
Common Shares: Yes
Preferred Shares: No
3. Are voting rights proportional to holdings: **Yes**
 If no, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stocks **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 **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, last compiled prior to April 9, 1990.
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 **2,100** votes as of (date) **December 31, 2018**.
8. State the total number of stockholders of record as of the date shown in answer to inquiry No. 7: **One (1)** stockholder.
9. Give the names of the 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 one 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 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			Line No.
				Stock			
				Class A Common (d)	Preferred Second (e)	First (f)	
1	CP (US)	120 S 6th Street	2,100	2,100	N/A	N/A	1
2	Holding Corporation	Suite 800, Minneapolis					2
3		MN, 55402					3
4							4
5							5
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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: 2,100 votes cast.
11. Give the date of such meeting: May 10, 2018
12. Give the place of such meeting: N/A*

* This was an Action in Writing by sole shareholder in lieu of a Meeting.

NOTES AND REMARKS

The consolidated financial statements and supporting schedules of SOO included in this annual report includes the following companies:

Soo Line Corporation
Soo Line Railroad Company (SLRR)
Soo System Radio Communications Corporation
Dakota, Minnesota & Eastern Railroad Corporation (DME)
Wyoming Dakota Railroad Properties, Inc.
Soo Line Holding Company
Delaware and Hudson Railway Company, Inc. (DH)
Wilkes Barre Connecting Railroad Company
Northern Coal and Iron Company
Albany & Vermont Railroad Company
Saratoga & Schenectady Railroad Company
CPR Locomotive Equity Company
Soo Green Holding LLC
Canadian Pacific PTC LLC
CPR US Inc.

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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 beginning of year (c)	Line No.
Current Assets						
1		701	Cash	9,404	72,958	1
2		702	Temporary Cash Investments	0	0	2
3		703	Special Deposits	0	0	3
4		704	Accounts Receivable			
			- Loan and Notes	0	0	4
5		705	- Interline and Other Balances	20,448	5,092	5
6		706	- Customers	103,213	104,989	6
7		707	- Other	21,691	21,953	7
8		709, 708	- Accrued Accounts Receivables	25,030	27,518	8
9		708.5	- Receivables from Affiliated Companies	148,177	486,078	9
10		709.5	- Less: Allowance for Uncollectible Accounts	(14,455)	(14,212)	10
11		710, 711, 714	Working Funds, Prepayments & Deferred Income Tax Debits	17,486	51,987	11
12		712	Materials and Supplies	25,361	24,005	12
13		713, 713.5, 713.6	Other Current Assets	1,552	1,537	13
14			TOTAL CURRENT ASSETS	357,907	781,905	14
Other Assets						
15		715, 716, 717	Special Funds	0	0	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedule 310 and 310A)	369,005	363,249	16
17		722, 723	Other Investments and Advances	0	0	17
18		737, 738	Property Used in Other than Carrier Operation (less Depreciation) \$ 0	5,045	5,450	18
19		739, 741	Other Assets	154,973	151,500	19
20		743	Other Deferred Debits	1,518	3,700	20
21		744	Accumulated Deferred Income Tax Debits	0	0	21
22			TOTAL OTHER ASSETS	530,541	523,899	22
Road and Equipment						
23		731, 732	Road (Schedule 330) L-30 Col. h & b	4,443,036	4,236,684	23
24		731, 732	Equipment (Schedule 330) L-39 Col. h & b	1,171,063	1,062,348	24
25		731, 732	Unallocated Items	169,162	189,084	25
26		733, 735	Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	(1,298,154)	(1,191,845)	26
27			NET ROAD AND EQUIPMENT	4,485,107	4,296,271	27
28			TOTAL ASSETS	5,373,555	5,602,075	28

NOTES AND REMARKS

See additional notes to financial statements on pages 7-15

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 beginning of year (c)	Line No.
Current Liabilities						
29		751	Loans and Notes Payable	0	0	29
30		752	Accounts Payable: Interline and Other Balances	503	872	30
31		753	Audited Accounts and Wages	45,000	44,867	31
32		754	Other Accounts Payable	1,689	570	32
33		755, 756	Interest and Dividends Payable	1,446	1,446	33
34		757	Payables to Affiliated Companies	404,730	186,289	34
35		759	Accrued Accounts Payable	133,074	130,722	35
36		760, 761, 761.5, 762	Taxes Accrued	36,927	36,106	36
37		763, 763.5, 763.6	Other Current Liabilities	1,558	8,970	37
38		764	Equipment Obligations and Other Long-Term Debt due Within One Year	94	94	38
39			TOTAL CURRENT LIABILITIES	625,021	409,936	39
Non-Current Liabilities						
40		765, 767	Funded Debt Unmatured	563	657	40
41		766	Equipment Obligations	41,598	41,509	41
42		766.5	Capitalized Lease Obligations	0	0	42
43		768	Debt in Default	0	0	43
44		769	Accounts Payable: Affiliated Companies	1,050,102	1,578,619	44
45		770.1, 770.2	Unamortized Debt Premium	0	0	45
46		781	Interest in Default	0	0	46
47		783	Deferred Revenues-Transfers from Government Authorities	25,118	26,007	47
48		786	Accumulated Deferred Income Tax Credits	955,032	896,141	48
49		771, 772, 774, 775, 782, 784	Other Long-Term Liabilities and Deferred Credits	134,754	145,775	49
50			TOTAL NONCURRENT LIABILITIES	2,207,167	2,688,708	50
Shareholders' Equity						
51		791, 792	Total Capital Stock	0	0	51
52			Common Stock	0	0	52
53			Preferred Stock	0	0	53
54		793	Discount on Capital Stock	0	0	54
55		794, 795	Additional Capital	971,435	969,763	55
56		797	Retained Earnings: Appropriated	0	0	56
57		798	Unappropriated (Schedule 220)	1,607,109	1,574,456	57
58		798.5	Less Treasury Stock	0	0	58
59		799	Accumulated Other Comprehensive Income or (Loss)	(37,182)	(40,793)	59
60			Total Stockholders Equity (Before deducting Non-controlling interest)	2,541,362	2,503,426	60
61			Noncontrolling interest	5	5	61
62			Total Equity (Lines 60 + 61)	2,541,367	2,503,431	62
63			TOTAL LIABILITIES & SHAREHOLDERS' EQUITY	5,373,555	5,602,075	63

NOTES AND REMARKS

See additional notes to financial statements on pages 7-15

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: \$ 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:
See Schedule 450 Footnotes, Page 56.

 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 10 on Pages 9, 10, 11 and 12.**
 - (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 10 on Pages 9, 10, 11 and 12.**
 - (c) Is any part of pension plan funded? Specify: **Yes X No**
 - (i) If funding is by insurance, give name of insuring company N/A
If funding is by trust agent, list trustee(s) **U.S. Bank National Association for defined benefit plans. Wells Fargo & Company for defined contribution plan.**
Date of trust agreement or latest amendment: **Management defined benefit plan effective January 1, 1976; Defined contribution plan effective July 1, 2010.**
If respondent is affiliated in any way with the trustee(s), explain affiliation N/A
 - (d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement. N/A
 - (e) (i) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates? Specify: **Yes No X**
If yes, give number of the shares for each class of stock or other security N/A
 - (ii) Are voting rights attached to any securities held by the pension plan? Specify: **Yes X No**
If yes, who determines how stock is voted? **Investment Manager**
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 No X**

 5. (a) The amount of employers contribution to employee stock ownership plans for the current year was: \$ **630**
 - (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: \$ N/A

 6. In reference to Docket No. 37465, specify the total amount of business entertainment expenditures charged to the non-operating expense account: \$ N/A

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 instructions 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 Footnote 9 on Page 9.

- (a) Changes in Valuation Accounts.

N/A

8. Marketable Equity Securities.

N/A

		Cost	Market	Dr (Cr) to Income	Dr (Cr) to Stockholders Equity
(Current Yr.)	Current Portfolio			None	N/A
as of / /	Noncurrent Portfolio			N/A	\$ None
(Previous Yr.)	Current Portfolio			N/A	N/A
as of / /	Noncurrent Portfolio			N/A	N/A

- (b) At 12/31/18, gross unrealized gains and losses pertaining to marketable equity securities were as follows:

	Gains	Losses
Current	\$ -	\$ -
Noncurrent	-	-

- (c) A net unrealized gain (loss) of \$ - on the sale of marketable equity securities was included in net income for (year). The cost of securities was based on the - (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:

NOTE: / / (date) Balance sheet date of reported year unless specified as previous year.

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

NOTES TO FINANCIAL STATEMENTS

9. COMMITMENTS AND CONTINGENT LIABILITIES

Under the requirements of the Federal Comprehensive Environmental Response, Compensation and Liability Act of 1980 ("Superfund") and comparable state laws, SOO is potentially liable for the cleanup costs of various contaminated sites identified by the U.S. Environmental Protection Agency ("EPA") and comparable state agencies. SOO has been or could be notified by the EPA and state agencies that it is a Potentially Responsible Party ("PRP") for study and cleanup costs at certain sites. In some of these instances, SOO is one of numerous PRP's. In certain cases, future environmental-related expenditures cannot be quantified due to the uncertainty of the cleanup standards, methods to be used, and the number of other PRP's involved. SOO believes its December 31, 2018 undiscounted accruals are adequate to cover known liabilities which are probable and estimable.

10. PENSION AND OTHER EMPLOYEE BENEFITS

SOO participates in a noncontributory defined benefit pension plan. Eligible participants include substantially all SLRR and DH employees who had an employment relationship with SLRR or DH prior to July 1, 2010 and were not covered by a collective bargaining agreement. Benefits are based on final average pay and years of service. Benefits are funded by SLRR and DH contributions, on a proportional basis, and plan earnings are consistent with funding requirements of federal law and regulations. Plan assets consist principally of a domestic stocks, fixed income securities and an international stock fund.

SLRR had a noncontributory defined benefit pension plan for eligible United Transportation Union ("UTU") employees who elected a buyout of certain compensation based work rule payments as of December 31, 1995. Under terms of the plan, upon retirement, eligible employees could elect payments in either a lump sum or an annuity. Payment was based on the eligible employee's total Annual Benefit Credits when they terminated employment with SLRR or its affiliates. Benefits were funded by SLRR contributions and plan earnings were consistent with minimum funding requirements of federal law and regulations. Plan assets consisted principally of cash and receivables, mutual funds and fixed income securities. The plan's last participating active employee retired in 2016, leaving one small monthly pension as the plan's only remaining benefit obligation. SLRR elected to terminate this plan effective December 31, 2016 and settled all remaining benefits in 2017.

SLRR and DH provide certain post retirement benefits other than pension consisting of major medical coverage to age 65 and life insurance, both based on age and service requirements, under two distinct plans. Under one plan, eligible participants include substantially all SLRR and DH employees who had an employment relationship with SLRR or DH prior to August 1, 2005 and are not otherwise covered by a collective bargaining agreement. SLRR, as plan sponsor, contracts individually with a third-party administrator. Refer to the tabular information below for additional disclosure information. The second plan covers essentially all SLRR and DH employees who are covered by a collective bargaining agreement. These benefits are administered by multi-employer administrator and therefore SLRR and DH recognize as net benefit retirement cost the required contributions for the period. This cost in 2018 and 2017 was \$2,883 and \$5,415, respectively.

SOO began providing a non-elective, noncontributory defined contribution pension plan for certain employees effective July 1, 2010. Persons eligible for this plan include all SLRR and DH employees hired into salaried positions after July 1, 2010 who are not currently participants in the defined benefit plan; all DME employees who were salaried employees as of July 1, 2010; and all DME employees hired into a salaried position after July 1, 2010. SOO will make an annual contribution to the plan based on a percentage of the employee's eligible compensation. The plan assets are managed by the investment manager.

SOO previously adopted the recognition and disclosure requirements of ASC 715 and 958 (previously SFAS No. 158). The following illustrates the status of each of these benefit plans as of December 31 financial statement date.

A reconciliation of the changes in benefit obligations and fair value of assets of SOO's plans is as follows:

Change in Benefit Obligation	Defined Benefit Pension Plan		UTU Pension Plan		Postretirement Other Than Pension Benefit Plans	
	2018	2017	2018	2017	2018	2017
Benefit obligation at beginning of year	\$185,961	\$178,176	\$0	\$16	\$15,079	\$13,744
Service cost	1,231	1,070	0	0	281	241
Interest cost	6,137	6,704	0	0	468	505
Participant contributions	0	0	0	0	385	393
Actuarial loss (gain)	(17,331)	10,307	0	0	24	2,608
Plan amendment	0	876	0	0	0	0
Benefits paid	(11,044)	(11,172)	0	(16)	(2,204)	(2,412)
Benefit obligation at end of year	<u>\$164,954</u>	<u>\$185,961</u>	<u>\$0</u>	<u>\$0</u>	<u>\$14,033</u>	<u>\$15,079</u>

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

10. PENSION AND OTHER EMPLOYEE BENEFITS (Continued)

	Defined Benefit Pension Plan		UTU Pension Plan		Postretirement Other Than Pension Benefit Plans	
	2018	2017	2018	2017	2018	2017
Change in Plan Assets						
Fair value of plan assets at beginning of year	\$138,224	\$134,291	\$0	\$27	\$0	\$0
Actual return (loss) on plan assets	(7,382)	15,004	0	(11)	0	0
Participant contributions	0	0	0	0	385	393
Employer contribution	100	101	0	0	1,819	2,019
Benefits paid	(11,044)	(11,172)	0	(16)	(2,204)	(2,412)
Fair value of plan assets at end of year	<u>\$119,898</u>	<u>(\$138,224)</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
Funded status at end of year	<u>(\$45,056)</u>	<u>(\$47,737)</u>	<u>\$0</u>	<u>\$0</u>	<u>(\$14,033)</u>	<u>(\$15,079)</u>

Amounts recognized in SOO's Comparative Statement of Financial Position consists of:

Noncurrent assets	\$0	\$0	\$0	\$0	\$0	\$0
Accrued benefit cost	(115)	(101)	0	0	(1,169)	(1,197)
Noncurrent liabilities	(44,941)	(47,636)	0	0	(12,864)	(13,882)
Deferred tax benefit (Liability)	21,718	23,040	0	0	432	426
Accumulated other comprehensive (income) loss	34,926	38,879	0	0	714	696
Net amount recognized	<u>\$11,588</u>	<u>\$14,182</u>	<u>\$0</u>	<u>\$0</u>	<u>(\$12,887)</u>	<u>(\$13,957)</u>

Amounts recognized in SOO's accumulated other comprehensive income (pre-tax) consist of:

	Defined Benefit Pension Plan		UTU Pension Plan		Postretirement Other Than Pension Benefit Plans	
	2018	2017	2018	2017	2018	2017
Net loss (gain)	\$57,353	\$62,948	\$0	\$0	\$1,145	\$1,121
Prior service cost (credit)	(709)	(1,029)	0	0	1	1
	<u>\$56,644</u>	<u>\$61,919</u>	<u>\$0</u>	<u>\$0</u>	<u>\$1,146</u>	<u>\$1,122</u>

The SOO plans had accumulated benefit obligations in excess of plan assets as follows as of December 31 in the respective year:

	Defined Benefit Pension Plan		UTU Pension Plan		Postretirement Other Than Pension Benefit Plans	
	2018	2017	2018	2017	2018	2017
Projected benefit obligation	\$164,954	\$185,961	\$0	\$0	N/A	N/A
Accumulated benefit obligation	161,561	180,391	0	0	N/A	N/A
Fair value of plan assets	119,898	138,224	0	0	N/A	N/A

Weighted average assumptions used for period end liability

Discount rate	4.16%	3.41%	N/A	N/A	4.14%	3.35%
Rate of compensation increase	3.25%	3.75%	N/A	N/A	N/A	N/A

The expected long-term rate of return is generally based on the pension plan's asset mix, assumptions of equity returns based on historical long-term returns on asset categories, expectations for inflation, and estimates of the impact of active management of the assets.

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

10. PENSION AND OTHER EMPLOYEE BENEFITS (Continued)

Components of SOO's net periodic benefit cost and amounts recognized in other comprehensive income:

	Defined Benefit Pension Plan		UTU Pension Plan		Postretirement Other Than Pension Benefit Plans	
	2018	2017	2018	2017	2018	2017
Net periodic benefit cost						
Service cost	\$1,231	\$1,070	\$0	\$0	\$281	\$241
Interest cost	6,137	6,704	0	0	468	505
Expected return on plan assets	(8,940)	(8,982)	0	0	0	0
Amortization of (loss) gain	4,586	5,165	0	(24)	0	0
Amortization of prior service cost	(320)	(321)	0	0	0	258
Net periodic benefit cost	<u>\$2,694</u>	<u>\$3,636</u>	<u>\$0</u>	<u>(\$24)</u>	<u>\$749</u>	<u>\$1,004</u>
Other changes in plan assets and benefit obligations recognized in other comprehensive income (pre-tax)						
Net loss (gain)	(1,009)	4,285	0	11	24	2,608
Prior service cost (credit)	0	0	0	0	0	0
Amortization of (loss) gain	(4,586)	(5,165)	0	24	0	0
Amortization of prior service (cost) credit	320	321	0	0	0	(258)
Total recognized in other comprehensive income	<u>(\$5,275)</u>	<u>(\$559)</u>	<u>\$0</u>	<u>\$35</u>	<u>\$24</u>	<u>\$2,350</u>
Total recognized in net periodic benefit cost and other comprehensive income (pre-tax)	<u>(\$2,581)</u>	<u>\$3,077</u>	<u>\$0</u>	<u>\$11</u>	<u>\$773</u>	<u>\$3,354</u>

Weighted Average Assumptions used for net periodic benefit cost:

Discount rate	3.41%	3.87%	N/A	3.36%	3.35%	3.75%
Expected return on plan assets	7.50%	7.50%	N/A	4.00%	N/A	N/A
Rate of compensation increase	3.75%	3.75%	N/A	N/A	N/A	N/A

The expected long-term rate of return is generally based on the pension plan's asset mix, assumptions of equity returns based on historical long-term returns on asset categories, expectations for inflation, and estimates of the impact of active management of the assets.

SOO's estimated net loss (gain) and prior service cost (credit) for the plans that will be amortized from accumulated other comprehensive income into net periodic benefit cost over the next fiscal year are:

	Defined Benefit Pension Plan 2019	Postretirement Other Than Pension Benefit Plans 2019
Prior service cost (credit)	(\$320)	\$0
Net loss (gain)	4,207	0
Total	<u>\$3,887</u>	<u>\$0</u>

SOO's plan assets for the defined benefit pension plan as of December 31, 2018 were as follows:

Defined Benefit Pension Plan		
	Amount	Percentage
Cash and receivables	\$9,015	8%
Fixed Income	37,990	32%
Alternate Investment Strategies	16,100	13%
Equities	56,793	47%
	<u>\$119,898</u>	<u>100%</u>

Assets are invested to balance the goals of maximizing long-term return and minimizing risk in a prudent manner. Target asset allocation on a long-term central tendency basis for the defined benefit pension plan is 50% equities and 50% fixed income. Plan assets do not include any SOO or Canadian Pacific Railway Company stock.

SOO presently estimates its 2019 contribution requirements to be \$3,566 for the Defined Benefit Pension Plans.

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

10. PENSION AND OTHER EMPLOYEE BENEFITS (Continued)

Estimated future benefit payments

The estimated future defined benefit pension and other benefit payments to be paid by the plans for each of the next five years and the subsequent five-year period are as follows:

	Defined Benefit Pension Plan	Postretirement Other Than Pension Benefit Plans
2019	\$11,134	\$1,169
2020	11,119	1,068
2021	10,974	973
2022	10,834	880
2023	10,732	774
2024-2028	51,077	3,414

Assumed health care cost trends have a significant effect on the amounts reported for health care plans. The health care cost inflation rate is estimated to be 7.25% in 2019, reducing by 0.25% each year to an ultimate rate of 5.00% for year 2028 and each year thereafter.

A one-percentage point change in assumed health care cost trend rates would have the following effects:

	1-PERCENTAGE Point Increase	1-PERCENTAGE Point Decrease
Effect on total of service and interest cost components	\$71	(\$61)
Effect on postretirement benefit obligation	\$873	(\$759)

SOO provides a defined contribution pension plan to certain employees (please see page 9 for eligibility). The plan provides a pension based on employer contributions plus investment returns earned on those contributions. Employer contributions are a percentage of annual eligible employee compensation. In 2018 and 2017, the net cost of the plan, which generally equals the employer's required contribution was \$1,419 and \$1,701 respectively.

SOO provides defined contribution savings plans to several groups of employees. Participants may contribute certain percents of their annual compensation to the plans and SOO in some cases will also make a contribution on the participant's behalf. Participants are fully vested in SOO's contribution. The total annual expense for all such plans for 2018 and 2017 was \$ 1,977 and \$1,829, respectively.

SOO participates in certain stock-based compensation plans of Canadian Pacific Railway Company (CPRC). Under CPRC's stock option plan, options are granted to eligible employees of SOO to purchase common stock of CPRC at a price equal to the market value of the shares at the grant date. Options vest between 24 and 36 months after the grant date and expire ten years after the grant date. Performance Share Units (PSU) attract dividend equivalents in the form of additional units based on the dividends paid on the CPRC's common shares. PSUs vest and are settled in cash approximately three years after the grant date contingent upon CPRC's performance (performance factor). The expense related to the PSUs is accrued based on the price of Common Shares at the end of the period and the anticipated performance factor, over the vesting period. CPRC also has a Deferred Share Units (DSU) plan meant to compensate and assist key individuals in obtaining specific share ownership targets. DSU participants are entitled to receive at redemption a cash payment equivalent to the previous ten (10) day closing share price average. Vesting of DSU's can happen either immediately or over various periods of up to 36 months and are only redeemable to be exercised for one (1) year following the termination of employment. DSU participants may be granted a matching number of DSU's not to exceed one-third of the shares and DSU's acquired during the first six (6) months after becoming eligible under the plan, and thereafter, not to exceed one quarter. DSU participants have five (5) years to meet their ownership targets. Operating expenses associated with these plans were \$11,268 in 2018 and \$9,197 in 2017.

Restricted Share Units (RSU) entitle the holder to receive, upon redemption, a cash payment equivalent to the previous ten-day closing share price average. RSU's vest over various periods of up to 36 months and are redeemable immediately upon vesting. Upon termination of employment RSU's are forfeited immediately. RSU's attract dividends. Operating expense associated with this plan was \$427 in 2018 and \$404 in 2017.

ASC 718 (previously SFAS No. 123R) requires that the cost of all share-based payments to employees, including grants of employee stock options, be recognized in the financial statements based on their fair values. That cost will be recognized as an expense over the vesting period of the award. The expense recognized in accordance with ASC 718 in 2018 and 2017 was \$1,673 and \$1,358, respectively.

SOO also participates in CPRC's employee share purchase plan whereby both employee and SOO contributions are used to purchase CPRC shares on the open market for employees. SOO's contributions are expensed over the 15-month vesting period. Operating expense associated with the program in 2018 and 2017 was \$538 and \$439, respectively.

11. Please review prior year R1 for additional Footnotes that only impact the prior year.

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

NOTES TO FINANCIAL STATEMENTS

12. ACCOUNTING CHANGES - IMPLEMENTED IN 2018

Revenue from Contracts with Customers

On January 1, 2018, the Company adopted the new Accounting Standards Update ("ASU") 2014-09, issued by the Financial Accounting Standards Board ("FASB"), and all related amendments under FASB Accounting Standards Codification ("ASC") Topic 606, Revenue from Contracts with Customers, using the modified retrospective method applied to contracts that were not completed as of January 1, 2018. Comparative financial information has not been restated and continues to be reported under the accounting standards in effect for those periods. The Company did not recognize any adjustment to the opening balance of retained earnings upon adoption of ASC Topic 606. There was no material impact to the Company's net income on adoption of this new standard in 2018. As of January 1, 2018, the Company had no material remaining performance obligation.

Compensation - Retirement Benefits

On January 1, 2018, the Company adopted the changes required under ASU 2017-07, Improving the Presentation of Net Periodic Pension Cost and Net Periodic Post retirement. Benefit Cost under FASB ASC Topic 715, Retirement Benefits as issued by the FASB in March 2017. In accordance with the ASU, beginning on January 1, 2018, the Company reports the current service cost component of net periodic benefit cost in Compensation and benefits on the Company's Consolidated Statements of Income, and reports the Other components of net periodic benefit recovery as a separate line item outside of Operating income on the Company's Consolidated Statements of Income; which is included in account 551. These changes in presentation do not result in any changes to net income or earnings per share.

Accumulated Other Comprehensive Income - Reclassification

In February 2018, the FASB issued ASU 2018-02, Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income under FASB ASC Topic 220, Income Statement - Reporting Comprehensive Income. The current standard ASC Topic 740, Income Taxes, requires deferred tax liabilities and assets to be adjusted for the effect of a change in tax laws or rates with the effect included in income from continuing operations in the reporting period that includes the enactment date. This includes the tax effects of items in Accumulated other comprehensive income ("AOCI") that were originally recognized in Other comprehensive income, subsequently creating stranded tax effects. This ASU allows a reclassification from AOCI to Retained earnings for stranded tax effects specifically resulting from the U.S. federal government's recently enacted tax bill, the *Tax Cuts and Jobs Act*.

The amendments are effective for public entities beginning on January 1, 2019, and early adoption is permitted. The company early adopted this ASU effective January 1, 2018, electing not to change AOCI, Retained Earnings or disclosure in the Company's Consolidated Financial Statements.

13. FUTURE ACCOUNTING CHANGES

Leases

In February 2016, the FASB issued ASU 2016-02, Leases under FASB ASC Topic 842, Leases which will supersede the lease recognition and measurement requirements in Topic 840, Leases. This new standard requires recognition of right-of-use ("ROU") assets and lease liabilities by lessees for those leases classified as finance and operating leases with a maximum term exceeding 12 months. For the Company this new standard will be effective for interim and annual periods commencing January 1, 2019. As a permitted practical expedient at transition, the Company expects to adopt the new standard with a cumulative-effect adjustment to the opening balance of retained earnings at that date for US GAAP reporting. We will be working with the STB on the proper regulatory treatment in 2019.

Financial Instruments - Credit Losses

In June 2016, the FASB issued ASU 2016-13, Measurement of Credit Losses on Financial Instruments under FASB ASC Topic 326, Financial Instruments - Credit Losses. This new standard intends to replace the incurred loss impairment methodology under GAAP with a methodology that reflects using a forward-looking expected credit loss model for accounts receivables, loans, and other financial instruments, and requires consideration of a broader range of reasonable and supportable information to determine credit loss estimates. The amendments are effective for the Company beginning on January 1, 2020. Entities are required to apply the amendments in this update using a modified retrospective approach through a cumulative-effect adjustment to retained earnings as of the effective date. The Company is currently evaluating the impact on the consolidated financial statements from the adoption of this ASU.

Intangibles - Goodwill and Other

In January 2017, the FASB issued ASU 2017-04, Simplifying the Test for Goodwill Impairment under FASB ASC Topic 350. This is intended to simplify how an entity is required to test goodwill for impairment by eliminating Step 2 from the goodwill impairment test. Step 2 measures a goodwill impairment loss by comparing the implied fair value of a reporting unit's goodwill with the carrying amount of that goodwill. The amendments are effective for the Company beginning on January 1, 2020. Entities are required to apply the amendments in this update prospectively from the date of adoption. The Company does not anticipate that the adoption of this ASU will impact its financial statements as there is a sufficient excess between the fair value and carrying value of the Company's goodwill. Furthermore the Company expects to continue to apply the Step 0 qualitative assessment when testing for Goodwill, which is included and reported in account 741.

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

NOTES TO FINANCIAL STATEMENTS

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

NOTES TO FINANCIAL STATEMENTS

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

NOTES TO FINANCIAL STATEMENTS

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210. RESULTS OF OPERATIONS
(Dollars in thousands)

1. Disclose requested information for the respondent pertaining to the 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 No. 19, and list dividends accounted for under the equity method on line 25.
4. All contra entries hereunder should be indicated in parenthesis.

5. Cross-checks:

Schedule 210
Line 15, column (b)
Line 47, 48, 49 col (b)
Line 50, col (b)

Schedule 210
= Line 62, col (b)
= Line 63, col (b)
= Line 64, col (b)

Line 14, column (b)
Line 14, column (d)
Line 14, column (e)

Schedule 410
= Line 620, col (h)
= Line 620, col (f)
= 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	1,548,264	1,399,511	1,548,264	0	1
2		(102) Passenger	0	0	0	0	2
3		(103) Passenger-Related	0	0	0	0	3
4		(104) Switching	12,570	12,023	12,570	0	4
5		(105) Water Transfers	0	0	0	0	5
6		(106) Demurrage	30,140	23,807	30,140	0	6
7		(110) Incidental	2,767	3,231	2,767	0	7
8		(121) Joint Facility-Credit	0	0	0	0	8
9		(122) Joint Facility-Debit	0	0	0	0	9
10		(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	1,593,741	1,438,572	1,593,741	0	10
11		(502) Railway operating revenues-Transfers from Government Authorities	0	0	0	0	11
12		(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities	888	900	888	0	12
13		TOTAL RAILWAY OPERATING REVENUES (\$ less applicable tax of \$)	1,594,629	1,439,472	1,594,629	0	13
14		(531) Railway operating expenses	1,042,743	973,493	1,042,743	0	14
15		Net revenue from railway operations	551,886	465,979	551,886	0	15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	0	0			16
17		(510) Miscellaneous rent income	9,061	8,595			17
18		(512) Separately operated properties-Profit	0	0			18
19		(513) Dividend Income (cost method)	0	4			19
20		(514) Interest Income	8,958	7,550			20
21		(516) Income from sinking and other funds	0	0			21
22		(517) Release of premiums on funded debt	0	0			22
23		(518) Reimbursements received under contracts and agreements	0	0			23
24		(519) Miscellaneous income	27,041	2,822			24
		Income from affiliated companies: 519					
25		a. Dividends (equity method)	6,860	0			25
26		b. Equity in undistributed earnings (losses)	4,719	16,881			26
27		TOTAL OTHER INCOME (lines 16-26)	56,639	35,852			27
28		TOTAL INCOME (lines 15, 27)	608,525	501,831			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	0	0			29
30		(544) Miscellaneous taxes	0	0			30
31		(545) Separately operated properties-loss	0	0			31
32		(549) Maintenance of investment organization	0	0			32
33		(550) Income Transferred under contracts and agreements	0	0			33
34		(551) Miscellaneous income charges	2,658	1,788			34
35		(553) Uncollectible accounts	0	0			35
36		TOTAL MISCELLANEOUS DEDUCTIONS	2,658	1,788			36
37		Income available for fixed charges	605,867	500,043			37

See additional notes to financial statements on pages 7-15

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 long-term debt:			
38		(a) Fixed interest not in default	122,988	138,136	38
39		(b) Interest in default	0	0	39
40		(547) Interest on unfunded debt	17	56	40
41		(548) Amortization of discount on funded debt	0	0	41
42		TOTAL FIXED CHARGES (lines 38 through 41)	123,005	138,192	42
43		Income after fixed charges (lines 37 minus line 42)	482,862	361,851	43
OTHER DEDUCTIONS					
		(546) Interest on funded debt:			
44		(c) Contingent interest	0	0	44
UNUSUAL OR INFREQUENT ITEMS					
45		(555) Unusual or infrequent items (debit) credit	0	0	45
46		Income (loss) from continuing operations (before income taxes)	482,862	361,851	46
PROVISIONS FOR INCOME TAXES					
		(556) Income taxes on ordinary income:			
47		(a) Federal income taxes	29,782	38,205	47
48		(b) State income taxes	16,571	16,220	48
49		(c) Other income taxes	1	(211)	49
50		(557) Provision for deferred taxes	57,575	(350,817)	50
51		TOTAL PROVISIONS FOR INCOME TAXES (lines 47 through 50)	103,929	(296,603)	51
52		Income from continuing operations (line 46 minus line 51)	378,933	658,454	52
DISCONTINUED OPERATIONS					
53		(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)	0	0	53
54		(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)	0	0	54
55		Income before extraordinary items (lines 52 through 54)	378,933	658,454	55
EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES					
56		(570) Extraordinary items (net)	0	0	56
57		(590) Income taxes on extraordinary items	0	0	57
58		(591) Provision for deferred taxes-Extraordinary items	0	0	58
59		TOTAL EXTRAORDINARY ITEMS (lines 56 through 58)	0	0	59
60		(592) Cumulative effect of changes in accounting principles (\$ less applicable tax of \$)	0	0	60
61		Net income (loss) (lines 55 + 59 + 60)	378,933	658,454	61
62		Less: Net Income attributable to noncontrolling interest	0	0	62
63		Net income attributable to reporting railroad (lines 61 + 62)	378,933	658,454	63
64		Basic Earnings Per Share	180	314	64
65		Diluted Earnings Per Share	180	314	65
Reconciliation of net railway operating income (NROI)					
66		Net revenues from railway operations	551,886	465,979	66
67		(556) Income taxes on ordinary income (-)	46,354	54,214	67
68		(557) Provision for deferred income taxes (-)	57,575	(350,817)	68
69		Income from lease of road and equipment (-)	0	0	69
70		Rent for leased roads and equipment (+)	75	74	70
71		Net railway operating income (loss)	448,032	762,656	71

See additional notes to financial statements on pages 7-15

NOTES AND REMARKS FOR SCHEDULES 210 AND 220

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See additional notes to financial statements on pages 7-15

210 A. CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Dollars in Thousands)

1. This schedule applies only to entities with items of Other Comprehensive Income (OCI)

Cross-Checks

Schedule 210
Line 61, col b

2. Entities must present comprehensive income in two separate but consecutive financial statements.

3. Entities must present reclassification adjustments and the effects of those adjustments on net income and OCI on the face of the financial statements.

4. All contra entries should be shown in parenthesis.

Line No.	Cross Check	Item	Amount for current year	Amount for preceding year	Line No.
		(a)	(b)	(c)	
1		Net Income (Loss) from Schedule 210 Line 61	378,933	658,454	1
		Other Comprehensive Income, net of tax:			
2		Foreign currency translation adjustments	0	0	2
		Unrealized gains on securities:			
3		Unrealized holding gains arising during period	0	0	3
4		Less: reclassification adjustment for gains included in net income	0	0	4
		Defined benefit pension and post-retirement benefit plans:			
5		Prior service credit/(cost) arising during period	0	0	5
6		Net Gain/(Loss) arising during period	1,361	(4,282)	6
7		Less: amortization of prior service cost/(credit) and net Loss/(Gain) included in net periodic benefit cost	(2,575)	(3,152)	7
8		Other Comprehensive Income (Loss)	(324)	(234)	8
9		Comprehensive Income (Loss) (lines (1+2+3+5+6+8) minus lines (4+7))	382,545	657,090	9
10		Less: comprehensive income attributable to noncontrolling interest	0	0	10
11		Comprehensive Income (Loss) attributable to reporting railroad (line 9 - 10)	382,545	657,090	11

See additional notes to financial statements on pages 7-15

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 hereunder 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 debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61, column (b), 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	1,483,098	91,358	1
2		(601.5) Prior period adjustments to beginning retained earnings	0	0	2
		CREDITS			
3		(602) Credit balance transferred from income	374,214	4,719	3
4		(603) Appropriations released	0	0	4
5		(606) Other credits to retained earnings	0	0	5
6		TOTAL CREDITS	374,214	4,719	6
		DEBITS			
7		(612) Debit balance transferred from income	0	0	7
8		(616) Other debits to retained earnings	0	0	8
9		(620) Appropriations for sinking and other funds	0	0	9
10		(621) Appropriations for other purposes	0	0	10
11		(623) Dividends: common stock	346,280	0	11
12		preferred stock 1	0	0	12
13		TOTAL DEBITS	346,280	0	13
14		Net increase (decrease) during year (line 6 minus line 13)	27,934	4,719	14
15		Balances at close of year (lines 1, 2 and 14)	1,511,032	96,077	15
16		Balances from line 15(c)	96,077	N/A	16
17		(798) Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	1,607,109	N/A	17
18		(797) Total appropriated retained earnings:			18
19		Credits during year--\$			19
20		Debits during year---\$			20
21		Balance at close of year-\$ 0			21
22		Amount of assigned Federal income tax consequences: Account 606----\$ 0			22
23		Account 616----\$ 0			23

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

See additional notes to financial statements on pages 7-15

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 1-41. If the indirect method is used, complete lines 10-41. 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 financing 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.

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
CASH FLOWS FROM OPERATING ACTIVITIES					
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)	See Note 1	See Note 1	9

Note 1: This page is intentionally left blank because the indirect method of reporting cash flows is used.

240. STATEMENT OF CASH FLOWS - Concluded
(Dollars in thousands)

RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
10	*	Income from continuing operations	378,933	658,454	10

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

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
11		Loss (gain) on sale or disposal of tangible property and investments	(26,789)	(1,938)	11
12		Depreciation and amortization expenses	146,896	137,762	12
13		Net increase (decrease) provision for deferred income taxes	57,575	(350,817)	13
14		Net decrease (increase) in undistributed earnings (losses) of affiliates	(4,719)	(16,881)	14
15		(Increase) decrease in accounts receivable	21,417	(28,877)	15
16		(Increase) decrease in materials and supplies, and other current assets	35,768	(25,752)	16
17		Increase (decrease) in current liabilities other than debt	(55,948)	59,296	17
18		Increase (decrease) in other-net	(20,641)	(17,593)	18
19		Net Cash provided from continuing operations (lines 10 through 18)	532,492	413,654	19
20		Add (subtract) cash generated (paid) by reason of discontinued operations and extraordinary items	0	0	20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES (lines 19 and 20)	532,492	413,654	21

CASH FLOWS FROM INVESTING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
22		Proceeds from sale of property	31,941	4,255	22
23		Capital expenditures	(322,654)	(253,663)	23
24		Net change in temporary cash investments not qualifying as cash equivalents	0	0	24
25		Proceeds from sale/repayments of investment and advances	0	0	25
26		Purchase price of long-term investment and advances	(1,361)	(672)	26
27		Net decrease (increase) in sinking and other special funds	0	0	27
28		Other-net	305,901	83,250	28
29		NET CASH USED IN INVESTING ACTIVITIES (lines 22 through 28)	13,827	(166,830)	29

CASH FLOWS FROM FINANCING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
30		Proceeds from issuance of long-term debt	90,001	1	30
31		Principal payments of long-term debt	(218,594)	(100,094)	31
32		Proceeds from issuance of capital stock	0	0	32
33		Purchase price of acquiring treasury stock	0	0	33
34		Cash dividends paid	(346,280)	(119,532)	34
35		Other-net -	(135,000)	0	35
36		NET CASH FROM FINANCING ACTIVITIES	(609,873)	(219,625)	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (lines 21, 29, 36)	(63,554)	27,199	37
38	*	Cash and cash equivalents at beginning of year	72,958	45,759	38
39	*	CASH & CASH EQUIVALENTS AT END OF THE YEAR	9,404	72,958	39

Footnotes to Schedule:

40		Cash paid during the year for: Interest (net of amount capitalized) *	125,314	116,508	40
41		Income taxes (net) *	23,571	60,766	41

* Only applies if indirect method is adopted

See additional notes to financial statements on pages 7-15

245. WORKING CAPITAL

(Dollars in thousands)

1. This schedule should include only data pertaining to railway transportation services.
2. Carry out calculation of lines 9, 10, 20 and 21 to the nearest whole number.

Line No.	Item (a)	Source No.	Amount (b)	Line No.
CURRENT OPERATING ASSETS				
1	Interline and Other Balances	Schedule 200, line 5, column b	20,448	1
2	Customers (706)	Schedule 200, line 6, column b	103,213	2
3	Other (707)	Note A	21,691	3
4	TOTAL CURRENT OPERATING ASSETS	Line 1 + 2 + 3	145,352	4
OPERATING REVENUE				
5	Railway Operating Revenue	Schedule 210, line 13, column b	1,594,629	5
6	Rent Income	Note B	102,551	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	1,697,180	7
8	Average Daily Operating Revenues	Line 7 ÷ 360 days	4,714	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 ÷ Line 8	31	9
10	Revenue Delay Days Plus Buffer	Line 9 + 15 days	46	10
CURRENT OPERATING LIABILITIES				
11	Interline and Other Balances (752)	Schedule 200, line 30, column b	503	11
12	Audited Accounts and Wages Payable (753)	Note A	45,000	12
13	Accounts Payable-Other (754)	Note A	1,689	13
14	Other Taxes Accrued (761.5)	Note A	36,927	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	84,119	15
OPERATING EXPENSES				
16	Railway Operating Expenses	Schedule 210, line 14, column b	1,042,743	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	146,896	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	998,398	18
19	Average Daily Expenditures	Line 18 ÷ 360 days	2,773	19
20	Days of Operating Expenses in Current Operating Liabilities	Line 15 ÷ line 19	30	20
21	Days of Working Capital Required	Line 10 - line 20 (Note C)	16	21
22	Cash Working Capital Required	Line 21 x line 19	44,368	22
23	Cash and Temporary Cash Balances	Schedule 200, line 1 + line 2, column b	9,404	23
24	Cash Working Capital Allowed	Lesser line 22 and line 23	9,404	24
MATERIALS AND SUPPLIES				
25	Total Materials and Supplies (712)	Note A	25,361	25
26	Scrap and Obsolete Material included in Acct. 712	Note A	0	26
27	Materials and Supplies held for Common Carrier Purposes	Line 25 - line 26	25,361	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	34,765	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.

See additional notes to financial statements on pages 7-15

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 the close of the 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 of 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 U.S. 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 names of the issuing corporation. The symbols and industrial classification are as follows:

Symbol	Kind of Industry
I	Agriculture, forestry, and fisheries
II	Mining
III	Construction
IV	Manufacturing
V	Wholesale and retail trade
VI	Finance, insurance, and real estate
VII	Transportation, communications, and other public utilities
VIII	Services
IX	Government
X	All other
5. By carriers, as the term is used here, is meant companies owning or operating railroads, facilities auxiliary thereto such as bridges, ferries, union depots, and other terminal facilities, sleeping cars, parlor cars, dining cars, freight cars, express service and facilities, electric railways, highway motor vehicles, steamboats and other marine transportation equipment, pipe lines (other than those for transportation of water), and other instrumentalities devoted to the transportation of persons or property for hire. Telegraph and telephone companies are not meant to be included.
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 classified as noncarrier companies, even though the securities held by such companies are largely or entirely 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 account 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.

<u>Company Name</u>	<u>Our Ownership</u>	<u>Other Joint Owners</u>
MT Properties	14.61%	BNSF - 43.30%; UP - 42.09%;
Belt Railway Company of Chicago	8.33%	CSX, NS-25% each; BNSF-16.67%; CN-16.67%; UP-8.33%.
Indiana Harbor Belt Railroad Company	49%	CSX/NS - 51%
TTX Company (Formerly Trailer Train)	1.60%	Various others
Amtrak	N/A	Various others
Albany Port Railroad Corporation	50%	CSX - 50%
Soo Green Renewable Rail LLC	50%	TWTP, LLC - 50%
Canadian Pacific (US) Holding Corporation	-	Canadian Pacific Railway Limited
Kansas City Terminal Railway Company	8.33%	UP - 41.67%, BNSF - 25%, KCS - 16.67%, NS - 8.33%
NY Business Development Corporation	-	Various others
Bright Rail Energy LLC	14.320%	Various others
PTC-220 LLC	14.286%	UP, BNSF, CSX, NS, CN, KCS 14.286% each

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, 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 evidences 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	Belt Railway Company of Chicago	8.330	1
2	721	A-1	VII	Indiana Harbor Belt Railroad Company	49.000	2
3	721	A-1	VII	TTX Company (formerly Trailer Train)	1.600	3
4	721	A-1	VII	Amtrak	N/A	4
5	721	A-1	VII	Albany Port Railroad Corporation	50.000	5
6	721	A-1	VII	Kansas City Terminal Railway Company	8.330	6
7				Total Class A-1		7
8						8
9						9
10						10
11						11
12						12
13	721	A-3	VII	PTC-220 LLC	14.286	13
14	721	A-3	X	MT Properties	14.610	14
15	721	A-3	X	Bright Rail Energy LLC	14.320	15
16	721	A-3	X	Soo Green Renewable Rail LLC	50.000	16
17	721	A-3	X	NY Business Development Corporation	-	17
18				Total Class A-3 & A-4		18
19				Total Class A		19
20						20
21						21
22						22
23						23
24						24
25	721	E-1	VII	Kansas City Terminal Railway Company	8.330	25
26						26
27				Total Class E-1		27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38	721	D-3	X	Canadian Pacific (US) Holding Corporation	-	38
39						39
40				Total Class E-3		40
41				Total Class E		41
42						42
43				Grand Total		43
44						44

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) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
	Opening balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing balance (i)				
1	260			260				1
2	1,359			1,359				2
3	218			218				3
4	1			1				4
5	169			169				5
6	15,000			15,000				6
7	17,007	0	0	17,007	0	0	0	7
8								8
9								9
10								10
11								11
12								12
13	10,537	1,047		11,584				13
14	92			92			0	14
15	1,862	0	0	1,862				15
16	1,779	314	0	2,093				16
17	1			1			0	17
18	14,271	1,361	0	15,632	0	0	0	18
19	31,278	1,361	0	32,639	0	0	0	19
20								20
21								21
22								22
23								23
24								24
25	350			350				25
26								26
27	350	0	0	350				27
28								28
29								29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38	241,481	0	0	241,481				38
39	241,481	0	0	241,481	0	0	0	39
40								40
41	241,831	0	0	241,831	0	0	0	41
42								42
43	273,109	1,361	0	274,470	0	0	0	43
44								44

90,140	Schedule 310A	94,535
<u>363,249</u>	Schedule 200 Line 16	<u>369,005</u>

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						1
2				This page intentionally left blank.		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
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38						38
39						39
40						40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued

(Dollars in thousands)

Line No.	Investments and advances				Disposed of: profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
	Opening balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing balance (i)				
1								1
2			This Page intentionally left blank.					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
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40								40

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES

(Dollars in thousands)

Undistributed Earnings from Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks 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., less dividends) or losses.
4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition.
5. For definition 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	Indiana Harbor Belt Railroad Company	92,281		5,023			97,304	1
2	Albany Port Railroad Corporation	856		23			879	2
3								3
4								4
5								5
6								6
7								7
8								8
9								9
10								10
11								11
12								12
13		93,137	0	5,046	0	0	98,183	13
Noncarrier (List specifics for each company)								
14	Soo Green Renewable Rail LLC	(1,779)		(327)			(2,106)	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	Grand Total	91,358	0	4,719	0	0	96,077	27

	(1,542)
	94,535

	(324)
	4,395

	(1,218)
	90,140

Indiana Harbor Belt Railroad Company - Other Comprehensive Income adjustment

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

See additional notes to financial statements on pages 7-15

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED

PROPERTY AND EQUIPMENT

(Dollars in thousands)

Line No.	Cross Check	Account (a)	Balance beginning of year (b)	Expenditures during the year for original road & equipment, & road extensions (c)	Expenditures during the year for purchase of existing lines, re-organizations, etc. (d)	Line No.
1		(2) Land for transportation purposes	361,399	0	0	1
2		(3) Grading	441,779	0	0	2
3		(4) Other right-of-way expenditures	4,678	0	0	3
4		(5) Tunnels and subways	2,731	0	0	4
5		(6) Bridges, trestles, and culverts	477,096	0	0	5
6		(7) Elevated structures	0	0	0	6
7		(8) Ties	726,854	0	0	7
8		(9) Rail and other track material	1,237,479	0	0	8
9		(11) Ballast	277,451	0	0	9
10		(13) Fences, snow sheds, and signs	3,117	0	0	10
11		(16) Station and office buildings	48,976	0	0	11
12		(17) Roadway buildings	2,947	0	0	12
13		(18) Water stations	34	0	0	13
14		(19) Fuel stations	18,586	0	0	14
15		(20) Shops and enginehouses	19,914	0	0	15
16		(22) Storage warehouses	0	0	0	16
17		(23) Wharves and docks	0	0	0	17
18		(24) Coal and ore wharves	0	0	0	18
19		(25) TOFC/COFC terminals	37,508	0	0	19
20		(26) Communication systems	104,629	0	0	20
21		(27) Signals and interlockers	224,312	0	0	21
22		(29) Power plants	11	0	0	22
23		(31) Power-transmission systems	7,118	0	0	23
24		(35) Miscellaneous structures	6,077	0	0	24
25		(37) Roadway machines	117,764	0	0	25
26		(39) Public improvements - Construction	105,322	0	0	26
27		(44) Shop machinery	10,516	0	0	27
28		(45) Power-plant machinery	386	0	0	28
29		Other (specify and explain)	0	0	0	29
30		TOTAL EXPENDITURES FOR ROAD	4,236,684	0	0	30
31		(52) Locomotives	579,565	0	0	31
32		(53) Freight-train cars	401,803	0	0	32
33		(54) Passenger-train cars	450	0	0	33
34		(55) Highway revenue equipment	7,117	0	0	34
35		(56) Floating equipment	0	0	0	35
36		(57) Work equipment	17,672	0	0	36
37		(58) Miscellaneous equipment	24,702	0	0	37
38		(59) Computer systems and word processing equipment	31,039	0	0	38
39		TOTAL EXPENDITURES FOR EQUIPMENT	1,062,348	0	0	39
40		(76) Interest during construction	4,684	0	0	40
41		(80) Other elements of investment	1,135	0	0	41
42		(90) Construction in progress	183,265	0	0	42
43		GRAND TOTAL	5,488,116	0	0	43

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED

PROPERTY AND EQUIPMENT - Cont'd.

(Dollars in thousands)

Line No.	Cross Check	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		77	268	(191)	361,208	1
2		9,808	14	9,794	451,573	2
3		6	0	6	4,684	3
4		0	0	0	2,731	4
5		32,322	1,183	31,139	508,235	5
6		0	0	0	0	6
7		52,295	8,100	44,195	771,049	7
8		45,835	7,487	38,348	1,275,827	8
9		1,721	929	792	278,243	9
10		189	19	170	3,287	10
11		4,665	1,416	3,249	52,225	11
12		340	93	247	3,194	12
13		0	0	0	34	13
14		5,169	0	5,169	23,755	14
15		1,326	187	1,139	21,053	15
16		0	0	0	0	16
17		0	0	0	0	17
18		0	0	0	0	18
19		2,496	93	2,403	39,911	19
20		25,554	28	25,526	130,155	20
21		34,871	597	34,274	258,586	21
22		0	0	0	11	22
23		219	0	219	7,337	23
24		216	0	216	6,293	24
25		8,801	4,599	4,202	121,966	25
26		6,764	1,743	5,021	110,343	26
27		750	316	434	10,950	27
28		0	0	0	386	28
29		0	0	0	0	29
30		233,424	27,072	206,352	4,443,036	30
31		91,502	412	91,090	670,655	31
32		15,201	3,173	12,028	413,831	32
33		0	450	(450)	0	33
34		68	40	28	7,145	34
35		0	0	0	0	35
36		562	427	135	17,807	36
37		732	715	17	24,719	37
38		6,533	666	5,867	36,906	38
39		114,598	5,883	108,715	1,171,063	39
40		9,609	0	9,609	14,293	40
41		0	0	0	1,135	41
42		(29,531)	0	(29,531)	153,734	42
43		328,100	32,955	295,145	5,783,261	43

**332. DEPRECIATION BASE AND RATES - ROAD AND EQUIPMENT
OWNED AND USED 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 the 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 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. Show in columns (e), (f) and (g) data applicable to Lessor property, when the rent therefore is included in Account 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 the 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			LEASED FROM OTHERS			Line No.
		Depreciation base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)	
		1/1 At beginning of year (b)	12/1 At close of year (c)		At beginning of year (e)	At close of year (f)		
	ROAD							
1	(3) Grading	441,779	450,703	1.31				1
2	(4) Other Right-of-way expenditures	4,678	4,686	1.68				2
3	(5) Tunnels and subways	2,731	2,731	1.12				3
4	(6) Bridges, trestles, and culverts	477,096	506,207	1.74				4
5	(7) Elevated structures	0	0	0.00				5
6	(8) Ties	726,854	762,352	4.91				6
7	(9) Rail and other track material	1,237,479	1,269,374	2.83				7
8	(11) Ballast	277,451	278,618	2.67				8
9	(13) Fences, snowsheds, and signs	3,117	3,288	0.93				9
10	(16) Station and office buildings	48,976	49,395	4.47				10
11	(17) Roadway buildings	2,947	2,854	2.29				11
12	(18) Water stations	34	33	0.74				12
13	(19) Fuel stations	18,586	23,340	2.44				13
14	(20) Shops and enginehouses	19,914	21,053	2.32				14
15	(22) Storage warehouses	0	0	0.00				15
16	(23) Wharves and docks	0	0	0.00				16
17	(24) Coal and ore wharves	0	0	0.00				17
18	(25) TOFC/COFC terminals	37,508	39,870	2.82				18
19	(26) Communication systems	104,629	116,745	4.15				19
20	(27) Signals and interlockers	224,312	243,923	3.77				20
21	(29) Power plants	11	11	1.45				21
22	(31) Power-transmission systems	7,118	7,336	2.05				22
23	(35) Miscellaneous structures	6,077	6,292	2.87				23
24	(37) Roadway machines	117,764	118,963	3.49				24
25	(39) Public improvements - Construction	105,322	111,071	2.50				25
26	(44) Shop machinery	10,516	10,878	4.35				26
27	(45) Power-plant machinery	386	386	-0.15				27
28	All other road accounts	0	0	0.00				28
29	Amortization (other than defense projects)	0	0	0.00				29
30	TOTAL ROAD	3,875,285	4,030,109	3.02	0	0		30
	EQUIPMENT							
31	(52) Locomotives	579,565	645,411	3.10				31
32	(53) Freight-train cars	401,803	403,566	1.46				32
33	(54) Passenger-train cars	450	0	2.85				33
34	(55) Highway revenue equipment	7,117	7,151	8.55				34
35	(56) Floating equipment	0	0	0.00				35
36	(57) Work equipment	17,672	17,991	0.61				36
37	(58) Miscellaneous equipment	24,702	24,546	7.25				37
38	(59) Computer systems and word processing equipment	31,039	33,166	17.31				38
39	TOTAL EQUIPMENT	1,062,348	1,131,831	3.01	0	0		39
40	GRAND TOTAL	4,937,633	5,161,940	N/A	0	0	N/A	40

335. ACCUMULATED DEPRECIATION- ROAD AND EQUIPMENT OWNED AND USED
(Dollars in Thousand)

1. Disclose the required information in regard to credits and debits to Account No. 735, "Accumulated Depreciation- Road and Equipment Property", during the year relating to owned and used road 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 of depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental- Debit-Equipment" account and "other Rents-Debit-Equipment" accounts. (See Schedule 351 for the 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 the credits to the reserve as shown in column (c) and the 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.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE		DEBITS TO RESERVE		Balance at close of year (g)	Line No.
				During the year		During the year			
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
ROAD									
1		(3) Grading	62,553	5,810	0	14	0	68,349	1
2		(4) Other right-of-way expenditures	762	81	0	0	0	843	2
3		(5) Tunnels and subways	929	31	0	0	0	960	3
4		(6) Bridges, trestles, and culverts	64,221	8,670	83	1,183	0	71,791	4
5		(7) Elevated structures	0	0	0	0	0	0	5
6		(8) Ties	195,590	35,955	0	8,100	8,540	214,905	6
7		(9) Rail and other track material	259,570	35,886	0	7,487	4,730	283,239	7
8		(11) Ballast	87,171	7,405	100	929	0	93,747	8
9		(13) Fences, snowsheds, and signs	1,508	40	0	19	0	1,529	9
10		(16) Station and office buildings	13,412	2,179	233	1,416	0	14,408	10
11		(17) Roadway buildings	1,029	67	0	93	0	1,003	11
12		(18) Water stations	23	0	0	0	0	23	12
13		(19) Fuel stations	4,306	468	0	0	0	4,774	13
14		(20) Shops and enginehouses	5,388	481	0	187	0	5,682	14
15		(22) Storage warehouses	0	0	0	0	0	0	15
16		(23) Wharves and docks	0	0	0	0	0	0	16
17		(24) Coal and ore wharves	0	0	0	0	0	0	17
18		(25) TOFC/COFC terminals	10,248	1,099	0	93	0	11,254	18
19		(26) Communication systems	16,136	4,140	4	28	0	20,252	19
20		(27) Signals and interlockers	44,151	9,310	58	597	0	52,922	20
21		(29) Power plants	9	0	0	0	0	9	21
22		(31) Power-transmission systems	831	147	0	0	0	978	22
23		(35) Miscellaneous structures	1,137	178	0	0	0	1,315	23
24		(37) Roadway machines	38,651	2,043	2,555 @	4,600	0	38,649	24
25		(39) Public improvements-Const.	16,701	2,667	368	1,743	0	17,993	25
26	*	(44) Shop machinery	1,773	469	58	316	0	1,984	26
27		(45) Power-plant machinery	382	(1)	0	0	0	381	27
28		All other road accounts	0	0	0	0	0	0	28
29		Amortization (Adjustments)	0	0	0	0	0	0	29
30		TOTAL ROAD	826,481	117,125	3,459	26,805	13,270	906,990	30
EQUIPMENT									
31	*	(52) Locomotives	161,105	16,377	75 @	412	0	177,145	31
32	*	(53) Freight-train cars	171,362	5,743	1,085	3,173	0	175,017	32
33	*	(54) Passenger-train cars	212	0	238	450	0	0	33
34	*	(55) Highway revenue equipment	998	613	31	40	0	1,602	34
35	*	(56) Floating equipment	0	0	0	0	0	0	35
36	*	(57) Work equipment	7,393	106	227	427	0	7,299	36
37	*	(58) Miscellaneous equipment	15,451	1,619	256 @	715	0	16,611	37
38	*	(59) Computer systems and word processing equipment	8,843	5,313	0	666	0	13,490	38
39	*	Amortization (Adjustments)	0	0	0	0	0	0	39
40		TOTAL EQUIPMENT	365,364	29,771	1,912	5,883	0	391,164	40
41		GRAND TOTAL	1,191,845	146,896	5,371	32,688	13,270	1,298,154	41

* To be reported with equipment on schedule 415 rather than W&S expenses on schedule 412
 @Col D & F amounts represent transfers between accounts, salvage and dismantling. Account 37, 52 and 58 also includes \$1,815, \$75 and \$280 of capitalized depreciation in Col D respectively.

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 column (b) or (g) for any primary account should be shown in parenthesis or designated "Dr".
3. Any inconsistency between the credits to the reserve as shown in column (c) and the 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		DEBITS TO RESERVE During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retire-ments (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 & culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail & other track material							7
8		(11) Ballast							8
9		(13) Fences snow sheds & signs							9
10		(16) Station & office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops & enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves & docks							16
17		(24) Coal & ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals & 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		See Note 1.					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 and word processing equipment							37
38		TOTAL EQUIPMENT		See Note 1.					38
39		GRAND TOTAL	32,442	5,268	0	9	0	37,701	39

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

Note 1: Figures have been incorporated on Schedule 335 per Surface Transportation Board instructions.

NOTES AND REMARKS FOR SCHEDULE 342

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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 the 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 of other railway property covered by the contract). This excludes leased 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, and "O" for other leased properties.

3. In columns (a) to (e), inclusive, first show the data requested for the respondent (R); next the 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 the respondent. Show a total for each class of company in column (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 in Accounts 731 and 732 on the books of the 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 the respondent in the securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6 percent 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 the reserves therefor are recorded.

Line No.	Class (See ins. 2) (a)	Name of company (b)	Miles of road (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	Soo Line Corporation	3,110	5,783,261	1,298,154	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
25						25
26						26
27						27
28						28
29						29
30						30
31		TOTAL	3,110	5,783,261	1,298,154	31

352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE(By Property Accounts)
(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 herein, 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 the schedule.

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

4. Report on line 30 amounts not includible in the accounts shown, or on line 29. The items included 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 the 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	361,208	0	0	0	1
2		(3) Grading	451,573	0	0	0	2
3		(4) Other right-of-way expenditures	4,684	0	0	0	3
4		(5) Tunnels and subways	2,731	0	0	0	4
5		(6) Bridges, trestles, and culverts	508,235	0	0	0	5
6		(7) Elevated structures	0	0	0	0	6
7		(8) Ties	771,049	0	0	0	7
8		(9) Rail and other track material	1,275,827	0	0	0	8
9		(11) Ballast	278,243	0	0	0	9
10		(13) Fences, snow sheds, and signs	3,287	0	0	0	10
11		(16) Station and office buildings	52,225	0	0	0	11
12		(17) Roadway buildings	3,194	0	0	0	12
13		(18) Water stations	34	0	0	0	13
14		(19) Fuel stations	23,755	0	0	0	14
15		(20) Shops and enginehouses	21,053	0	0	0	15
16		(22) Storage warehouses	0	0	0	0	16
17		(23) Wharves and docks	0	0	0	0	17
18		(24) Coal and ore wharves	0	0	0	0	18
19		(25) TOFC/COFC terminals	39,911	0	0	0	19
20		(26) Communication systems	130,155	0	0	0	20
21		(27) Signals and interlockers	258,586	0	0	0	21
22		(29) Power plants	11	0	0	0	22
23		(31) Power-transmission systems	7,337	0	0	0	23
24		(35) Miscellaneous structures	6,293	0	0	0	24
25		(37) Roadway machines	121,966	0	0	0	25
26		(39) Public improvements - Construction	110,343	0	0	0	26
27		(44) Shop machinery	10,950	0	0	0	27
28		(45) Power-plant machinery	386	0	0	0	28
29		Leased property capitalized rentals (explain)	0	0	0	0	29
30		Other (specify and explain)	0	0	0	0	30
31		TOTAL ROAD	4,443,036	0	0	0	31
32		(52) Locomotives	670,655	0	0	0	32
33		(53) Freight-train cars	413,831	0	0	0	33
34		(54) Passenger-train cars	0	0	0	0	34
35		(55) Highway revenue equipment	7,145	0	0	0	35
36		(56) Floating equipment	0	0	0	0	36
37		(57) Work equipment	17,807	0	0	0	37
38		(58) Miscellaneous equipment	24,719	0	0	0	38
39		(59) Computer systems and word processing equipment	36,906	0	0	0	39
40		TOTAL EQUIPMENT	1,171,063	0	0	0	40
41		(76) Interest during construction	14,293	0	0	0	41
42		(80) Other elements of investment	1,135	0	0	0	42
43		(90) Construction in progress	153,734	0	0	0	43
44		GRAND TOTAL	5,783,261	0	0	0	44

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 412
Lines 136 thru 138 column (f)	=	Line 29 column (b)
Lines 118 thru 123, and 130 thru 135 column (f)	=	Line 29, column (c)
		SCHEDULE 414
Line 231, column (f)	=	Line 19, columns (b) thru (d)
Line 230, column (f)	=	Line 19, columns (e) thru (g)
		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) thru (d) plus line 24, columns (e) thru (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)
Lines 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 thru 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)
		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 450
		SCHEDULE 210
Line 4 column b	=	Line 47 column b

**SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)**

R a i l r o a d A n n u a l R e p o r t R - 1

FREIGHT

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)	Total (H)	Line No.
WAY AND STRUCTURES:										
ADMINISTRATION										
1		Track	10,386	1,093	6,399	185	18,063	0	18,063	1
2		Bridge & Building	894	77	218	194	1,383	0	1,383	2
3		Signal	2,385	222	750	579	3,936	0	3,936	3
4		Communication	598	73	251	193	1,115	0	1,115	4
5		Other	61	13	(16)	38	96	0	96	5
REPAIR AND MAINTENANCE										
6		Roadway And Track Laying & Surfacing-Running	4,035	620	1,121	273	6,049	0	6,049	6
7		Roadway And Track Laying & Surfacing-Switching	611	95	87	24	817	0	817	7
8		Tunnels & Subways-Running	1	0	19	0	20	0	20	8
9		Tunnels & Subways-Switching	0	0	0	0	0	0	0	9
10		Bridges & Culverts-Running	1,468	657	844	269	3,238	0	3,238	10
11		Bridges & Culverts-Switching	43	52	83	19	197	0	197	11
12		Ties-Running	489	289	138	24	940	0	940	12
13		Ties-Switching	273	148	40	27	488	0	488	13
14		Rail & Other Track Material-Running	11,159	3,763	14,393	1,045	30,360	0	30,360	14
15		Rail & Other Track Material-Switching	3,072	2,122	2,442	371	8,007	0	8,007	15
16		Ballast-Running	3,684	1,805	5,283	448	11,220	0	11,220	16
17		Ballast-Switching	686	184	243	59	1,172	0	1,172	17
18		Road Property Damaged-Running	58	16	25	(161)	(62)	0	(62)	18
19		Road Property Damaged-Switching	89	187	(324)	(12)	(60)	0	(60)	19
20		Road Property Damaged-Other	8	16	0	0	24	0	24	20
21		Signals & Interlockers-Running	2,264	493	514	94	3,365	0	3,365	21
22		Signals & Interlockers-Switching	1,179	929	369	38	2,515	0	2,515	22
23		Communications Systems	2,450	1,142	574	68	4,234	0	4,234	23
24		Electric Power Systems	142	0	0	0	142	0	142	24
25		Highway Grade Crossings-Running	3,383	995	580	140	5,098	0	5,098	25
26		Highway Grade Crossings-Switching	308	70	144	6	528	0	528	26
27		Station & Office Buildings	997	358	5,761	170	7,286	0	7,286	27
28		Shop Buildings-Locomotives	0	0	1,526	0	1,526	0	1,526	28
29		Shop Buildings-Freight Cars	0	0	102	0	102	0	102	29
30		Shop Buildings-Other Equipment	0	0	397	0	397	0	397	30

**SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)**

FREIGHT

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	Salaries & Wages (B)	Material (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)	Total (H)	Line No.
101		Locomotive Servicing Facilities	9	9	131	5	154	0	154	101
102		Miscellaneous Buildings & Structures	16	10	1,251	5	1,282	0	1,282	102
103		Coal Terminals	0	0	0	0	0	0	0	103
104		Ore Terminals	0	0	0	0	0	0	0	104
105		Other Marine Terminals	0	0	0	0	0	0	0	105
106		TOFC/COFC-Terminals	1	0	647	0	648	0	648	106
107		Motor Vehicle Loading & Distribution Facilities	0	0	8	0	8	0	8	107
108		Facilities For Other Specialized Service Operations	0	0	189	0	189	0	189	108
109		Roadway Machines	240	563	5,723	39	6,565	0	6,565	109
110		Small Tools And Supplies	74	573	29	0	676	0	676	110
111		Snow Removal	3,859	768	3,719	324	8,670	0	8,670	111
112		Fringe Benefits-Running	0	0	0	9,170	9,170	0	9,170	112
113		Fringe Benefits-Switching	0	0	0	2,167	2,167	0	2,167	113
114		Fringe Benefits-Other	0	0	0	7,667	7,667	0	7,667	114
115		Casualties & Insurance-Running	0	0	0	2,593	2,593	0	2,593	115
116		Casualties & Insurance-Switching	0	0	0	475	475	0	475	116
117		Casualties & Insurance-Other	0	0	0	1,438	1,438	0	1,438	117
118	*	Lease Rentals-Debit-Running	0	0	6	0	6	0	6	118
119	*	Lease Rentals-Debit-Switching	0	0	1	0	1	0	1	119
120		Lease Rentals-Debit-Other	0	0	3,998	0	3,998	0	3,998	120
121	*	Lease Rentals-(Credit)-Running	0	0	0	0	0	0	0	121
122	*	Lease Rentals-(Credit)-Switching	0	0	0	0	0	0	0	122
123	*	Lease Rentals-(Credit)-Other	0	0	0	0	0	0	0	123
124		Joint Facility Rent-Debit-Running	0	0	12,179	0	12,179	0	12,179	124
125		Joint Facility Rent-Debit-Switching	0	0	132	0	132	0	132	125
126		Joint Facility Rent-Debit-Other	0	0	0	0	0	0	0	126
127		Joint Facility Rent-(Credit)-Running	0	0	(2,661)	0	(2,661)	0	(2,661)	127
128		Joint Facility Rent-(Credit)-Switching	0	0	0	0	0	0	0	128
129		Joint Facility Rent-(Credit)-Other	0	0	(292)	0	(292)	0	(292)	129
130	*	Other Rents-Debit-Running	0	0	0	0	0	0	0	130
131	*	Other Rents-Debit-Switching	0	0	0	0	0	0	0	131
132	*	Other Rents-Debit-Other	0	0	0	0	0	0	0	132
133	*	Other Rents-(Credit)-Running	0	0	(10)	0	(10)	0	(10)	133

R a i - r o a d A n n u a l R e p o r t R . I

SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

FREIGHT

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)	Total (H)	Line No.
134	*	Other Rents-(Credit)-Switching	0	0	(4)	0	(4)	0	(4)	134
135	*	Other Rents-(Credit)-Other	0	0	(13)	0	(13)	0	(13)	135
136	*	Depreciation-Running	0	0	0	86,715	86,715	0	86,715	136
137	*	Depreciation-Switching	0	0	0	9,830	9,830	0	9,830	137
138	*	Depreciation-Other	0	0	0	20,111	20,111	0	20,111	138
139		Joint Facility-Debit-Running	0	0	10,825	0	10,825	0	10,825	139
140		Joint Facility-Debit-Switching	0	0	381	0	381	0	381	140
141		Joint Facility-Debit-Other	0	0	0	0	0	0	0	141
142		Joint Facility-(Credit)-Running	0	0	(4,242)	0	(4,242)	0	(4,242)	142
143		Joint Facility-(Credit)-Switching	0	0	(103)	0	(103)	0	(103)	143
144		Joint Facility-(Credit)-Other	0	0	0	0	0	0	0	144
145		Dismantling Retired Road Property-Running	0	0	0	0	0	0	0	145
146		Dismantling Retired Road Property-Switching	0	0	0	0	0	0	0	146
147		Dismantling Retired Road Property-Other	0	0	0	0	0	0	0	147
148		Other-Running	0	0	0	0	0	0	0	148
149		Other-Switching	0	0	0	0	0	0	0	149
150		Other-Other	63	3	7,600	2,458	10,124	0	10,124	150
151		TOTAL WAY AND STRUCTURES	54,985	17,345	81,457	147,088	300,875	0	300,875	151

EQUIPMENT:

LOCOMOTIVES

201		Administration	1,428	10	431	20	1,889	0	1,889	201
202	*	Repair And Maintenance	5,715	5,782	29,997	73	41,567	0	41,567	202
203	*	Machinery Repair	2	49	140	0	191	0	191	203
204		Equipment Damaged	29	194	407	0	630	0	630	204
205		Fringe Benefits	0	0	0	2,441	2,441	0	2,441	205
206		Other Casualties And Insurance	0	0	0	629	629	0	629	206
207	*	Lease Rentals-Debit	0	0	12,526	0	12,526	0	12,526	207
208	*	Lease Rentals-(Credit)	0	0	0	0	0	0	0	208
209		Joint Facility Rent-Debit	0	0	0	0	0	0	0	209
210		Joint Facility Rent-(Credit)	0	0	0	0	0	0	0	210
211	*	Other Rents-Debit	0	0	13,032	0	13,032	0	13,032	211
212	*	Other Rents-(Credit)	0	0	(31,592)	0	(31,592)	0	(31,592)	212
213	*	Depreciation	0	0	0	16,467	16,467	0	16,467	213
214		Joint Facility-Debit	0	0	0	0	0	0	0	214
215		Joint Facility-(Credit)	0	0	0	0	0	0	0	215
216	*	Repairs Billed To Others-(Credit)	0	0	(8,003)	0	(8,003)	0	(8,003)	216

**SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)**

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	FREIGHT						Line No.	
			Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)		Total (H)
217		Dismantling Retired Property	0	0	0	0	0	0	0	217
218		Other	0	0	0	0	0	0	0	218
219		TOTAL LOCOMOTIVES	7,174	6,035	16,938	19,630	49,777	0	49,777	219
FREIGHT CARS										
220		Administration	2,116	8	435	26	2,585	0	2,585	220
221	*	Repair & Maintenance	5,210	26,646	20,086	157	52,099	0	52,099	221
222	*	Machinery Repair	64	13	570	0	647	0	647	222
223		Equipment Damaged	46	0	982	0	1,028	0	1,028	223
224		Fringe Benefits	0	0	0	2,538	2,538	0	2,538	224
225		Other Casualties & Insurance	0	0	0	923	923	0	923	225
226	*	Lease Rentals-Debit	0	0	27,880	0	27,880	0	27,880	226
227	*	Lease Rentals-(Credit)	0	0	(455)	0	(455)	0	(455)	227
228		Joint Facility Rent-Debit	0	0	0	0	0	0	0	228
229		Joint Facility Rent-(Credit)	0	0	0	0	0	0	0	229
230	*	Other Rents-Debit	0	0	46,001	0	46,001	0	46,001	230
231	*	Other Rents-(Credit)	0	0	(63,322)	0	(63,322)	0	(63,322)	231
232	*	Depreciation	0	0	0	6,039	6,039	0	6,039	232
233		Joint Facility-Debit	0	0	0	0	0	0	0	233
234		Joint Facility-(Credit)	0	0	0	0	0	0	0	234
235	*	Repairs Billed To Others-(Credit)	0	0	(22,700)	0	(22,700)	0	(22,700)	235
236		Dismantling Retired Property	0	0	0	0	0	0	0	236
237		Other	0	0	0	0	0	0	0	237
238		TOTAL FREIGHT CARS	7,436	26,667	9,477	9,683	53,263	0	53,263	238
OTHER EQUIPMENT										
301		Administrative	0	0	56	0	56	0	56	301
302		Repairs & Maintenance	0	0	841	0	841	0	841	302
303	*	Trucks, Trailers, Containers	0	0	0	0	0	0	0	303
304	*	Floating Equipment - Revenue Services	0	0	0	0	0	0	0	304
305	*	Passenger & Other Revenue Service	(42)	3	592	6	559	0	559	305
306	*	Computers & Data Processing Systems	0	49	4	0	53	0	53	306
307	*	Machinery	72	281	1,220	0	1,573	0	1,573	307
308		Work & Other Non-Revenue Equipment	0	0	0	0	0	0	0	308
309		Equipment Damaged	0	0	0	10	10	0	10	309
310		Fringe Benefits	0	0	0	100	100	0	100	310
311	*	Other Casualties & Insurance	0	0	0	0	0	0	0	311
312	*	Lease Rentals - Debit	0	0	2,160	0	2,160	0	2,160	312
312	*	Lease Rentals - (Credit)	0	0	0	0	0	0	0	312

SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

R a i l r o a d A n n u a l R e p o r t R - 1

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	FREIGHT					Total Freight (F)	Passenger (G)	Total (H)	Line No.
			Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total (F)				
313		Joint Facility Rent - Debit	0	0	0	0	0	0	0	313	
314		Joint Facility Rent - (Credit)	0	0	0	0	0	0	0	314	
315	*	Other Rents - Debit	0	0	201	0	201	0	201	315	
316	*	Other Rents - (Credit)	0	0	(4,202)	0	(4,202)	0	(4,202)	316	
317	*	Depreciation	0	0	0	7,734	7,734	0	7,734	317	
318		Joint facility - Debit	0	0	0	0	0	0	0	318	
319		Joint facility - (Credit)	0	0	0	0	0	0	0	319	
320	*	Repairs Billed to Others - (Credit)	0	0	(198)	0	(198)	0	(198)	320	
321		Dismantling Retired Property	0	0	0	0	0	0	0	321	
322		Other	0	0	0	0	0	0	0	322	
323		TOTAL OTHER EQUIPMENT	30	333	674	7,850	8,887	0	8,887	323	
324		TOTAL EQUIPMENT	14,640	33,035	27,089	37,163	111,927	0	111,927	324	

TRANSPORTATION:

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	FREIGHT					Total Freight (F)	Passenger (G)	Total (H)	Line No.
			Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total (F)				
401		Administration	18,026	1,077	6,346	791	26,240	0	26,240	401	
402		Engine Crews	57,939	306	7,512	620	66,377	0	66,377	402	
403		Train Crews	48,812	376	6,108	288	55,584	0	55,584	403	
404		Dispatching Trains	7,796	99	373	247	8,515	0	8,515	404	
405		Operating Signals & Interlockers	0	0	1,729	0	1,729	0	1,729	405	
406		Operating Drawbridges	713	0	0	0	713	0	713	406	
407		Highway Crossing Protection	(20)	0	2,289	8	2,277	0	2,277	407	
408		Train Inspection & Lubrication	4,400	(44)	387	25	4,768	0	4,768	408	
409		Locomotive Fuel	0	153,434	45	0	153,479	0	153,479	409	
410		Electric Power Purchased or Produced for Motive Power	0	0	0	0	0	0	0	410	
411		Servicing Locomotives	2,635	943	248	20	3,846	0	3,846	411	
412		Freight Lost or Damaged - Solely Related	0	0	0	353	353	0	353	412	
413		Clearing Wrecks	0	0	2,040	0	2,040	0	2,040	413	
414		Fringe Benefits	0	0	0	47,761	47,761	0	47,761	414	
415		Other Casualties and Insurance	0	0	0	10,026	10,026	0	10,026	415	
416		Joint Facilities - Debit	0	0	6,667	0	6,667	0	6,667	416	
417		Joint Facilities - (Credit)	0	0	(3,211)	0	(3,211)	0	(3,211)	417	
418		Other	0	0	0	0	0	0	0	418	
419		TOTAL TRAIN OPERATIONS	140,301	156,191	30,533	60,139	387,164	0	387,164	419	

YARD OPERATIONS

420		Administration	3,223	12	1,026	37	4,298	0	4,298	420
421		Switch Crews	19,631	296	3,807	119	23,853	0	23,853	421

**SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)**

FREIGHT

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)	Total (H)	Line No.
422		Controlling Operations	2,434	(1)	87	0	2,520	0	2,520	422
423		Yard And Terminal Clerical	1,804	11	137	4	1,956	0	1,956	423
424		Operating Switches, Signals Retarders & Humps	0	0	1,951	0	1,951	0	1,951	424
425		Locomotive Fuel	0	3,145	0	0	3,145	0	3,145	425
426		Electric Power Purchased Or Produced For Motive Power	0	0	0	0	0	0	0	426
427		Servicing Locomotives	229	101	11	1	342	0	342	427
428		Freight Lost Or Damaged-Solely Related	0	0	0	0	0	0	0	428
429		Clearing Wrecks	0	0	0	0	0	0	0	429
430		Fringe Benefits	0	0	0	9,317	9,317	0	9,317	430
431		Other Casualties & Insurance	0	0	0	609	609	0	609	431
432		Joint Facility-Debit	0	0	3,929	0	3,929	0	3,929	432
433		Joint Facility-(Credit)	0	0	(201)	0	(201)	0	(201)	433
434		Other	0	0	0	0	0	0	0	434
435		TOTAL YARD OPERATIONS	27,321	3,564	10,747	10,087	51,719	0	51,719	435
<u>TRAIN AND YARD OPERATIONS COMMON</u>										
501		Cleaning Car Interiors	0	0	71	0	71	0	71	501
502		Adjusting & Transferring Loads	0	0	0	0	0	0	0	502
503		Car Loading Devices & Grain Doors	0	0	0	0	0	0	0	503
504		Freight Lost & Damaged - All Other	0	0	0	0	0	0	0	504
505		Fringe Benefits	0	0	0	0	0	0	0	505
506		TOTAL TRAIN AND YARD OPERATIONS COMMON	0	0	71	0	71	0	71	506
<u>SPECIALIZED SERVICE OPERATIONS</u>										
507	*	Administration	796	13	1,955	1	2,765	0	2,765	507
508	*	Pickup & Delivery & Marine Line Haul	0	1	345	118	464	0	464	508
509	*	Loading & Unloading & Local Marine	0	93	18,604	48	18,745	0	18,745	509
510	*	Protection Services	0	0	0	0	0	0	0	510
511	*	Freight Lost Or Damaged-Solely Related	0	0	0	0	0	0	0	511
512	*	Fringe Benefits	0	0	0	271	271	0	271	512
513	*	Casualties & Insurance	0	0	0	210	210	0	210	513
514	*	Joint Facility-Debit	0	0	0	0	0	0	0	514
515	*	Joint Facility-(Credit)	0	0	0	0	0	0	0	515
516	*	Other	0	0	0	0	0	0	0	516
517	*	TOTAL SPECIALIZED SERVICES OPERATIONS	796	107	20,904	648	22,455	0	22,455	517

R a i l r o a d A c c o u n t

SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

FREIGHT

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)	Total (H)	Line No.
<u>ADMINISTRATIVE SUPPORT OPERATIONS</u>										
518		Administration	2,218	14	981	30	3,243	0	3,243	518
519		Employees Performing Clerical Functions	2,089	23	1,721	8	3,841	0	3,841	519
520		Communication Systems Operation	0	0	0	0	0	0	0	520
521		Loss & Damage Claims Processing	79	0	524	6	609	0	609	521
522		Fringe Benefits	0	0	0	1,492	1,492	0	1,492	522
523		Casualties & Insurance	0	0	0	108	108	0	108	523
524		Joint Facility - Debit	0	0	0	0	0	0	0	524
525		Joint Facility - (Credit)	0	0	0	0	0	0	0	525
526		Other	0	0	0	0	0	0	0	526
527		TOTAL ADMINISTRATIVE SUPPORT OPERATIONS	4,386	37	3,226	1,644	9,293	0	9,293	527
528		TOTAL TRANSPORTATION	172,804	159,899	65,481	72,518	470,702	0	470,702	528
<u>GENERAL AND ADMINISTRATIVE</u>										
601		Officers-General Administration	2,893	46	12,406	738	16,083	0	16,083	601
602		Accounting, Auditing & Finance	1,736	14	4,849	50	6,649	0	6,649	602
603		Management Services And Data Processing	9,222	131	27,775	77	37,205	0	37,205	603
604		Marketing	3,415	36	(1,908)	816	2,359	0	2,359	604
605		Sales	4,085	29	825	565	5,504	0	5,504	605
606		Industrial Development	580	(18)	0	26	588	0	588	606
607		Personnel & Labor Relations	3,681	50	2,959	419	7,109	0	7,109	607
608		Legal And Secretarial	2,492	341	13,060	78	15,971	0	15,971	608
609		Public Relations And Advertising	694	16	952	4,159	5,821	0	5,821	609
610		Research And Development	0	0	0	0	0	0	0	610
611		Fringe Benefits	0	0	0	11,233	11,233	0	11,233	611
612		Casualties & Insurance	0	0	0	2,111	2,111	0	2,111	612
613		Writedown Of Uncollectible Accounts	0	0	0	3,014	3,014	0	3,014	613
614		Property Taxes	0	0	0	35,972	35,972	0	35,972	614
615		Other Taxes Except On Corporate Income Or Payrolls	0	0	0	1,175	1,175	0	1,175	615
616		Joint Facility-Debit	0	0	0	0	0	0	0	616
617		Joint Facility-(Credit)	0	0	(562)	0	(562)	0	(562)	617
618		Other	4,080	109	3,039	1,779	9,007	0	9,007	618
619		TOTAL GENERAL AND ADMINISTRATIVE	32,878	754	63,395	62,212	159,239	0	159,239	619
620	*	TOTAL CARRIER OPERATING EXPENSES	275,307	211,033	237,422	318,981	1,042,743	0	1,042,743	620

See additional notes to financial statements on pages 7-15

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 net 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	N/A	38	N/A	1
2		3	Grading	5,810	47	7	2
3		4	Other right-of-way expenditures	81	1	2	3
4		5	Tunnels and subways	31	0	(1)	4
5		6	Bridges, trestles and culverts	8,670	53	33	5
6		7	Elevated structures	0	0	0	6
7		8	Ties	35,955	81	2,134	7
8		9	Rail and other track material	35,886	134	(94)	8
9		11	Ballast	7,405	29	20	9
10		13	Fences, snowsheds and signs	40	0	(11)	10
11		16	Station and office buildings	2,179	3,511	(65)	11
12		17	Roadway buildings	67	0	2	12
13		18	Water stations	0	0	(1)	13
14		19	Fuel stations	468	3	(8)	14
15		20	Shops and enginehouses	481	2	32	15
16		22	Storage warehouses	0	0	0	16
17		23	Wharves and docks	0	0	0	17
18		24	Coal and ore wharves	0	0	0	18
19		25	TOFC/COFC terminals	1,099	4	45	19
20		26	Communications systems	4,140	14	178	20
21		27	Signals and interlockers	9,310	27	135	21
22		29	Power plants	0	0	0	22
23		31	Power transmission systems	147	1	3	23
24		35	Miscellaneous structures	178	1	1	24
25		37	Roadway machines	2,043	13	(974)	25
26		39	Public improvements: construction	2,667	12	24	26
27		45	Power plant machines	(1)	0	(12)	27
28		--	Other lease/rentals	0	7	0	28
29		--	TOTAL	116,656	3,978	1,450	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 that carrier on 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 schedule 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 Parte 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.

NOTES: 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			GROSS AMOUNTS PAYABLE Per diem basis			Line No.
			Private line cars (b)	Mileage (c)	Time (d)	Private line cars (e)	Mileage (f)	Time (g)	
CAR TYPES									
1		Box-Plain 40 Foot	0	0	0	0	0	0	1
2		Box-Plain 50 Foot and Longer	0	0	17	207	63	232	2
3		Box-Equipped	0	17	54	2,242	1,436	2,747	3
4		Gondola-Plain	0	0	0	833	424	1,353	4
5		Gondola-Equipped	0	362	1,811	0	471	1,664	5
6		Hopper-Covered	0	14,349	33,260	0	3,078	9,754	6
7		Hopper-Open Top-General Service	0	50	1,612	0	19	25	7
8		Hopper-Open Top-Special Service	0	0	0	0	4	9	8
9		Refrigerator-Mechanical	0	0	0	0	7	133	9
10		Refrigerator-Non-Mechanical	0	0	0	0	0	0	10
11		Flat TOFC/COFC	0	0	22	6,780	402	1,548	11
12		Flat Multi-Level	0	544	1,139	3,835	256	76	12
13		Flat-General Service	0	0	0	0	28	65	13
14		Flat-Other	0	2,130	5,653	2,466	525	1,670	14
15		Tank-Under 22,000 Gallons	0	0	0	0	0	0	15
16		Tank-22,000 Gallons and Over	0	0	0	0	0	0	16
17		All Other Freight Cars	0	0	0	0	1	2	17
18		Auto Racks	0	0	2,302	3,646	0	0	18
19		TOTAL FREIGHT TRAIN CARS	0	17,452	45,870	20,009	6,714	19,278	19
OTHER FREIGHT-CARRYING EQUIPMENT									
20		Refrigerated Trailers	0	0	0	0	0	0	20
21		Other Trailers	0	0	0	0	0	0	21
22		Refrigerated Containers	0	0	0	0	0	0	22
23		Other Containers	0	0	0	0	0	0	23
24	*	TOTAL TRAILERS AND CONTAINERS	0	0	0	0	0	0	24
25		GRAND TOTAL (LINES 19 AND 24)	0	17,452	45,870	20,009	6,714	19,278	25

NOTES AND REMARKS

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GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 415

1. Report freight expenses only.
2. Report by type of equipment all natural expenses relating to the 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 plus 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 plus 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 on columns (c) and (d) will balance to Schedule 410, column (f), as follows:

(a) Locomotives, line 5 and 38, compared to Schedule 410, line 213.

(b) Freight Cars, line 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, line 5 and 38, compared with Schedule 410, lines 207, 208, 211 and 212.

(b) Freight cars, line 24 and 39, compared with Schedule 410, lines 226 plus 227 (note that Schedule 410, lines 230 and 231, are reported in Schedule 414 and are not to be 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 the 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	Repairs (net expense) (b)	Depreciation		Amortization	Line No.
				Owned (c)	Capitalized lease (d)	Adjustment net during year (e)	
		LOCOMOTIVES					
1		Diesel Locomotive-Yard	2,933	1,931	0	36	1
2		Diesel Locomotive-Road	30,974	14,446	0	(2,018)	2
3		Other Locomotive-Yard	0	0	0	0	3
4		Other Locomotive-Road	0	0	0	0	4
5	*	TOTAL LOCOMOTIVES	33,907	16,377	0	(1,982)	5
		FREIGHT TRAIN CARS					
6		Box-Plain 40 Foot	0	0	0	0	6
7		Box-Plain 50 Foot and Longer	0	52	0	47	7
8		Box-Equipped	36	(23)	0	(26)	8
9		Gondola-Plain	0	0	0	0	9
10		Gondola-Equipped	1,087	53	0	(291)	10
11		Hopper-Covered	24,382	2,887	0	(2,892)	11
12		Hopper-Open Top-General Service	69	17	0	37	12
13		Hopper-Open Top-Special Service	0	0	0	0	13
14		Refrigerator-Mechanical	0	0	0	0	14
15		Refrigerator-Nonmechanical	0	2	0	2	15
16		Flat TOFC/COFC	0	0	0	0	16
17		Flat Multi-level	759	400	0	(56)	17
18		Flat-General Service	0	0	0	0	18
19		Flat-Other	3,066	340	0	(31)	19
20		All Other Freight Cars	0	0	0	0	20
21		Cabooses	0	(19)	0	17	21
22		Auto Racks	0	2,034	0	(338)	22
23		Miscellaneous Accessories	0	0	0	0	23
24	*	TOTAL FREIGHT TRAIN CARS	29,399	5,743	0	(3,531)	24
		OTHER EQUIPMENT-REVENUE					
		FREIGHT HIGHWAY EQUIPMENT					
25		Refrigerated Trailers	0	0	0	0	25
26		Other Trailers	0	0	0	0	26
27		Refrigerated Containers	0	0	0	0	27
28		Other Containers	437	0	0	0	28
29		Bogies	0	0	0	0	29
30		Chassis	404	613	0	29	30
31		Other Highway Equipment (Freight)	0	0	0	0	31
32	*	TOTAL HIGHWAY EQUIPMENT	841	613	0	29	32
		FLOATING EQUIPMENT-REVENUE					
		SERVICE					
33		Marine Line-Haul	0	0	0	0	33
34		Local Marine	0	0	0	0	34
35	*	TOTAL FLOATING EQUIPMENT	0	0	0	0	35
		OTHER EQUIPMENT					
36	*	Passenger and Other Revenue Equipment (Freight Portion)	0	0	0	1	36
37	*	Computer systems and word processing equipment	559	5,313	0	222	37
38	*	Machinery-Locomotives1	191	90	0	21	38
39	*	Machinery-Freight Cars2	647	296	0	39	39
40	*	Machinery-Other Equipment3	53	83	0	15	40
41	*	Work and Other Non-revenue Equipment	1,375	1,725	0	(984)	41
42		TOTAL OTHER EQUIPMENT	2,825	7,507	0	(686)	42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	66,972	30,240	0	(6,170)	43

- The data to be reported on line 38 in column (b) is the amount reported in Schedule 410, column (f), line 203, reduced by the allocable portion of line 216.
- The data to be reported on line 39 in column (b) is the amount reported in Schedule 410, column (f), line 222, reduced by the allocable portion of line 235.
- The data to be reported on line 40 in column (b) is the amount reported in Schedule 410, column (f), lines 302 through 306, reduced by the allocable portion of line 320.

415. SUPPORTING SCHEDULE - EQUIPMENT - Continued
(Dollars in thousands)

Line No.	Cross Check	Lease and rentals (net) (f)	Investment base as of 12/31		Accumulated depreciation as of 12/31		Line No.
			Owned (g)	Capitalized lease (h)	Owned (i)	Capitalized lease (j)	
1		0	67,448	0	9,061	0	1
2		(6,034)	603,207	0	168,084	0	2
3		0	0	0	0	0	3
4		0	0	0	0	0	4
5		(6,034)	670,655	0	177,145	0	5
6		0	0	0	0	0	6
7		0	35	0	62	0	7
8		0	0	0	249	0	8
9		0	0	0	0	0	9
10		1,102	13,695	0	6,754	0	10
11		16,139	279,648	0	141,122	0	11
12		2,356	4,555	0	610	0	12
13		(88)	0	0	0	0	13
14		0	0	0	0	0	14
15		(9)	0	0	0	0	15
16		0	0	0	0	0	16
17		4,038	15,184	0	2,123	0	17
18		0	0	0	0	0	18
19		3,887	19,926	0	4,543	0	19
20		0	0	0	0	0	20
21		0	209	0	243	0	21
22		0	80,579	0	19,311	0	22
23		0	0	0	0	0	23
24		27,425	413,831	0	175,017	0	24
25		0	0	0	0	0	25
26		0	0	0	0	0	26
27		0	0	0	0	0	27
28		(3,310)	0	0	0	0	28
29		0	0	0	0	0	29
30		796	7,145	0	1,602	0	30
31		0	0	0	0	0	31
32		(2,514)	7,145	0	1,602	0	32
33		0	0	0	0	0	33
34		0	0	0	0	0	34
35		0	0	0	0	0	35
36		0	0	0	0	0	36
37		0	36,906	0	13,490	0	37
38		0	1,872	0	521	0	38
39		0	7,169	0	1,538	0	39
40		0	1,909	0	(75)	0	40
41		673	42,526	0	23,910	0	41
42		673	90,382	0	39,384	0	42
43		19,550	1,182,013	0	393,148	0	43

1 The data to be reported on lines 38, 39 and 40 in columns (g) and (h) is the investment recorded in Property Account 44, allocated to Locomotives, Freight Cars, and Other Equipment.
 2 The depreciation to be reported on lines 38, 39 and 40 in column (i) 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 (j). This calculation should equal the amount shown in column (i), Schedule 335.

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 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 related 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 and distribution (g)	Protective services refrigerator car (h)	Other special services (i)	Total columns (b - i) (j)	Line No.
1	*	Administration	2,765	0	0	0	0	0	0	0	2,765	1
2	*	Pick up and delivery, marine line haul	464	0	0	0	0	0	N/A	0	464	2
3	*	Loading and unloading and local marine	17,618	0	0	0	0	1,127	N/A	0	18,745	3
4	*	Protective services, total debits and credits	0	0	0	0	0	0	0	0	0	4
5	*	Freight lost or damaged -solely related	0	0	0	0	0	0	0	0	0	5
6	*	Fringe benefits	271	0	0	0	0	0	0	0	271	6
7	*	Casualty and insurance	210	0	0	0	0	0	0	0	210	7
8	*	Joint facility - Debit	0	0	0	0	0	0	0	0	0	8
9	*	Joint facility - Credit	0	0	0	0	0	0	0	0	0	9
10	*	Other	0	0	0	0	0	0	0	0	0	10
11	*	TOTAL	21,328	0	0	0	0	1,127	0	0	22,455	11

450. ANALYSIS OF TAXES
(Dollars in thousands)

A. Railway Taxes

Line No.	Cross Chec	Kind of Tax (a)	Amount (b)	Line No.
1		Other than U.S. Government Taxes	55,768	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax & Surtax	29,782	2
3		Excess Profits	0	3
4	*	Total Income Taxes (ln. 2 + 3)	29,782	4
5		Railroad Retirement	48,275	5
6		Hospital Insurance	3,892	6
7		Supplemental Annuities	0	7
8		Unemployment Insurance	3,273	8
9		All Other United States Taxes	186	9
10		Total - U.S. Government Taxes	85,408	10
11		Total Railway Taxes	141,176	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 the year total of Accounts 714, 744, 762 and 786 applicable to each particular item in column (a).

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

4. Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or 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	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.	960,406	74,804	0	1,035,210	1
2		0	0	0	0	2
3	Capital leases	0	0	0	0	3
4	Amortization of rights of way, Sec. 185 I.R.C.	0	0	0	0	4
5	Intangibles	2,192	(283)	0	1,909	5
6	Undistributed earnings from affiliates	22,715	1,324	0	24,039	6
7	Gross deferred tax liabilities	985,313	75,845	0	1,061,158	7
8	Accelerated amortization of facilities, Sec. 168 I.R.C	(6,418)	189	0	(6,229)	8
9	Pension & Post retirement benefits	(14,786)	460	0	(14,326)	9
10	Reserves for employee severance/related costs	(109)	79	0	(30)	10
11	Expense reserves & environmental remediation	(17,281)	(10,865)	0	(28,146)	11
12	Capital Leases	0	0	0	0	12
13	Other items	(46,941)	(6,247)	0	(53,188)	13
14	Net operating loss carryforwards (Federal and State)	(3,539)	(668)	0	(4,207)	14
15	Other credit carryforwards	0	0	0	0	15
16	Minimum tax credit carryforwards	(98)	98	0	0	16
17	Gross deferred tax assets	(89,172)	(16,954)	0	(106,126)	17
18	Deferred tax assets valuation allowance	0	0	0	0	18
19	NET DEFERRED TAX LIABILITIES	896,141	58,891	0	955,032	19

450. ANALYSIS OF TAXES - Continued
(Dollars in thousands)

***Footnotes:**

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

SOO files income tax returns in the U.S. federal jurisdiction and various U.S. state jurisdictions. SOO is no longer subject to federal income tax examinations by the Internal Revenue Service for years prior to 2012. Unrecognized tax benefits are not expected to significantly increase or decrease within the next 12 months. SOO is no longer subject to state income tax examinations by tax authorities for years before 2014.

As of December 31, 2018, SOO had no remaining federal and state minimum tax credit carryforwards. During 2018, \$0.1 million of state minimum tax credit carryforwards were used in 2018.

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 other association of any agreement or obligation, show the particulars of each 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. 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					1
2					2
3		NONE			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
31					31
32					32
33					33
34					34
35					35
36					36
37					37
38					38

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 2 years after 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					3
4		NONE			4
5					5
6					6
7					7
8					8
9					9

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

(Dollars in thousands)

Using the following notes as a guideline, show the requirements compensating balances and short-term borrowing agreements. Footnote disclosure is required even though 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.

NONE

SCHEDULE 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 #	Account No.	Title	Source	Balance at Close of year
1	751	Loans and Notes Payable	Sch. 200, L. 29	0
2	764	Equipment Obligations and Other Long Term Debt due Within One Year	Sch. 200, L. 38	94
3	765 / 767	Funded Debt Unmatured	Sch. 200, L. 40	563
4	766	Equipment Obligations	Sch. 200, L. 41	41,598
5	766.5	Capitalized Lease Obligations	Sch. 200, L. 42	0
6	768	Debt in Default	Sch. 200, L. 43	0
7	769	Accounts Payable: Affiliated Companies	Sch. 200, L. 44	1,050,102
8	770.1 / 770.2	Unamortized Debt Premium	Sch. 200, L. 45	0
9		Total Debt	Sum L. 1-8	1,092,357
10		Debt Directly Related to Road Property	Note 1.	657
11		Debt Directly Related to Equipment	Note 1.	41,598
12		Total Debt Directly Related to Road and Equipment	Sum L. 10 and 11	42,255
13		Percent Directly Related to Road	L.10/L.12 (2 decimals)	1.55%
14		Percent Directly Related to Equipment	L.11/L.12 (2 decimals)	98.45%
15		Debt Not Directly Related to Road or Equipment	L.9 minus L.12	1,050,102
16		Road Property Debt (Note 2)	(L.13 x L.15) plus L.10	16,934
17		Equipment Debt (Note 2)	(L.14 x L.15) plus L.11	1,075,423

II. Interest Accrued During Year:

Line #	Account No.	Title	Source	Balance at Close of year
18	546-548	Total Interest and Amortization (Fixed Charges)	Sch. 210, L. 42	123,005
19	546	Contingent Interest On Funded Debt	Sch. 210, L. 44	0
20	517	Release of Premiums on Funded Debt	Sch. 210, L. 22	0
21		Total Interest (Note 3)	Sum of Lines 18+19 less 20	123,005
22		Interest Directly Related to Road Property Debt	Note 4.	0
23		Interest Directly Related to Equipment Debt	Note 4.	3,259
24		Interest Not Directly Related to Road and Equipment Debt	L.21-(L.22+L.23)	119,746
25		Interest Road Property Debt (Note 5)	L.22+(L.24xL.13)	1,856
26		Interest Equipment Debt (Note 5)	L.23+(L.24xL.14)	121,149
27		Embedded Rate of Debt Capital-Road Property	L.25/ L.16	10.96%
28		Embedded Rate of Debt Capital-Equipment	L.26/ L.17	11.27%

Note 1: Directly related means the purpose which the funds were used 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.

Note 4: This interest relates to debt reported in Lines 10 and 11, respectively.

Note 5: Line 25 plus Line 26 must equal Line 21.

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 type 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 the 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 Annual Report Form R-1, and should be noted (1) to indicate the method used for depreciating equipment or other property furnished 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 nature of relationship or control between the respondent and the company or person identified in column (a) as follows:

- (a) If respondent directly controls 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 total for the affiliate. When services are both provided and received between the respondent and an affiliate they should be listed separately and the amounts shown separately in column (c).

5. In column (d), report the dollar amounts of the 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) paid and (R) received by the amount in column (e).

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

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.
					Receivable	Payable	Receivable	Payable	
1									1
2									2
3	Canadian Pacific Railway - Parent		Controlled	Asset Purchase/Sale	3,115	13,260	718	1,150	3
4				Data Processing Services	34,781	66,987	27,003	0	4
5				Equipment Repairs	7,198	8,966	475	898	5
6				Fuel Equalization	0	42,456	0	3,881	6
7				Joint Operating Activities	364	0	0	0	7
8				Lease Rentals	55	0	497	1,970	8
9				Locomotive HPH Equalization	31,591	13,299	3,083	1,069	9
10				Management Services	8,040	44,875	0	10,183	10
11				Materials Purchased	6,573	5,483	312	356	11
12				Track Repairs & Projects	566	1,267	22	59	12
13				Foreign Exchange Gain/Loss	147	170	26	60	13
14									14
15									15
16	Canadian Pacific Railway - Affiliates		Common	Interest Expense		126,808		11,579	16
17				Loan Fees		0		0	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									33

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 classification:

- (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 respondent.
- (4) Line operated under contract or agreement for contingent rent, owner being (A) an affiliated corporation, or (B) independent or not affiliated with 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 distance 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 the respondent as 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 agent for another carrier should not be included in this schedule.

700. MILEAGE OPERATED AT CLOSE OF YEAR										
Line No.	Class	Proportion owned or leased by respondent (b)	Running tracks, passing tracks, cross-overs, etc.				Miles of way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of running tracks (f)				
1										1
2	I	100.00%	3,086	169	4	324	188	526	4,297	2
3										3
4	J-1	50.00%	48	5	0	5	20	62	140	4
5										5
6	5		1,684	184	16	60	59	79	2,082	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
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
51										51
52										52
53										53
54										54
55										55
56										56
57	TOTAL		4,818	358	20	389	267	667	6,519	57
58	Miles of electrified road or track included in preceding grand total	N/A								58

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 owned but not operated. The respondent's proportion of operated road held by it as 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 to 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	MILES OF ROAD OPERATED BY RESPONDENT								Line No.		
			(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		(i)	
1		Illinois		155	0	0	0	0	242	397	0	0	1
2		Indiana		0	0	0	0	0	154	154	0	0	2
3		Iowa		650	0	0	0	0	11	661	0	0	3
4		Michigan		0	0	0	0	0	80	80	0	0	4
5		Minnesota		1,144	0	0	0	0	545	1,689	64	0	5
6		Missouri		139	0	0	0	0	5	144	0	0	6
7		Montana		0	0	0	0	0	0	0	57	0	7
8		New York		214	0	0	0	0	200	414	0	0	8
9		North Dakota		501	0	0	0	0	29	530	602	0	10
10		Ohio		0	0	0	0	0	30	30	0	0	11
11		South Dakota		6	0	0	0	0	106	112	0	0	12
12		Wisconsin		301	0	0	0	0	306	607	0	0	13
13													14
14													15
15													16
16													18
17													19
18													20
19													21
20													22
21													23
22													24
23													25
24													26
25													27
26													28
27													29
28													30
29													31
30		Total Mileage (single track)		3,110	0	0	0	0	1,708	4,818	723	0	32

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., steam, gas turbine. 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-powered, 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 (i), as follows: For locomotive units, report the manufacturers' rated horsepower (the maximum continuous power output from the diesel engine 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 (i)	= Line 11, column (l)
Line 6, column (i)	= Line 12, column (l)
Line 7, column (i)	= Line 13, column (l)
Line 8, column (i)	= Line 14, column (l)
Line 9, column (i)	= Line 15, column (l)
Line 10, column (i)	= Line 16, column (l)

- When data appear in column (i) lines 1 thru 8, column (k) should have data on same lines.
- When data appear in columns (k) or (l) lines 36 thru 53, and 55, column (m) should have data on same lines.

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 retired from service of respondent whether owned or leased, including reclassified or leased (g)	Units at Close of Year			Line No.			
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired & rebuilt into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)		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. /) (k)	Leased to others (l)	
17		PASSENGER-TRAIN CARS Non-Self-Propelled Coaches [PA, PB, PBO]									0			17	
18		Combined cars [All class C, except CSB]									0			18	
19		Parlor cars [PBC, PC, PL, PO]									0			19	
20		Sleeping cars [PS, PT, PAS, PDS]									0			20	
21		Dining, grill & tavern cars [All class D, PD]									0	N/A		21	
22		Non-passenger-carrying cars [All class B, CSB, M, PSA, IA]									0	N/A		22	
23		TOTAL (lines 17 to 22) Self-Propelled	0	0	0	0	0	0	0	0	0	0	0	23	
24		Electric passenger cars [EP, ET]									0			24	
25		Electric combined cars [EC]									0			25	
26		Internal combustion rail motocars [ED, EG]									0			26	
27		Other self-propelled cars (Specify types)									0			27	
28		TOTAL (lines 24 to 27)	0	0	0	0	0	0	0	0	0	0	0	28	
29		TOTAL (lines 23 and 28)	0	0	0	0	0	0	0	0	0	0	0	29	
30		COMPANY SERVICE CARS Business cars [PV]	3	0	0	0	0	0	0	0	3	N/A	0	30	
31		Board outfit cars [MWX]	0	0	0	0	0	0	0	0	0	N/A	0	31	
32		Derrick & snow removal cars [MWU, MWV, MWV, MWK]	15	0	0	0	0	0	0	0	15	N/A	0	32	
33		Dump and ballast cars [MWB, MWD]	402	0	0	0	0	16	4	0	390	N/A	0	33	
34		Other maintenance and service equipment cars	131	0	0	0	0	3	0	0	128	N/A	0	34	
35		TOTAL (lines 30 to 34)	551	0	0	0	4	19	4	536	0	536	N/A	0	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 TO OTHERS

Line No.	Cross Check	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Time-mileage cars	All others	Units installed				
					New units purchased or built	New or rebuilt units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units, incl. 'reclassification and second hand units purchased or leased from others	
(a)	(b)	(c)	(d)	(e)	(f)	(g)			
36		FREIGHT TRAIN CARS Plain box cars - 40' (B1_, B2_)	0	0	0	0	0	0	36
37		Plain box cars - 50' and longer (B3_0-7, B4_0-7, B5_, B6_ B7_, B8_)	7	0	0	0	0	0	37
38		Equipped box cars (All code A) Except A_5_)	4	0	0	0	0	0	38
39		Plain gondola cars (All codes G & J, J-1, J-2, J-3 & J-4)	0	0	0	0	0	0	39
40		Equipped gondola cars (All code E)	556	0	0	0	0	99	40
41		Covered hopper cars (All code C 1, C 2, C 3, C 4)	10,332	377	0	0	0	420	41
42		Open top hopper cars-general service (All code H)	237	0	0	0	0	0	42
43		Open top hopper cars-special service (J-0), and All code K)	0	0	0	0	0	0	43
44		Refrigerator cars-mechanical (R_5_, R_6_, R_7_, R_8_ R_9_)	0	0	0	0	0	0	44
45		Refrigerator cars-non- mechanical (R_0_, R_1_, R_2_)	0	0	0	0	0	0	45
46		Flat cars - TOFC/COFC (All code P, Q & S, except Q8_)	0	0	0	0	0	0	46
47		Flat cars - multi-level (All code V)	699	0	0	0	0	0	47
48		Flat cars-general service (F10_, F20_, F30_)	0	0	0	0	0	0	48
49		Flat cars-other (F_1_, F_2_, F_3_, F_4_, F_5_, F_6_, F_8_, F40_)	1,365	0	0	0	0	0	49
50		Tank cars-under 22,000 ga. (T-0, T-1, T-2, T-3, T-4, T-5)	0	0	0	0	0	0	50
51		Tank cars-22,000 ga. & over (T-6, T-7, T-8, T-9)	0	0	0	0	0	0	51
52		All other freight cars (A_5_, F_7_, All codes L & Q8_)	0	0	0	0	0	0	52
53		TOTAL (lines 36 to 52)	13,200	377	0	0	0	519	53
54		Caboose (All code M-930)	N/A	7	0	0	0	0	54
55		TOTAL (lines 53 & 54)	13,200	384	0	0	0	519	55

710. INVENTORY OF EQUIPMENT - Continued

4. Column (m) should show the 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 carry customarily.

5. Time mileage cars refer 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 TO 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 (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in columns (k) & (l) (see ins. 4) (m)	Leased to others (n)	
					Time-mileage cars (k)	All other (l)			
36		0	0	0	0	0	0	0	36
37		5	2	0	2	0	160	0	37
38		4	0	0	0	0	0	0	38
39		0	0	0	0	0	0	0	39
40		5	365	285	650	0	68,925	0	40
41		683	5,742	4,704	10,070	376	1,161,030	0	41
42		23	214	0	214	0	21,700	0	42
43		0	0	0	0	0	0	0	43
44		0	0	0	0	0	0	0	44
45		0	0	0	0	0	0	0	45
46		0	0	0	0	0	0	0	46
47		24	304	371	675	0	26,255	0	47
48		0	0	0	0	0	0	0	48
49		8	669	688	1,357	0	149,516	0	49
50		0	0	0	0	0	0	0	50
51		0	0	0	0	0	0	0	51
52		0	0	0	0	0	0	0	52
53		752	7,296	6,048	12,968	376	1,427,586	0	53
54		0	7	0	N/A	7	N/A	0	54
55		752	7,303	6,048	12,968	383	1,427,586	0	55

710. INVENTORY OF EQUIPMENT - Continued

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED TO OTHERS									
Line No.	Cross Check	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Per diem	All others	Units installed				
					New units purchased or built	New or rebuilt units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units, incl. reclassification and second hand units purchased or leased from others	
(a)	(b)	(c)	(d)	(e)	(f)	(g)			
56		FLOATING EQUIPMENT Self-propelled vessels (Tugboats, car ferries, etc.)	N/A						56
57		Non-self-propelled vessels (Car floats, lighters, etc.)	N/A						57
58		TOTAL (lines 56 & 57)	N/A	0	0	0	0	0	58
59		HIGHWAY REVENUE EQUIPMENT Bogie-chassis (Z1_,Z67_, Z68_,Z69_)	149	0	0	0	0	0	59
60		Dry van (U2_,Z2_,Z6_,I-6)	1,972	0	0	0	0	395	60
61		Flat bed (U3_,Z3_)							61
62		Open top (U4_,Z4_)							62
63		Mechanical refrigerator (U5_,Z5_)							63
64		Bulk (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_)	0	0				0	67
68		Tractor							68
69		Truck							69
70		TOTAL (lines 59 to 67)	2,121	0	0	0	0	395	70

NOTES AND REMARKS

710. INVENTORY OF EQUIPMENT - Concluded

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 (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in columns (k) & (l) (see ins. 4) (m)	Leased to others (n)		
					Per diem (k)	All other (l)				
56						N/A			56	
57						N/A			57	
58		0	0	0		N/A	0	0	0	58
59		4	145	0		145	0	4,872	0	59
60		413	1,954	0		1,954	0	56,666	0	60
61										61
62										62
63										63
64										64
65										65
66										66
67		0	0	0		0	0	0	0	67
68										68
69										69
70		417	2,099	0		2,099	0	61,538	0	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), 2500 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 part with incentive per diem funds should be reported on separate lines and appropriately identified by footnote or sub-heading.

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)	Line No.
NEW UNITS						
1						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
25	TOTAL NEW UNITS	0	0	\$0	N/A	25
REBUILT UNITS						
26						26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38	TOTAL REBUILT UNITS	0	0	\$0	N/A	38
39	GRAND TOTAL UNITS	0	0	\$0	N/A	39

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720

1. For purposes of these schedules, the track categories are defined as follows:
Track category I
 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 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. 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).
 2. 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.
 3. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.
 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 (e)	Line No.
1	A	1,570	47.55	47.86	1.30	1
2	B	1,317	12.85	37.42	12.17	2
3	C	332	3.23	26.41	0.00	3
4	D	353	0.54	22.59	0.00	4
5	E	768	XXXXXXXXXX	XXXXXXXXXX	0.00	5
6	TOTAL (1)	4,340	18.83	39.28	13.47	6
7	F	560	XXXXXXXXXX	XXXXXXXXXX	0.00	7
8	Potential abandonments	19	N/A	N/A	0.00	8

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

(1) Total excludes 97 miles of Class 1 and J-1 track that is maintained by others.

750. CONSUMPTION OF DIESEL FUEL
(Dollars in thousands)

LOCOMOTIVES			
Line No.	Kind of locomotive service (a)	Diesel	
		Diesel oil (gallons) (b)	
1	Freight	67,988,940	1
2	Passenger	0	2
3	Yard switching	1,502,992	3
4	TOTAL	69,491,932	4
5	COST OF FUEL \$(000) *	156,624	5
6	Work Train	234,068	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 records. 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 and 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, and 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 the movement of a train a distance of one mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions 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 passenger traffic, 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 locomotives unit-miles in road service shall be based on the actual distance run between terminals and/or stations. Follow instructions (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 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 billings as empty freight car-miles. Do not report miles made by motorcars or business cars.
- (I) Exclude from Item 4-01, 4-11, 4-13, and 4-15 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, the loaded and empty miles should not be considered no-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 source's, compute weight in tons (2,000 lbs). 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). Non-revenue gross ton-miles in transportation trains include work equipment and cars carrying company freight (and their contents). Use 150 lbs. as the average weight per passenger, and four tons as the average weight of contents of each head-end car.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755 - Concluded

- (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 non-revenue freight moved one mile in 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.
- (M) Road service represents elapsed 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 conductors' or dispatchers' 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, 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 which 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 point, (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 vehicle (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 the shipper or motor carrier, etc., and not the railroad, perform that service. Note: The count should reflect the trailer/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 yard (excluding cars which are to be repaired in train yard without loss of time), car moving empty in trains en route to shop, and cars stored awaiting disposition.
- Surplus cars are cars which are in serviceable condition available 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)	4,818	XXXXXX	1
		2. Train Miles - Running (B)	XXXXXX	XXXXXX	
2		2-01 Unit Trains	2,723,922	XXXXXX	2
3		2-02 Way Trains	1,329,976	XXXXXX	3
4		2-03 Through Trains	4,777,537	XXXXXX	4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	8,831,436	XXXXXX	5
6		2-05 Motorcars (C)	0	XXXXXX	6
7		2-06 TOTAL ALL TRAINS (lines 5, 6)	8,831,436	XXXXXX	7
		3. Locomotive Unit Miles (D)	XXXXXX	XXXXXX	
		Road Service (E)	XXXXXX	XXXXXX	
8		3-01 Unit Trains	6,388,845	XXXXXX	8
9		3-02 Way Trains	2,734,596	XXXXXX	9
10		3-03 Through Trains	10,891,928	XXXXXX	10
11		3-04 TOTAL (lines 8-10)	20,015,369	XXXXXX	11
12		3-11 Train Switching (F)	1,924,178	XXXXXX	12
13		3-21 Yard Switching (G)	765,109	XXXXXX	13
14		3-31 TOTAL ALL SERVICES (lines 11, 12, 13)	22,704,656	XXXXXX	14
		4. Freight Car-Miles (thousands) (H)	XXXXXX	XXXXXX	
		4-01 RR Owned and Leased Cars - Loaded	XXXXXX	XXXXXX	
15		4-010 Box-Plain 40-Foot	0	XXXXXX	15
16		4-011 Box-Plain 50-Foot and Longer	1,385	XXXXXX	16
17		4-012 Box-Equipped	8,718	XXXXXX	17
18		4-013 Gondola-Plain	5,839	XXXXXX	18
19		4-014 Gondola-Equipped	4,487	XXXXXX	19
20		4-015 Hopper-Covered	55,790	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	520	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	65	XXXXXX	22
23		4-018 Refrigerator-Mechanical	15	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	23	XXXXXX	24
25		4-020 Flat-TOFC/COFC	8,208	XXXXXX	25
26		4-021 Flat-Multi-Level	3,236	XXXXXX	26
27		4-022 Flat-General Service	129	XXXXXX	27
28		4-023 Flat-All Other	9,343	XXXXXX	28
29		4-024 All Other Car Types-Total	57	XXXXXX	29
30		4-025 TOTAL (lines 15-29)	97,817	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	XXXXXX	XXXXXX	
31		4-110 Box-Plain 40-Foot	0	XXXXXX	31
32		4-111 Box-Plain 50-Foot and Longer	510	XXXXXX	32
33		4-112 Box-Equipped	8,923	XXXXXX	33
34		4-113 Gondola-Plain	4,791	XXXXXX	34
35		4-114 Gondola Equipped	4,322	XXXXXX	35
36		4-115 Hopper-Covered	41,635	XXXXXX	36
37		4-116 Hopper-Open Top-General Service	540	XXXXXX	37
38		4-117 Hopper-Open Top-Special Service	92	XXXXXX	38
39		4-118 Refrigerator-Mechanical	18	XXXXXX	39
40		4-119 Refrigerator-Non-Mechanical	26	XXXXXX	40
41		4-120 Flat-TOFC/COFC	288	XXXXXX	41
42		4-121 Flat-Multi-level	2,326	XXXXXX	42
43		4-122 Flat-General Service	159	XXXXXX	43
44		4-123 Flat-All Other	9,677	XXXXXX	44
45		4-124 All Other Car Types	86	XXXXXX	45
46		4-125 TOTAL (lines 31-45)	73,394	XXXXXX	46
		4-13 Private Line Cars - Loaded (H)	XXXXXX	XXXXXX	
47		4-130 Box-Plain 40-Foot	0	XXXXXX	47
48		4-131 Box-Plain 50-Foot and Longer	593	XXXXXX	48
49		4-132 Box-Equipped	2,536	XXXXXX	49
50		4-133 Gondola-Plain	13,867	XXXXXX	50
51		4-134 Gondola-Equipped	2,278	XXXXXX	51
52		4-135 Hopper-Covered	116,307	XXXXXX	52
53		4-136 Hopper-Open Top-General Service	555	XXXXXX	53
54		4-137 Hopper-Open Top-Special Service	720	XXXXXX	54
55		4-138 Refrigerator-Mechanical	2,450	XXXXXX	55
56		4-139 Refrigerator-Non-Mechanical	2	XXXXXX	56
57		4-140 Flat-TOFC/COFC	43,499	XXXXXX	57
58		4-141 Flat-Multi-level	21,463	XXXXXX	58
59		4-142 Flat-General Service	12	XXXXXX	59
60		4-143 Flat-All Other	4,407	XXXXXX	60
61		4-144 Tank Under 22,000 Gallons	9,508	XXXXXX	61
62		4-145 Tank-22,000 Gallons and Over	131,262	XXXXXX	62
63		4-146 All Other Car Types	112	XXXXXX	63
64		4-147 TOTAL (lines 47-63)	349,569	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)	XXXXXX	XXXXXX	
65		4-150 Box-Plain 40-Foot	0	XXXXXX	65
66		4-151 Box-Plain 50-Foot and Longer	256	XXXXXX	66
67		4-152 Box-Equipped	2,560	XXXXXX	67
68		4-153 Gondola-Plain	13,303	XXXXXX	68
69		4-154 Gondola-Equipped	2,359	XXXXXX	69
70		4-155 Hopper-Covered	115,016	XXXXXX	70
71		4-156 Hopper-Open Top-General Service	611	XXXXXX	71
72		4-157 Hopper-Open Top-Special Service	723	XXXXXX	72
73		4-158 Refrigerator-Mechanical	2,361	XXXXXX	73
74		4-159 Refrigerator-Non-Mechanical	2	XXXXXX	74
75		4-160 Flat-TOFC/COFC	1,286	XXXXXX	75
76		4-161 Flat-Multi-level	14,943	XXXXXX	76
77		4-162 Flat-General Service	0	XXXXXX	77
78		4-163 Flat-All Other	4,602	XXXXXX	78
79		4-164 Tank Under 22,000 Gallons	10,002	XXXXXX	79
80		4-165 Tank-22,000 Gallons and Over	129,138	XXXXXX	80
81		4-166 All Other Car Types	48	XXXXXX	81
82		4-167 TOTAL (lines 65-81)	297,211	XXXXXX	82
83		4-17 Work Equipment and Company Freight Car-Miles	1,787	XXXXXX	83
84		4-18 No Payment Car-Miles (I) 1	0	XXXXXX	84
		4-19 Total Car-Miles by Train Type (Note)	XXXXXX	XXXXXX	
85		4-191 Unit-Trains	297,077	XXXXXX	85
86		4-192 Way-Trains	66,002	XXXXXX	86
87		4-193 Through Trains	456,699	XXXXXX	87
88		4-194 TOTAL (lines 85-87)	819,778	XXXXXX	88
89		4-20 Caboose Miles	3	XXXXXX	89

1 Total number of loaded miles 0 and empty miles 0 by roadrailer reported above.

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)	XXXXXX	XXXXXX	
98		6-01 Road Locomotives	3,738,497	XXXXXX	98
		6-02 Freight Trains, Crs., Cnts., and Caboose	XXXXXX	XXXXXX	
99		6-020 Unit Trains	26,552,598	XXXXXX	99
100		6-021 Way Trains	5,623,494	XXXXXX	100
101		6-022 Through Trains	40,014,114	XXXXXX	101
102		6-03 Passenger-Trains, Crs., Cnts., and Caboose	0	XXXXXX	102
103		6-04 Non-Revenue	458,107	XXXXXX	103
104		6-05 TOTAL (lines 98-103)	76,386,810	XXXXXX	104
		7. Tons of Freight (thousands)	XXXXXX	XXXXXX	
105		7-01 Revenue	77,673	XXXXXX	105
106		7-02 Non-Revenue	458	XXXXXX	106
107		7-03 TOTAL (lines 105,106)	78,131	XXXXXX	107
		8. Ton-Miles of Freight (thousands) (L)	XXXXXX	XXXXXX	
108		8-01 Revenue-Road Service	39,395,642	XXXXXX	108
109		8-02 Revenue-Lake Transfer Service	0	XXXXXX	109
110		8-03 TOTAL (lines 108,109)	39,395,642	XXXXXX	110
111		8-04 Non-Revenue-Road Service	272,295	XXXXXX	111
112		8-05 Non-Revenue-Lake Transfer Service	0	XXXXXX	112
113		8-06 TOTAL (lines 111,112)	272,295	XXXXXX	113
114		8-07 TOTAL-Revenue & Non-Revenue (lines 110,113)	39,667,937	XXXXXX	114
		9. Train Hours (M)	XXXXXX	XXXXXX	
115		9-01 Road Service	490,505	XXXXXX	115
116		9-02 Train Switching	141,635	XXXXXX	116
117		10. TOTAL YARD-SWITCHING HOURS (N)	127,518	XXXXXX	117
		11. Train-Miles Work Trains (O)	XXXXXX	XXXXXX	
118		11-01 Locomotives	58,291	XXXXXX	118
119		11-02 Motorcars	0	XXXXXX	119
		12. Number of Loaded Freight Cars (P)	XXXXXX	XXXXXX	
120		12-01 Unit Trains	447,707	XXXXXX	120
121		12-02 Way Trains	772,300	XXXXXX	121
122		12-03 Through Trains	884,799	XXXXXX	122
123		13. TOFC/COFC-No. of Rev. Trlrs & Cntnrs Lded & Unlded (Q)	426,626	XXXXXX	123
124		14. Multi-level Cars-No. of Motor Vehicles Lded & Unlded (Q)	138,172	XXXXXX	124
125		15. TOFC/COFC-No. of Rev. Trailers Picked Up & Delivered (R)	0	XXXXXX	125
		16. Revenue Tons-Marine Terminal (S)	XXXXXX	XXXXXX	
126		16-01 Marine Terminals-Coal	0	XXXXXX	126
127		16-02 Marine Terminals-Ore	0	XXXXXX	127
128		16-03 Marine Terminals-Other	0	XXXXXX	128
129		16-04 TOTAL (lines 126-128)	0	XXXXXX	129
		17. Number of Foreign Per Diem Cars on Line (T)	XXXXXX	XXXXXX	
130		17-01 Serviceable	2,236	XXXXXX	130
131		17-02 Unserviceable	2,173	XXXXXX	131
132		17-03 Surplus	0	XXXXXX	132
133		17-04 TOTAL (lines 130-132)	4,409	XXXXXX	133
134		TOFC/COFC - Average No. of Units Loaded Per Car	4.87	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, 2018

**PTC 330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED
PROPERTY AND EQUIPMENT**
(Dollars in thousands)

Line No.	Cross Check	Account (a)	Balance beginning of year (b)	Expenditures during the year for original road & equipment, & road extensions (c)	Expenditures during the year for purchase of existing lines, re-organizations, etc. (d)	Line No.
1		(2) Land for transportation purposes	0	0	0	1
2		(3) Grading	0	0	0	2
3		(4) Other right-of-way expenditures	0	0	0	3
4		(5) Tunnels and subways	0	0	0	4
5		(6) Bridges, trestles, and culverts	0	0	0	5
6		(7) Elevated structures	0	0	0	6
7		(8) Ties	0	0	0	7
8		(9) Rail and other track material	0	0	0	8
9		(11) Ballast	0	0	0	9
10		(13) Fences, snow sheds, and signs	0	0	0	10
11		(16) Station and office buildings	0	0	0	11
12		(17) Roadway buildings	0	0	0	12
13		(18) Water stations	0	0	0	13
14		(19) Fuel stations	0	0	0	14
15		(20) Shops and enginehouses	0	0	0	15
16		(22) Storage warehouses	0	0	0	16
17		(23) Wharves and docks	0	0	0	17
18		(24) Coal and ore wharves	0	0	0	18
19		(25) TOFC/COFC terminals	0	0	0	19
20		(26) Communication systems	55,495	0	0	20
21		(27) Signals and interlockers	32,486	0	0	21
22		(29) Power plants	0	0	0	22
23		(31) Power-transmission systems	0	0	0	23
24		(35) Miscellaneous structures	0	0	0	24
25		(37) Roadway machines	0	0	0	25
26		(39) Public improvements - Construction	0	0	0	26
27		(44) Shop machinery	0	0	0	27
28		(45) Power-plant machinery	0	0	0	28
29		Other (specify and explain)	0	0	0	29
30		TOTAL EXPENDITURES FOR ROAD	87,981	0	0	30
31		(52) Locomotives	45,346	0	0	31
32		(53) Freight-train cars	0	0	0	32
33		(54) Passenger-train cars	0	0	0	33
34		(55) Highway revenue equipment	0	0	0	34
35		(56) Floating equipment	0	0	0	35
36		(57) Work equipment	0	0	0	36
37		(58) Miscellaneous equipment	0	0	0	37
38		(59) Computer systems and word processing equipment	4,404	0	0	38
39		TOTAL EXPENDITURES FOR EQUIPMENT	49,750	0	0	39
40		(76) Interest during construction	10,941	0	0	40
41		(80) Other elements of investment	0	0	0	41
42		(90) Construction in progress	106,285	0	0	42
43		GRAND TOTAL	254,957	0	0	43

**PTC 330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED
PROPERTY AND EQUIPMENT - Cont'd.**
(Dollars in thousands)

Line No.	Cross Check	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		0	0	0	0	1
2		0	0	0	0	2
3		0	0	0	0	3
4		0	0	0	0	4
5		0	0	0	0	5
6		0	0	0	0	6
7		0	0	0	0	7
8		0	0	0	0	8
9		0	0	0	0	9
10		0	0	0	0	10
11		0	0	0	0	11
12		0	0	0	0	12
13		0	0	0	0	13
14		0	0	0	0	14
15		0	0	0	0	15
16		0	0	0	0	16
17		0	0	0	0	17
18		0	0	0	0	18
19		0	0	0	0	19
20		24,400	0	24,400	79,895	20
21		26,354	0	26,354	58,840	21
22		0	0	0	0	22
23		0	0	0	0	23
24		0	0	0	0	24
25		0	0	0	0	25
26		0	0	0	0	26
27		0	0	0	0	27
28		0	0	0	0	28
29		0	0	0	0	29
30		50,754	0	50,754	138,735	30
31		17,177	0	17,177	62,523	31
32		0	0	0	0	32
33		0	0	0	0	33
34		0	0	0	0	34
35		0	0	0	0	35
36		0	0	0	0	36
37		0	0	0	0	37
38		1,102	0	1,102	5,506	38
39		18,279	0	18,279	68,029	39
40		(2,205)	0	(2,205)	8,736	40
41		0	0	0	0	41
42		(30,544)	0	(30,544)	75,741	42
43		36,284	0	36,284	291,241	43

**PTC 332. DEPRECIATION BASE AND RATES - ROAD AND EQUIPMENT
OWNED AND USED 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 the 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 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. Show in columns (e), (f) and (g) data applicable to Lessor property, when the rent therefor is included in Account 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 the 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			LEASED FROM OTHERS			Line No.
		Depreciation base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)	
		1/1 At beginning of year (b)	12/1 At close of year (c)		At beginning of year (e)	At close of year (f)		
	ROAD							
1	(3) Grading	0	0	0.00				1
2	(4) Other right-of-way expenditures	0	0	0.00				2
3	(5) Tunnels and subways	0	0	0.00				3
4	(6) Bridges, trestles, and culverts	0	0	0.00				4
5	(7) Elevated structures	0	0	0.00				5
6	(8) Ties	0	0	0.00				6
7	(9) Rail and other track material	0	0	0.00				7
8	(11) Ballast	0	0	0.00				8
9	(13) Fences, snowsheds, and signs	0	0	0.00				9
10	(16) Station and office buildings	0	0	0.00				10
11	(17) Roadway buildings	0	0	0.00				11
12	(18) Water stations	0	0	0.00				12
13	(19) Fuel stations	0	0	0.00				13
14	(20) Shops and enginehouses	0	0	0.00				14
15	(22) Storage warehouses	0	0	0.00				15
16	(23) Wharves and docks	0	0	0.00				16
17	(24) Coal and ore wharves	0	0	0.00				17
18	(25) TOFC/COFC terminals	0	0	0.00				18
19	(26) Communication systems	55,495	66,724	4.00				19
20	(27) Signals and interlockers	32,486	46,135	3.70				20
21	(29) Power plants	0	0	0.00				21
22	(31) Power-transmission systems	0	0	0.00				22
23	(35) Miscellaneous structures	0	0	0.00				23
24	(37) Roadway machines	0	0	0.00				24
25	(39) Public improvements - Construction	0	0	0.00				25
26	(44) Shop machinery	0	0	0.00				26
27	(45) Power-plant machinery	0	0	0.00				27
28	All other road accounts	0	0	0.00				28
29	Amortization (other than defense projects)	0	0	0.00				29
30	TOTAL ROAD	87,981	112,859	3.88	0	0		30
	EQUIPMENT							
31	(52) Locomotives	45,346	50,667	4.56				31
32	(53) Freight-train cars	0	0	0.00				32
33	(54) Passenger-train cars	0	0	0.00				33
34	(55) Highway revenue equipment	0	0	0.00				34
35	(56) Floating equipment	0	0	0.00				35
36	(57) Work equipment	0	0	0.00				36
37	(58) Miscellaneous equipment	0	0	0.00				37
38	(59) Computer systems and word processing equipment	4,404	5,506	15.97				38
39	TOTAL EQUIPMENT	49,750	56,173	5.68	0	0		39
40	GRAND TOTAL	137,731	169,032	N/A	0	0	N/A	40

PTC 335. ACCUMULATED DEPRECIATION- ROAD AND EQUIPMENT OWNED AND USED
(Dollars in Thousand)

1. Disclose the required information in regard to credits and debits to Account No. 735, "Accumulated Depreciation: Road and Equipment Property", during the year relating to owned and used road 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 of depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental- Debit-Equipment" account and "other Rents-Debit-Equipment" accounts. (See Schedule 351 for the 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 the credits to the reserve as shown in column (c) and the charges to operating expenses, a full explanation should be given.

5. Enter amounts representing amortization under an authorized program other than for defense projects on lines 29 and 39.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE 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	0	0	0	0	0	0	1
2		Other right-of-way expenditures	0	0	0	0	0	0	2
3		(5) Tunnels and subways	0	0	0	0	0	0	3
4		(6) Bridges, trestles, and culverts	0	0	0	0	0	0	4
5		(7) Elevated structures	0	0	0	0	0	0	5
6		(8) Ties	0	0	0	0	0	0	6
7		(9) Rail and other track material	0	0	0	0	0	0	7
8		(11) Ballast	0	0	0	0	0	0	8
9		(13) Fences, snowsheds, and signs	0	0	0	0	0	0	9
10		(16) Station and office buildings	0	0	0	0	0	0	10
11		(17) Roadway buildings	0	0	0	0	0	0	11
12		(18) Water stations	0	0	0	0	0	0	12
13		(19) Fuel stations	0	0	0	0	0	0	13
14		(20) Shops and enginehouses	0	0	0	0	0	0	14
15		(22) Storage warehouses	0	0	0	0	0	0	15
16		(23) Wharves and docks	0	0	0	0	0	0	16
17		(24) Coal and ore wharves	0	0	0	0	0	0	17
18		(25) TOFC/COFC terminals	0	0	0	0	0	0	18
19		(26) Communication systems	3,851	2,336	0	0	0	6,187	19
20		(27) Signals and interlockers	2,916	1,347	0	0	0	4,263	20
21		(29) Power plants	0	0	0	0	0	0	21
22		(31) Power-transmission systems	0	0	0	0	0	0	22
23		(35) Miscellaneous structures	0	0	0	0	0	0	23
24		(37) Roadway machines	0	0	0	0	0	0	24
25		(39) Public improvements-Const.	0	0	0	0	0	0	25
26	*	(44) Shop machinery	0	0	0	0	0	0	26
27		(45) Power-plant machinery	0	0	0	0	0	0	27
28		All other road accounts	0	0	0	0	0	0	28
29		Amortization (Adjustments)	0	0	0	0	0	0	29
30		TOTAL ROAD	6,767	3,683	0	0	0	10,450	30
EQUIPMENT									
31	*	(52) Locomotives	2,248	1,460	0	0	0	3,708	31
32	*	(53) Freight-train cars	0	0	0	0	0	0	32
33	*	(54) Passenger-train cars	0	0	0	0	0	0	33
34	*	(55) Highway revenue equipment	0	0	0	0	0	0	34
35	*	(56) Floating equipment	0	0	0	0	0	0	35
36	*	(57) Work equipment	0	0	0	0	0	0	36
37	*	(58) Miscellaneous equipment	0	0	0	0	0	0	37
38	*	(59) Computer systems and word processing equipment	1,086	749	0	0	0	1,835	38
39	*	Amortization (Adjustments)	0	0	0	0	0	0	39
40		TOTAL EQUIPMENT	3,334	2,209	0	0	0	5,543	40
41		GRAND TOTAL	10,101	5,892	0	0	0	15,993	41

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

PTC 352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE

(By Property Accounts)

(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 herein, 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 the schedule.

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

4. Report on line 30 amounts not includible in the accounts shown, or on line 29. The items included 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 the 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	0	0	0	0	1
2		(3) Grading	0	0	0	0	2
3		(4) Other right-of-way expenditures	0	0	0	0	3
4		(5) Tunnels and subways	0	0	0	0	4
5		(6) Bridges, trestles, and culverts	0	0	0	0	5
6		(7) Elevated structures	0	0	0	0	6
7		(8) Ties	0	0	0	0	7
8		(9) Rail and other track material	0	0	0	0	8
9		(11) Ballast	0	0	0	0	9
10		(13) Fences, snow sheds, and signs	0	0	0	0	10
11		(16) Station and office buildings	0	0	0	0	11
12		(17) Roadway buildings	0	0	0	0	12
13		(18) Water stations	0	0	0	0	13
14		(19) Fuel stations	0	0	0	0	14
15		(20) Shops and enginehouses	0	0	0	0	15
16		(22) Storage warehouses	0	0	0	0	16
17		(23) Wharves and docks	0	0	0	0	17
18		(24) Coal and ore wharves	0	0	0	0	18
19		(25) TOFC/COFC terminals	0	0	0	0	19
20		(26) Communication systems	79,895	0	0	0	20
21		(27) Signals and interlockers	58,840	0	0	0	21
22		(29) Power plants	0	0	0	0	22
23		(31) Power-transmission systems	0	0	0	0	23
24		(35) Miscellaneous structures	0	0	0	0	24
25		(37) Roadway machines	0	0	0	0	25
26		(39) Public improvements - Construction	0	0	0	0	26
27		(44) Shop machinery	0	0	0	0	27
28		(45) Power-plant machinery	0	0	0	0	28
29		Leased property capitalized rentals (explain)	0	0	0	0	29
30		Other (specify and explain)	0	0	0	0	30
31		TOTAL ROAD	138,735	0	0	0	31
32		(52) Locomotives	62,523	0	0	0	32
33		(53) Freight-train cars	0	0	0	0	33
34		(54) Passenger-train cars	0	0	0	0	34
35		(55) Highway revenue equipment	0	0	0	0	35
36		(56) Floating equipment	0	0	0	0	36
37		(57) Work equipment	0	0	0	0	37
38		(58) Miscellaneous equipment	0	0	0	0	38
39		(59) Computer systems and word processing equipment	5,506	0	0	0	39
40		TOTAL EQUIPMENT	68,029	0	0	0	40
41		(76) Interest during construction	8,736	0	0	0	41
42		(80) Other elements of investment	0	0	0	0	42
43		(90) Construction in progress	75,741	0	0	0	43
44		GRAND TOTAL	291,241	0	0	0	44

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.
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 operating expenses in accordance with the Board's rules governing the separation of such expenses between freight and passenger services.										
1		WAYS & STRUCTURES								1
2		ADMINISTRATION								2
3		Track								3
4		Bridge & building								4
5		Signal								5
6		Communication								6
7		Other								7
8		REPAIRS AND MAINTENANCE								8
9		Roadway - running								9
10		Roadway - switching								10
11		Tunnels & subways - running								11
12		Tunnels & subways - switching								12
13		Bridges & culverts - running								13
14		Bridges & culverts - switching								14
15		Ties - running								15
16		Ties - switching								16
17		Rail & other track material - running								17
18		Rail & other track material - switching								18
19		Ballast - running								19
20		Ballast - switching								20
21		Road property damaged - running								21
22		Road property damaged - switching								22
23		Road property damaged - other								23
24		Signals & interlockers - running								24
25		Signals & interlockers - switching								25
26		Communications systems								26
27		Power systems								27
28		Highway grade crossings - running								28
29		Highway grade crossings - switching								29
30		Station & office buildings								30
		Shop buildings - locomotives								
		Shop buildings - freight cars								
		Shop buildings - other equipment								

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.
101		REPAIRS AND MAINTENANCE - (Continued)								101
102		REF Locomotive servicing facilities								102
103		Miscellaneous buildings & structures								103
104		Coal terminals						N/A		104
105		Ore terminals						N/A		105
106		Other marine terminals						N/A		106
107		TOFC/COFC terminals						N/A		107
108		Motor vehicle loading & distribution facilities						N/A		108
109		Facilities for other specialized service operations						N/A		109
110		Roadway machines								110
111		Small tools & supplies								111
112		Snow removal								112
113		Fringe benefits - running	N/A	N/A	N/A					113
114		Fringe benefits - Switching	N/A	N/A	N/A					114
115		Fringe benefits - other	N/A	N/A	N/A					115
116		Casualties & insurance - running	N/A	N/A	N/A					116
117		Casualties & insurance - switching	N/A	N/A	N/A					117
118	*	Casualties & insurance - other	N/A	N/A	N/A					118
119	*	Lease rentals - debit - running	N/A	N/A	N/A	N/A				119
120	*	Lease rentals - debit - switching	N/A	N/A	N/A	N/A				120
121	*	Lease rentals - debit - other	N/A	N/A	N/A	N/A				121
122	*	Lease rentals - (credit) - running	N/A	N/A	N/A	N/A				122
123	*	Lease rentals - (credit) - switching	N/A	N/A	N/A	N/A				123
124	*	Lease rentals - (credit) - other	N/A	N/A	N/A	N/A				124
125		Joint facility rent - debit - running	N/A	N/A	N/A	N/A				125
126		Joint facility rent - debit - switching	N/A	N/A	N/A	N/A				126
127		Joint facility rent - debit - other	N/A	N/A	N/A	N/A				127
128		Joint facility rent - (credit) - running	N/A	N/A	N/A	N/A				128
129		Joint facility rent - (credit) - switching	N/A	N/A	N/A	N/A				129
130	*	Joint facility rent - (credit) - other	N/A	N/A	N/A	N/A				130
131	*	Other rents - debit - running	N/A	N/A	N/A	N/A				131
132	*	Other rents - debit - switching	N/A	N/A	N/A	N/A				132
133	*	Other rents - debit - other	N/A	N/A	N/A	N/A				133
		Other rents - (credit) - running	N/A	N/A	N/A	N/A				133

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.
134	*	REPAIRS AND MAINTENANCE - (Continued)								134
		Other rents - (credit) - switching	N/A	N/A		N/A				
135	*	Other rents - (credit) - other	N/A	N/A		N/A				135
		Depreciation - running	N/A	N/A	N/A					
136	*	Depreciation - switching	N/A	N/A	N/A					136
		Depreciation - other	N/A	N/A	N/A					
137	*	Joint facility - debit - running	N/A	N/A	N/A	3,683	3,683		3,683	137
		Joint facility - debit - switching	N/A	N/A						
138	*	Joint facility - debit - other	N/A	N/A						138
		Joint facility - debit - other	N/A	N/A						
139		Joint facility - (credit) - running	N/A	N/A						139
		Joint facility - (credit) - switching	N/A	N/A						
140		Joint facility - (credit) - other	N/A	N/A						140
		Joint facility - (credit) - other	N/A	N/A						
141		Joint facility - (credit) - switching	N/A	N/A						141
		Joint facility - (credit) - other	N/A	N/A						
142		Joint facility - (credit) - switching	N/A	N/A						142
		Joint facility - (credit) - other	N/A	N/A						
143		Dismantling retired road property - running	N/A	N/A						143
		Dismantling retired road property - switching	N/A	N/A						
144		Dismantling retired road property - other	N/A	N/A						144
		Dismantling retired road property - other	N/A	N/A						
145		Other - running								145
		Other - switching								
146		Other - other								146
		Other - other								
147		TOTAL WAY AND STRUCTURES				3,683	3,683		3,683	147
		EQUIPMENT								
148		LOCOMOTIVES								148
		Administration								
149		Repair & maintenance								149
		Machinery repair								
150		Equipment damaged								150
		Fringe benefits	N/A	N/A	N/A					
151		Other casualties & insurance	N/A	N/A	N/A					151
		Lease rentals - debit	N/A	N/A						
201	*	Lease rentals - (credit)	N/A	N/A						201
		Joint facility rent - debit	N/A	N/A						
202	*	Joint facility rent - (credit)	N/A	N/A						202
		Other rents - debit	N/A	N/A						
203	*	Other rents - (credit)	N/A	N/A						203
		Depreciation	N/A	N/A						
204	*	Joint facility - debit	N/A	N/A						204
		Joint facility - (credit)	N/A	N/A						
205	*	Other rents - debit	N/A	N/A						205
		Other rents - (credit)	N/A	N/A						
206	*	Depreciation	N/A	N/A						206
		Joint facility - debit	N/A	N/A						
207	*	Joint facility - (credit)	N/A	N/A						207
		Repairs billed to others - (credit)	N/A	N/A						
208	*	Repairs billed to others - (credit)	N/A	N/A						208
		Repairs billed to others - (credit)	N/A	N/A						
209	*	Repairs billed to others - (credit)	N/A	N/A						209
		Repairs billed to others - (credit)	N/A	N/A						
210	*	Repairs billed to others - (credit)	N/A	N/A						210
		Repairs billed to others - (credit)	N/A	N/A						
211	*	Repairs billed to others - (credit)	N/A	N/A						211
		Repairs billed to others - (credit)	N/A	N/A						
212	*	Repairs billed to others - (credit)	N/A	N/A						212
		Repairs billed to others - (credit)	N/A	N/A						
213	*	Repairs billed to others - (credit)	N/A	N/A						213
		Repairs billed to others - (credit)	N/A	N/A						
214	*	Repairs billed to others - (credit)	N/A	N/A						214
		Repairs billed to others - (credit)	N/A	N/A						
215	*	Repairs billed to others - (credit)	N/A	N/A						215
		Repairs billed to others - (credit)	N/A	N/A						
216	*	Repairs billed to others - (credit)	N/A	N/A						216
		Repairs billed to others - (credit)	N/A	N/A						

R a i l r o a d A n n u a l R e p o r t R - 1 S U P P L E M E N T

PTC 410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

R o a d I n i t i a l s s o c o Y e a r N o 1 8

8 9

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.
217		LOCOMOTIVES - (Continued)								217
218		Dismantling retired property								218
219		Other				1,460	1,460		1,460	219
		TOTAL LOCOMOTIVES								
		FREIGHT CARS								
220		Administration								220
221	*	Repair & maintenance						N/A		221
222	*	Machinery repair						N/A		222
223		Equipment damaged						N/A		223
224		Fringe benefits						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	N/A		N/A		226
227	*	Lease rentals - (credit)	N/A	N/A	N/A	N/A		N/A		227
228		Joint facility rent - debit	N/A	N/A	N/A	N/A		N/A		228
229		Joint facility rent - (credit)	N/A	N/A	N/A	N/A		N/A		229
230	*	Other rents - debit	N/A	N/A	N/A	N/A		N/A		230
231	*	Other rents - (credit)	N/A	N/A	N/A	N/A		N/A		231
232	*	Depreciation	N/A	N/A	N/A	N/A	0	N/A	0	232
233		Joint facility - debit	N/A	N/A	N/A	N/A		N/A		233
234		Joint facility - (credit)	N/A	N/A	N/A	N/A		N/A		234
235	*	Repairs billed to others - (credit)	N/A	N/A	N/A	N/A		N/A		235
236		Dismantling retired property								236
237		Other								237
238		TOTAL FREIGHT CARS								238
		OTHER EQUIPMENT								
301		Administration								301
		Repair & maintenance:								
302	*	Trucks, trailers, & containers - revenue service								302
303	*	Floating equipment - revenue service						N/A		303
304	*	Passenger & other revenue equipment						N/A		304
305	*	Computers and data processing equipment								305
306	*	Machinery								306
307	*	Work & other non-revenue equipment								307
308		Equipment damaged								308
309		Fringe benefits	N/A	N/A	N/A					309
310		Other casualties & insurance	N/A	N/A	N/A					310
311	*	Lease rentals - debit	N/A	N/A	N/A	N/A				311
312	*	Lease rentals - (credit)	N/A	N/A	N/A	N/A				312

PTC 410. RAILWAY OPERATING EXPENSES - (Continued)

(Dollars in Thousands)

9 0

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.
313		OTHER EQUIPMENT (Continued)								313
314		Joint facility rent - debit	N/A	N/A		N/A				314
315		Joint facility rent - (credit)	N/A	N/A		N/A				315
316		Other rents - debit	N/A	N/A		N/A				316
317		Other rents - (credit)	N/A	N/A		N/A				317
318		Depreciation	N/A	N/A	N/A	749	749		749	318
319		Joint facility - debit	N/A	N/A		N/A				319
320		Joint facility - (credit)	N/A	N/A		N/A				320
321		Repairs billed to others - (credit)	N/A	N/A		N/A				321
322		Dismantling retired property								322
323		Other								323
324		TOTAL OTHER EQUIPMENT				749	749		749	324
		TOTAL EQUIPMENT				2,209	2,209		2,209	
		TRANSPORTATION								
		TRAIN OPERATIONS								
401		Administration								401
402		Engine crews								402
403		Train crews								403
404		Dispatching trains								404
405		Operating signals & interlockers								405
406		Operating drawbridges								406
407		Highway crossing protection								407
408		Train inspection & lubrication								408
409		Locomotive fuel								409
410		Electric power electric power produced or purchased for motive power								410
411		Servicing locomotives								411
412		Freight lost or damaged - solely related	N/A	N/A	N/A					412
413		Cleaning wrecks								413
414		Fringe benefits	N/A	N/A	N/A					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								419
		YARD OPERATIONS								
420		Administration								420
421		Switch crews								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.
422		YARD OPERATIONS (Continued)								422
423		Controlling operations								423
424		Yard and terminal clerical								424
425		Operating switches, signals, retarders, & humps								425
426		Locomotive fuel								426
427		Electric power electric power produced or purchased for motive power								427
428		Servicing locomotives								428
429		Freight lost or damaged - solely related	N/A	N/A	N/A					429
430		Clearing wrecks								430
431		Fringe benefits	N/A	N/A	N/A					431
432		Other casualties & insurance	N/A	N/A	N/A					432
433		Joint facility - debit	N/A	N/A	N/A	N/A				433
434		Joint facility - (credit)	N/A	N/A	N/A	N/A				434
435		Other								435
501		TOTAL YARD OPERATIONS								501
502		TRAIN & YARD OPERATIONS COMMON:								502
503		Cleaning car interiors				N/A		N/A		503
504		Adjusting & transferring loads				N/A		N/A		504
505		Car loading devices & grain docks				N/A		N/A		505
506		Freight lost or damaged - all other	N/A	N/A	N/A					506
507	*	Fringe benefits	N/A	N/A	N/A					507
508	*	TOTAL TRAIN & YARD OPERATIONS COMMON:								508
509	*	SPECIALIZED SERVICE OPERATIONS								509
510	*	Administration						N/A		510
511	*	Pickup & delivery and marine line haul						N/A		511
512	*	Loading & unloading and local marine						N/A		512
513	*	Protective services						N/A		513
514	*	Freight lost or damaged - solely related	N/A	N/A	N/A					514
515	*	Fringe benefits	N/A	N/A	N/A					515
516	*	Casualties & insurance	N/A	N/A	N/A					516
517	*	Joint facility - debit	N/A	N/A	N/A	N/A				517
518	*	Joint facility - (credit)	N/A	N/A	N/A	N/A				518
519	*	Other								519
520	*	TOTAL SPECIALIZED SERVICE OPERATIONS								520

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:								518
519		Administration								519
520		Employees performing clerical & accounting functions								520
521		Communication systems operations								521
522		Loss & damage claims processing								522
523		Fringe benefits	N/A	N/A	N/A					523
524		Casualties & insurance	N/A	N/A	N/A	N/A				524
525		Joint facility - debit	N/A	N/A		N/A				525
526		Joint facility - (credit)								526
527		Other								527
528		TOTAL ADMINISTRATIVE SUPPORT OPERATIONS								528
601		TOTAL TRANSPORTATION								601
602		GENERAL AND ADMINISTRATIVE								602
603		Officers - general administration								603
604		Accounting, auditing, & finance								604
605		Management services & data processing								605
606		Marketing								606
607		Sales						N/A		607
608		Industrial development								608
609		Personnel & labor relations								609
610		Legal & secretarial								610
611		Public relations & advertising								611
612		Research & development	N/A	N/A	N/A					612
613		Fringe benefits	N/A	N/A	N/A					613
614		Casualties & insurance	N/A	N/A	N/A					614
615		Writedown of uncollectible accounts	N/A	N/A	N/A					615
616		Property taxes	N/A	N/A	N/A					616
617		Other taxes except on corporate income or payroll	N/A	N/A	N/A	N/A				617
618		Joint facility - debit	N/A	N/A		N/A				618
619		Joint facility - (credit)								619
620	*	Other								620
		TOTAL GENERAL AND ADMINISTRATIVE	NONE	NONE	NONE	5,892	5,892	NONE	5,892	
		TOTAL CARRIER OPERATING EXPENSE								

See additional notes to financial statements on pages 7-15

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 way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
			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)				
1										1
2	I	100.00%	1345	4				1349		2
3										3
4	J-1	50.00%	10					10		4
5										5
6	5							0		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
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
51										51
52										52
53										53
54										54
55										55
56										56
57	TOTAL		1355	4	0	0	0	0	1359	57
58	Miles of electrified road or track included in the preceding grand total									

NOTES AND REMARKS

**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 1 (b)	Changes During the Year				Units retired from service of respondent whether owned or leased, including reclassification (g)	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.
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
1		Locomotive Units									(HP)		1	
2		Diesel-freight units											2	
3		Diesel-passenger units	243	0	0	0	0	190	53	243	1,005,800	0	3	
4		Diesel-multiple purpose units	29	0	0	0	0	29	0	29	58,000	0	4	
5	*	Diesel-switching units	272	0	0	0	0	219	53	272	1,063,800	0	5	
6	*	TOTAL (lines 1 to 4)											6	
7	*	Electric locomotives											7	
8	*	Other self-powered units											8	
9	*	TOTAL (lines 5, 6, and 7)	272	0	0	0	0	219	53	272	1,063,800	0	9	
10	*	Auxiliary units									N/A		10	
	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	272	0	0	0	0	219	53	272	1,063,800	0		

1) Beginning balance does not tie to ending balance of prior year due to 68 existing locomotives which were placed into PTC service during the current year.

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 1/1/1995 (b)	During Calendar Year					2015 (g)	2016 (h)	2017 (i)	2018 (j)	2019 (k)	TOTAL (l)	Line No.
				Between 1/1/1995 and 12/31/1999 (c)	Between 1/1/2000 and 12/31/2004 (d)	Between 1/1/2005 and 12/31/2009 (e)	Between 1/1/2010 and 12/31/2014 (f)								
11	*	Diesel	23	105	0	85	29	30	0	0	0	0	272	11	
12	*	Electric												12	
13	*	Other self-powered units												13	
14	*	TOTAL (lines 11 to 13)	23	105	0	85	29	30	0	0	0	0	272	14	
15	*	Auxiliary units												15	
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	23	105	0	85	29	30	0	0	0	0	272	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 at Close of Year				Line No.	
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and 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)	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)
17		Passenger-Train Cars Non-Self-Propelled 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) Dining, grill, & tavern cars (All class D, PD)											20
22		Nonpassenger carrying cars (All class B, CSB, M, PSA, IA)									N/A		22
23		TOTAL (Lines 17 to 22) Self-Propelled									N/A		23
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) Company Service Cars											29
30		Business cars (PV)											30
31		Board outfit cars (MMX)											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		Changes during the year				Line No.
			Time-mileage cars (b)	All Others (c)	New units purchased or built (d)	Units installed			
						New or rebuilt units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units, including reclassification and second hand units purchased or leased from others (g)	
36		FREIGHT TRAIN CARS 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)	NONE	NONE	NONE	NONE	NONE	NONE	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 retired from service of respondent whether owned or leased including reclassification (h)	Units at close of year						Line No.	
			Owned and used (i)	Leased from others (j)	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col (k) & (l) (see ins. 4) (m)	Leased to Others (n)		
					Time-mileage cars (k)	All Others (l)				
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		NONE	NONE	NONE	NONE			NONE	NONE	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		Changes during the year				Line No.
			Per diem (b)	All Others (c)	Units installed				
					New units purchased or built (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units, including reclassification and second hand units purchased or leased from others (g)	
		FLOATING EQUIPMENT							
56		Self-propelled vessels (tugboats, car ferries, etc.)	N/A						56
57		Non-self-propelled vessels (car floats, lighters, etc.)	N/A						57
58		TOTAL (Lines 56 and 57)	N/A						58
		HIGHWAY REVENUE EQUIPMENT							
59		Chassis (Z1 , Z67 , Z68 , Z 69)							59
60		Dry van (U2 , Z , Z6 , 1-6)							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)	NONE	NONE	NONE	NONE	NONE	NONE	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						Line No.
			Owned and used (i)	Leased from others (j)	Total in service of respondent (col. (j) & (j))		Aggregate capacity of units reported in col (k) & (l) (see ins. 4) (m)	Leased to Others (n)	
					Per diem (k)	All Others (l)			
56					N/A				56
57					N/A				57
58					N/A				58
59									59
60									60
61									61
62									62
63									63
64									64
65									65
66									66
67									67
68									68
69									69
70		NONE	NONE			NONE		NONE	70

NOTES AND REMARKS

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 the time of filing of this 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), 2500 HP. Cars should be identified as to special construction or service characteristics, such as aluminum-covered hopper car (LO) or steel boxcars-special service (XAP). For TOFC/COFC, show the 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 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. Disclose rebuilt units acquired or rewritten into the respondent's accounts in the lower section. 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 be appropriately identified by footnote or sub-heading.

NEW UNITS

Line No.	Class of equipment	Number of Units	Total Weight (Tons)	Total Cost	Method of Acquisition (see instructions)	Line No.
1						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
25						25

REBUILT UNITS

26						26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38						38
39		NONE	NONE	NONE	NONE	39

1. For purposes of these schedules, the track categories are defined as follows:
 - A. Freight density of 20 million or more gross ton-miles per track-mile per year (including 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 (including 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 (including passing tracks, turnouts, and crossovers).
 - D. Freight density of less than 1 million gross ton-miles per track-mile per year (including passing tracks, turnouts, and crossovers).
 - E. Way and yard switching tracks (passing tracks, turnouts, and crossovers shall be included in categories A, B, C, D, F, or 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 it is dedicated entirely to passenger service, category F.
- Po tential abandonments - Route segments identified by railroads as potentially subject to abandonment as required by Section 10903 of the ICC Termination Act of 1995.
2. This schedule should include all class 1, 2, 3, or 4 track from Schedule 700, that is maintained by the respondent. (Class 5 track 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

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	835	39.66	44.94	1.2	1
2	B	506	11.33	37.27	2	2
3	C	18	4.16	35.34	0	3
4	D	0	0	0	0	4
5	E	0	XXXXXXXXXX	XXXXXXXXXX	0	5
6	TOTAL	1359	28.63	41.95	3.2	6
7	F	0	XXXXXXXXXX	XXXXXXXXXX	0	7
8	Potential abandonments	0	N/A	N/A	0	8

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

Footnote: PTC Grants

In addition to separating capital expenses and operating expenses incurred by the railroad for PTC, the respondent entity shall include by footnote disclosure here the value of funds received from non-government and 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 or designated for PTC and would provide for full disclosure of PTC costs on an annual basis. This disclosure shall identify the nature and location of the project by FRA identification, if applicable. If FRA identification is not applicable, the disclosure shall identify the location at the state or regional level.

Line No.	Entity Receiving Funds	Entity Dispensing Funds	Name or Program Providing Funding	Location(s) of the Project Funded	Amount of Funding Received	Line No.
1						1
2						2
3		NONE				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

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 Minnesota
County of Hennepin

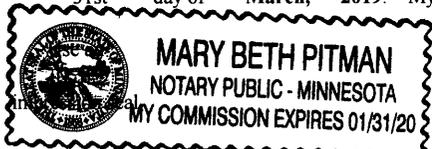
John Ladenthin makes oath and says that he is VP Finance

of Soo Line Corporation
(insert here the exact legal title or name of the respondent)

that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of the Surface Transportation Board; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including January 1, 2018 to and including December 31, 2018.

[Handwritten signature of John Ladenthin]
(signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and County above named; this 31st day of March, 2019. My commission expires January 31, 2020.



[Handwritten signature of Mary Beth Pitman]
(signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH*

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

State of
County of

makes oath and says that he is
(insert here name of the affiant) (insert here the official title of the affiant)
of
(insert here the exact legal title or name of the respondent)

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including , to and including

(signature of affiant)

Subscribed and sworn to before me, a in and for the State and County above named, this day of My commission expires

Use an L.S. impression seal (signature of officer authorized to administer oaths)

* The Vice President Finance has authorization to execute reports required by the Surface Transportation Board under the Company's delegation of authority; therefore, the Supplemental Oath is not required.

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