



# Class I Railroad Annual Report R-1

to the Surface Transportation Board for the Year Ending Dec. 31, 2015

OEEAA-R1  
Union Pacific Railroad ▪ 1400 Douglas, Omaha, NE 68179



**BUILDING AMERICA®**

## 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

**UNION PACIFIC RAILROAD COMPANY**

**To The**

**SURFACE TRANSPORTATION BOARD**

**For The**

**Year Ended December 31, 2015**

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

(Name) Todd M. Rynaski (Title) Chief Accounting Officer and Controller

(Telephone number) (402) 544-5565 (or contact Erin Sauter at (402) 544-3099)

(Office address) 1400 Douglas Street - Stop 1780, Omaha, Nebraska 68179

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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 border on the schedules represents data that are captured by the Board.

### **Supplemental Information about the Annual Report (R-1)**

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

This information collection is mandatory pursuant to 49 U.S.C. § 11145. The estimated hour burden for filing this report is estimated at no more than 800 hours. Information in the Annual Reports is used to monitor and assess railroad industry growth, financial stability, traffic, and operations and to identify industry changes that may affect national transportation policy. In addition, the Board uses data from these reports to more effectively carry out its regulatory responsibilities, such as acting on railroad requests for authority to engage in Board regulated financial transactions (for example, mergers, acquisitions of control, consolidations and abandonments); developing the Uniform Rail Costing System (URCS); conducting rail revenue adequacy proceedings; developing rail cost adjustment factors; and conducting investigations and rulemakings. The information in this report is ordinarily maintained by the agency in hard copy for 10 years, after which it is transferred to the National Archives, where it is maintained as a permanent record. In addition, some of this information is posted on the Board's website, where it may remain indefinitely. All information collected through this report is available to the public. Under the PRA, a federal agency may not conduct or sponsor, and a person is not required to respond to, nor shall a person be subject to a penalty for failure to comply with, a collection of information unless it displays a currently valid OMB control number. Comments and questions about this collection (2140-0009) should be directed to Paperwork Reduction Officer, Surface Transportation Board, 395 E Street, S.W., Washington, DC 20423-0001.

A. SCHEDULES OMITTED BY RESPONDENT

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

Page	Schedule No.	Title
		<div data-bbox="901 703 1291 793" style="border: 1px solid black; padding: 5px; display: inline-block;">NONE</div>

## 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 in full the exact name of the respondent. 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 - Union Pacific Railroad Company \*
2. Date of incorporation - February 20, 1969
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 or trusteeship and of appointment of receivers or trustees:  
Under the General Corporation Law of the State of Delaware. Articles Amended February 24, 1969, June 8, 1987, April 13, 1989, and August 10, 1993, in perpetuity. Name changed from Southern Pacific Transportation Company, February 1, 1998.
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:  
Southern Pacific Rail Corporation and Rio Grande Holding, Inc. were merged into Union Pacific Railroad Company effective December 30, 2015 and December 31, 2015, respectively.

### 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) March 31, 2016.
- No annual report to stockholders is prepared.

- \* This report for Union Pacific Railroad Company includes Union Pacific Railroad Company and all subsidiaries and affiliates (collectively, the Company, Railroad, or UPRR). See page 4 for a listing of included companies.



**C. VOTING POWERS AND ELECTIONS**

1. State the par value of each share of stock: Common - Common Stock and Class A Stock both \$10/ per share; First preferred - None; Second preferred - None; Debenture stock - None.
2. State whether or not each share of stock has the right to one vote; if not, give particulars in a footnote.  Yes  No
3. Are voting rights proportional to holdings?  Yes  No. If no, state in a footnote the relationship between holdings and corresponding
4. Are voting rights attached to any securities other than stock?  Yes  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 relationship between holdings and corresponding voting rights, indicating whether voting rights are actual or contingent and, if contingent, showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method?  Yes  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: N/A
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 - 4,853 votes, as of 12/31/2015.
8. State the total number of stockholders of record, as of the date shown in answer to Inquiry No. 7. One 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 at the close of the year.

Line No.	Name of Security Holder	Address of Security Holder	Number of Votes to Which Security Holder Was Entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED			Line No.
				Stock			
				Common	Preferred		
(a)	(b)	(c)	(d)	(e)	(f)		
1	Union Pacific Corporation	1400 Douglas Street	Common Stock - 4,465	4,465			1
2	"	Omaha, Nebraska 68179	Class A Stock - 388	388			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

## C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of the respondent - N/A
11. Give the date of such meeting - March 17, 2016
12. Give the place of such meeting - Oakland, California

NOTES AND REMARKSNotes to Page 2, Item 1 - List of consolidated companies, subsidiaries and affiliates

Alton & Southern Railway	Southern Pacific Receivables, Inc.
Arkansas & Memphis Railway Bridge and Terminal Company	Southern Pacific Warehouse Company
Central California Traction Company	SP Environmental Systems, Inc.
Chicago & Western Indiana Railroad Company	SP Environmental Waste Systems, Inc.
Chicago Heights Terminal Transfer Company	Standard Realty and Development Company
Doniphan, Kensett & Searcy Railway Company	St. Joseph & Grand Island Railway Company
Donland Development Company	Stonegate Park, Inc.
Ekanet, Inc.	Streamline, LLC
Mexican Pacific, LLC	Texas City Terminal Railway Company
Midwestern Railroad Properties, Inc.	Transborder Logistics I LLC
Missouri Improvement Company	Transborder Logistics II LLC
Montwood Corporation	Transborder Rail Corporation
MRT Exploration Company	Transportation Service Systems, Inc.
MT Venture Company	Union Pacific Container Logistics Company
Ogden Union Railway & Depot Company	Union Pacific de Mexico, S.A. de C.V.
Pacific Fruit Express Company	Union Pacific Distribution Services Company
Park Spring, Inc.	Union Pacific Fruit Express Company
Portland Terminal Railroad Company	Union Pacific Railroad Company
PS Technology, Inc.	Union Pacific Receivables, Inc.
Rio Grande Land Company	Union Pacific Venture Leasing, Inc.
ShipCarsNow, Inc.	UP International Advisors, Inc.
Soluciones Logísticas Transfronterizas Mexicanas, S. de R.L. de C.V.	UP Logistics de Mexico
Southern Illinois and Missouri Bridge Company	UP Transportation Services Canada Corporation
Southern Pacific Asset Management Company	UPCA, LLC
Southern Pacific Fleet Acquisition Company	UPDS de Mexico, S. de R.L. de C.V.
Southern Pacific International, Inc.	Wisconsin Town Lot Company
Southern Pacific Land Corporation	WHL Dallas 45 Advisors, LLC
Southern Pacific Motor Trucking Company	WHL Dallas 45, LLC

## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at begin- ning of year (c)	Line No.
CURRENT ASSETS						
1		701	Cash	214,775	306,862	1
2		702	Temporary Cash Investments	214,091	230,837	2
3		703	Special Deposits	501	699	3
4		704	Accounts Receivable - Loan and Notes	450	848	4
5		705	- Interline and Other Balances	81,785	106,133	5
6		706	- Customers	981,947	1,249,294	6
7		707	- Other	328,602	262,224	7
8		709,708	- Accrued Accounts Receivables	216,262	191,731	8
9		708.5	- Receivables from Affiliated Companies	0	0	9
10		709.5	- Less: Allowance for Uncollectible Accounts	(5,292)	(5,442)	10
11		710,711,714	Working Funds Prepayments Deferred Income Tax Debits	38,011	298,508	11
12		712	Materials and Supplies	735,815	712,630	12
13		713	Other Current Assets	350,146	243,674	13
14			TOTAL CURRENT ASSETS	3,157,093	3,597,998	14
OTHER ASSETS						
15		715, 716, 717	Special Funds	4,798	300	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedules 310 and 310A)	6,707,044	5,216,212	16
17		722, 723	Other Investments and Advances	136	191	17
18		724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities - Cr.	0	0	18
19		737, 738	Property Used in Other than Carrier Operation (Less Depreciation) 2015-\$10,655; 2014-\$13,786	368,693	370,873	19
20		739, 741	Other Assets	162,076	270,949	20
21		743	Other Deferred Debits	13,803	27,082	21
22		744	Accumulated Deferred Income Tax Debits	1,157	971	22
23			TOTAL OTHER ASSETS	7,257,707	5,886,578	23
ROAD AND EQUIPMENT						
24		731, 732	Road (Schedule 330) L-30 Cols. h & b	51,859,689	49,866,681	24
25		731, 732	Equipment (Schedule 330) L-39 Cols. h & b	13,004,555	11,908,689	25
26		731, 732	Unallocated Items	1,293,184	1,032,042	26
27		733, 735	Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	(19,500,230)	(18,765,812)	27
28			Net Road and Equipment	46,657,198	44,041,600	28
29			TOTAL ASSETS	57,071,998	53,526,176	29

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

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at begin- ning of year (c)	Line No.
<b>CURRENT LIABILITIES</b>						
30		751	Loans and Notes Payable	0	0	30
31		752	Accounts Payable; Interline and Other Balances	26,931	25,068	31
32		753	Audited Accounts and Wages	161,127	174,088	32
33		754	Other Accounts Payable	41,052	48,796	33
34		755, 756	Interest and Dividends Payable	45,892	43,245	34
35		757	Payables to Affiliated Companies	0	0	35
36		759	Accrued Accounts Payable	1,686,435	1,938,422	36
37		760, 761, 761.5, 762	Taxes Accrued	474,438	437,637	37
38		763	Other Current Liabilities	4,964	5,270	38
39		764	Equipment Obligations and Other Long-Term Debt due Within One Year	193,284	211,374	39
40			<b>TOTAL CURRENT LIABILITIES</b>	<b>2,634,123</b>	<b>2,883,900</b>	40
<b>NON-CURRENT LIABILITIES</b>						
41		765, 767	Funded Debt Unmatured	558,520	561,797	41
42		766	Equipment Obligations	918,113	564,265	42
43		766.5	Capitalized Lease Obligations	1,120,366	1,348,432	43
44		768	Debt in Default	0	0	44
45		769	Accounts Payable; Affiliated Companies	0	0	45
46		770.1, 770.2	Unamortized Debt Premium	(102,306)	(91,714)	46
47		781	Interest in Default	0	0	47
48		783	Deferred Revenues-Transfers from Government Authorities	0	0	48
49		786	Accumulated Deferred Income Tax Credits	14,434,358	13,835,891	49
50		771, 772, 774, 775, 782, 784	Other Long-Term Liabilities and Deferred Credits	1,767,381	1,989,371	50
51			<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>18,696,432</b>	<b>18,208,042</b>	51
<b>SHAREHOLDERS' EQUITY</b>						
52		791, 792	Total Capital Stock	49	49	52
53			Common Stock	49	49	53
54			Preferred Stock	0	0	54
55			Discount on Capital Stock	0	0	55
56		794, 795	Additional Capital	4,781,906	4,781,906	56
<b>Retained Earnings:</b>						
57		797	Appropriated	811	811	57
58		798	Unappropriated	32,153,304	28,861,424	58
59		798.1	Other Comprehensive Income	(1,194,627)	(1,209,956)	59
60		798.5	Less Treasury Stock	0	0	60
61			Net Shareholders' Equity	35,741,443	32,434,234	61
62			<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>57,071,998</b>	<b>53,526,176</b>	62

NOTES AND REMARKS

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

(Dollars in Thousands)

The notes listed below are provided to disclose supplementary information on matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting 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 and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts Schedule 460. \$811.
2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made. None.
3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year \_\_\_\_\_  
See Explanatory Note 11 beginning on page 9.
- (b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. \$\_\_\_\_\_. See Explanatory Note 11 beginning on page 9.
- (c) Is any part of pension plan funded? Specify. Yes  No \_\_\_  
(i) If funding is by insurance, give name of insuring company Not Applicable.  
If funding is by trust agreement, list trustee(s). The Northern Trust Company  
Date of trust agreement or latest amendment. July 11, 2005  
If respondent is affiliated in any way with the trustee(s), explain affiliation: Not Applicable.
- (d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement. See Explanatory Note 11 beginning on page 9.
- (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   
If yes, give number of the shares for each class of stock or other security: \_\_\_\_\_  
\_\_\_\_\_.
- (ii) Are voting rights attached to any securities held by the pension plan? Specify. Yes  No \_\_\_ If yes,  
who determines how stock is voted? Voting rights are delegated to investment managers  
\_\_\_\_\_.
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 \_\_\_ See Note 14 on page 15C.
5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ NONE.  
(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was NONE.
6. In reference to Docket No. 37465 specify the total amount of business entertainment expenditures charged to the non-operating expense account. NONE.

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 NOTE 13 ON PAGE 15A.

(a) Changes in Valuation Accounts

8. Marketable Equity Securities

UPRR has no marketable equity securities.

		Cost	Market	Dr.(Cr) to Income	Dr.(Cr) to Stockholders' Equity
(Current Year)	Current Portfolio				N/A
as of / /	Noncurrent Portfolio			N/A	\$
(Previous Year)	Current Portfolio			N/A	N/A
as of / /	Noncurrent Portfolio			N/A	N/A

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

	<u>Gains</u>	<u>Losses</u>
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 sold 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

For purposes of this report, unless the context otherwise requires, all references herein to the “Company”, “we”, “us”, and “our” mean Union Pacific Railroad Company. For purposes of this report, unless the context otherwise requires, all references herein to “UPC” and the “Corporation” mean Union Pacific Corporation. All references herein to the “Consolidated Financial Statements” mean the Comparative Statement of Financial Position, Results of Operations, Retained Earnings, Statement of Cash Flows, and the supplement notes and schedules included in the Class 1 Railroad Annual Report R-1.

**9. Transactions with Affiliates**

We had a \$530 million and \$467 million working capital surplus at December 31, 2015 and 2014, respectively. Our working capital relates to UPC’s management of our cash position. As part of UPC’s cash management activities, we advance excess cash (cash available after satisfying all of our obligations and paying dividends to UPC) to UPC. We declare and pay dividends to UPC that typically approximate the dividends UPC declares to its shareholders; however, there is no formal requirement to do so. The dividend declaration between us and UPC is determined solely by our Board of Directors. To the extent we require additional cash for use in our operations, UPC makes such funds available to us for borrowing. We treat these transactions as intercompany borrowings in the Consolidated Statements of Financial Position.

**Intercompany Transactions** - In December of 2008, UPC established a borrowing limit based on our borrowing capacity and UPC implemented a market based interest rate. Currently, the annual rate is 3.5% for borrowings either to or from UPC. The annual rate was 3.4% from July 2014 through June 2015 and 3.5% from July 2013 through June 2014. Interest accrues and is payable quarterly. Although payable on demand, we do not expect a payment from UPC within 12 months, or in the event of borrowing from UPC, we do not expect to be required by UPC to pay back the intercompany borrowings within the next 12 months. Intercompany borrowings are unsecured and rank equally with all of our other unsecured indebtedness. At December 31, 2015 and 2014, intercompany lendings to UPC were \$5.3 billion and \$3.8 billion, respectively.

Pursuant to a services agreement, UPC provides us with various services, including strategic planning, legal, treasury, accounting, auditing, insurance, human resources, and corporate affairs. We pay our share of the costs as determined by an independent review. Billings for these services were \$52 million, \$95 million, and \$70 million for the years ended December 31, 2015, 2014, and 2013, respectively.

**Related Party Transactions** – We and other North American railroad companies jointly own TTX Company (TTX). We have a 36.79% economic and voting interest in TTX while the other North American railroads own the remaining interest. In accordance with ASC 323 *Investments - Equity Method and Joint Venture*, we apply the equity method of accounting to our investment in TTX.

TTX is a railcar pooling company that owns railcars and intermodal wells to serve North America’s railroads. TTX assists railroads in meeting the needs of their customers by providing railcars in an efficient, pooled environment. All railroads have the ability to utilize TTX railcars through car hire by renting railcars at stated rates.

We had \$830 million and \$795 million recognized as investments related to TTX in our consolidated statements of financial position as of December 31, 2015 and 2014, respectively. TTX car hire expenses of \$376 million in 2015, \$350 million in 2014, and \$326 million in 2013 are included in equipment and other rents in our consolidated statements of income. In addition, we had accounts payable to TTX of \$61 million and \$53 million as of December 31, 2015 and 2014, respectively.

**10. Financial Instruments**

**Strategy and Risk** – We may use derivative financial instruments in limited instances for other than trading purposes to assist in managing our overall exposure to fluctuations in interest rates and fuel prices. We are not a party to leveraged derivatives and, by policy, do not use derivative financial instruments for speculative purposes. Derivative financial instruments qualifying for hedge accounting must maintain a specified level of effectiveness between the hedging instrument and the item being hedged, both at inception and throughout the hedged period. We formally document the nature and relationships between the hedging instruments and hedged items at inception, as well as our risk-management objectives, strategies for undertaking the various hedge transactions, and method of assessing hedge effectiveness. Changes in the fair market value of derivative financial instruments that do not qualify for hedge accounting are charged to earnings. We may use swaps, collars, futures, and/or forward contracts to mitigate the risk of adverse movements in interest rates and fuel prices; however, the use of these derivative financial instruments may limit future benefits from favorable interest rate and fuel price movements.

**Market and Credit Risk** – We address market risk related to derivative financial instruments by selecting instruments with value fluctuations that highly correlate with the underlying hedged item. We manage credit risk related to derivative financial instruments, which is minimal, by requiring high credit standards for counterparties and periodic settlements. At December 31, 2015, and 2014, we were not required to provide collateral, nor had we received collateral, relating to our hedging activities.

**Interest Rate Cash Flow Hedges** – We report changes in the fair value of cash flow hedges in accumulated other comprehensive loss until the hedged item affects earnings. As of December 31, 2015, and 2014, we had no interest rate cash flow hedges outstanding.

**Fair Value of Financial Instruments** – The fair value of our short- and long-term debt was estimated using a market value price model, which utilizes applicable U.S. Treasury rates along with current market quotes on comparable debt securities. All of the inputs used to determine the fair market value of the Company’s long-term debt are Level 2 inputs and obtained from an independent source. At December 31, 2015, the fair value of total debt was \$2.9 billion, approximately \$230 million more than the carrying value. At December 31, 2014, the fair value of total debt was \$3.0 billion, approximately \$377 million more than the carrying value. The fair value of the Company’s debt is a measure of its current value under present market conditions. It does not impact the financial statements under current accounting rules. At December 31, 2015, and 2014, approximately \$155 million and \$163 million, respectively, of debt securities contained call provisions that allow us to retire the debt instruments prior to final maturity, with the payment of fixed call premiums, or in certain cases, at par. The fair value of intercompany lendings to UPC approximates carrying value. The fair value of our cash equivalents approximates their carrying value due to the short-term maturities of these instruments.

## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

## NOTES TO FINANCIAL STATEMENTS

**11. Retirement Plans****Pension and Other Postretirement Benefits**

*Pension Plans* – We provide defined benefit retirement income to eligible non-union employees through the Corporation's qualified and non-qualified (supplemental) pension plans. Qualified and non-qualified pension benefits are based on years of service and the highest compensation during the latest years of employment, with specific reductions made for early retirements.

*Other Postretirement Benefits (OPEB)* – We provide medical and life insurance benefits for eligible retirees through the Corporation's programs. These benefits are funded as medical claims and life insurance premiums are paid.

**Funded Status**

We are required by GAAP to separately recognize the overfunded or underfunded status of our pension and OPEB plans as an asset or liability. The funded status represents the difference between the projected benefit obligation (PBO) and the fair value of the plan assets. Our non-qualified (supplemental) pension plan is unfunded by design. The PBO of the pension plans is the present value of benefits earned to date by plan participants, including the effect of assumed future compensation increases. The PBO of the OPEB plan is equal to the accumulated benefit obligation, as the present value of the OPEB liabilities is not affected by compensation increases. Plan assets are measured at fair value. We use a December 31 measurement date for plan assets and obligations for all our retirement plans.

Changes in our PBO and plan assets were as follows for the years ended December 31:

<b>Funded Status</b> <i>Millions</i>	<i>Pension</i>		<i>OPEB</i>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
<b>Projected Benefit Obligation</b>				
Projected benefit obligation at beginning of year	\$ 4,142	\$ 3,372	\$ 354	\$ 330
Service cost	106	70	3	2
Interest cost	163	158	13	14
Actuarial loss/(gain)	(267)	735	(18)	33
Gross benefits paid	(186)	(193)	(23)	(25)
Projected benefit obligation at end of year	\$ 3,958	\$ 4,142	\$ 329	\$ 354
<b>Plan Assets</b>				
Fair value of plan assets at beginning of year	\$ 3,654	\$ 3,429	\$ -	\$ -
Actual return on plan assets	(43)	185	-	-
Voluntary funded pension plan contributions	100	200	-	-
Non-qualified plan benefit contributions	19	33	23	25
Gross benefits paid	(186)	(193)	(23)	(25)
Fair value of plan assets at end of year	\$ 3,544	\$ 3,654	\$ -	\$ -
Funded status at end of year	\$ (414)	\$ (488)	\$ (329)	\$ (354)

Amounts recognized in the statement of financial position as of December 31, 2015 and 2014 consist of:

<i>Millions</i>	<i>Pension</i>		<i>OPEB</i>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
Noncurrent assets	\$ 1	\$ 1	\$ -	\$ -
Current liabilities	(22)	(19)	(23)	(23)
Noncurrent liabilities	(393)	(470)	(306)	(331)
Net amounts recognized at end of year	\$ (414)	\$ (488)	\$ (329)	\$ (354)

Pre-tax amounts recognized in accumulated other comprehensive income/(loss) as of December 31, 2015 and 2014 consist of:

<i>Millions</i>	<b>2015</b>			<b>2014</b>		
	<i>Pension</i>	<i>OPEB</i>	<i>Total</i>	<i>Pension</i>	<i>OPEB</i>	<i>Total</i>
Prior service (cost)/credit	\$ -	\$ 7	\$ 7	\$ -	\$ 17	\$ 17
Net actuarial loss	(1,652)	(117)	(1,769)	(1,727)	(148)	(1,875)
Total	\$ (1,652)	\$ (110)	\$ (1,762)	\$ (1,727)	\$ (131)	\$ (1,858)



## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

## NOTES TO FINANCIAL STATEMENTS

Pre-tax changes recognized in other comprehensive income/(loss) during 2015, 2014 and 2013 were as follows:

Millions	Pension			OPEB		
	2015	2014	2013	2015	2014	2013
Net actuarial (loss)/gain	\$ (31)	\$ (780)	\$ 561	\$ 18	\$ (33)	\$ 34
Amortization of:						
Prior service cost/(credit)	-	-	-	(10)	(11)	(16)
Actuarial loss	106	71	106	13	10	15
<b>Total</b>	<b>\$ 75</b>	<b>\$ (709)</b>	<b>\$ 667</b>	<b>\$ 21</b>	<b>\$ (34)</b>	<b>\$ 33</b>

Amounts included in accumulated other comprehensive income/(loss) expected to be amortized into net periodic cost during 2016:

Millions	Pension	OPEB	Total
Prior service credit	\$ -	\$ 9	\$ 9
Net actuarial loss	(80)	(10)	(90)
<b>Total</b>	<b>\$ (80)</b>	<b>\$ (1)</b>	<b>\$ (81)</b>

**Underfunded Accumulated Benefit Obligation** – The accumulated benefit obligation (ABO) is the present value of benefits earned to date, assuming no future compensation growth. The underfunded accumulated benefit obligation represents the difference between the ABO and the fair value of plan assets. At December 31, 2015 and 2014, the non-qualified (supplemental) plan ABO was \$388 million and \$379 million, respectively. The following table discloses only the PBO, ABO, and fair value of plan assets for pension plans where the accumulated benefit obligation is in excess of the fair value of the plan assets as of December 31:

**Underfunded Accumulated Benefit Obligation**

Millions	2015	2014
Projected benefit obligation	\$ 398	\$ 388
Accumulated benefit obligation	\$ 388	\$ 379
Fair value of plan assets	-	-
<b>Underfunded accumulated benefit obligation</b>	<b>\$ (388)</b>	<b>\$ (379)</b>

The ABO for all defined benefit pension plans was \$3.7 billion and \$3.9 billion at December 31, 2015 and 2014, respectively.

**Assumptions** – The weighted-average actuarial assumptions used to determine benefit obligations at December 31:

Percentages	Pension		OPEB	
	2015	2014	2015	2014
Discount rate	4.37%	3.94%	4.16%	3.74%
Compensation increase	4.10%	4.00%	N/A	N/A
Health care cost trend rate (employees under 65)	N/A	N/A	6.52%	6.34%
Ultimate health care cost trend rate	N/A	N/A	4.50%	4.50%
Year ultimate trend rate reached	N/A	N/A	2038	2028

**Expense**

Both pension and OPEB expense are determined based upon the annual service cost of benefits (the actuarial cost of benefits earned during a period) and the interest cost on those liabilities, less the expected return on plan assets. The expected long-term rate of return on plan assets is applied to a calculated value of plan assets that recognizes changes in fair value over a five-year period. This practice is intended to reduce year-to-year volatility in pension expense, but it can have the effect of delaying the recognition of differences between actual returns on assets and expected returns based on long-term rate of return assumptions. Differences in actual experience in relation to assumptions are not recognized in net income immediately, but are deferred in accumulated other comprehensive income and, if necessary, amortized as pension or OPEB expense.

## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

## NOTES TO FINANCIAL STATEMENTS

The components of our net periodic pension and OPEB cost/(benefit) were as follows for the years ended December 31:

<i>Millions</i>	<i>Pension</i>			<i>OPEB</i>		
	<b>2015</b>	2014	2013	<b>2015</b>	2014	2013
<b>Net Periodic Benefit Cost:</b>						
Service cost	\$ 106	\$ 70	\$ 72	\$ 3	\$ 2	\$ 3
Interest cost	163	158	134	13	14	12
Expected return on plan assets	(255)	(230)	(202)	-	-	-
<b>Amortization of:</b>						
Prior service cost/(credit)	-	-	-	(10)	(11)	(16)
Actuarial loss	106	71	106	13	10	15
<b>Net periodic benefit cost/(benefit)</b>	<b>\$ 120</b>	<b>\$ 69</b>	<b>\$ 110</b>	<b>\$ 19</b>	<b>\$ 15</b>	<b>\$ 14</b>

*Assumptions* – The weighted-average actuarial assumptions used to determine expense were as follows for the years ended December 31:

<i>Percentages</i>	<i>Pension</i>			<i>OPEB</i>		
	<b>2015</b>	2014	2013	<b>2015</b>	2014	2013
Discount rate	<b>3.94%</b>	4.72%	4.72%	<b>3.74%</b>	4.47%	3.48%
Expected return on plan assets	<b>7.50%</b>	7.50%	7.50%	<b>N/A</b>	N/A	N/A
Compensation increase	<b>4.00%</b>	4.00%	4.00%	<b>N/A</b>	N/A	N/A
Health care cost trend rate (employees under 65)	<b>N/A</b>	N/A	N/A	<b>6.34%</b>	6.49%	6.64%
Ultimate health care cost trend rate	<b>N/A</b>	N/A	N/A	<b>4.50%</b>	4.50%	4.50%
Year ultimate trend reached	<b>N/A</b>	N/A	N/A	<b>2028</b>	2028	2028

The discount rate was based on a yield curve of high quality corporate bonds with cash flows matching our plans' expected benefit payments. The expected return on plan assets is based on our asset allocation mix and our historical return, taking into account current and expected market conditions. The actual return on pension plan assets, net of fees, was approximately (1)% in 2015, 6% in 2014, and 17% in 2013.

Assumed health care cost trend rates have an effect on the expense and liabilities reported for health care plans. The assumed health care cost trend rate is based on historical rates and expected market conditions. The 2016 assumed health care cost trend rate for employees under 65 is 6.34%. It is assumed the rate will decrease gradually to an ultimate rate of 4.5% in 2028 and will remain at that level. A one-percentage point change in the assumed health care cost trend rates would have the following effects on OPEB:

<i>Millions</i>	<i>One % pt. Increase</i>	<i>One % pt. Decrease</i>
Effect on total service and interest cost components	\$ 1	\$ (1)
Effect on accumulated benefit obligation	17	(14)

**Cash Contributions**

The following table details UPC's cash contributions for the qualified pension plans and the benefit payments for the non-qualified (supplemental) pension and OPEB plans:

<i>Millions</i>	<i>Pension</i>		<i>OPEB</i>
	<i>Qualified</i>	<i>Non-qualified</i>	
2014	\$ 200	33	25
2015	100	19	23

UPC's policy with respect to funding the qualified plans is to fund at least the minimum required by law and not more than the maximum amount deductible for tax purposes. All contributions made to the qualified pension plans in 2015 were voluntary and were made with cash generated from operations.

The non-qualified pension and OPEB plans are not funded and are not subject to any minimum regulatory funding requirements. Benefit payments for each year represent supplemental pension payments and claims paid for medical and life insurance. We anticipate our 2016 supplemental pension and OPEB payments will be made from cash generated from operations.

## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

## NOTES TO FINANCIAL STATEMENTS

**Benefit Payments**

The following table details expected benefit payments for the years 2016 through 2025:

<i>Millions</i>	<i>Pension</i>	<i>OPEB</i>
2016	\$ 191	\$ 23
2017	194	23
2018	198	23
2019	202	23
2020	205	22
Years 2021 - 2025	1,077	102

**Asset Allocation Strategy**

UPC's pension plan asset allocation at December 31, 2015 and 2014, and target allocation for 2016, are as follows:

	<i>Target Allocation 2015</i>	<i>Percentage of Plan Assets December 31,</i>	
		<i>2015</i>	<i>2014</i>
Equity securities	60% to 70%	67%	68%
Debt securities	20% to 30%	23	23
Real estate	2% to 8%	6	4
Commodities	4% to 6%	4	5
Total		100%	100%

The investment strategy for pension plan assets is to maintain a broadly diversified portfolio designed to achieve our target average long-term rate of return of 7.5%. While we believe we can achieve a long-term average rate of return of 7.5%, we cannot be certain that the portfolio will perform to our expectations. Assets are strategically allocated among equity, debt, and other investments in order to achieve a diversification level that reduces fluctuations in investment returns. Asset allocation target ranges for equity, debt, and other portfolios are evaluated at least every three years with the assistance of an independent consulting firm. Actual asset allocations are monitored monthly, and rebalancing actions are executed at least quarterly, if needed.

The pension plan investments are held in a Master Trust. The majority of pension plan assets are invested in equity securities because equity portfolios have historically provided higher returns than debt and other asset classes over extended time horizons and are expected to do so in the future. Correspondingly, equity investments also entail greater risks than other investments. Equity risks are balanced by investing a significant portion of the plans' assets in high quality debt securities. The average credit rating of the debt portfolio exceeded A as of December 31, 2015 and A+ as of December 31, 2014. The debt portfolio is also broadly diversified and invested primarily in U.S. Treasury, mortgage, and corporate securities. The weighted-average maturity of the debt portfolio was 12 years at both December 31, 2015 and 2014.

The investment of pension plan assets in securities issued by UPC is explicitly prohibited by the plan for both the equity and debt portfolios, other than through index fund holdings.

**Fair Value Measurements**

The pension plan assets are valued at fair value. The following is a description of the valuation methodologies used for the investments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy.

**Temporary Cash Investments** – These investments consist of U.S. dollars and foreign currencies held in master trust accounts at The Northern Trust Company (the Trustee). Foreign currencies held are reported in terms of U.S. dollars based on currency exchange rates readily available in active markets. These temporary cash investments are classified as Level 1 investments.

**Registered Investment Companies** – Registered Investment Companies are real estate investments and bond investments registered with the Securities and Exchange Commission. The real estate investments are traded actively on public exchanges. The share prices for these investments are published at the close of each business day. The Plan's holdings of real estate investments are classified as Level 1 investments. The bond investments are not traded publicly, but the underlying assets held in these funds are traded on active markets and the prices for these assets are readily observable. The Plan's holdings in bond investments are classified as Level 2 investments.

**Federal Government Securities** – Federal Government Securities consist of bills, notes, bonds, and other fixed income securities issued directly by the U.S. Treasury or by government-sponsored enterprises. These assets are valued using a bid evaluation process with bid data provided by independent pricing sources. Federal Government Securities are classified as Level 2 investments.

**Bonds and Debentures** – Bonds and debentures consist of fixed income securities issued by U.S. and non-U.S. corporations as well as state and local governments. These assets are valued using a bid evaluation process with bid data provided by independent pricing sources. Corporate, state, and municipal bonds and debentures are classified as Level 2 investments.

**Corporate Stock** – This investment category consists of common and preferred stock issued by U.S. and non-U.S. corporations. Most common shares are traded actively on exchanges and price quotes for these shares are readily available. Common stock is classified as a Level 1 investment. Preferred shares included in this category are valued using a bid evaluation process with bid data provided by independent pricing

## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

## NOTES TO FINANCIAL STATEMENTS

sources. Preferred stock is classified as a Level 2 investment.

**Venture Capital and Buyout Partnerships** – This investment category is comprised of interests in limited partnerships that invest primarily in privately-held companies. Due to the private nature of the partnership investments, pricing inputs are not readily observable. Asset valuations are developed by the general partners that manage the partnerships. These valuations are based on the application of public market multiples to private company cash flows, market transactions that provide valuation information for comparable companies, and other methods. The fair value recorded by the Plan is calculated using each partnership's net asset value (NAV), which is derived from the valuation method described here. The Plan's holdings of limited partnership interests are classified as Level 3 investments.

**Real Estate Partnerships** – Most of the Plan's real estate investments are partnership interests. The Real Estate Partnership category also includes real estate investments held in similar structures such as private real estate investment trusts and limited liability companies. Valuations for the holdings in this category are not based on readily observable inputs and are primarily derived from property appraisals. The fair value recorded by the Plan is calculated using the NAV for each investment, which is derived from the valuation methods described here. The Plan's interests in private real estate partnerships, investment trusts, and limited liability companies are classified as Level 3 investments.

**Collective Trust and Other Funds** – Collective trust funds are comprised of shares or units in commingled funds that are not publicly traded. The underlying assets in these funds (U.S. stock funds, non-U.S. stock funds, commodity funds, and short term investment funds) are publicly traded on exchanges and price quotes for the assets held by these funds are readily available. The Plan's holdings of common trust funds are classified as Level 2 investments.

This category also includes investments in limited liability companies that invest in publicly-traded securities. The limited liability company investments are funds that invest in both long and short positions in convertible securities, stocks, commodities, and fixed income securities. The underlying securities held by the funds are traded actively on public exchanges and price quotes for these investments are readily available. Interests in the limited liability companies are classified as Level 2 investments.

As of December 31, 2015, the pension plan assets measured at fair value on a recurring basis were as follows:

<i>Millions</i>	<i>Quoted Prices in Active Markets for Identical Inputs (Level 1)</i>	<i>Significant Other Observable Inputs (Level 2)</i>	<i>Significant Unobservable Inputs (Level 3)</i>	<i>Total</i>
<b>Plan assets:</b>				
Temporary cash investments	\$ 13	\$ -	\$ -	\$ 13
Registered investment companies	179	270	-	449
Federal government securities	-	125	-	125
Bonds & debentures	-	383	-	383
Corporate stock	1,034	7	-	1,041
Venture capital and buyout partnerships	-	-	256	256
Real estate partnerships	-	-	199	199
Common trust and other funds	-	1,075	-	1,075
<b>Total plan assets at fair value</b>	<b>\$ 1,226</b>	<b>\$ 1,860</b>	<b>\$ 455</b>	<b>3,541</b>
<b>Other assets [a]</b>				<b>3</b>
<b>Total plan assets</b>				<b>\$ 3,544</b>

[a] Other assets include accrued receivables and pending broker settlements.

## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

## NOTES TO FINANCIAL STATEMENTS

As of December 31, 2014, the pension plan assets measured at fair value on a recurring basis were as follows:

<i>Millions</i>	<i>Quoted Prices in Active Markets for Identical Inputs (Level 1)</i>	<i>Significant Other Observable Inputs (Level 2)</i>	<i>Significant Unobservable Inputs (Level 3)</i>	<i>Total</i>
<b>Plan assets:</b>				
Temporary cash investments	\$ 22	\$ -	\$ -	\$ 22
Registered investment companies	12	282	-	294
Federal government securities	-	163	-	163
Bonds & debentures	-	381	-	381
Corporate stock	1,076	15	-	1,091
Venture capital and buyout partnerships	-	-	234	234
Real estate partnerships	-	-	139	139
Common trust and other funds	-	1,340	-	1,340
<b>Total plan assets at fair value</b>	<b>\$ 1,110</b>	<b>\$ 2,181</b>	<b>\$ 373</b>	<b>3,664</b>
Other assets [a]				(10)
<b>Total plan assets</b>				<b>\$ 3,654</b>

[a] Other assets include accrued receivables and pending broker settlements.

For the years ended December 31, 2015 and 2014, there were no significant transfers in or out of Levels 1, 2, or 3.

The following table presents a reconciliation of the beginning and ending balances of the fair value measurements using significant unobservable inputs (Level 3 investments) during 2015:

<i>Millions</i>	<i>Venture Capital and Buyout Partnerships</i>	<i>Real Estate Partnerships</i>	<i>Total</i>
Beginning balance - January 1, 2015	\$ 234	\$ 139	\$ 373
Realized gain	18	5	23
Unrealized gain	13	8	21
Purchases	54	74	128
Sales	(63)	(27)	(90)
<b>Ending balance - December 31, 2015</b>	<b>\$ 256</b>	<b>\$ 199</b>	<b>\$ 455</b>

The following table presents a reconciliation of the beginning and ending balances of the fair value measurements using significant unobservable inputs (Level 3 investments) during 2014:

<i>Millions</i>	<i>Venture Capital and Buyout Partnerships</i>	<i>Real Estate Partnerships</i>	<i>Total</i>
Beginning balance - January 1, 2014	\$ 213	\$ 139	\$ 352
Realized gain	17	8	25
Unrealized gain	5	6	11
Purchases	54	19	73
Sales	(55)	(33)	(88)
<b>Ending balance - December 31, 2014</b>	<b>\$ 234</b>	<b>\$ 139</b>	<b>\$ 373</b>

#### Other Retirement Programs

**401(k)/Thrift Plan** – The Corporation provides a defined contribution plan (401(k)/thrift plan) to eligible non-union and union employees for whom we make matching contributions. We match 50 cents for each dollar contributed by employees up to the first six percent of compensation contributed. Our plan contributions were \$19 million in 2015, \$19 million in 2014, and \$18 million in 2013.

**Railroad Retirement System** – All Railroad employees are covered by the Railroad Retirement System (the System). Contributions made to the System are expensed as incurred and amounted to approximately \$749 million in 2015, \$711 million in 2014, and \$670 million in 2013.

## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

## NOTES TO FINANCIAL STATEMENTS

**Collective Bargaining Agreements** – Under collective bargaining agreements, we participate in multi-employer benefit plans that provide certain postretirement health care and life insurance benefits for eligible union employees. Premiums paid under these plans are expensed as incurred and amounted to \$46 million in 2015, \$52 million in 2014, and \$57 million in 2013.

**12. Capital Stock and Dividend Restrictions**

Our Board of Directors has restricted the availability of retained earnings for payment of dividends by \$131 million. This represents (a) the amount by which the estimated fair value of our investment in certain subsidiaries, as determined by our Board of Directors, exceeded the net book value of such investment that was transferred to the Corporation by means of a dividend in June 1971 (\$110 million) and (b) the amount by which the fair market value exceeded the book value of certain investment securities that were transferred to the Corporation by means of a dividend in November 1972 (\$21 million).

Our capital structure consists of Class A Stock and Common Stock. The Class A Stock is entitled to a cash dividend whenever a dividend is declared on the Common Stock, in an amount which equals 8 percent of the sum of the dividends on both the Class A Stock and the Common Stock. All of our Common Stock and our Class A Stock, which constitutes all of the voting capital stock, is owned by the Corporation. Accordingly, there is no market for our capital stock.

The number of shares shown in the Statements of Changes in Common Shareholders' Equity in the Consolidated Financial Statements for the year ended December 31, 2014 excluded 2,665 shares of Common Stock and 232 shares of Class A Stock owned by Southern Pacific Rail Corporation (SPRC), whose results were included in the Consolidated Financial Statements for those years. Effective December 31, 2015, SPRC was dissolved into Union Pacific Railroad Company.

**13. Commitments and Contingencies**

**Asserted and Unasserted Claims** – Various claims and lawsuits are pending against us and certain of our subsidiaries. We cannot fully determine the effect of all asserted and unasserted claims on our consolidated results of operations, financial condition, or liquidity. To the extent possible, we have recorded a liability where asserted and unasserted claims are considered probable and where such claims can be reasonably estimated. We do not expect that any known lawsuits, claims, environmental costs, commitments, contingent liabilities, or guarantees will have a material adverse effect on our consolidated results of operations, financial condition, or liquidity after taking into account liabilities and insurance recoveries previously recorded for these matters.

**Personal Injury** – The cost of personal injuries to employees and others related to our activities is charged to expense based on estimates of the ultimate cost and number of incidents each year. We use an actuarial analysis to measure the expense and liability, including unasserted claims. The Federal Employers' Liability Act (FELA) governs compensation for work-related accidents. Under FELA, damages are assessed based on a finding of fault through litigation or out-of-court settlements. We offer a comprehensive variety of services and rehabilitation programs for employees who are injured at work.

Our personal injury liability is not discounted to present value due to the uncertainty surrounding the timing of future payments. Approximately 94% of the recorded liability is related to asserted claims and approximately 6% is related to unasserted claims at December 31, 2015. Because of the uncertainty surrounding the ultimate outcome of personal injury claims, it is reasonably possible that future costs to settle these claims may range from approximately \$318 million to \$344 million. We record an accrual at the low end of the range as no amount of loss within the range is more probable than any other. Estimates can vary over time due to evolving trends in litigation.

Our personal injury liability activity was as follows:

<i>Millions</i>	<b>2015</b>	<b>2014</b>	<b>2013</b>
Beginning balance	\$ 334	\$ 293	\$ 333
Current year accruals	89	96	87
Changes in estimates for prior years	(3)	9	(38)
Payments	(102)	(64)	(89)
Ending balance at December 31	\$ 318	\$ 334	\$ 293
Current portion, ending balance at December 31	\$ 62	\$ 110	\$ 82

In conjunction with the liability update performed in 2015, we also reassessed our estimated insurance recoveries. We have recognized an asset for estimated insurance recoveries at December 31, 2015, and 2014.

**Asbestos** – We are a defendant in a number of lawsuits in which current and former employees and other parties allege exposure to asbestos. We assess our potential liability using a statistical analysis of resolution costs for asbestos-related claims. This liability is updated annually and excludes future defense and processing costs. The liability for resolving both asserted and unasserted claims was based on the following assumptions:

- The ratio of future claims by alleged disease would be consistent with historical averages adjusted for inflation.
- The number of claims filed against us will decline each year.
- The average settlement values for asserted and unasserted claims will be equivalent to historical averages.
- The percentage of claims dismissed in the future will be equivalent to historical averages.

Our liability for asbestos-related claims is not discounted to present value due to the uncertainty surrounding the timing of future payments. Approximately 22% of the recorded liability related to asserted claims and approximately 78% related to unasserted claims at December 31, 2015. Because of the uncertainty surrounding the ultimate outcome of asbestos-related claims, it is reasonably possible that future costs to

## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

## NOTES TO FINANCIAL STATEMENTS

settle these claims may range from approximately \$120 million to \$129 million. We record an accrual at the low end of the range as no amount of loss within the range is more probable than any other.

Our asbestos-related liability activity was as follows:

<i>Millions</i>	2015	2014	2013
Beginning balance	\$ 126	\$ 131	\$ 139
Accruals/(Credits)	-	1	2
Payments	(6)	(6)	(10)
Ending balance at December 31	\$ 120	\$ 126	\$ 131
Current portion, ending balance at December 31	\$ 6	\$ 8	\$ 9

In conjunction with the liability update performed in 2015, we also reassessed our estimated insurance recoveries. We have recognized an asset for estimated insurance recoveries at December 31, 2015, and 2014. The amounts recorded for asbestos-related liabilities and related insurance recoveries were based on currently known facts. However, future events, such as the number of new claims filed each year, average settlement costs, and insurance coverage issues, could cause the actual costs and insurance recoveries to be higher or lower than the projected amounts. Estimates also may vary in the future if strategies, activities, and outcomes of asbestos litigation materially change; federal and state laws governing asbestos litigation increase or decrease the probability or amount of compensation of claimants; and there are material changes with respect to payments made to claimants by other defendants.

**Environmental Costs** – We are subject to federal, state, and local environmental laws and regulations. We have identified 290 sites at which we are or may be liable for remediation costs associated with alleged contamination or for violations of environmental requirements. This includes 31 sites that are the subject of actions taken by the U.S. government, 19 of which are currently on the Superfund National Priorities List. Certain federal legislation imposes joint and several liability for the remediation of identified sites; consequently, our ultimate environmental liability may include costs relating to activities of other parties, in addition to costs relating to our own activities at each site.

When we identify an environmental issue with respect to property owned, leased, or otherwise used in our business, we perform, with assistance of our consultants, environmental assessments on the property. We expense the cost of the assessments as incurred. We accrue the cost of remediation where our obligation is probable and such costs can be reasonably estimated. Our environmental liability is not discounted to present value due to the uncertainty surrounding the timing of future payments.

Our environmental liability activity was as follows:

<i>Millions</i>	2015	2014	2013
Beginning balance	\$ 182	\$ 171	\$ 170
Accruals	61	56	58
Payments	(53)	(45)	(57)
Ending balance at December 31	\$ 190	\$ 182	\$ 171
Current portion, ending balance at December 31	\$ 52	\$ 60	\$ 53

The environmental liability includes future costs for remediation and restoration of sites, as well as ongoing monitoring costs, but excludes any anticipated recoveries from third parties. Cost estimates are based on information available for each site, financial viability of other potentially responsible parties, and existing technology, laws, and regulations. The ultimate liability for remediation is difficult to determine because of the number of potentially responsible parties, site-specific cost sharing arrangements with other potentially responsible parties, the degree of contamination by various wastes, the scarcity and quality of volumetric data related to many of the sites, and the speculative nature of remediation costs. Estimates of liability may vary over time due to changes in federal, state, and local laws governing environmental remediation. Current obligations are not expected to have a material adverse effect on our consolidated results of operations, financial condition, or liquidity.

**Insurance** – The Corporation has a consolidated, wholly-owned captive insurance subsidiary (the captive), that provides insurance coverage for certain risks including FELA claims and property coverage which are subject to reinsurance. The captive entered into annual reinsurance treaty agreements that insure workers compensation, general liability, auto liability and FELA risk. The captive cedes a portion of its FELA exposure through the treaty and assumes a proportionate share of the entire risk. The captive receives direct premiums, which are netted against the Corporation's premium costs in other expenses in the Consolidated Statements of Income. The treaty agreements provide for certain protections against the risk of treaty participants' non-performance, and we do not believe our exposure to treaty participants' non-performance is material at this time. In the event the Corporation leaves the reinsurance program, the Corporation is not relieved of its primary obligation to the policyholders for activity prior to the termination of the treaty agreements. We record both liabilities and reinsurance receivables using an actuarial analysis based on historical experience in our Consolidated Statements of Financial Position.

**Guarantees** – At December 31, 2015, and 2014, we were contingently liable for \$53 million and \$82 million in guarantees, respectively. We have recorded liabilities of \$0 and \$0.3 million for the fair value of these obligations as of December 31, 2015, and 2014, respectively. We entered into these contingent guarantees in the normal course of business, and they include guaranteed obligations related to our affiliated operations. The final guarantee expires in 2022. We are not aware of any existing event of default that would require us to satisfy these guarantees. We do not expect that these guarantees will have a material adverse effect on our consolidated financial condition, results of operations, or liquidity.

## 200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

## NOTES TO FINANCIAL STATEMENTS

**Indemnities** – We are contingently obligated under a variety of indemnification arrangements, although in some cases the extent of our potential liability is limited, depending on the nature of the transactions and the agreements. Due to uncertainty as to whether claims will be made or how they will be resolved, we cannot reasonably determine the probability of an adverse claim or reasonably estimate any adverse liability or the total maximum exposure under these indemnification arrangements. We do not have any reason to believe that we will be required to make any material payments under these indemnity provisions.

**Gain Contingency** – The Company and Santa Fe Pacific Pipelines (SFPP, a subsidiary of Kinder Morgan Energy Partners, L.P.) currently are engaged in a proceeding to resolve the fair market rent payable to us commencing on January 1, 2004, for pipeline easements on our rights-of-way (*Union Pacific Railroad Company vs. Santa Fe Pacific Pipelines, Inc., SFPP, L.P., Kinder Morgan Operating L.P. “D” Kinder Morgan G.P., Inc., et al., Superior Court of the State of California for the County of Los Angeles, filed July 28, 2004*). In February 2007, a trial began to resolve this issue, and in May 2012, the trial judge rendered an opinion establishing the fair market rent and entering judgment for back rent, including prejudgment interest. SFPP appealed the judgment. On November 5, 2014, the Second District Circuit Court of Appeal in California issued an opinion holding that we were not entitled to collect rent from SFPP for easements on the portions of the property acquired solely through federal government land grants issued during the 1800s. The Appellate Court also reversed the award of prejudgment interest and remanded the case to the trial court. A favorable final judgment may materially affect our results of operations in the period of any monetary recoveries. Due to the uncertainty regarding the amount and timing of any recovery or any subsequent proceedings, we consider this a gain contingency and have not recognized any amounts in the Consolidated Financial Statements as of December 31, 2015.

#### 14. Union Pacific Fund for Effective Government

The Corporation, UPRR's parent, is the sponsor of the Union Pacific Fund for Effective Government (the FFEG), a separate segregated fund utilized for political purposes, established and operated in accordance with the Federal Election Campaign Act of 1971, as amended, (the Act). The administrative expenses of the FFEG are paid by the Corporation. UPRR's executive and administrative personnel are solicited annually by the FFEG within the guidelines of the Act and certain executive officers of UPRR are members of the FFEG's managing finance committee.

#### 15. Accounts Receivable

Accounts receivable includes freight and other receivables reduced by an allowance for doubtful accounts. The allowance is based upon historical losses, credit worthiness of customers, and current economic conditions. At both December 31, 2015, and 2014, our accounts receivable were reduced by \$5 million. Receivables not expected to be collected in one year and the associated allowances are classified as other assets in our Consolidated Statements of Financial Position. At December 31, 2015, and 2014, receivables classified as other assets were reduced by allowances of \$11 million and \$16 million, respectively.

**Receivables Securitization Facility** – We maintain a \$650 million, 3-year receivables securitization facility maturing in July 2017 under which we sell most of our eligible third-party receivables to Union Pacific Receivables, Inc. (UPRI), a wholly-owned, bankruptcy-remote subsidiary that may subsequently transfer, without recourse, an undivided interest in accounts receivable to investors. The investors have no recourse to our other assets except for customary warranty and indemnity claims. Our creditors do not have recourse to the assets of UPRI.

The amount outstanding under the facility was \$400 million at both December 31, 2015, and December 31, 2014. The facility was supported by \$0.9 billion and \$1.2 billion of accounts receivable as collateral at December 31, 2015, and December 31, 2014, respectively, which, as a retained interest, is included in accounts receivable, net in our Consolidated Statements of Financial Position.

The outstanding amount we are allowed to maintain under the facility, with a maximum of \$650 million, may fluctuate based on the availability of eligible receivables and is directly affected by business volumes and credit risks, including receivables payment quality measures such as default and dilution ratios. If default or dilution ratios increase one percent, the allowable outstanding amount under the facility would not materially change.

The costs of the receivables securitization facility include interest, which will vary based on prevailing benchmark and commercial paper rates, program fees paid to participating banks, commercial paper issuance costs, and fees of participating banks for unused commitment availability. The costs of the receivables securitization facility are included in interest expense and were \$5 million, \$4 million and \$5 million for 2015, 2014, and 2013, respectively.



200. COMPARATIVE STATEMENT OF FINANCIAL POSITION – EXPLANATORY NOTES - CONTINUED

NOTES TO FINANCIAL STATEMENTS

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210. RESULTS OF OPERATIONS  
(Dollars in Thousands)

- |   |   |  |
|---|---|--|
| <p>1 Disclose the requested information for respondent pertaining to results of operations for the year.</p> <p>2 Report total operating expenses from Schedule 410. Any differences between this schedule and Schedule 410 must be explained on page 18.</p> <p>3 List dividends from investments accounted for under the cost method on line 19, and list dividends accounted for under the equity method on line 25.</p> <p>4 All contra entries should be shown in parenthesis.</p> | <p>Cross-checks</p> <p><u>Schedule 210</u><br/>Line 15, col b<br/>Lines 47, 48, 49 col b<br/>Line 50, col b</p> <p>Line 14, col b<br/>Line 14, col d<br/>Line 14, col e</p> | <p><u>Schedule 210</u><br/>= Line 62, col b<br/>= Line 63, col b<br/>= Line 64, col b</p> <p><u>Schedule 410</u><br/>= Line 620, col h<br/>= Line 620, col f<br/>= Line 620, col g</p> |
|---|---|--|

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Freight-related revenue and expenses (d)	Passenger-related revenue and expenses (e)	Line No.
		ORDINARY ITEMS OPERATING INCOME Railway Operating Income					
1		(101) Freight	20,396,565	22,559,521	20,396,565		1
2		(102) Passenger	118,814	110,378		118,814	2
3		(103) Passenger-Related	680	634		680	3
4		(104) Switching	170,748	174,496	170,748		4
5		(105) Water Transfers	28,410	22,505	28,410		5
6		(106) Demurrage	144,363	123,584	144,363		6
7		(110) Incidental	843,465	871,730	843,465		7
8		(121) Joint Facility-Credit	12,111	13,705	12,111		8
9		(122) Joint Facility-Debit	0	0	0		9
10		(501) Railway operating revenues (Exclusive of transfers from government authorities-lines 1-9)	21,715,156	23,876,553	21,595,662	119,494	10
11		(502) Railway operating revenues-transfers from government authorities	90,054	98,683		90,054	11
12		(503) Railway operating revenues-amortization of deferred transfers from government authorities	0	0	0		12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	21,805,210	23,975,236	21,595,662	209,548	13
14	*	(531) Railway operating expenses	13,838,390	15,488,688	13,630,517	207,873	14
15	*	Net revenue from railway operations	7,966,820	8,486,548	7,965,145	1,675	15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	23,018	27,099			16
17		(510) Miscellaneous rent income	107,957	100,117			17
18		(512) Separately operated properties-Profit					18
19		(513) Dividend income (cost method)	225	250			19
20		(514) Interest income	141,328	2,343			20
21		(516) Income from sinking and other funds					21
22		(517) Release of premiums on funded debt	302	412			22
23		(518) Reimbursements received under contracts and agreements					23
24		(519) Miscellaneous income	150,428	90,341			24
25		Income from affiliated companies: 519 a. Dividends (equity method)	31,454	32,380			25
26		b. Equity in undistributed earnings (losses)	82,283	77,836			26
27		TOTAL OTHER INCOME (lines 16-26)	536,995	330,778			27
28		TOTAL INCOME (lines 15, 27)	8,503,815	8,817,326			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	12,533	13,365			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	48,476	58,797			34
35		(553) Uncollectible accounts	0	0			35
36		TOTAL MISCELLANEOUS DEDUCTIONS	61,009	72,162			36
37		Income available for fixed charges	8,442,806	8,745,164			37

210. RESULTS OF OPERATIONS - (Concluded)					
(Dollars in Thousands)					
Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Line No.
<b>FIXED CHARGES</b>					
38		(546) Interest on funded debt:			
		(a) Fixed interest not in default	107,021	99,927	38
39		(b) Interest in default	0	0	39
40		(547) Interest on unfunded debt	0	(71,501)	40
41		(548) Amortization of discount on funded debt	3,926	3,663	41
42		TOTAL FIXED CHARGES (lines 38-41)	110,947	32,089	42
43		Income after fixed charges (line 37 minus line 42)	8,331,859	8,713,075	43
<b>OTHER DEDUCTIONS</b>					
44		(546) Interest on funded debt:			
		(c) Contingent interest	7,604	7,466	44
<b>UNUSUAL OR INFREQUENT ITEMS</b>					
45		(555) Unusual or infrequent items (debit) credit	0	0	45
46		Income (Loss) from continuing operations (before income taxes)	8,324,255	8,705,609	46
<b>PROVISIONS FOR INCOME TAXES</b>					
47	*	(556) Income taxes on ordinary income:			
		(a) Federal income taxes	2,125,974	2,309,121	47
48	*	(b) State income taxes	218,044	255,868	48
49	*	(c) Other income taxes	(50,084)	(21,918)	49
50	*	(557) Provision for deferred taxes	830,441	745,263	50
51		TOTAL PROVISIONS FOR INCOME TAXES (lines 47-52)	3,124,375	3,288,334	51
52		Income from continuing operations (line 46 minus line 51)	5,199,880	5,417,275	52
<b>DISCONTINUED OPERATIONS</b>					
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 - 54)	5,199,880	5,417,275	55
<b>EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES</b>					
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 56-58)	0	0	59
60		(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$_____)	0	0	60
61	*	Net income (Loss) (Lines 55 + 59 + 60)	5,199,880	5,417,275	61
<b>RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)</b>					
62	*	Net revenues from railway operations	7,966,820	8,486,548	62
63	*	(556) Income taxes on ordinary income (-)	(2,293,934)	(2,543,071)	63
64	*	(557) Provision for deferred income taxes (-)	(830,441)	(745,263)	64
65		Income from lease of road and equipment (-)	0	0	65
66		Rent for leased roads and equipment (+)	0	0	66
67		Net railway operating income (loss)	4,842,445	5,198,214	67

Note: Line 49 reflects current foreign income taxes and unrecognized tax benefits expense.

**NOTES AND REMARKS FOR SCHEDULES 210 AND 220**

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220. RETAINED EARNINGS  
(Dollars in Thousands)

1. Show below the items of Retained Earnings Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.
2. All contra entries should be shown in parentheses.
3. Show in lines 22 and 23 the amount of assigned Federal income tax consequences for Accounts 606 and 616.
4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.
5. Line 3 (line 7 if 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	27,813,699	1,047,725	1
2	(601.5)	Prior period adjustments to beginning retained earnings			2
		CREDITS			
3	(602)	Credit balance transferred from income	5,117,597	123,159	3
4	(603)	Appropriations released	811	0	4
5	(606)	Other credits to retained earnings	72,596	107	5
6		TOTAL CREDITS	5,191,004	123,266	6
		DEBITS			
7	(612)	Debit balance transferred from income		40,876	7
8	(616)	Other debits to retained earnings	107	72,596	8
9	(620)	Appropriations for sinking and other funds	811		9
10	(621)	Appropriations for other purposes			10
11	(623)	Dividends: Common stock	1,908,000		11
12		Preferred stock (1)			12
13		TOTAL DEBITS	1,908,918	113,472	13
14		Net increase (decrease) during year (line 6 minus line 13)	3,282,086	9,794	14
15		Balances at close of year (lines 1, 2, and 14)	31,095,785	1,057,519	15
16		Balances from line 15(c)	1,057,519	N/A	16
17	(798)	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	32,153,304	N/A	17
18	(797)	Total appropriated retained earnings:			18
19		Credits during year           811			19
20		Debits during year           811			20
21		Balance at Close of year   811			21
		Amount of assigned Federal income tax consequences:			
22		Account 606   \$ _____			22
23		Account 616   \$ _____			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. NONE

230. CAPITAL STOCK

PART I. CAPITAL STOCK  
(Dollars in Thousands)

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e), and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year		Line No.
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)	
1									1
2	Common Stock	\$10.00	9,200	4,465		4,465	\$45		2
3	Class A Stock	\$10.00	800	388		388	4		3
4									4
5									5
6									6
7									7
8									8
9									9
10	TOTAL		10,000	4,853		4,853	\$49		10

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR  
(Dollars in Thousands)

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

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital \$ (h)	Line No.
		Number of Shares (b)	Amount \$ (c)	Number of Shares (d)	Amount \$ (e)	Number of Shares (f)	Amount \$ (g)		
11	Balance at beginning of year			4,853	\$49			\$4,781,906	11
12									12
13									13
14									14
15									15
16									16
17	Balance at close of year			4,853	\$49			\$4,781,906	17

240. STATEMENT OF CASH FLOWS  
(Dollars in Thousands)

Give the information as requested concerning the cash flows during the year. Either 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 revenue 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 direct method is used complete lines 1-41; indirect method 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 know 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 of assuming directly related liabilities, such as purchasing a building by incurring a mortgage to the seller; obtaining an asset by entering into a capital lease; and exchanging noncash assets or liabilities for other noncash assets or liabilities. Some transactions are part cash and part noncash; only the cash portion shall be reported directly in the statement of cash flows. Refer to FAS Statement No. 95, Statement of Cash Flows, for further details.

CASH FLOWS FROM OPERATING ACTIVITIES

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

RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
10		Income from continuing operations	5,199,880	5,417,275	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	(144,403)	(68,857)	11
12		Depreciation and amortization expenses	2,089,792	2,133,682	12
13		Net increase (decrease) in Provision for Deferred Income Taxes	830,441	745,263	13
14		Net decrease (increase) in undistributed earnings (losses) of affiliates	(82,283)	(77,836)	14
15		Decrease (increase) in accounts receivable	201,034	(211,730)	15
16		Decrease (increase) in material and supplies and other current assets	130,840	(312,420)	16
17		Increase (decrease) in current liabilities other than debt	(231,687)	(6,208)	17
18		Increase (decrease) in other - net	(326,005)	(182,665)	18
19		Net cash provided from continuing operations (Lines 10-18)	7,667,609	7,436,504	19
20		Add (Subtract) cash generated (paid) by reason of discontinued operations and extraordinary items			20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES (lines 19 and 20)	7,667,609	7,436,504	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	250,853	138,014	22
23		Capital expenditures	(4,644,310)	(4,348,338)	23
24		Net change in temporary cash investments not qualifying as cash equivalents	0	0	24
25		Proceeds from sale/repayment of investment and advances	0	2,415	25
26		Purchase price of long-term investment and advances	(11,110)	(7,197)	26
27		Net decrease (increase) in sinking and other special funds	(4,498)	0	27
28		Other - net	(61,751)	(35,892)	28
29		NET CASH USED IN INVESTING ACTIVITIES (lines 22 through 28)	(4,470,816)	(4,250,998)	29

(Continued on next page)

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

CASH FLOWS FROM OPERATING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
CASH FLOWS FROM FINANCING ACTIVITIES					
30		Proceeds from issuance of long-term debt	398,719	900,288	30
31		Principle payments of long-term debt	(306,624)	(201,521)	31
32		Proceeds from issuance of capital stock			32
33		Purchase price of acquiring treasury stock			33
34		Cash dividends paid	(1,908,000)	(1,715,002)	34
35		Other - net	(1,472,975)	(2,242,287)	35
36		NET CASH FROM FINANCING ACTIVITIES (lines 30 through 35)	(3,288,880)	(3,258,522)	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (lines 21, 29 & 36)	(92,087)	(73,016)	37
38		Cash and cash equivalents at beginning of the year	306,862	379,878	38
39		CASH AND CASH EQUIVALENTS AT END OF THE YEAR (lines 37 & 38)	214,775	306,862	39
		Footnotes to Schedule 240 Cash paid during the year for:			
40		Interest (net of amount capitalized)*	(120,000)	(117,000)	40
41		Income taxes (net of refunds) *	(2,384,000)	(2,869,000)	41

\* Only applies if indirect method is adopted.

NOTES AND REMARKS

Non-cash capital investments accrued but not yet paid were \$100,000 and \$174,000 in 2015 and 2014, respectively.

Non-cash capital lease financings were \$13,000 and \$0 in 2015 and 2014, respectively.



**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	Amount (b)	Line No.
<b>CURRENT OPERATING ASSETS</b>				
1	Interline and Other Balances (705)	Schedule 200, line 5, column b	81,785	1
2	Customers (706)	Schedule 200, line 6, column b	981,947	2
3	Other (707)	Note A	62,388	3
4	<b>TOTAL CURRENT OPERATING ASSETS</b>	Line 1 + 2+ 3	1,126,120	4
<b>OPERATING REVENUE</b>				
5	Railway Operating Revenue	Schedule 210, line 13, column b	21,805,210	5
6	Rent Income	Note B	151,861	6
7	<b>TOTAL OPERATING REVENUES</b>	Lines 5 + 6	21,957,071	7
8	Average Daily Operating Revenues	Line 7 divided by 360 days	60,992	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 divided by line 8	18	9
10	Revenue Delay Days Plus Buffer	Line 9 + 15 days	33	10
<b>CURRENT OPERATING LIABILITIES</b>				
11	Interline and Other Balances (752)	Schedule 200, line 31, column b	26,931	11
12	Audited Accounts and Wages Payable (753)	Note A	161,127	12
13	Accounts Payable - Other (754)	Note A	41,052	13
14	Other Taxes Accrued (761.5)	Note A	474,438	14
15	<b>TOTAL CURRENT OPERATING LIABILITIES</b>	Sum of lines 11 to 14	703,548	15
<b>OPERATING EXPENSES</b>				
16	Railway Operating Expenses	Schedule 210, line 14, column b	13,838,390	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	2,089,792	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	11,900,459	18
19	Average Daily Expenditures	Line 18 divided by 360 days	33,057	19
20	Days of Operating Expenses in Current Operating Liabilities	Line 15 divided by line 19	21	20
21	Days of Working Capital Required	Line 10 - Line 20 (Note C)	12	21
22	Cash Working Capital Required	Line 21 x line 19	396,684	22
23	Cash and Temporary Cash Balance	Schedule 200, line 1 + line 2, column b	428,866	23
24	Cash Working Capital Allowed	Lesser line 22 and line 23	396,684	24
<b>MATERIALS AND SUPPLIES</b>				
25	Total Material and Supplies (712)	Note A	735,815	25
26	Scrap and Obsolete Material included in Acct. 712	Note A	1,200	26
27	Materials and Supplies held for Common Carrier Purposes	Line 25 - line 26	734,615	27
28	<b>TOTAL WORKING CAPITAL</b>	Line 24 + line 27	1,131,299	28

**NOTES:**

- (A) Use common carrier portion only. Common carrier refers to railway transportation service.
- (B) Rent Income is the sum of Schedule 410, column h, lines 121, 122, 123, 127, 128, 129, 133, 134, 135, 208, 210, 212, 227, 229, 231, 312, 314, and 316. Rent income is added to railway operating revenues to produce total revenues. Rent income is also added to total operating expenses to exclude the rent revenue items from operating expense.
- (C) If result is negative, use zero.

## NOTES AND REMARKS

Note to Schedule 310 on pages 26 - 29Lien References

- (A) All securities are pledged as security for the First Mortgage with Boatmen's National Bank of St. Louis, Trustee; also, under the General Mortgage, with Manufacturers Hanover Trust Company, Trustee.
- (B) Securities are deposited with the Trustees of the Mortgages as further assurance of performance of the Operating Agreements.
- (C) Companies Under Joint Control

<u>Company (UPRR Ownership)</u>	<u>Other Parties</u>	
Alameda Belt Line (50%)	BNSF (50%)	
Belt Railway of Chicago (8.33%)	NS (25.00%)	CSX (25.00%)
	BNSF (16.67%)	CN (16.67%)
	CP (8.33%)	
Brownsville & Matamoros Bridge Co. (50%)	Gobierno de Estados Unidos Mexicanos (50%)	
Grupo Ferroviario Mexicano (26%)	Mexican Consortium (74%)	
Helm Pacific Leasing (50%)	First Union Rail (50%)	
Houston Belt & Terminal Ry (50%)	BNSF (50%)	
Kansas City Terminal Ry Co. (41.67%)	BNSF (25.00%)	KCS (16.67%)
	CP (8.33%)	NS (8.33%)
Longview Switching Co (50%)	BNSF (50%)	
MT Properties, Inc. (42.1%)	BNSF (43.3%)	CP (14.6%)
Oakland Terminal Railway (50%)	BNSF (50%)	
Peoria and Pekin Union Railway (12.50%)	CN (46.86%)	NS (40.64%)
St. Joseph Terminal RR Co (50%)	BNSF (50%)	
Sunset Railway Co. (50%)	BNSF (50%)	
Terminal Railroad Association of St. Louis (42.84%)	BNSF (14.29%)	CN (14.29%)
	CSX (14.29%)	NS (14.29%)
TTX (36.79%)	BNSF (17.30%)	FXE (0.63%)
	CN (3.14%)	KCS (0.63%)
	CP (1.57%)	Pan Am (0.63%)
	CSX (19.65%)	NS (19.65%)
Wichita Union Terminal Railway Company (33.33%)	BNSF (66.67%)	

Wholly-owned companies that have a joint interest in subsidiaries

PTC-220 (Ekanet 14.29%)	BNSF (14.29%)	CN (14.29%)
	CP (14.29%)	CSX (14.29%)
	KCS (14.29%)	NS (14.29%)
MeteorComm (Ekanet 25%)	BNSF (25%)	NS (25%)
	CSX (25%)	

## GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A

1. Schedule 310 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated companies held by respondent at close of year. Also, disclose the investments made, disposed of, and written down during the year and the applicable dividends and interest credited to income as a result of those investments. They should exclude securities issued or assumed by respondent. For definitions 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 corporations, the symbols and industrial classifications to be 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 classed as noncarrier companies, even though the securities held by such companies are largely or entirely those issued or assumed by carriers.
7. By an active corporation is meant one which maintains an organization for operating property or administering its financial affairs. An inactive corporation is one which has been practically absorbed in a controlling corporation and which neither operates property nor administers its financial affairs; if it maintains an organization it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.
8. Combine in one 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.

**310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES**  
(Dollars in Thousands)

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, from accounts Nos. 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, giving 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	A1	VII	<b>STOCKS - CARRIERS ACTIVE</b>		1
2						2
3				Belt Railway of Chicago	8.3	3
4				Brownsville & Matamoros Bridge Co. (A)	50.0	4
5				Grupo Ferrovuario Mexicano	26.0	5
6				Houston's Belt & Terminal Ry. (A) (B)	50.0	6
7				Kansas City Terminal Ry. (A) (B)	41.7	7
8				Longview Switching Co.	50.0	8
9				MT Properties, Inc.	42.1	9
10				Terminal Railroad Association of St. Louis	42.8	10
11				TTX	36.8	11
12						12
13						13
14						14
15						15
16	721	A3		<b>STOCKS - NONCARRIERS - ACTIVE</b>		16
17						17
18			VI	Helm Pacific Leasing	50.0	18
19			X	PTC-220, LLC	14.3	19
20			X	MeteorComm, LLC	25.0	20
21			VI	AXA Financial Inc. (C)	0.0	21
22						22
23						23
24				<b>TOTAL CLASS A</b>		24
25						25
26						26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35

Kind of Industry in Column (c) is VII unless noted.  
 (A) (B) Lien references as described on page 24.  
 (C) Less than 1%.

Note: Companies under joint control are listed on pg. 24.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - (Continued)  
(Dollars in Thousands)

6. In any of the companies included in this schedule are controlled by respondent the percent of control should be shown in column (3). 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 Acct. 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								2
3	260			260				3
4	325			325				4
5	81,688			81,688				5
6	13			13				6
7	917			917				7
8	1			1				8
9	664			664				9
10	6			6				10
11	138,231			138,231				11
12								12
13								13
14								14
15								15
16								16
17								17
18	498			498				18
19	6,449	715		7,164				19
20	62,872	4,000		66,872				20
21	26			26				21
22								22
23								23
24	<b>291,950</b>	<b>4,715</b>	<b>0</b>	<b>296,665</b>				24
25								25
26								26
27								27
28								28
29								29
30								30
31								31
32								32
33								33
34								34
35								35

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.
37						37
38	721	D3		<b>UNSECURED NOTES - NONCARRIERS - ACTIVE</b>		38
39						39
40			X	Union Pacific Corporation - Net		40
41						41
42				<b>TOTAL CLASS D</b>		42
43						43
44						44
45	721	E1	VII	<b>INVESTMENT ADVANCES - CARRIERS - ACTIVE</b>		45
46						46
47						47
48				Houston Belt & Terminal Ry.		48
49				Kansas City Terminal Ry. Co.		49
50				Port Terminal Railroad Association		50
51				Wichita Terminal		51
52				Longview Switching		52
53				<b>TOTAL CLASS E</b>		53
54						54
55						55
56						56
57						57
58						58
59						59
60						60
61						61
62						62
63						63
64						64
65						65
66						66
67						67
68						68
69						69
70						70
71						71
72						72
73						73
74						74
75						75
76						76
77						77
78						78
79						79
80						80
81						81
82						82
83						83
84						84
85				<b>TOTAL ACCOUNT 721</b>		85

Kind of Industry in Column (c) is VII unless noted otherwise.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - (Concluded)  
(Dollars in Thousands)

Line No.	Investments and Advances				Disposed of: profit (loss) (j)	Adjustments Acct. 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)				
37								37
38								38
39								39
40	3,826,099	1,469,928		5,296,027				40
41								41
42	<b>3,826,099</b>	<b>1,469,928</b>	<b>0</b>	<b>5,296,027</b>				42
43								43
44								44
45								45
46								46
47								47
48	33,584	4,598		38,182				48
49	15,489	32		15,521				49
50	1,245	1,048		2,293				50
51	120	277		397				51
52	0	440		440				52
53	<b>50,438</b>	<b>6,395</b>	<b>0</b>	<b>56,833</b>				53
54								54
55								55
56								56
57								57
58								58
59								59
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75								75
76								76
77								77
78								78
79								79
80								80
81								81
82								82
83								83
84								84
85	<b>4,168,487</b>	<b>1,481,038</b>	<b>0</b>	<b>5,649,525</b>				85

**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 instructions 5-2, Uniform System of Accounts.)
3. Enter in column (d) the share of undistributed earnings (i.e., dividends) or losses.
4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition.
5. For definitions of "carrier" and "noncarrier," see general instructions.

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment 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.
	<b>CARRIERS: (List specifics for each company)</b>							
1	Belt Ry. of Chicago	438					438	1
2	Brownsville & Matamoros Bridge Co.	2,625					2,615	2
3	Grupo Ferrocarril Mexicano	317,895	(68,804)	47,710			296,801	3
4	Houston Belt & Terminal Rwy.	14,073		(4)			14,069	4
5	Kansas City Terminal Rwy.	(7,461)		170			(7,291)	5
6	MT Properties	986		100			1,086	6
7	Terminal RR Assn. of St. Louis	49,094	(1,222)	2,398			50,270	7
8	TTX	656,504	(2,570)	37,989			691,923	8
9	Sunset Railway	949		39			988	9
10								10
11								11
12	<b>TOTAL CARRIER</b>	<b>1,035,103</b>	<b>(72,596)</b>	<b>88,392</b>	<b>0</b>	<b>0</b>	<b>1,050,899</b>	12
13								13
14								14
15								15
16								16
	<b>NONCARRIER: (List specifics for each company)</b>							
17								17
18	Helm Pacific Leasing	38,095	107	3,309			41,511	18
19	PTC-220, LLC	734					734	19
20	MeteorComm, LLC	(26,207)		(9,418)			(35,625)	20
21	<b>TOTAL NONCARRIER</b>	<b>12,622</b>	<b>107</b>	<b>(6,109)</b>	<b>0</b>	<b>0</b>	<b>6,620</b>	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	<b>TOTAL EQUITY</b>	<b>1,047,725</b>	<b>(72,489)</b>	<b>82,283</b>	<b>0</b>	<b>0</b>	<b>1,057,519</b>	45



## INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330

1. Give particulars of balances at the beginning and close of the year and of all changes during the year in Account No. 731, "Road and Equipment Property" and Account No. 732, "Improvements on Leased Property" classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. The balances, by primary accounts, should, insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (g) should be the net of the amounts in columns (c) through (f). Column (h) is the aggregate of columns (b) through (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of Accounts 731 and 732 for the respective periods; if not, a full explanation should be made in a footnote.
2. In column (c), show disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, and for the extension of old lines, as provided for in Instruction 2-1, "Items to be charged" in the Uniform System of Accounts for Railroad Companies for such items.
3. In column (d), show the cost of a railway or portion thereof, acquired as an operating entity or system by purchase, merger, consolidation, reorganization, receivership sale or transfer, or otherwise.
4. Columns (c) and (e) should include all entries covering expenditures for additions and betterments, as defined, whether or not replacing other property.
5. All credits representing property sold, abandoned, or otherwise retires should be shown in column (f).
6. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in the column in which the item was initially included. Also, the transfer of prior years' debits or credits from investment in road and equipment to operating expenses or other accounts, or vice versa, should be included in the column applicable to current items of like nature. Each such transfer, adjustment, or clearance should be fully explained when in excess of \$100,000.
7. If during the year an individual charge of \$100,000 or more was made to Account No. 2, "Land for Transportation Purposes," state the cost, location, area, and other details which will identify the property in a footnote.
8. Report on line 29, amounts not included in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Board for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Board.
9. If during the year a segment of transportation property was acquired, state in a footnote the name of the vendor, the mileage acquired, and the date of acquisition, giving location and cost of the property to the respondent. Also furnish a statement of the amount included in each primary account representing such property acquired, referring to the column or columns in which the entries appear.
10. If an amount of less than \$5,000 is used as the minimum for additions and betterments to property investment accounts as provided for in Instruction 2-2 of the Uniform System of Accounts for Railroad Companies, state the amount used in a footnote.

## NOTES AND REMARKS

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

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	Expenditure during the Year for original road and equipment and road extensions (c)	Expenditures during the year for purchase of existing lines, lines reorganizations, etc. (d)	Line No.
1		(2) Land for transportation purposes	4,826,831			1
2		(3) Grading	3,092,824			2
3		(4) Other, right-of-way expenditures	101,168			3
4		(5) Tunnels and subways	356,060			4
5		(6) Bridges, trestles, and culverts	3,439,867			5
6		(7) Elevated structures	0			6
7		(8) Ties	9,102,127			7
8		(9) Rail and other track material	14,588,052			8
9		(11) Ballast	4,825,794			9
10		(13) Fences, snowsheds and signs	98,963			10
11		(16) Station and office buildings	929,120			11
12		(17) Roadway buildings	29,923			12
13		(18) Water stations	7,104			13
14		(19) Fuel stations	351,655			14
15		(20) Shops and enginehouses	536,501			15
16		(22) Storage warehouses	1,003			16
17		(23) Wharves and docks	38,344			17
18		(24) Coal and ore wharves	1,035			18
19		(25) TOFC/COFC terminals	1,021,338			19
20		(26) Communication systems	565,611			20
21		(27) Signals and interlockers	3,955,548			21
22		(29) Power plants	0			22
23		(31) Power-transmission systems	156,843			23
24		(35) Miscellaneous structures	20,134			24
25		(37) Roadway machines	697,214			25
26		(39) Public improvements-construction	930,802			26
27		(44) Shop machinery	192,820			27
28		(45) Power-plant machinery	0			28
29		Other lease/rentals	0			29
30		TOTAL EXPENDITURES FOR ROAD	49,866,681	0	0	30
31		(52) Locomotives	8,276,294			31
32		(53) Freight train cars	2,110,855			32
33		(54) Passenger train cars	0			33
34		(55) Highway revenue equipment	458,549			34
35		(56) Floating equipment	0			35
36		(57) Work equipment	181,985			36
37		(58) Miscellaneous equipment	43,851			37
38		(59) Computer systems and word processing equipment	837,155			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	11,908,689	0	0	39
40		(76) Interest during construction	43,282			40
41		(80) Other elements of investment	0			41
42		(90) Construction work in progress	988,760			42
43		GRAND TOTAL	62,807,412	0	0	43

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT - Concluded  
(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		49,152	45,778	3,374	4,830,205	1
2		74,264	26,280	47,984	3,140,808	2
3		8,906	618	8,288	109,456	3
4		558	2,686	(2,128)	353,932	4
5		199,400	35,968	163,432	3,603,299	5
6		0	0	0	0	6
7		500,189	162,875	337,314	9,439,441	7
8		872,626	224,982	647,644	15,235,696	8
9		258,658	60,492	198,166	5,023,960	9
10		14,480	1,132	13,348	112,311	10
11		46,401	28,845	17,556	946,676	11
12		1,376	326	1,050	30,973	12
13		1	(142)	143	7,247	13
14		8,680	2,173	6,507	358,162	14
15		6,739	93	6,646	543,147	15
16		0	0	0	1,003	16
17		10,068	0	10,068	48,412	17
18		0	61	(61)	974	18
19		120,411	1,730	118,681	1,140,019	19
20		101,529	14,725	86,804	652,415	20
21		400,472	174,706	225,766	4,181,314	21
22		0	0	0	0	22
23		31,154	1,031	30,123	186,966	23
24		0	(1)	1	20,135	24
25		47,102	25,047	22,055	719,269	25
26		48,142	8,692	39,450	970,252	26
27		13,332	2,535	10,797	203,617	27
28		0	0	0	0	28
29		0	0	0	0	29
30		2,813,640	820,632	1,993,008	51,859,689	30
31		1,390,678	639,712	750,966	9,027,260	31
32		161,244	73,971	87,273	2,198,128	32
33		0	0	0	0	33
34		158,303	11,540	146,763	605,312	34
35		0	0	0	0	35
36		6,965	4,813	2,152	184,137	36
37		63,678	274	63,404	107,255	37
38		111,862	66,554	45,308	882,463	38
39		1,892,730	796,864	1,095,866	13,004,555	39
40		0	10	(10)	43,272	40
41		0	0	0	0	41
42		261,379	227	261,152	1,249,912	42
43		4,967,749	1,617,733	3,350,016	66,157,428	43

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

(Dollars in Thousands)

- Show in columns (b) and (e), for each primary account, the depreciation base used to compute depreciation charges for the month of January, and in columns (c) and (f), the depreciation charges for the month of December. In columns (d) and (g) show the composite rates used in computing depreciation charges for December, and on lines 30 and 39 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December, and dividing that total by the total depreciation base for the same month. The depreciation base should not include cost of equipment used, but not owned, when the rents are included in rent for equipment and account nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include cost of equipment owned and leased to others when the rents there from 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.
- All leased property may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.
- Show in columns (e), (f), and (g) data applicable to lessor property, when the rent therefore is included in accounts nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.
- If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for discontinuance of accruals should be shown in a footnote, indicating the effected account(s).
- 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	3,091,917	3,135,559	1.16				1
2	(4) Other right-of-way expenditures	101,110	109,087	2.38				2
3	(5) Tunnels and subways	356,060	353,844	0.85				3
4	(6) Bridges, trestles and culverts	3,438,534	3,597,587	1.41				4
5	(7) Elevated structures	0	0	0.00				5
6	(8) Ties	9,092,027	9,415,007	4.07				6
7	(9) Rail and other track material	14,560,039	15,207,541	3.24				7
8	(11) Ballast	4,819,505	5,010,384	2.94				8
9	(13) Fences, snowsheds and signs	98,586	111,866	1.82				9
10	(16) Station and office buildings	923,207	941,550	3.38				10
11	(17) Roadway buildings	29,923	30,845	2.83				11
12	(18) Water stations	7,104	7,235	2.63				12
13	(19) Fuel stations	351,656	358,099	2.86				13
14	(20) Shops and enginehouses	536,456	542,659	2.13				14
15	(22) Storage warehouses	1,002	1,002	2.00				15
16	(23) Wharves and docks	38,344	48,081	3.03				16
17	(24) Coal and ore wharves	1,035	979	2.56				17
18	(25) TOFC/COFC terminals	1,018,643	1,136,465	2.56				18
19	(26) Communications systems	561,337	643,011	3.45				19
20	(27) Signals and interlockers	3,935,899	4,161,287	3.85				20
21	(29) Power plants	0	0	0.00				21
22	(31) Power transmission systems	156,732	185,104	2.27				22
23	(35) Miscellaneous structures	20,134	20,135	2.33				23
24	(37) Roadway machines	697,214	708,086	5.94				24
25	(39) Public improvements - construction	929,618	966,957	2.33				25
26	(44) Shop machinery	192,036	203,052	3.27				26
27	(45) Power plant machinery	0	0	0				27
28	All other road accounts	0	0	0				28
29	Amortization (other than def. projects)	0	0	0				29
30	TOTAL ROAD	44,958,118	46,895,422	3.19				30
	EQUIPMENT							
31	(52) Locomotives	8,254,312	8,612,927	5.74				31
32	(53) Freight train cars	2,101,747	2,195,155	3.52				32
33	(54) Passenger train cars	0	0	0.00				33
34	(55) Highway revenue equipment	458,564	598,318	6.13				34
35	(56) Floating equipment	0	0	0.00				35
36	(57) Work equipment	181,851	184,096	3.19				36
37	(58) Miscellaneous equipment	43,851	105,658	3.78				37
38	(59) Computer systems & WP equipment	830,752	877,359	12.65				38
39	TOTAL EQUIPMENT	11,871,077	12,573,513	5.78				39
40	GRAND TOTAL	56,829,195	59,468,935	N/A			N/A	40

Note: New Equipment depreciation rates were authorized by the Surface Transportation Board effective January 1, 2015.

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

1. Disclose the required information regarding credits and debits to Account No. 735, "Accumulated Depreciation: Road and Equipment Property," during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and "Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" accounts and Other Rents - Debit - Equipment accounts. (See Schedule 351 for accumulated depreciation to road and equipment owned and leased to others.)
2. If any data are included in columns (d) or (f), explain the entries in detail.
3. A debit balance in columns (b) or (g) for any primary account should be designated "Dr."
4. If there is any inconsistency between credits to reserves as shown in column (c) and charges to operating expenses, a full explanation should be given.
5. Enter amounts representing amortization under an authorized amortization 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)		
<b>ROAD</b>									
1		(3) Grading	451,740	46,443	0	26,235	0	471,948	1
2		(4) Other right-of-way expenditures	30,728	2,326	0	617	0	32,437	2
3		(5) Tunnels and subways	36,905	3,992	0	2,686	0	38,211	3
4		(6) Bridges, trestles and culverts	422,020	71,108	0	35,908	0	457,220	4
5		(7) Elevated structures	0	0	0	0	0	0	5
6		(8) Ties	3,632,798	403,848	0	231,504	0	3,805,142	6
7		(9) Rail and other track material	5,942,899	443,627	0	242,103	0	6,144,423	7
8		(11) Ballast	1,227,853	147,333	0	60,452	0	1,314,734	8
9		(13) Fences, snowsheds and signs	19,629	2,054	0	1,123	0	20,560	9
10		(16) Station and office buildings	206,093	29,717	0	18,134	0	217,676	10
11		(17) Roadway buildings	18,285	583	0	326	0	18,542	11
12		(18) Water stations	5,923	17	0	(145)	0	6,085	12
13		(19) Fuel stations	93,304	9,840	0	2,173	0	100,971	13
14		(20) Shops and enginehouses	203,440	9,559	0	82	0	212,917	14
15		(22) Storage warehouses	451	12	0	(6)	0	469	15
16		(23) Wharves and docks	18,784	686	0	(376)	0	19,846	16
17		(24) Coal and ore wharves	511	103	0	61	0	553	17
18		(25) TOFC/COFC terminals	301,105	25,552	0	1,798	0	324,859	18
19		(26) Communications systems	155,101	21,670	0	14,704	0	162,067	19
20		(27) Signals and interlockers	299,759	183,199	0	174,681	0	308,277	20
21		(29) Power plants	0	0	0	0	0	0	21
22		(31) Power transmission systems	24,649	3,984	0	1,024	0	27,609	22
23		(35) Miscellaneous structures	9,758	432	0	(22)	0	10,212	23
24		(37) Roadway machines <sup>1/</sup>	263,502	20,783	0	430	0	283,855	24
25		(39) Public improvements - const.	213,808	21,886	0	8,682	0	227,012	25
26		(44) Shop machinery <sup>1/</sup>	76,405	5,044	0	1,514	0	79,935	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		<b>TOTAL ROAD</b>	<b>13,655,450</b>	<b>1,453,798</b>	<b>0</b>	<b>823,688</b>	<b>0</b>	<b>14,285,560</b>	<b>30</b>
<b>EQUIPMENT</b>									
31		(52) Locomotives <sup>1/</sup>	3,691,718	430,571	0	396,999	0	3,725,290	31
32		(53) Freight train cars	964,780	56,916	0	63,022	0	958,674	32
33		(54) Passenger train cars	0	0	0	0	0	0	33
34		(55) Highway revenue equipment	110,575	34,381	0	5,498	0	139,458	34
35		(56) Floating equipment	0	0	0	0	0	0	35
36		(57) Work equipment <sup>1/</sup>	42,894	5,272	0	1,372	0	46,794	36
37		(58) Miscellaneous equipment	1,528	3,410	0	230	0	4,708	37
38		(59) Computer systems & WP equip.	298,867	105,444	0	64,565	0	339,746	38
39		Amortization Adjustments	0	0	0	0	0	0	39
40		<b>TOTAL EQUIPMENT</b>	<b>5,110,362</b>	<b>635,994</b>	<b>0</b>	<b>531,686</b>	<b>0</b>	<b>5,214,670</b>	<b>40</b>
41		<b>GRAND TOTAL</b>	<b>18,765,812</b>	<b>2,089,792</b>	<b>0</b>	<b>1,355,374</b>	<b>0</b>	<b>19,500,230</b>	<b>41</b>

<sup>1/</sup> Column (c) includes a reduction for costs charged to capital projects.

**339. ACCRUED LIABILITY -- LEASED PROPERTY**  
(Dollars in Thousands)

1. Disclose the required information relating to credits and debits of Account 772, "Accrued Liability Leased Property," during the year concerning road and equipment leased from others.
2. In column (c), enter amounts charged to operating expenses; in column (e), enter debits to account arising from retirements; in column (f), enter amounts paid to lessor.
3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.
4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.
5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to Account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses, and in column (f) show payments made to the lessor in settlement thereof.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		<b>ROAD</b>							
1		(3) Grading							1
2		(4) Other, right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snow sheds, and signs							9
10		(16) Station and office buildings			Not Applicable				10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel Stations							13
14		(20) Shops and enginehouse							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements-Construction							25
26		(44) Shop machinery*							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		Amortization (Adjustments)							29
30		TOTAL ROAD							30
		<b>EQUIPMENT</b>							
31		(52) Locomotives							31
32		(53) Freight-train cars							32
33		(54) Passenger-train cars							33
34		(55) Highway revenue equipment							34
35		(56) Floating equipment							35
36		(57) Work equipment							36
37		(58) Miscellaneous equipment							37
38		(59) Computer systems and word processing equipment							38
39		Amortization (Adjustments)							39
40		TOTAL EQUIPMENT							40
41		GRAND TOTAL							41

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

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

1. Show in column (b) for each primary account the depreciation base used in computing the depreciation charges for the month of January, and in column (c) show the depreciation base used in computing the depreciation charges for the month of December, in column (d) show the composite rates used to compute depreciation charges for December, and on lines 30 and 40 of these columns show the composite percentage of all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. This schedule should include only improvements to leased property charged to Account 732, "Improvements on Leased Property." The composite rates used should be those prescribed or authorized by the Board, except that where the 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 improvements to leased properties may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.
3. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) affected.
4. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 41, Grand Total, should be completed.

Line No.	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No.
		At beginning of year (b)	At close of year (c)		
	<b>ROAD</b>				
1	(3) Grading				1
2	(4) Other, right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles, and culverts				4
5	(7) Elevated structures				5
6	(8) Ties				6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings				10
11	(17) Roadway buildings		Not Applicable		11
12	(18) Water stations				12
13	(19) Fuel Stations				13
14	(20) Shops and enginehouse				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements-Construction				25
26	(44) Shop machinery*				26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	Amortization (Adjustments)				29
30	<b>TOTAL ROAD</b>				30
	<b>EQUIPMENT</b>				
31	(52) Locomotives				31
32	(53) Freight-train cars				32
33	(54) Passenger-train cars				33
34	(55) Highway revenue equipment				34
35	(56) Floating equipment				35
36	(57) Work equipment				36
37	(58) Miscellaneous equipment				37
38	(59) Computer systems and word processing equipment				38
39	Amortization Adjustments				39
40	<b>TOTAL EQUIPMENT</b>				40
41	<b>GRAND TOTAL</b>				41

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

**342. ACCUMULATED DEPRECIATION -- IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS**  
(Dollars in Thousands)

1. Enter the required information concerning debits and credits to Account 733, "Accumulated Depreciation -- Improvements on Leased Property," during the year relating to improvements made to road and equipment property leased from others, the depreciation charges for which are included in operating expenses of the respondent.
2. If any entries are made for column (d) "Other credits" or column (f) "Other debits," state the facts occasioning such entries on page 39. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."
3. Any inconsistency between 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. Details 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 ACCOUNTS During the Year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No.		
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)				
		<b>ROAD</b>									
1		(3) Grading							1		
2		(4) Other, right-of-way expenditures							2		
3		(5) Tunnels and subways							3		
4		(6) Bridges, trestles, and culverts							4		
5		(7) Elevated structures							5		
6		(8) Ties		Not Applicable					6		
7		(9) Rail and other track material									7
8		(11) Ballast									8
9		(13) Fences, snow sheds, and signs									9
10		(16) Station and office buildings							10		
11		(17) Roadway buildings							11		
12		(18) Water stations							12		
13		(19) Fuel Stations							13		
14		(20) Shops and enginehouse							14		
15		(22) Storage warehouses							15		
16		(23) Wharves and docks							16		
17		(24) Coal and ore wharves							17		
18		(25) TOFC/COFC terminals							18		
19		(26) Communication systems							19		
20		(27) Signals and interlockers							20		
21		(29) Power plants							21		
22		(31) Power-transmission systems							22		
23		(35) Miscellaneous structures							23		
24		(37) Roadway machines							24		
25		(39) Public improvements-Construction							25		
26		(44) Shop machinery*							26		
27		(45) Power-plant machinery							27		
28		All other road accounts							28		
29		<b>TOTAL ROAD</b>							29		
		<b>EQUIPMENT</b>									
30		(52) Locomotives							30		
31		(53) Freight-train cars							31		
32		(54) Passenger-train cars							32		
33		(55) Highway revenue equipment							33		
34		(56) Floating equipment							34		
35		(57) Work equipment							35		
36		(58) Miscellaneous equipment							36		
37		(59) Computer systems & WP equip.							37		
38		<b>TOTAL EQUIPMENT</b>							38		
39		<b>GRAND TOTAL</b>							39		

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



**NOTES AND REMARKS**Notes Referring to Schedule 352A, page 42:

- 1/ Actual value not known. Amounts reported in lieu of actual value represent results of capitalizing rentals at 6 percent.
- 2/ Amounts of depreciation and amortization accrued are not known.
- 3/ As inventoried by ICC as of 12/31/1928, and reported in Land Report dated 3/31/1930, Engineering Report dated 5/09/1931. Includes estimated value based on capitalization of rentals at 6 percent.
- 4/ No depreciation reserve is maintained by respondent or by Moffat Tunnel Improvement District.

Notes Referring to Schedule 352B, page 43:

- 1/ Amounts on Schedule 352B, Column (c) represents St. Joseph and Grand Island Railway Company, which is included in the respondent's investments in property reported on line 1, column (d) of Schedule 352A.
- 2/ Amounts on Schedule 352B, Columns (b) and (c), exclude adjustments to Investment For Property Leased To or From Others, for which the "Actual Value is not Known." These items are shown on Schedule 352A as 1/ "Actual Value Not Known." Amounts so reported on Schedule 352A represent results of capitalizing annual rental at 6 percent.

**350. DEPRECIATION BASE AND RATES -- ROAD AND EQUIPMENT LEASED TO OTHERS**  
(Dollars in Thousands)

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in Accounts 32-11-00, 32-12-00,32-13-00, 32-21-00, 32-22,00, and 32-23-00.
2. Show in columns (b) and (c), for each primary account, the depreciation base used in computing the depreciation for the months of January and December, respectively, with respect to road and equipment owned by the respondent but leased to others, the depreciation charges for which are not includible in operating expenses of the respondent, but for which the depreciation reserve is recorded in the accounts of the respondent. If the base for road is other than the original cost or estimated original cost as found by the Board's Office of Economic and Environmental Analysis, brought to a current date by the respondent from its Order No. 3 records and accounts, or is other than ledger value for equipment, a full explanation should be given.
3. In column (d) show the composite rates used to compute the depreciation for the month of December and on lines 29 and 38 of this column show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary accounts composite rates to the depreciation base used to compute the depreciation for December and dividing the total also computed by the depreciation base.
4. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) affected.
5. Disclosures in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased to others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

Line No.	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No.
		At beginning of year (b)	At close of year (c)		
	<b>ROAD</b>				
1	(3) Grading				1
2	(4) Other, right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles, and culverts				4
5	(7) Elevated structures				5
6	(8) Ties				6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings				10
11	(17) Roadway buildings				11
12	(18) Water stations				12
13	(19) Fuel Stations				13
14	(20) Shops and enginehouses				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements-Construction				25
26	(44) Shop machinery				26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	<b>TOTAL ROAD</b>				29
	<b>EQUIPMENT</b>				
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	<b>TOTAL EQUIPMENT</b>				38
39	<b>GRAND TOTAL</b>				39

**351. ACCUMULATED DEPRECIATION -- ROAD AND EQUIPMENT LEASED TO OTHERS**  
(Dollars in Thousands)

1. This schedule is to be used in cases where the depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in Accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.
2. Disclose credits and debits to Account 735, "Accumulated Depreciation -- Road and Equipment Property," during the year relating to road and equipment leased to others, the depreciation charges for which are not includible in operating expenses of the respondent. (See Schedule 330 for the reserve relating to road and equipment owned and used by the respondent).
3. If any entries are made for "Other credits" and "Other debits," state the facts occasioning such entries. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."
4. Disclosures in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased to others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No.
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
	<b>ROAD</b>							
1	(3) Grading							1
2	(4) Other, right-of-way expenditures							2
3	(5) Tunnels and subways							3
4	(6) Bridges, trestles, and culverts							4
5	(7) Elevated structures			Not Applicable				5
6	(8) Ties							6
7	(9) Rail and other track material							7
8	(11) Ballast							8
9	(13) Fences, snow sheds, and signs							9
10	(16) Station and office buildings							10
11	(17) Roadway buildings							11
12	(18) Water stations							12
13	(19) Fuel Stations							13
14	(20) Shops and enginehouse							14
15	(22) Storage warehouses							15
16	(23) Wharves and docks							16
17	(24) Coal and ore wharves							17
18	(25) TOFC/COFC terminals							18
19	(26) Communication systems							19
20	(27) Signals and interlockers							20
21	(29) Power plants							21
22	(31) Power-transmission systems							22
23	(35) Miscellaneous structures							23
24	(37) Roadway machines							24
25	(39) Public improvements-Construction							25
26	(44) Shop machinery*							26
27	(45) Power-plant machinery							27
28	All other road accounts							28
29	<b>TOTAL ROAD</b>							29
	<b>EQUIPMENT</b>							
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	<b>TOTAL EQUIPMENT</b>							38
39	<b>GRAND TOTAL</b>							39

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

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

1. Disclose the investment in railway property used in transportation service at the close of the year. This investment represents the aggregate of property owned or leased by respondent and used in respondent's transportation service. Such property includes (a) investment reported in Accounts 731, "Road and Equipment Property" and 732, "improvements on Leased Property" of respondent, less any 731 or 732 property leased to others for their exclusive use of road, track, or bridges (including equipment or other railway property covered by the contract). Equipment leased to others under separate distinct contracts shall not be deducted from respondent's 731 or 732 property, and (b) the investment of other companies' 731 or 732 property (including operating and lessor railroads) used by respondent when the lease is for exclusive use or control of roads, tracks, or bridges (including equipment or other railway property covered by the contract). This excludes 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 or "O" for other leased properties.
3. In columns (a) to (e), inclusive, first show the data requested for respondent (R); next show data for companies whose entire properties are used in transportation service of the respondent, divided between lessor (L) and proprietary (P) companies; followed by data for companies and others (O), portions of whose property are used in transportation service of respondent. Show a total for each class of company in columns (d) and (e). Then show, as deductions, data for transportation property leased to carriers and others.
4. In column (c), line-haul carriers report the miles of road used in line-haul service. Report miles in whole numbers.
5. In column (d), show the amount applicable to Accounts 731 and 732 on the books of companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to deductions made by the owners in their reports. If separate value is not available, an explanation should be provided. Differences between amounts shown in column (d) of this schedule and column (c), line 24, on the asset side of the general balance sheet of each individual railway should be explained in a footnote. Book values included in Accounts 731 and 732 of the owner should be reported in column (d) in reference to the investment of respondent in securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6% or otherwise) value of property of private owners, or portions of property of other carriers, should be explained.
6. In column (e), show the amount of depreciation and amortization accrued as of the close of the year in Accounts 733, 734, 735, 736, and 772, that is applicable to the property of the carriers whose names are listed in column (b), regardless of where reserves therefor are recorded.

Line No.	Class (See Ins. 2) (a)	Name of Company (b)	Miles of road used (See Ins. 4) (whole number) (c)	Investments in property (See Ins. 5) (d)	Depreciation and amortization of defense projects (See Ins. 6) (e)	Line No.
1	R	Union Pacific Railroad	26,046	\$66,157,428	\$19,500,230	1
2						2
3		<b>Add - Leased From Others</b>				3
4						4
5	O	U.S. Government - Sable to Bunell, CO used under contract	1			5
6	O	City of Kansas City, KS - Tracks		1/ 244 2/		6
7	O	General Motors		1/ 11 2/		7
8	O	Louisville & Nashville RR Co., -SCL		16 2/		8
9	O	New Orleans Public Belt Railroad Co.		36 2/		9
10	O	Port of Corpus Christi		1/ 581 2/		10
11	O	Greater Baton Rouge Port Commission		1/ 2,960 2/		11
12	O	Lake Charles Harbor & Terminal District		1/ 104 2/		12
13	O	Port of Beaumont		1/ 419 2/		13
14	O	City and County of San Francisco (Formerly Ocean Shore Railway) yard switching tracks		34 2/		14
15						15
16	O	Medford Corp, Medford, Oregon-Way switching tracks		40 2/		16
17	O	Nueces County Navigation Dist. No. 1 Terminal Properties Corpus Christi, TX		581 2/		17
18						18
19	O	Moffat Tunnel Improvement District	9	3/ 11,435 4/		19
20						20
21						21
22						22
23		Total Leased From Others	10	16,461	0	23
24						24
25		<b>Deduct - Leased to Others:</b>				25
26						26
27	O	Houston Belt & Terminal Rwy. Co.	3	1/ 3,798 2/	0	27
28						28
29						29
30		Net Additions	7	12,663	0	30
31		<b>TOTAL</b>	<b>26,053</b>	<b>\$66,170,091</b>	<b>\$19,500,230</b>	<b>31</b>

See notes on page 39.

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

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

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

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

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

Line No.	Cross Check	Account (a)	Respondent (b)	1/ Lessor Railroads (c)	Inactive (proprietary companies) (d)	Other Leased Properties (e)	Line No.
1	(2)	Land for transportation purposes	\$4,826,139	\$4,066		\$16	1
2	(3)	Grading	3,134,235	6,573		108	2
3	(4)	Other, right-of-way expenditures	109,228	228			3
4	(5)	Tunnels and subways	353,932	0		8,593	4
5	(6)	Bridges, trestles, and culverts	3,594,303	8,996		72	5
6	(7)	Elevated structures	0	0			6
7	(8)	Ties	9,428,624	10,817		793	7
8	(9)	Rail and other track material	15,198,139	37,557		48	8
9	(11)	Ballast	5,011,284	12,676		324	9
10	(13)	Fences, snowsheds and signs	112,006	305		5	10
11	(16)	Station and office buildings	945,992	684		19	11
12	(17)	Roadway buildings	30,921	52		38	12
13	(18)	Water stations	7,238	9			13
14	(19)	Fuel stations	358,153	9			14
15	(20)	Shops and enginehouses	543,092	55			15
16	(22)	Storage warehouses	1,003	0			16
17	(23)	Wharves and docks	48,412	0			17
18	(24)	Coal and ore wharves	974	0			18
19	(25)	TOFC/COFC terminals	1,138,100	1,919			19
20	(26)	Communication systems	652,045	370			20
21	(27)	Signals and interlockers	4,174,966	6,348		78	21
22	(29)	Power plants	0	0			22
23	(31)	Power transmission systems	186,947	19			23
24	(35)	Miscellaneous structures	20,084	51			24
25	(37)	Roadway machines	719,265	4			25
26	(39)	Public improvements-construction	969,317	935		612	26
27	(44)	Shop machinery	203,617	0			27
28	(45)	Power-plant machinery	0	0			28
29		Leased property capitalized rentals (explain)	0	0		2/ 950	29
30		Other (specify and explain)	0	0			30
31		TOTAL ROAD	51,768,016	91,673		11,656	31
32	(52)	Locomotives	9,027,260	0			32
33	(53)	Freight-train cars	2,198,128	0			33
34	(54)	Passenger-train cars	0	0			34
35	(55)	Highway revenue equipment	605,312	0			35
36	(56)	Floating equipment	0	0			36
37	(57)	Work equipment	184,137	0			37
38	(58)	Miscellaneous equipment	107,254	1			38
39	(59)	Computer systems & WP equipment	882,463	0			39
40		TOTAL EQUIPMENT	13,004,554	1			40
41	(76)	Interest during construction	42,640	632		1,007	41
42	(80)	Other elements of investment	0	0			42
43	(90)	Construction work in progress	1,249,912	0			43
44		GRAND TOTAL	\$66,065,122	\$92,306		\$12,663	44

See note on page 39.

## INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

## Cross-checks

**Schedule 410**

Line 620, column (h) =  
 Line 620, column (f) =  
 Line 620, column (g) =

Line 136 thru 138 column (f) =  
 Line 118 thru 123, and 130 thru 135  
 column (f) =

Line 231, column (f) =

Line 230, column (f) =

Lines 207, 208, 211, 212, columns (f) =

Lines 226, 227, column (f) =

Lines 311, 312, 315, 316, column (f) =

Line 213, column (f) =

Line 232, column (f) =  
 Line 317, column (f) =

Lines 202, 203, 216, column (f) (equal  
 to or greater than, but variance cannot  
 exceed line 216, column (f))

Lines 221, 222, 235, column (f) (equal  
 to or greater than, but variance cannot  
 exceed line 235, column (f))

Lines 302 thru 307 and 320, column (f) (equal  
 to or greater than, but variance cannot  
 exceed line 320, column (f))

Line 507, column (f) =  
 Line 508, column (f) =  
 Line 509, column (f) =  
 Line 510, column (f) =  
 Line 511, column (f) =  
 Line 512, column (f) =  
 Line 513, column (f) =  
 Line 514, column (f) =  
 Line 515, column (f) =  
 Line 516, column (f) =  
 Line 517, column (f) =

**Schedule 450**

Line 4, column (b) =

**Schedule 210**

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

**Schedule 412**

Line 29, column (b)  
 Line 29, column (c)

**Schedule 414**

Line 19, columns (b) thru (d)

Line 19, columns (e) thru (g)

**Schedule 415**

Lines 5, 38, column (f)

Lines 24, 39, 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**

Lines 5, 38, columns (c) and (d)

Lines 24, 39, columns (c) and (d)  
 Lines 32, 35, 36, 37, 40, 41, columns (c) and (d)

Lines 5, 38, column (b)

Lines 24, 39, column (b)

Lines 32, 35, 36, 37, 40, 41, column (b)

**Schedule 417**

Line 1, column (j)  
 Line 2, column (j)  
 Line 3, column (j)  
 Line 4, column (j)  
 Line 5, column (j)  
 Line 6, column (j)  
 Line 7, column (j)  
 Line 8, column (j)  
 Line 9, column (j)  
 Line 10, column (j)  
 Line 11, column (j)

**Schedule 210**

Line 47, column (b)

410. RAILWAY OPERATING EXPENSES  
(Dollars in Thousands)

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

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
1		WAY AND STRUCTURES ADMINISTRATION Track	21,531	1,098	5,639	1,212	29,480	1,896	31,376	1
2		Bridge & Building	3,213	557	504	942	5,216	1,651	6,867	2
3		Signal	18,117	9,718	5,855	2,294	35,984	1,426	37,410	3
4		Communication	1,214	113	866	371	2,564	268	2,832	4
5		Other	6,027	440	2,795	1,594	10,856	1,345	12,201	5
6		REPAIR AND MAINTENANCE Roadway - Running	22,120	1,249	42,126	38	65,533	2,443	67,976	6
7		Roadway - Switching	8,015	567	14,016	13	22,611	0	22,611	7
8		Tunnels and Subways - Running	5	0	7,195	0	7,200	35	7,235	8
9		Tunnels and Subways - Switching	2	0	2,402	0	2,404	0	2,404	9
10		Bridges - Culverts - Running	18,000	5,541	449	1,763	25,753	679	26,432	10
11		Bridges - Culverts - Switching	6,173	1,864	149	584	8,770	0	8,770	11
12		Ties - Running	8,133	4,639	158	2,366	15,296	210	15,506	12
13		Ties - Switching	2,730	1,578	53	787	5,148	0	5,148	13
14		Rail & Other Track Material - Running	123,642	22,187	42,702	6,846	195,377	4,978	200,355	14
15		Rail & Other Track Material - Switching	42,431	7,500	3,240	2,271	55,442	11	55,453	15
16		Ballast - Running	21,785	1,077	4,941	0	27,803	2	27,805	16
17		Ballast - Switching	7,238	358	1,644	0	9,240	0	9,240	17
18		Road Property Damaged - Running	1,633	0	0	0	1,633	113	1,746	18
19		Road Property Damaged - Switching	576	0	0	0	576	5	581	19
20		Road Property Damaged - Other	136	0	35	0	171	0	171	20
21		Signal & Interlockers-Running	64,662	11,485	8,923	1,429	86,499	5,854	92,353	21
22		Signal & Interlockers-Switching	22,689	4,096	3,322	540	30,647	0	30,647	22
23		Communications Systems	24,969	7,444	2,520	1,800	36,733	121	36,854	23
24		Power Systems	2,676	0	0	0	2,676	868	3,544	24
25		Highway Grade Crossing - Running	14,298	181	3,257	0	17,736	621	18,357	25
26		Highway Grade Crossing - Switching	0	0	0	0	0	0	0	26
27		Station & Office Buildings	4,322	6,627	33,474	72	44,495	3,627	48,122	27
28		Shop Buildings - Locomotives	21,087	0	2,219	0	23,306	400	23,706	28
29		Shop Buildings - Freight Cars	45	0	564	0	609	0	609	29
30		Shop Buildings - Other Equipment	0	6,733	47	0	6,780	72	6,852	30

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

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

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
101		REPAIR AND MAINTENANCE - (Continued)								
		Locomotive Servicing Facilities	801	602	2,752	94	4,249	151	4,400	101
102		Miscellaneous Buildings & Structures	1,757	647	742	11	3,157	384	3,541	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	0	0	24,202	0	24,202	0	24,202	106
107		Motor Vehicle Loading & Distribution Facilities	0	0	0	0	0	0	0	107
108		Facilities for Other Specialized Service Operations	0	0	0	0	0	0	0	108
109		Roadway Machines	5,356	7,821	396	1,242	14,815	1,423	16,238	109
110		Small Tools and Supplies	0	0	0	0	0	0	0	110
111		Snow Removal	845	3,212	7,675	0	11,732	2,293	14,025	111
112		Fringe Benefits - Running	0	0	0	122,613	122,613	7,338	129,951	112
113		Fringe Benefits - Switching	0	0	0	36,899	36,899	484	37,383	113
114		Fringe Benefits - Other	0	0	0	61,329	61,329	933	62,262	114
115		Casualties & Insurance - Running	0	0	0	13,106	13,106	12	13,118	115
116		Casualties & Insurance - Switching	0	0	0	4,303	4,303	0	4,303	116
117		Casualties & Insurance - Other	0	0	0	3,101	3,101	0	3,101	117
118		Lease Rentals - Debit - Running	0	0	20	0	20	0	20	118
119		Lease Rentals - Debit - Switching	0	0	0	0	0	0	0	119
120		Lease Rentals - Debit - Other	0	0	32,127	0	32,127	445	32,572	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	33,908	0	33,908	0	33,908	124
125		Joint Facility Rent - Debit - Switching	0	0	1,520	0	1,520	0	1,520	125
126		Joint Facility Rent - Debit - Other	0	0	188	0	188	0	188	126
127		Joint Facility Rent - (Credit) - Running	0	0	(9,169)	0	(9,169)	0	(9,169)	127
128		Joint Facility Rent - (Credit) - Switching	0	0	(355)	0	(355)	0	(355)	128
129		Joint Facility Rent - (Credit) - Other	0	0	(802)	0	(802)	0	(802)	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	0	0	0	0	0	133



410. RAILWAY OPERATING EXPENSES - Continued  
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134		REPAIR AND MAINTENANCE - (Continued)								
		Other Rents - (Credit) - Switching	N/A	N/A	0	N/A	0	0	0	134
135		Other Rents - (Credit) - Other	N/A	N/A	0	N/A	0	0	0	135
136		Depreciation - Running	N/A	N/A	N/A	1,010,621	1,010,621	2,061	1,012,682	136
137		Depreciation - Switching	N/A	N/A	N/A	336,573	336,573	0	336,573	137
138		Depreciation - Other	N/A	N/A	N/A	99,499	99,499	0	99,499	138
139		Joint Facility - Debit - Running	N/A	N/A	107,419	N/A	107,419	135	107,554	139
140		Joint Facility - Debit - Switching	N/A	N/A	9,606	N/A	9,606	0	9,606	140
141		Joint Facility - Debit - Other	N/A	N/A	557	N/A	557	0	557	141
142		Joint Facility - (Credit) - Running	N/A	N/A	(28,343)	N/A	(28,343)	0	(28,343)	142
143		Joint Facility - (Credit) - Switching	N/A	N/A	(284)	N/A	(284)	0	(284)	143
144		Joint Facility - (Credit) - Other	N/A	N/A	(38)	N/A	(38)	0	(38)	144
145		Dismantling Retired Road Property - Running	3,952	7,061	13,184	1,667	25,864	0	25,864	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	0	5	0	0	5	0	5	150
151		<b>TOTAL WAY &amp; STRUCTURE</b>	<b>480,180</b>	<b>114,400</b>	<b>384,400</b>	<b>1,715,980</b>	<b>2,694,960</b>	<b>42,284</b>	<b>2,737,244</b>	<b>151</b>
		<b>EQUIPMENT - LOCOMOTIVES</b>								
201		Administration	20,652	523	6,456	1,790	29,421	2,671	32,092	201
202		Repair & Maintenance	197,546	427,050	118,345	1,395	744,336	10,414	754,750	202
203		Machinery Repair	0	2,548	2,091	0	4,639	0	4,639	203
204		Equipment Damaged	0	116	0	0	116	0	116	204
205		Fringe Benefits	N/A	N/A	N/A	99,650	99,650	4,464	104,114	205
206		Other Casualties and Insurance	N/A	N/A	N/A	9,780	9,780	2	9,782	206
207		Lease Rentals - Debit	N/A	N/A	253,754	N/A	253,754	0	253,754	207
208		Lease Rentals - (Credit)	N/A	N/A	0	N/A	0	0	0	208
209		Joint Facility Rent - Debit	N/A	N/A	89	N/A	89	0	89	209
210		Joint Facility Rent - (Credit)	N/A	N/A	0	N/A	0	0	0	210
211		Other Rents - Debit	N/A	N/A	0	N/A	0	0	0	211
212		Other Rents - (Credit)	N/A	N/A	(1,921)	N/A	(1,921)	0	(1,921)	212
213		Depreciation	N/A	N/A	N/A	434,947	434,947	34	434,981	213
214		Joint Facility - Debit	N/A	N/A	86	N/A	86	0	86	214
215		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	0	0	215
216		Repairs Billed to Others - (Credit)	N/A	N/A	0	N/A	0	0	0	216

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

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Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
217		LOCOMOTIVES - (Continued)								
		Dismantling Retired Property	0	0	0	0	0	0	0	217
218		Other	3,507	32	781	364	4,684	0	4,684	218
219		TOTAL LOCOMOTIVES	221,705	430,269	379,681	547,926	1,579,581	17,585	1,597,166	219
		FREIGHT CARS								
220		Administration	8,833	1,281	4,654	1,164	15,932	N/A	15,932	220
221		Repair & Maintenance	159,219	209,827	85,460	3,048	457,554	N/A	457,554	221
222		Machinery Repair	0	2,132	2,045	0	4,177	N/A	4,177	222
223		Equipment Damaged	0	0	0	0	0	N/A	0	223
224		Fringe Benefits	N/A	N/A	N/A	75,691	75,691	N/A	75,691	224
225		Other Casualties & Insurance	N/A	N/A	N/A	36,158	36,158	N/A	36,158	225
226		Lease Rentals - Debit	N/A	N/A	159,140	N/A	159,140	N/A	159,140	226
227		Lease Rentals - (Credit)	N/A	N/A	(825)	N/A	(825)	N/A	(825)	227
228		Joint Facility Rent - Debit	N/A	N/A	0	N/A	0	N/A	0	228
229		Joint Facility Rent - (Credit)	N/A	N/A	0	N/A	0	N/A	0	229
230		Other Rents - Debit	N/A	N/A	765,346	N/A	765,346	N/A	765,346	230
231		Other Rents - (Credit)	N/A	N/A	(137,308)	N/A	(137,308)	N/A	(137,308)	231
232		Depreciation	N/A	N/A	N/A	57,499	57,499	N/A	57,499	232
233		Joint Facility - Debit	N/A	N/A	0	N/A	0	N/A	0	233
234		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	N/A	0	234
235		Repairs Billed Other - (Credit)	N/A	N/A	(209,774)	N/A	(209,774)	N/A	(209,774)	235
236		Dismantling Retired Property	0	0	0	0	0	N/A	0	236
237		Others	347	0	0	1	348	N/A	348	237
238		TOTAL FREIGHT CARS	168,399	213,240	668,738	173,561	1,223,938	N/A	1,223,938	238
		OTHER EQUIPMENT								
301		Administration	0	0	0	0	0	1,257	1,257	301
		Repair and Maintenance:								
302		Truck, Trailers & Containers - Revenue Service	356	14,563	39,772	124	54,815	N/A	54,815	302
303		Floating Equipment - Revenue Services	0	0	0	0	0	N/A	0	303
304		Passenger & Other Revenue Equipment	838	0	21	0	859	17,121	17,980	304
305		Computers & Data Process Systems	0	2,875	30,635	27	33,537	57	33,594	305
306		Machinery	0	266	409	0	675	8	683	306
307		Work & Other Nonrevenue Equipment	1,577	1,147	43,333	0	46,057	1,190	47,247	307
308		Equipment Damaged	0	0	0	0	0	0	0	308
309		Fringe Benefits	N/A	N/A	N/A	1,320	1,320	6,489	7,809	309
310		Other Casualties & Insurance	N/A	N/A	N/A	193	193	3	196	310
311		Lease Rentals - Debit	N/A	N/A	149,502	N/A	149,502	2,245	151,747	311
312		Lease Rentals - (Credit)	N/A	N/A	(1,481)	N/A	(1,481)	0	(1,481)	312

410. RAILWAY OPERATING EXPENSES - Continued  
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OTHER EQUIPMENT - (Continued)										
313		Joint Facility Rent - Debit	N/A	N/A	0	N/A	0	0	0	313
314		Joint Facility Rent - (Credit)	N/A	N/A	0	N/A	0	0	0	314
315		Other Rents - Debit	N/A	N/A	14,427	N/A	14,427	0	14,427	315
316		Other Rents - (Credit)	N/A	N/A	0	N/A	0	0	0	316
317		Depreciation	N/A	N/A	0	148,411	148,411	147	148,558	317
318		Joint Facility - Debit	N/A	N/A	6,598	N/A	6,598	0	6,598	318
319		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	0	0	319
320		Repairs Billed Other - (Credit)	N/A	N/A	(8,997)	N/A	(8,997)	0	(8,997)	320
321		Dismantling Retired Equipment	0	0	0	0	0	0	0	321
322		Other	167	973	372	10	1,522	0	1,522	322
323		TOTAL OTHER EQUIPMENT	2,938	19,824	274,591	150,085	447,438	28,517	475,955	323
324		TOTAL EQUIPMENT	393,042	663,333	1,323,010	871,572	3,250,957	46,102	3,297,059	324
TRANSPORTATION										
TRAIN OPERATIONS										
401		Administration	44,711	3,264	7,318	4,527	59,820	5,444	65,264	401
402		Engine Crews	708,638	3,106	7,880	116,700	836,324	9,197	845,521	402
403		Train Crews	608,323	64	145	97	608,629	25,613	634,242	403
404		Dispatching Trains	51,897	72	171	436	52,576	620	53,196	404
405		Operating Signal & Interlockers	146	0	5,363	0	5,509	608	6,117	405
406		Operating Drawbridges	0	0	0	0	0	0	0	406
407		Highway Crossing Protection	0	0	2,456	0	2,456	0	2,456	407
408		Train Inspection & Lubricants	70,366	29,172	88	5,651	105,277	113	105,390	408
409		Locomotive Fuel	0	1,718,223	0	0	1,718,223	29,443	1,747,666	409
410		Electric Power Purchased or Produced for Motive Power	0	0	0	0	0	0	0	410
411		Servicing Locomotives	88,828	7,122	6,447	1	102,398	2,806	105,204	411
412		Freight Lost or Damaged	0	0	0	0	0	0	0	412
413		Clearing Wrecks	496	193	23,259	0	23,948	0	23,948	413
414		Fringe Benefits	0	0	0	637,024	637,024	16,079	653,103	414
415		Other Casualties & Insurance	0	0	0	30,170	30,170	207	30,377	415
416		Joint Facility - Debit	0	0	79,102	0	79,102	0	79,102	416
417		Joint Facility - (Credit)	0	0	(148,176)	0	(148,176)	0	(148,176)	417
418		Other	39,678	302	270,559	5,744	316,283	556	316,839	418
419		TOTAL TRAIN OPERATIONS	1,613,083	1,761,518	254,612	800,350	4,429,563	90,686	4,520,249	419
YARD OPERATIONS										
420		Administration	4,870	462	11,590	176	17,098	11	17,109	420
421		Switch Crews	284,256	8,498	10,001	61,647	364,402	1,607	366,009	421

410. RAILWAY OPERATING EXPENSES - Continued  
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422		YARD OPERATIONS - (Continued) Controlling Operations	48,524	0	0	0	48,524	1,080	49,604	422
423		Yard & Terminal Clerical	9,298	587	0	66	9,951	727	10,678	423
424		Operating Switches, Signals, Retarders & Humps	226	0	5,082	3	5,311	131	5,442	424
425		Locomotive Fuel	0	220,757	0	0	220,757	0	220,757	425
426		Electric Power Purchased or Produced for Motive Power	0	0	0	0	0	0	0	426
427		Servicing Locomotives	0	0	0	0	0	0	0	427
428		Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	0	0	0	0	428
429		Clearing Wrecks	0	0	0	0	0	0	0	429
430		Fringe Benefits	N/A	N/A	N/A	137,103	137,103	1,392	138,495	430
431		Other Casualties & Insurance	N/A	N/A	N/A	6,440	6,440	0	6,440	431
432		Joint Facility - Debit	N/A	N/A	40,643	N/A	40,643	0	40,643	432
433		Joint Facility - (Credit)	N/A	N/A	(2,439)	N/A	(2,439)	0	(2,439)	433
434		Other	0	0	0	0	0	0	0	434
435		TOTAL YARD OPERATIONS	347,174	230,304	64,877	205,435	847,790	4,948	852,738	435
501		TRAIN & YARD OPERATIONS COMMON Cleaning Car Interiors	25	3	14,635	N/A	14,663	3,815	18,478	501
502		Adjusting & Transferring Loads	16	0	9,682	N/A	9,698	N/A	9,698	502
503		Car Loading Devices & Grain Doors	0	505	28,902	N/A	29,407	N/A	29,407	503
504		Freight Loss or Damaged - All Other	0	N/A	0	32,458	32,458	0	32,458	504
505		Fringe Benefits	0	N/A	0	16	16	2	18	505
506		TOTAL TRAIN & YARD OPERATIONS COMMON	41	508	53,219	32,474	86,242	3,817	90,059	506
507		SPECIALIZED SERVICE OPERATIONS Administration	10,762	333	33,649	361	45,105	N/A	45,105	507
508		Picking & Delivery & Marine Line Haul	0	0	41,596	0	41,596	N/A	41,596	508
509		Loading & Unloading Local Marine	27,140	510	334,507	262	362,419	N/A	362,419	509
510		Protective Services	0	0	9,947	0	9,947	N/A	9,947	510
511		Freight Loss or Damaged - Solely Related	N/A	N/A	N/A	0	0	N/A	0	511
512		Fringe Benefits	N/A	N/A	N/A	16,908	16,908	N/A	16,908	512
513		Casualties & Insurance	N/A	N/A	N/A	786	786	N/A	786	513
514		Joint Facility - Debit	N/A	N/A	0	0	0	N/A	0	514
515		Joint Facility - (Credit)	N/A	N/A	0	0	0	N/A	0	515
516		Others	4,912	347	4,413	195	9,867	N/A	9,867	516
517		TOTAL SPECIALIZED SERVICES OPERATIONS	42,814	1,190	424,112	18,512	486,628	N/A	486,628	517

410. RAILWAY OPERATING EXPENSES - Concluded  
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518		ADMINISTRATIVE SUPPORT OPERATIONS								
		Administration	175,734	482	13,292	59,521	249,029	1,515	250,544	518
519		Employees Performing Clerical & Acctg Functions	5,939	3,919	2,935	247	13,040	7,587	20,627	519
520		Communication Systems Operations	4,673	117	11,639	1,117	17,546	661	18,207	520
521		Loss & Damage Claims Process	14,175	141	5,959	1,267	21,542	0	21,542	521
522		Fringe Benefits	N/A	N/A	0	69,810	69,810	2,905	72,715	522
523		Casualties & Insurance	N/A	N/A	0	4,454	4,454	0	4,454	523
524		Joint Facility - Debit	N/A	N/A	0	N/A	0	0	0	524
525		Joint Facility - (Credit)	N/A	N/A	(25)	N/A	(25)	0	(25)	525
526		Other	3,918	1	283	144	4,346	0	4,346	526
527		TOTAL ADMINISTRATION SUPPORT OPERATIONS	204,439	4,660	34,083	136,560	379,742	12,668	392,410	527
528		TOTAL TRANSPORTATION	2,207,551	1,998,180	830,903	1,193,331	6,229,965	112,119	6,342,084	528
601		GENERAL & ADMINISTRATIVE								
		Officers General & Administration	54,402	3,644	45,228	28,493	131,767	168	131,935	601
602		Accounting, Auditing & Finance	32,961	50	10,865	887	44,763	215	44,978	602
603		Management Services & Data Processing	68,417	2,091	14,345	2,715	87,568	490	88,058	603
604		Marketing	54,977	4,138	24,302	7,193	90,610	42	90,652	604
605		Sales	0	0	1,224	0	1,224	0	1,224	605
606		Industrial Development	4,354	249	65	274	4,942	0	4,942	606
607		Personnel & Labor Relations	47,085	1,961	3,361	14,341	66,748	1,789	68,537	607
608		Legal & Secretarial	19,541	139	71,642	3,021	94,343	950	95,293	608
609		Public Relations & Advertising	3,806	57	1,258	9,820	14,941	52	14,993	609
610		Research & Development	153	17	1	39	210	0	210	610
611		Fringe Benefits	N/A	N/A	N/A	258,918	258,918	791	259,709	611
612		Casualties & Insurance	N/A	N/A	N/A	61,470	61,470	11	61,481	612
613		Writedown of Uncollectible Accounts	N/A	N/A	N/A	506	506	8	514	613
614		Property Taxes	N/A	N/A	N/A	438,600	438,600	2,043	440,643	614
615		Other Taxes	N/A	N/A	N/A	48,828	48,828	147	48,975	615
616		Joint Facility - Debit	N/A	N/A	5,275	N/A	5,275	0	5,275	616
617		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	0	0	617
618		Other	48,069	1,808	34,215	19,830	103,922	662	104,584	618
619		TOTAL GENERAL & ADMINISTRATIVE	333,765	14,154	211,781	894,935	1,454,635	7,368	1,462,003	619
620		TOTAL OPERATING EXPENSE	3,414,538	2,790,067	2,750,094	4,675,818	13,630,517	207,873	13,838,390	620

## 412. WAY AND STRUCTURES

(Dollars in Thousands)

1. Report freight expenses only.
2. The total depreciation expense reported in column (b), line 29, should balance to the sum of the depreciation expense reported in Schedule 410, column (f), lines 136, 137, and 138.
3. Report in column (c) the lease/rentals for the various property categories of way and structures. The total lease/rentals reported in column (c), line 29, should balance the net amount reported in Schedule 410, column (f), lines 118 through 123, plus lines 130 through 135. If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property category is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases for all categories of depreciable leased property. Use Schedule 352B of this report to obtain the depreciation bases of the categories of leased property.
4. Amortization adjustment of each road property type which is included in column (b) shall be repeated in column (d) as a debit or credit to the appropriate line item.
5. Report on line 28, all other lease rentals not apportioned in any category listed on lines 1 through 27.
6. Line 11, Account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

Line No.	Cross Check	Property account	Category (a)	Depreciation (b)	Lease/Rentals (net) (c)	Amortization adjustment during year (d)	Line No.
1		2	Land for transportation purposes	N/A		0	1
2		3	Grading	46,377		(1,119)	2
3		4	Other right-of-way expenditures	2,323		(103)	3
4		5	Tunnels and subways	3,986		(123)	4
5		6	Bridges, trestles and culverts	71,007		518	5
6		7	Elevated structures	0		0	6
7		8	Ties	403,273		(12,478)	7
8		9	Rail and other track material	442,996		(37,895)	8
9		11	Ballast	147,124		5,487	9
10		13	Fences, snowsheds and signs	2,051		126	10
11		16	Station and office buildings	29,675		(429)	11
12		17	Roadway buildings	582		(326)	12
13		18	Water stations	17		(130)	13
14		19	Fuel stations	9,826		(338)	14
15		20	Shops and enginehouses	9,546		(1,236)	15
16		22	Storage warehouses	12		0	16
17		23	Wharves and docks	685		0	17
18		24	Coal and ore wharves	103		8	18
19		25	TOFC/COFC terminals	25,516		(1,266)	19
20		26	Communications systems	21,639		2,177	20
21		27	Signals and interlockers	182,938		27,566	21
22		29	Power plants	0		0	22
23		31	Power transmission systems	3,978		98	23
24		35	Miscellaneous structures	431		(40)	24
25		37	Roadway machines	20,753		1,771	25
26		39	Public improvements; construction	21,855		(710)	26
27		45	Power plant machines	0		0	27
28			Other lease/rentals	N/A	32,147	N/A	28
29			TOTAL	1,446,693	32,147	(18,442)	29

**414. RENTS FOR INTERCHANGED FREIGHT TRAIN CARS AND OTHER FREIGHT-CARRYING EQUIPMENT**  
(Dollars in Thousands)

1. Report freight expenses only.
  2. Report in this supporting schedule rental information by car type and other freight-carrying equipment relating to the interchange of railroad owned or leased equipment and privately owned equipment. (Reporting for leased equipment covers equipment with the carrier's own railroad markings.)
  3. The gross amounts receivable and payable for freight-train cars (line 19, columns (b) through (d), and line 19, columns (e) through (g), respectively) should balance with Schedule 410, column (f) lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f) lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rents for "Other Equipment" which is reported in Schedule 415, column (e). The balancing of Schedules 410, 414, and 415 "Other Equipment" is outlined in note 6 to Schedule 415.
  4. Report in columns (b) and (e) rentals for private-line cars (whether under railroad control or not) and shipper owned cars.
  5. Report in columns (c), (d), (f), and (g) rentals for railroad owned cars prescribed by the Board in Ex 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.
- NOTE: Mechanical designations for each car type are shown in Schedule 710.

Line No.	Cross Check	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per diem basis			GROSS AMOUNTS PAYABLE Per diem basis			Line No.
			Private line cars (b)	Mileage (c)	Time (d)	Private line cars (e)	Mileage (f)	Time (g)	
<b>CAR TYPES</b>									
1		Box - Plain 40 Foot		0	0	0	0	0	1
2		Box - Plain 50 Foot and Longer		73	323	12,695	1,485	3,389	2
3		Box - Equipped		3,456	13,050	35,589	21,734	45,734	3
4		Gondola - Plain		145	983	8,321	1,337	3,458	4
5		Gondola - Equipped		816	5,545	0	5,880	12,717	5
6		Hopper - Covered		5,724	23,214	73,242	8,790	22,724	6
7		Hopper - Open Top - General Service		358	2,929	0	232	486	7
8		Hopper - Open Top - Special Service		116	665	0	37	121	8
9		Refrigerator - Mechanical		5,501	15,491	18	12	382	9
10		Refrigerator - Non-Mechanical		645	2,674	0	365	681	10
11		Flat - TOFC/COFC		0	0	176,934	20,832	46,831	11
12		Flat - Multi-Level		2,013	5,090	99,989	5,633	18,743	12
13		Flat - General Service		1	4	0	86	183	13
14		Flat - Other		606	4,375	47,200	6,433	18,242	14
15		Tank - Under 22,000 Gallons		0	0	625	0	0	15
16		Tank - 22,000 Gallons and Over		0	0	137	0	0	16
17		All Other Freight Cars		0	2	0	25	74	17
18		Auto Racks		0	43,509	0	0	63,950	18
19		<b>TOTAL FREIGHT TRAIN CARS</b>		<b>19,454</b>	<b>117,854</b>	<b>454,750</b>	<b>72,881</b>	<b>237,715</b>	19
<b>OTHER FREIGHT-CARRYING EQUIPMENT</b>									
20		Refrigerated Trailers							20
21		Other Trailers						7,214	21
22		Refrigerated Containers							22
23		Other Containers						7,213	23
24	*	<b>TOTAL TRAILERS AND CONTAINERS</b>	0	0	0	0	0	14,427	24
25		<b>GRAND TOTAL (Lines 19 and 24)</b>	0	19,454	117,854	454,750	72,881	252,142	25

**NOTES AND REMARKS**

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## GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE TO SCHEDULE 415

1. Report freight expenses only.
2. Report by type of equipment all natural expenses relating to equipment functions (salaries and wages, materials, tools, supplies, fuels and lubricants, purchased services, and general).
3. Report in column (b) net repair expense, excluding the cost to repair damaged equipment.  
Schedule 415, column (b) will balance to Schedule 410, column (f) as follows:
  - (a) Locomotives, line 5 plus line 38, compared to the sum of Schedule 410, lines 202, 203, and 216 (excluding wreck repairs). Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 204.
  - (b) Freight cars, line 24 plus line 39, compared to the sum of Schedule 410, lines 221, 222, and 235 (excluding wreck repairs). Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 223.
  - (c) Sum of highway equipment (line 32), floating equipment (line 35), passenger and other revenue equipment (line 36), computer and data processing equipment (line 37), machinery-other equipment (line 40), and work and other non-revenue equipment (line 41), compared to Schedule 410, the sum of lines 302 through 307, plus line 320 (excluding wreck repairs). Do not report in Schedule 415, equipment damaged from Schedule 410, line 308.

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

415. SUPPORTING SCHEDULE -- EQUIPMENT							
(Dollars in Thousands)							
Line No.	Cross Check	Types of equipment (a)	Repairs (net expenses) (b)	Depreciation		Amortization adjustment net during year (e)	Line No.
				Owned (c)	Capital lease (d)		
		LOCOMOTIVES					
1		Diesel Locomotive - Yard	25,257	51,555	2,681	(13,059)	1
2		Diesel Locomotive - Road	719,079	256,204	120,097	(30,270)	2
3		Other Locomotive - Yard	0	0	0	0	3
4		Other Locomotive - Road	0	0	0	0	4
5	*	TOTAL LOCOMOTIVES	744,336	307,759	122,778	(43,329)	5
		FREIGHT TRAIN CARS					
6		Box - Plain-40 foot	0	0	0	0	6
7		Box - Plain-50 foot and Longer	439	(218)	0	(1,775)	7
8		Box - Equipped	25,382	1,688	0	(1,882)	8
9		Gondola - Plain	19,081	4,316	0	(2,576)	9
10		Gondola - Equipped	12,583	3,299	0	632	10
11		Hopper - Covered	88,476	16,446	0	(2,758)	11
12		Hopper - Open Top General Service	16,523	(364)	1,178	(5,994)	12
13		Hopper - Open Top Special Service	6,612	737	0	184	13
14		Refrigerator - Mechanical	58,365	10,729	0	(588)	14
15		Refrig - Non-mechanical	5,695	3,349	0	1,520	15
16		Flat - TOFC/COFC	0	18	0	(2)	16
17		Flat - Multi-level	3,714	2,177	0	1,050	17
18		Flat - General Service	164	(250)	0	(318)	18
19		Flat - Other	10,746	1,854	0	(45)	19
20		All Other Freight Cars	0	1,389	0	(40)	20
21		Cabooses	0	(246)	0	(246)	21
22		Auto Racks	0	10,644	164	(5,107)	22
23		Miscellaneous Accessories	0	6	0	0	23
24	*	TOTAL FREIGHT TRAIN CARS	247,780	55,574	1,342	(17,945)	24
		OTHER EQUIPMENT-REVENUE FREIGHT					
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	0	0	0	0	28
29		Bogies	0	0	0	0	29
30		Chassis	0	0	0	0	30
31		Other Highway Equipment (Freight) 1/	45,818	25,934	8,447	(3,213)	31
32	*	TOTAL HIGHWAY EQUIPMENT	45,818	25,934	8,447	(3,213)	32
		FLOATING EQUIP-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	*	Pass and Other Revenue Equip (Freight Portion)	859	0	0	0	36
37	*	Comp Sys & Word Proc. Equip.	33,537	105,444	0	(3,366)	37
38	*	Machinery - Locomotives (1)	4,639	4,410	0	(297)	38
39	*	Machinery - Freight Cars (2)	4,177	583	0	(123)	39
40	*	Machinery - Other Equipment (3)	675	51	0	(3)	40
41	*	Work and Non-revenue Equip	46,057	8,535	0	2,784	41
42		TOTAL OTHER EQUIPMENT	89,944	119,023	0	(1,005)	42
43		TOTAL ALL EQUIPMENT (Freight Portion)	1,127,878	508,290	132,567	(65,492)	43

(1) Data reported on line 38, column (b) is the amount reported in Schedule 410, column (f), line 203.

(2) Data reported on line 39, column (b) is the amount reported in Schedule 410, column (f), line 222.

(3) Data reported on line 40, column (b) is the amount reported in Schedule 410, column (f), line 306.

1/ Includes containers, chassis and trailers.

415. SUPPORTING SCHEDULE -- EQUIPMENT - Concluded  
(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	729,621	73,863	313,543	24,099	1
2		251,833	6,162,374	2,061,402	2,286,792	1,100,856	2
3		0	0	0	0	0	3
4		0	0	0	0	0	4
5	*	251,833	6,891,995	2,135,265	2,600,335	1,124,955	5
6		0	0	0	0	0	6
7		1,356	31,403	0	11,606	0	7
8		20,191	93,502	0	55,866	0	8
9		12,592	207,043	0	102,437	0	9
10		5,270	69,947	0	25,736	0	10
11		73,844	625,491	0	240,706	0	11
12		5,469	167,626	29,657	108,677	26,478	12
13		11,371	17,092	0	2,586	0	13
14		19,422	290,768	0	49,061	0	14
15		53	34,755	0	32,703	0	15
16		822	389	162	414	162	16
17		253	29,279	0	23,414	0	17
18		0	2,214	0	1,345	0	18
19		6,782	65,517	0	40,547	0	19
20		890	33,598	0	1,975	0	20
21		0	0	0	(651)	0	21
22		0	497,945	1,641	234,728	798	22
23		0	99	0	86	0	23
24	*	158,315	2,166,668	31,460	931,236	27,438	24
25		0	0	0	0	0	25
26		0	0	0	0	0	26
27		0	0	0	0	0	27
28		0	0	0	0	0	28
29		0	0	0	0	0	29
30		0	0	0	0	0	30
31		78,642	550,586	54,726	105,445	34,013	31
32	*	78,642	550,586	54,726	105,445	34,013	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	*	4,523	882,463	0	339,746	0	37
38	*	0	160,828	0	62,508	0	38
39	*	0	39,161	0	16,086	0	39
40	*	0	3,628	0	1,341	0	40
41	*	64,856	291,392	0	51,502	0	41
42		69,379	1,377,472	0	471,183	0	42
43		558,169	10,986,721	2,221,451	4,108,199	1,186,406	43

- (1) Data reported on lines 38, 39, and 40 in columns (g) and (h) are investment recorded in property account 44, allocated to locomotives, freight cars, and other equipment.
- (2) Depreciation reported on lines 38, 39, and 40 in column (c) is calculated by multiplying the investment in each element by the effective composite rate for the property account 44, and then adding or subtracting the adjustment reported in column (e). This calculation should equal the amount shown in column (c), Schedule 335.

416. SUPPORTING SCHEDULE - ROAD  
(Dollars in Thousands)

Line No.	Density Category (Class) (a)	Account No. (b)	Owned and Used			Improvements to Leased Property			Capitalized leases			TOTAL		Line No.	
			Investment Base (c)	Accumulated Depreciation (d)	Depr. rate % (e)	Investment Base (f)	Accumulated Depreciation (g)	Depr. rate % (h)	Investment Base (i)	Current Year Amortization (j)	Accumulated Amortization (k)	Investment Base (l)	Accumulated Depreciation & Amortization (m)		
1	I	3	1,716,968	295,535	1.16							1,716,968	295,535	1	
2		8	5,697,336	2,233,636	4.02							5,697,336	2,233,636	2	
3		9	8,326,329	3,847,233	3.86							8,326,329	3,847,233	3	
4		11	3,361,697	798,702	2.94							3,361,697	798,702	4	
5	SUB-TOTAL		19,102,330	7,175,106					0	0	0	19,102,330	7,175,106	5	
6	II	3	505,471	56,320	1.16							505,471	56,320	6	
7		8	1,758,542	752,556	4.19							1,758,542	752,556	7	
8		9	2,451,250	733,168	1.33							2,451,250	733,168	8	
9		11	810,403	257,622	2.94							810,403	257,622	9	
10	SUB-TOTAL		5,525,666	1,799,666					0	0	0	5,525,666	1,799,666	10	
11	III	3	3,836	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	3,836	N/A	11	
12		8	11,760	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	11,760	N/A	12	
13		9	18,604	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	18,604	N/A	13	
14		11	6,169	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	6,169	N/A	14	
15	SUB-TOTAL		40,369	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	40,369	N/A	15	
16	IV	3	894,418	112,233	1.16							894,418	112,233	16	
17		8	1,912,929	766,484	4.13							1,912,929	766,484	17	
18		9	4,337,422	1,461,039	3.12				4,548	142	669	4,341,970	1,461,708	18	
19		11	816,545	240,203	2.94							816,545	240,203	19	
20	SUB-TOTAL		7,961,314	2,579,959					4,548	142	669	7,965,862	2,580,628	20	
21	V	3	20,114	7,313	1.16							20,114	7,313	21	
22		8	58,874	55,274	4.22							58,874	55,274	22	
23		9	97,544	95,194	3.12							97,544	95,194	23	
24		11	29,146	16,595	2.94							29,146	16,595	24	
25	SUB-TOTAL		205,678	174,376								205,678	174,376	25	
26	GRAND TOTAL	N/A	32,835,357	11,729,107	N/A				N/A	4,548	142	669	32,839,905	11,729,776	26

Notes:

- (1) Columns (c) + (f) + (i) = Column (l)
- (2) Columns (d) + (g) + (k) = Column (m)
- (3) The base grand total for owned and used, improvements to leased property and capitalized leases should equal the sum of Accounts 3, 8, 9 and 11 shown at year end on Schedule 330.

**NOTES AND REMARKS**

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417. SPECIALIZED SERVICE SUBSCHEDULE -- TRANSPORTATION  
(Dollars in Thousands)

1. Report freight expenses only.
2. Report in lines 1, 2, 3, 4, and 10 the total of those natural expenses (salaries and wages, material, tools, supplies, fuels and lubricants, purchased services, and general) incurred in the operation of each type of specialized service facility. This schedule does not include switching services performed by train and yard crews in connection with or within specialized service facilities.
3. When it is necessary to apportion expenses, such as administrative expenses to two or more services, they shall be apportioned on the most equitable basis available to the respondent and only to the services they support. The total expenses in column (j) should balance with the respective line items in Schedule 410, Railway Operating Expenses.
4. Report in column (b), line 2, the expenses incurred in highway movements of trailers and containers performed at the expense of the reporting railroad within a terminal area for the purpose of pick-up, delivery, or highway interchange service. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers, including storage expenses. See Schedule 755, Note R.
5. The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2. Floating operations conducted within a general terminal or harbor area should be reported in column (c), line 3.
6. Report in column (g), line 3, the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc., to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expense incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers, or connecting carriers. Report in column (f) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.
7. Report on line 4, column (b), the expenses 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, and 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	45,105					0	0		45,105	1
2	*	Pick up and delivery, marine line haul	39,952					1,644	0		41,596	2
3	*	Loading and unloading and local marine	328,155				950	33,314	N/A		362,419	3
4	*	Protective services, total debit and credits	3,564					6,383	N/A		9,947	4
5	*	Freight lost or damaged-solely related	0					0	0		0	5
6	*	Fringe benefits	16,908					0	0		16,908	6
7	*	Casualty and insurance	712				2	72	0		786	7
8	*	Joint facility - Debit	0					0	0		0	8
9	*	Joint facility - Credit	0					0	0		0	9
10	*	Other	9,867					0	0		9,867	10
11	*	TOTAL	444,263				952	41,413	0		486,628	11

418. SUPPORTING SCHEDULE - CAPITAL LEASES  
(Dollars in thousands)

Instructions:

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

COLUMN

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

Primary Account No. and Title (a)	Total Investment At End of Year (b)	Capital Leases		
		Investment At End of Year (c)	Current Year Amortization (d)	Accumulated Amortization (e)
02 Land for Transportation Purposes	4,830,205	8,793	0	0
09 Rail and Other Track Material	15,235,696	4,548	142	669
19 Fuel Stations	358,162	38,614	1,105	2,352
52 Locomotives	9,027,260	2,135,265	122,778	1,124,955
53 Freight-Train Cars	2,198,128	31,460	1,342	27,438
55 Highway Revenue Equipment	605,312	54,726	8,446	34,013
<b>TOTAL</b>	<b>32,254,763</b>	<b>2,273,406</b>	<b>133,813</b>	<b>1,189,427</b>

**NOTES AND REMARKS**

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450. ANALYSIS OF TAXES  
(Dollars in Thousands)

**A. Railway Taxes**

Line No.	Cross Check	Kind of tax (a)	Amount (b)	Line No.
1		Other than U.S. Government Taxes	755,100	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax and Surtax	2,125,974	2
3		Excess Profits	0	3
4	*	Total - Income Taxes (Lines 2 and 3)	2,125,974	4
5		Railroad Retirement	665,830	5
6		Hospital Insurance	56,306	6
7		Supplemental Annuities	0	7
8		Unemployment Insurance	17,149	8
9		All Other United States Taxes	2,425	9
10		Total - U.S. Government Taxes	2,867,684	10
11		Total - Railway Taxes	3,622,784	11

**B. Adjustments to Federal Income Taxes**

- 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)."
- 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).
- Indicate in column (c) the net changes in Accounts 714, 744, 762 and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.
- Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or a loss carry-back.
- 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.
- 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.					1
2	Accelerated amortization of facilities, Sec. 168 I.R.C.					2
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.					3
4	Amortization of rights of way, Sec. 185 I.R.C.					4
5	Other (Specify)					5
6	Property	13,390,863	838,738	0	14,229,601	6
7	Deferred State Income Taxes - Net	925,337	89,691	3,532	1,018,560	7
8	Current Liabilities	(219,808)	(1,591)	0	(221,399)	8
9	Long-Term Liabilities	(319,649)	(75,314)	0	(394,963)	9
10	Retirement Benefits	(236,091)	(28,215)	31,542	(232,764)	10
11	Other Items	46,069	7,132	(19,035)	34,166	11
12						12
13						13
14						14
15						15
16						16
17						17
18	Investment tax credit*	0			0	18
19	TOTALS	13,586,721	830,441	16,039	14,433,201	19

450. ANALYSIS OF TAXES - Concluded  
(Dollars in Thousands)

\* Footnotes:

1. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit.	
If deferral method for investment tax credit was elected:	
(1) Indicate amount of credit utilized as a reduction of tax liability for current year.	
(2) Deduct amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes.	
(3) Balance of current year's credit used to reduce current year's tax accrual.	
(4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual.	
(5) Total decrease in current year's tax accrual resulting from use of investment tax credits.	
2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made.	0

NOTES AND REMARKS

**460. ITEMS IN SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS FOR THE YEAR**  
(Dollars in Thousands)

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

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

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)	Line No.
1					1
2					2
3	603	Appropriations Released:			3
4		- General Mortgage Bond		688	4
5		- Income Debenture (CE&I)		123	5
6		TOTAL		811	6
7					7
8	606	Other Credits to Retained Earnings			8
9		-Other Comprehensive Income Related to Equity Companies		72,703	9
10					10
11					11
12	616	Other Debits to Retained Earnings			12
13		-Other Comprehensive Income Related to Equity Companies	72,703		13
14					14
15	620	Appropriations Established:			15
16		- General Mortgage Bond	688		16
17		- Income Debenture (CE&I)	123		17
18		TOTAL	811		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

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

**501. GUARANTEES 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 2 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 primary liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)	Line No.
1	Terminal RR Association of St. Louis				1
2	Union Pacific Railroad Company	Sinking Fund & Int. on RFT & Mtge	3,339	Joint	2
3	Burlington Northern Santa Fe Railway Co.	Bonds Series C due 7-1-2019			3
4	CSX Transportation, Inc.	(FD 14553)			4
5	Canadian National				5
6	Norfolk Southern Railway Co.				6
7					7
8					8
9	Kansas City Terminal Flyover				9
10	Union Pacific Railroad Company	6.8884% Railway Bridge System Bond	19,448	Joint	10
11	Burlington Northern Santa Fe Railway Co.				11
12					12
13					13
14	Union Pacific Railroad Company	Kansas and Missouri Highline Project	29,915	Sole	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

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 the date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligations (a)	Name of all guarantors and sureties (b)	Amount contingent liability of guarantors (c)	Sole or joint contingent liability (d)	Line No.
1					1
2					2
3					3
4					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 arrangements. Footnote disclosure is required even though the arrangements 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 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 percent 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.

The Company has outstanding letters of credit in the amount of \$ 9.0 million with various banks under which no borrowings were outstanding at December 31, 2015.

**NOTES AND REMARKS**

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SCHEDULE 510. SEPARATION OF DEBTHOLDINGS BETWEEN ROAD PROPERTY AND EQUIPMENT  
(Dollars in Thousands)

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

**I. Debt Outstanding at End of Year:**

Line No.	Account No. (a)	Title (b)	Source (c)	Balance at Close of Year (d)	Line No.
1	751	Loans and Notes Payable	Sch. 200, L. 30	0	1
2	764	Equip. Obligations and Other Debt due within one year	Sch. 200, L. 39	193,284	2
3	765/767	Funded Debt Unmatured	Sch. 200, L. 41	558,520	3
4	766	Equipment Obligations	Sch. 200, L. 42	918,113	4
5	766.5	Capitalized Lease Obligations	Sch. 200, L. 43	1,120,366	5
6	768	Debt in Default	Sch. 200, L. 44	0	6
7	769	Accounts Payable: Affiliated Companies	Sch. 200, L. 45	0	7
8	770.1/770.2	Unamortized Debt Premium	Sch. 200, L. 46	(102,306)	8
9		Total Debt	Sum L. 1-8	2,687,977	9
10		Debt Directly Related to Road Property	Note 1	64,131	10
11		Debt Directly Related to Equipment	Note 1	2,217,752	11
12		Total Debt Directly Related to Road & Equipment	Sum L. 10 and L. 11	2,281,883	12
13		Percent Directly Related to Road	L. 10 divided by L. 12 Whole % plus 2 decimals	2.81%	13
14		Percent Directly Related to Equipment	L. 11 divided by L. 12 Whole % plus 2 decimals	97.19%	14
15		Debt Not Directly Related to Road or Equipment	L. 9 minus L. 12	406,094	15
16		Road Property Debt (Note 2)	(L. 13 x L. 15) plus L. 10	75,542	16
17		Equipment Debt (Note 2)	(L. 14 x L. 15) plus L. 11	2,612,435	17

**II. Interest Accrued During the Year:**

Line No.	Account No. (a)	Title (b)	Source (c)	Balance at Close of Year (d)	Line No.
18	546-548	Total Interest and Amortization (Fixed Charges)	Sch. 210, L. 42	110,947	18
19	546	Contingent Interest on Funded Debt	Sch. 210, L. 44	7,604	19
20	517	Release of Premium on Funded Debt	Sch. 210, L. 22	302	20
21		Total Interest (Note 3)	(L. 18 + L. 19) minus L. 20	118,249	21
22		Interest Directly Related to Road Property Debt	Note 4	3,195	22
23		Interest Directly Related to Equipment Debt	Note 4	108,719	23
24		Interest Not Directly Related to Road or Equipment Property Debt <sup>1/</sup>	L. 21 minus (L. 22 + L. 23)	6,335	24
25		Interest on Road Property Debt (Note 5)	L. 22 plus (L. 24 x L. 13)	3,373	25
26		Interest on Equipment Debt (Note 5)	L. 23 plus (L. 24 x L. 14)	114,876	26
27		Embedded Rate of Debt Capital - Road Property	L. 25 divided by L. 16	4.47%	27
28		Embedded Rate of Debt Capital - Equipment	L. 26 divided by L. 17	4.40%	28

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 on Lines 10 and 11, respectively.

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

<sup>1/</sup> Allocation of capitalized interest and interest not directly related to road or equipment debt.

**NOTES AND REMARKS**

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**INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512**

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

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

- (a) Lawful tariff charges for transportation services.
  - (b) Payments to or from other carriers for interline services and interchange of equipment.
  - (c) Payment to or from other carriers which may reasonably be regarded as ordinarily connected with routine operation or maintenance, but any special or unusual transactions should be reported.
  - (d) Payments to public utility companies for rates or charges fixed in conformity with government authority.
2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$50,000 or more during the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to \$50,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges. If the respondent provides services to more than one affiliate, and the aggregate compensation amounts to \$50,000 or more for the year, reference to this fact should be made and the detail as to the allocation of charges should be stated. For those affiliates providing services to the respondent, also enter in column (a) the percent of affiliate's gross income derived from transactions with respondent.

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

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

- (a) If respondent directly controls the affiliate, insert the word "direct."
- (b) If respondent controls through another company, insert the word "indirect."
- (c) If respondent is under common control with affiliate, insert the word "common."
- (d) If respondent is controlled directly or indirectly by the company listed in column (a), insert the word "controlled."
- (e) If control is exercised by other means, such as a management contract or other arrangement of whatever kind, insert the word "other" and provide a footnote to describe such arrangements.

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

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

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

512. Transactions Between Respondent and Companies or Persons Affiliated with Respondent for Services Received or Provided  
(Dollars in Thousands)

Line No.	Name of company or related party with percent of gross income (a)	%	Nature of relationship (b)	Description of transactions (c)	Dollar amounts of transactions (d)	Amount due from or to related parties (e)	Line No.
1	Union Pacific Corporation - net		Controlled	Various (see below)	(1,469,928)	(5,296,027) (R)	1
2	Wasatch Insurance Ltd.		Common	Insurance	39,812		2
3	Transcontinental Surety						3
4	of Vermont		Common	Insurance	48,682		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

<u>Balance 12-31-14</u>	\$ (3,826,099)
Interest Expense/Income- Net	(139,121)
Dividends	1,908,000
Financing & Other	<u>(3,238,807)</u>
<u>Balance 12-31-15</u>	<u>\$ (5,296,027)</u>

## 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 the respondent.
- (4) Line operated under contract or agreement for contingent rent, owner being (A) an affiliated corporation, or (B) independent or not affiliated with 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 and 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 preceding classification. In column (b) give the various proportions of each class owned or leased by respondent, listing each proportion once in any grouping. Canadian mileage should be segregated and identified on separate lines in the various groupings. For each listing, in column (d) give its entire length (the distances between termini 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. Yards 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 rest in a corporation controlled by or controlling the respondent, but in the case of any such inclusion, the facts of the relation 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 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, all 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 of 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 (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	100%	25,426	4,370	362	3,041	1,744	6,617	41,560	1
2										2
3	1J	12.5%	-	-	-	-	-	-	-	3
4	1J	23.0%	-	-	-	-	-	-	-	4
5	1J	25.0%	14	-	-	-	4	48	66	5
6	1J	33.3%	7	2	1	-	6	9	25	6
7	1J	37.5%	-	-	-	-	-	-	-	7
8	1J	40.0%	-	-	-	-	-	-	-	8
9	1J	44.0%	-	-	-	-	-	-	-	9
10	1J	50.0%	599	240	124	74	29	170	1,236	10
11	1J	62.5%	-	-	-	-	-	-	-	11
12	1J	66.7%	-	-	-	-	-	-	-	12
13		Total 1J	620	242	125	74	39	227	1,327	13
14										14
15		Total 1 and 1J	26,046	4,612	487	3,115	1,783	6,844	42,887	15
16										16
17	2	A&S	19	12	-	3	-	103	137	17
18	2		-	-	-	-	-	-	-	18
19		Total 2	19	12	-	3	-	103	137	19
20										20
21	3A		-	-	-	-	-	-	-	21
22	3B		317	-	-	16	11	52	396	22
23		Total 3	317	-	-	16	11	52	396	23
24										24
25										25
26										26
27	4B		-	-	-	-	-	-	-	27
28		Total 4	-	-	-	-	-	-	-	28
29										29
30										30
31										31
32	5		5,702	1,666	235	101	44	271	8,019	32
33	5J		-	-	-	-	-	-	-	33
34		Total 5	5,702	1,666	235	101	44	271	8,019	34
35										35
36										36
37										37
38										38
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55										55
56										56
57		TOTAL	32,084	6,290	722	3,235	1,838	7,270	51,439	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 may be 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 (a)	Line owned (b)	Line of proprietary companies (c)	Line operated under lease (d)	Line operated under contract, etc. (e)	Line operated under trackage rights (f)	Total mileage operated (g)	Line owned, not operated by respondent (h)	New line constructed during year (i)	Line No.
1		Arizona	691	-	-	-	-	691	0	-	1
2		Arkansas	1,316	-	5	-	4	1,325	149	-	2
3		California	2,749	-	-	-	543	3,292	674	-	3
4		Colorado	1,153	-	-	-	350	1,503	171	-	4
5		Idaho	843	-	-	-	4	847	43	-	5
6		Illinois	1,549	19	4	-	746	2,318	10	-	6
7		Indiana	-	-	-	-	19	19	-	-	7
8		Iowa	1,290	-	-	-	95	1,385	6	-	8
9		Kansas	1,563	-	-	-	640	2,203	313	-	9
10		Kentucky	-	-	-	-	12	12	-	-	10
11		Louisiana	1,096	-	-	-	56	1,152	22	-	11
12		Minnesota	423	-	-	-	224	647	16	-	12
13		Missouri	973	-	-	-	564	1,537	358	-	13
14		Montana	125	-	-	-	-	125	52	-	14
15		Nebraska	976	-	-	-	91	1,067	254	-	15
16		Nevada	1,193	-	-	-	-	1,193	-	-	16
17		New Mexico	535	-	-	-	83	618	-	-	17
18		Oklahoma	514	-	308	-	351	1,173	73	-	18
19		Oregon	868	-	-	-	205	1,073	396	-	19
20		Tennessee	9	-	-	-	5	14	-	-	20
21		Texas	5,190	-	-	-	1,115	6,305	289	-	21
22		Utah	1,247	-	-	-	-	1,247	64	-	22
23		Washington	272	-	-	-	261	533	86	-	23
24		Wisconsin	596	-	-	-	334	930	107	-	24
25		Wyoming	875	-	-	-	-	875	-	-	25
26											26
27											27
28											28
29											29
30											30
31		TOTAL MILEAGE	26,046	19	317	-	5,702	32,084	3,083	-	31
32		(single track)									32

**NOTES AND REMARKS**

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**INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 710**

Instructions for reporting locomotive and passenger-train car data.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (c), give the number of units purchased new or built in company shops. In column (d), give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.
3. Units leased to others for a period of one year or more are reportable in column (l). Units temporarily out of respondent's service and rented to others for less than one year are to be included in column (h). Units rented from others for a period less than one year should not be included in column (i).
4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit but it is not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operation at terminals.
5. A "self-propelled" car is a rail motor car propelled by electric motors receiving power from a third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.
6. A "diesel" unit includes all units propelled by diesel internal combustion engines regardless of final drive or whether power may at times be supplied from an external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote, giving the number and a brief description.. An "electric" unit includes all units which receive electric power from a third rail or overhead contact wire, and use the power to drive one or more electric motors that propel the vehicle. An "other self-powered unit" includes all units other than diesel or electric, e.g., gas turbine, steam. Show the type of unit, service, and number, as appropriate, in a brief description sufficient for positive identification. An "Auxiliary unit" includes all units used in conjunction with locomotives, but which draw their power from the "mother" unit, e.g., boosters, slugs, etc. For reporting purposes, indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate. Radio-controlled units that are not self-propelled, i.e., those without a diesel, should be reported on line 13 under "auxiliary units."

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

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

9. Cross-checks

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

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

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

710. INVENTORY OF EQUIPMENT - Continued

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

Line No.	Cross Check	Type of 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 reclassification (g)	Units at Close of Year					Line No.
				Units installed					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)	
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
LOCOMOTIVE UNITS													(H.P.)	
1		Diesel-freight units											1	
2		Diesel-passenger units	62	0	0	0	0	5	57	62	196,200	0	2	
3		Diesel-multiple purpose units	7,993	218	0	144	0	303	5,917	2,135	8,052	31,090,495	0	3
4		Diesel-switching units	340	14	0	7	0	76	273	12	285	492,600	0	4
5	*	TOTAL (lines 1 to 4) units	8,395	232	0	151	0	379	6,195	2,204	8,399	31,779,295	0	5
6	*	Electric-locomotives	0	0	0	0	0	0	0	0	0	0	0	6
7	*	Other self-powered units (steam)	3	0	0	0	0	3	0	3	6,000	0	7	
8	*	TOTAL (lines 5, 6 and 7)	8,398	232	0	151	0	379	6,198	2,204	8,402	31,785,295	0	8
9	*	Auxiliary units	65	0	0	0	0	3	62	0	62	N/A	0	9
10	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	8,463	232	0	151	0	382	6,260	2,204	8,464	31,785,295	0	10

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

Line No.	Cross Check	Type of design of units (a)	Before Jan. 1, 1995 (b)	During Calendar Year				TOTAL (l)	Line No.					
				Between Jan. 1, 1995 and Dec. 31, 1999 (c)	Between Jan. 1, 2000 and Dec. 31, 2004 (d)	Between Jan. 1, 2005 and Dec. 31, 2009 (e)	Between Jan. 1, 2010 and Dec. 31, 2014 (f)							
				2015 (g)	2016 (h)	2017 (i)	2018 (j)			2019 (k)				
11	*	Diesel	2,902	1,171	2,142	1,286	734	164	0	0	0	0	8,399	11
12	*	Electric	0	0	0	0	0	0	0	0	0	0	0	12
13	*	Other self-powered units (steam)	3	0	0	0	0	0	0	0	0	0	3	13
14	*	TOTAL (lines 11 to 13)	2,905	1,171	2,142	1,286	734	164	0	0	0	0	8,402	14
15	*	Auxiliary units	59	3	0	0	0	0	0	0	0	0	62	15
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	2,964	1,174	2,142	1,286	734	164	0	0	0	0	8,464	16



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

Line No.	Cross Check	Type of 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 or leased including reclassification (g)	Units at Close of Year					Line No.
				Units installed					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)	
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
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)												20
21		Dining, grill and tavern cars (All class D, PD)												21
22		Non-passenger-carrying cars (All Class B,CSB,M,PSA,IA)												22
23		TOTAL (lines 17 to 22)	0	0	0	0	0	0	0	0	0	0		23
24		Self-Propelled 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)	0	0	0	0	0	0	0	0	0	0		28
29		TOTAL (lines 23 to 28)	0	0	0	0	0	0	0	0	0	0		29
30		COMPANY SERVICE CARS Business car (PV)	72	0	0	0	4	1	75	0	75	N/A		30
31		Board outfit cars (MWX)	58	0	0	0	0	38	20	0	20	N/A		31
32		Derrick and snow removal cars (MWU,MWV,MWW,MWK)	49	0	0	0	0	16	33	0	33	N/A		32
33		Dump and ballast cars (MWB,MWD)	3,912	0	0	0	15	78	1,656	2,193	3,849	N/A		33
34		Other maintenance and service equipment cars	3,661	0	0	0	329	478	3,034	478	3,512	N/A		34
35		TOTAL (lines 30 to 34)	7,752	0	0	0	348	611	4,818	2,671	7,489	N/A		35

710. INVENTORY OF EQUIPMENT - Continued

Instructions for reporting freight-train car data.

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

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

Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Time-mileage cars (b)	All others (c)	Units installed			All other units including reclassification and second hand units purchased or leased from others (g)	
					New units purchased or built (d)	New or rebuilt units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)		
<b>FREIGHT TRAIN CARS</b>									
36		Plain box cars - 40' (B1_, B2_)	0						36
37		Plain box cars - 50' longer (B3_0-7, B4_0-7, B5_, B6_, B7_, B8_)	57					294	37
38		Equipped box cars (All Code A, Except A_5_)	4,976					2,887	38
39		Plain gondola cars (All Codes, G & J_1,J_2,J_3,J_4)	3,731					24	39
40		Equipped gondola cars (All Code E)	6,386					268	40
41		Covered hopper cars (C_1, C_2, C_3, C_4)	28,556					323	41
42		Open top hopper cars--general service (All Code H)	9,004					34	42
43		Open top hopper cars--special service (J_0,J_5, J_6, J_7, J_8, J_9, and K)	2,624					91	43
44		Refrigerator cars -- mechanical (R_5_, R_6_, R_7_, R_8_, R_9_)	4,987		300			3	44
45		Refrigerator cars -- non-mechanical (R_0_, R_1_, R_2_)	1,625					3	45
46		Flat cars -- TOFC/COFC (All Code P, Q and S, Except Q8_)	175						46
47		Flat cars -- multi-level (All Code V)	1,093					1	47
48		Flat cars -- general service (F10_, F20_, F30_)	12						48
49		Flat cars -- other (F_1_, F_2_, F_3_, F_4_, F_5_, F_6) (F_8_, F40_)	2,793					316	49
50		Tank cars -- under 22,000 gallons (T_0, T_1, T_2, T_3, T_4, T_5)	0						50
51		Tank cars -- 22,000 gallons and over (T_6, T_7, T_8, T_9)	183						51
52		All other freight cars (A_5_, F_7_, All Code L and Q8_)	16					15	52
53		TOTAL (lines 36 to 52)	66,218	0	300	0	0	4,259	53
54		Caboose (All Code M-930)	0	0	0	0	0	0	54
55		TOTAL (lines 53 and 54)	66,218	0	300	0	0	4,259	55

710. INVENTORY OF EQUIPMENT - Continued

4. Column (m) should show aggregate capacity for all units reported in columns (k) and (l), as follows. For freight-train cars, report the nominal capacity (in tons of 2,000 lbs.) as provided for in Rule 86 of the AAR Code of Rules Governing Cars in Interchange. Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to carry customarily.
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.	Changes during the year (concluded)  Units retired from service 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 cols. (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	2	70	279	349	0	27,842	0	37
38	633	3,077	4,153	7,230	0	598,719	0	38
39	51	1,114	2,590	3,704	0	438,300	0	39
40	828	4,742	1,084	5,826	0	586,738	0	40
41	997	12,693	15,189	27,882	0	3,022,214	0	41
42	912	7,001	1,125	8,126	0	872,538	0	42
43	105	271	2,339	2,610	0	303,749	0	43
44	118	1,177	3,995	5,172	0	422,900	0	44
45	113	1,504	11	1,515	0	121,412	0	45
46	4	2	169	171	0	48,142	0	46
47	27	1,015	52	1,067	0	40,988	0	47
48	3	9	0	9	0	656	0	48
49	121	1,593	1,395	2,988	0	307,427	0	49
50	0	0	0	0	0	0	0	50
51	0	0	183	183	0	17,924	0	51
52	0	31	0	31	0	3,025	0	52
53	3,914	34,299	32,564	66,863	0	6,812,574	0	53
54	0	0	0	0	0	0	0	54
55	3,914	34,299	32,564	66,863	0	6,812,574	0	55

710. INVENTORY OF EQUIPMENT - Continued

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

Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Per diem (b)	All others (c)	Units installed			All other units including reclassification and second hand units purchased or leased from others (g)	
					New units purchased or built (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)		
<b>FLOATING EQUIPMENT</b>									
56		Self-propelled vessels (Tugboats, car ferries, etc.)							56
57		Non-self-propelled vessels (Car floats, lighters, etc.)							57
58		TOTAL (lines 56 and 57)							58
<b>HIGHWAY REVENUE EQUIPMENT</b>									
59		Chassis Z1__, Z67__, Z68__, Z69__	41,133	0	6,909	1,210			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__)	54,935	0	5,992	0	0	359	67
70		TOTAL (lines 59 and 69)	96,068	0	12,901	1,210	0	359	70

NOTES AND REMARKS

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

710. INVENTORY OF EQUIPMENT - Concluded

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

Line No.	Cross Check	Changes during the 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 cols. (k) & (l) (see ins. 4) (m)		Leased to others (n)
					Per diem (k)	All other (l)			
56									56
57									57
58									58
59		329	22,086	26,837	48,923		1,496,371		59
60									60
61									61
62									62
63									63
64									64
65									65
66									66
67		1,655	33,633	25,998	59,631		1,733,383		67
70		1,984	55,719	52,835	108,554		3,229,754		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 in part with incentive per diem funds should be reported on separate lines and appropriately identified by footnote or sub-heading.

**NEW UNITS**

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (In Thousands) (d)	Method of acquisition (see instructions) (e)	Line No.
1	<b>LOCOMOTIVES</b>					1
2	C45AC 1/	150	32,400	436,675		2
3	SD70AH	100	21,350	257,060		3
4	GENSET	14	1,939	14,174		4
5						5
6	<b>FREIGHT CARS</b>					6
7	REFRIGERATED BOXCARS	300	15,569	82,685		7
8						8
9						9
10	<b>HIGHWAY REVENUE EQUIPMENT</b>					10
11	CONTAINERS	5,992	25,909	66,109		11
12	CHASSIS	6,909	30,859	85,961		12
13						13
14	<b>TOTAL</b>	<b>13,465</b>	<b>N/A</b>	<b>942,664</b>		14
15						15
16						16
17			<b>REBUILT UNITS</b>			17
18	<b>LOCOMOTIVES</b> 3/					18
19	C40-8	3	582	2,246		19
20	C408W 2/	0	N/A	4,160		20
21	C418W	25	4,852	25,998		21
22	C449W	21	4,076	27,164		22
23	GP15-1	3	417	520		23
24	GP15N	4	556	693		24
25	GP38-2	6	836	1,595		25
26	GP38N	11	1,550	7,461		26
27	GP40	2	278	346		27
28	GP40-2	1	141	729		28
29	GP60	8	1,553	5,990		29
30	MP15AC	1	139	173		30
31	SD38-2	2	278	346		31
32	SD40	44	8,604	62,309		32
33	SD40N 2/	0	N/A	4,160		33
34	SD60	5	970	6,864		34
35	SD60M	8	1,553	12,230		35
36	SD62	4	776	2,995		36
37	SD9043AC	3	582	2,246		37
38						38
39	2/ <b>TOTAL</b>	<b>151</b>	<b>N/A</b>	<b>168,225</b>		39
40						40
41	1/ 2/ <b>GRAND TOTAL</b>	<b>13,616</b>	<b>N/A</b>	<b>1,110,889</b>	<b>N/A</b>	41

1/ Includes 32 new six-axle locomotives received in prior year but financially complete in current year

2/ Includes cost incurred in the current year related to units included in the prior year.

3/ Excludes one rebuilt steam locomotive not financially complete this year.

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

1. For purposes of these schedules, the track categories are defined as follows:  
 Track category (1)  
 A - Freight density of 20 million or more gross ton miles per track mile per year (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 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 it is dedicated entirely to passenger service, category F.  
  
 Potential 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 is assumed to be maintained by others).
3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.
4. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

720. TRACK AND TRAFFIC CONDITIONS

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

Line No.	Track category (a)	Mileage of tracks at end of period (whole numbers) (b)	Average annual traffic density in millions of gross ton-miles per track-mile* (use two decimal places) (c)	Average running speed limit (use two decimal places) (d)	Track miles under slow orders at end of period (e)
1	A	20,883	51.37	N/A	422
2	B	5,663	12.16	N/A	119
3	C	2,533	2.51	N/A	41
4	D	5,548	0.18	N/A	16
5	E	8,793	N/A	N/A	0
6	TOTAL	43,420	26.70	N/A	598
7	F	12,948	N/A	N/A	N/A
8	Potential abandonments	44	N/A	N/A	N/A

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

N/A - Information is not available.

721. TIES LAID IN REPLACEMENT

1. Furnish the requested information concerning ties laid in replacement.
2. In column (j), report the total board feet of switch and bridge ties laid in replacement.
3. The term "spot maintenance" in column (k) means repairs to track components during routing inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "Percent of spot maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.
4. In No. 9, the average cost per tie should include transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply storage and seasoning yards, and in the case of treating ties, also the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines, and placing the ties in tracks and of train service other than that necessary in connection with loading or treatment should not be included in this schedule.

Line No.	Track category (a)	Number of crossties laid in replacement							Total (i)	Switch and bridge ties (board feet) (j)	Crossties switch and bridge ties Percent of spot maintenance (k)	Line No.
		New ties				Second-hand ties						
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)				
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)					
1	A	2,736,495		287,128	7,924	57,803		0	3,089,350	4,090,642	N/A	1
2	B	519,072		8,751	0	11,261		0	539,084	758,412		2
3	C	35,333		0	0	2,091		0	37,424	153,372		3
4	D	63,601		0	0	3,282		0	66,883	213,254		4
5	E	240,331		7,206	3,773	14,901		1,008	267,219	1,026,588		5
6	TOTAL	3,594,832		303,085	11,697	89,338		1,008	3,999,960	6,242,268		6
7	F											7
8	Potential abandonment											8
9	Average cost per crosstie	\$55.40	and switch tie (MBM)	\$1,465.90								

\*\* Concrete and steel switch ties are not included in column (j). In lieu of board measure, number of switch ties was 1,008 at an average cost of \$734.46.

N/A - Information is not available.



722. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS  
(Dollars in Thousands)

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

In column (a) classify the ties as follows:

- U - Wooden ties untreated when applied.
- T - Wooden ties treated before application.
- S - Ties other than wooden (steel, concrete, etc.). Indicate type in column (h).

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

In columns (d) and (g) show the total cost, including transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply, storage, and seasoning yard. In the case of treated ties, also show the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines and placing the ties in tracks, and of train service, other than that necessary in connection with loading or treatment, should not be included in this schedule.

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)	Line No.
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)		
1	T	200,094	\$68.75	\$13,756	132,462	\$1,721.21	\$228	New	1
2	T	27,879	17.27	481				Secondhand	2
3	S	66,728	84.89	5,664				Concrete	3
4									4
5	S	4,144	93.87	389				Steel	5
6									6
7									7
8									8
9									9
10									10
11									11
12									12
13									13
14									14
15									15
16									16
17									17
18									18
19									19
20	TOTAL	298,845		\$20,290	N/M		\$228		20
21	Number of miles of new running tracks, crossovers, etc., in which ties were laid _____ N/A _____.								21
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid _____ N/A _____.								22

723. RAILS LAID IN REPLACEMENT

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

Line No.	Track category (a)	Miles of rail laid in replacement (rail miles)				Total		Percent of spot maintenance (h)	Line No.
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)		
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)				
1	A	1,218.72	30.35	7.02	10.13	1,225.74	40.48	N/A	1
2	B	45.44	6.41	81.72	2.13	127.16	8.54	N/A	2
3	C	8.69	2.46	44.01	0.01	52.70	2.47	N/A	3
4	D	3.27	2.10	41.14	0.00	44.41	2.10	N/A	4
5	E	4.83	5.35	20.98	0.12	25.81	5.47	N/A	5
6	TOTAL	1,280.95	46.67	194.87	12.39	1,475.82	59.06	N/A	6
7	F							N/A	7
8	Potential abandonment							N/A	8
9	Average cost of new and relay rail laid in replacement per gross ton			New	\$1,076	Relay	\$397		9

N/A - Information is not available.

**724. RAILS LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS**  
(Dollars in Thousands)

1. Give particulars of all rails applied during the year in connection with the construction of new track.

In column (a) classify the kind of rail applied as follows:

- (1) New steel rails, Bessemer process.
- (2) New steel rails, open-hearth process.
- (3) New rails, special alloy (describe more fully in a footnote).
- (4) Relay rails.

2. Returns in columns (c) and (g) should be reported in WHOLE numbers. Fractions of less than one-half should be disregarded, and fractions of one-half or more should be counted as one.

3. The returns in columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks, as well as train service in connection with the distribution of the rail should not be included in this schedule.

Line No.	Class of rail (a)	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY AND OTHER SWITCHING TRACKS				Line No.	
		Weight of rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lbs.) (e)	Weight of rail		Total cost of rail applied in yard station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lbs.) (i)		
		Pounds per yard of rail (b)	Number of tons (2,000 lbs.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lbs.) (g)				
1	2	115	1	\$1	\$819	115	12	\$11	\$872	1	
2	2	133	11	10	922	133	5	4	896	2	
3	2	136	3,651	3,820	1,046	136	1,685	1,531	908	3	
4	2	141	4,856	5,069	1,044	141	52	48	913	4	
5										5	
6	4	112	0	0	0	112	2,191	767	350	6	
7	4	115	2	0	284	115	0	0	0	7	
8	4	119	100	34	337	119	3,448	1,181	343	8	
9	4	132	0	0	0	132	1,083	407	376	9	
10	4	133	4	1	165	133	2,054	723	352	10	
11	4	136	241	80	330	136	4,360	1,477	339	11	
12	4	141	0	0	0	141	38	12	329	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	TOTAL	N/A	8,866	\$9,015		N/A	14,928	\$6,161		29	
30	Number of miles new running tracks, passing tracks, cross-over, etc., in which rails were laid.										30
31	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid.										31
32	Track-miles of welded rail installed on system this year <u>          N/A          </u> ; total to date <u>          N/A          </u> .										32

725. WEIGHT OF RAIL

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

Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Remarks (d)	Line No.
	Pounds				
1					1
2	141	3,781			2
3	140	9			3
4	136	10,906			4
5	133	9,262			5
6	132	712			6
7	131	418			7
8	130	5			8
9	128	4			9
10	127	1			10
11	119	974			11
12	115	2,184			12
13	113	473			13
14	112	1,239			14
15	110	111			15
16	106	3			16
17	100	231			17
18	90	397			18
19	85	87			19
20	80	41			20
21	75	6			21
22	72	18			22
23	70	8			23
24	65	0			24
25	60	0			25
26	Under 60	0			26
27					27
28	TOTAL	30,870			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

726. SUMMARY OF TRACK REPLACEMENTS

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

Line No.	Track category (a)	Ties				Rail		Ballast	Track surfacing		Line No.
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles) (f)	Percent replaced (g)	Cubic yards of ballast placed (h)	Miles surfaced (i)	Percent surfaced (j)	
		Crossties (b)	Switch and bridge ties (board feet) (c)	Crossties (d)	Switch and bridge ties (board feet) (e)						
1	A	3,089,350	4,090,642	5.1%	N/A	1,266.22	3.0%	3,235,108	7,953	38.1%	1
2	B	539,084	758,412	3.3%	N/A	135.70	1.2%	412,334	979	17.3%	2
3	C	37,424	153,372	0.5%	N/A	55.17	1.1%	70,566	111	4.4%	3
4	D	66,883	213,254	0.4%	N/A	46.51	0.4%	65,899	438	7.9%	4
5	E	267,219	1,026,588	1.1%	N/A	31.28	0.2%	268,465	595	6.8%	5
6	TOTAL	3,999,960	6,242,268	3.2%	N/A	1,534.88	1.8%	4,052,372	10,076	23.2%	6
7	F										7
8	Potential abandonments										8

750. CONSUMPTION OF DIESEL FUEL  
(Dollars in Thousands)

LOCOMOTIVES			
Line No.	Kind of locomotive service (a)	Diesel	Line No.
		Diesel oil (gallons) (b)	
1	Freight	941,750,992	1
2	Passenger	10,667,026	2
3	Yard switching	123,606,525	3
4	TOTAL	1,076,024,543	4
5	COST OF FUEL \$(000) *	\$1,968,423	5
6	Work Train	6,788,685	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 special trains 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 1 mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions considered as 1 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 1 mile under its own power. Include miles made by all locomotive units. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.

(E) All locomotive units-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-units.

(F) Train switching locomotive-miles shall be computed at the rate of 6 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 6 miles per hour for the time actually engaged in yard switching service. Include miles allowed to 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 1 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 miles 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 Item 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 conductors' or dispatchers' train reports or other appropriate source, compute weight in tons (2,000 pounds). Item 6-01 includes weight of all locomotive units moved 1 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 other contents). Use 150 lbs. as the average weight per passenger, and 4 tons as the average weight of contents of each head-end car.

(L) From conductors' train reports or other appropriate source, 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 1.c.1. shipment of freight handled in mixed baggage express cars. Total Ton-Miles Revenue Freight should correspond to the Ton-Miles reported on Form CBS.

## INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755 - Concluded

(M) Road service represents elapsed time of transportation trains (both ordinary and light) between the time of leaving the initial terminals and the time at the 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 inside 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 while engaged incidentally in switching company materials in company shops or material yards in connection with regular yard switching service or in switching equipment for repairs between yards and shops.

(P) The number of loaded freight cars shall be obtained from the conductors' wheel report and shall be the sum of all loaded cars handled by each train. For example, if a car moves loaded (1) in a way train from the origination points, (2) in two through trains, and (3) in a way train to the destination point, the total count of loaded cars would be four: two counts for the movements in the way trains and two counts for the movements in through trains. Therefore, each car originated or received from a connecting carrier receives an initial count, plus one count for each subsequent physical transfer between trains on respondent 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 railroads' expense. (Performed at railroads' 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-motor carrier, etc., and not the railroad to perform that service. Note: The count should reflect the trailers/containers for which expenses is 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 refer 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 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 (4-140), 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 on 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)	(2) Passenger train (c)	Line No.
1		1. Miles of Road Operated (A)	32,084	0	1
2		2. Train Miles - Running (B)			
		2-01 Unit Trains	34,514,178	XXXXXX	2
3		2-02 Way Trains	5,981,137	XXXXXX	3
4		2-03 Through Trains	96,463,414	0	4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	136,958,729	0	5
6		2-05 Motorcars (C)	0	0	6
7		2-07 TOTAL ALL TRAINS (lines 5 and 6)	136,958,729	0	7
		3. Locomotive Unit Miles (D)			
		Road Service (E)			
8		3-01 Unit Trains	105,923,307	XXXXXX	8
9		3-02 Way Trains	12,920,236	XXXXXX	9
10		3-03 Through Trains	285,176,356	0	10
11		3-04 TOTAL (lines 8-10)	404,019,899	0	11
12		3-11 Train Switching (F)	10,708,792	XXXXXX	12
13		3-21 Yard Switching (G)	30,172,615	0	13
14		3-31 TOTAL ALL SERVICES (line 11-13)	444,901,306	0	14
		4. Freight Car-Miles (thousands) (H)			
		4-01 RR Owned and Leased Cars - Loaded			
15		4-010 Box-Plain 40-Foot	0	XXXXXX	15
16		4-011 Box-Plain 50-Foot and Longer	11,894	XXXXXX	16
17		4-012 Box-Equipped	212,067	XXXXXX	17
18		4-013 Gondola-Plain	118,574	XXXXXX	18
19		4-014 Gondola-Equipped	64,509	XXXXXX	19
20		4-015 Hopper-Covered	396,575	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	84,749	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	82,963	XXXXXX	22
23		4-018 Refrigerator-Mechanical	71,296	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	17,763	XXXXXX	24
25		4-020 Flat-TOFC/COFC	332,868	XXXXXX	25
26		4-021 Flat-Multi-Level	77,150	XXXXXX	26
27		4-022 Flat-General Service	735	XXXXXX	27
28		4-023 Flat-All Other	81,488	XXXXXX	28
29		4-024 All Other Car Types-Total	1,028	XXXXXX	29
30		4-025 TOTAL (Lines 15-29)	1,553,659	XXXXXX	30



## 755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	(2) Passenger train (c)	Line No.
31		4-11 RR Owned and Leased Cars - Empty 4-110 Box-Plain 40-Foot	0	XXXXXX	31
32		4-111 Box-Plain 50-Foot and Longer	10,278	XXXXXX	32
33		4-112 Box-Equipped	173,580	XXXXXX	33
34		4-113 Gondola-Plain	118,854	XXXXXX	34
35		4-114 Gondola-Equipped	67,944	XXXXXX	35
36		4-115 Hopper-Covered	398,424	XXXXXX	36
37		4-116 Hopper-Open Top-General Service	89,415	XXXXXX	37
38		4-117 Hopper-Open Top-Special Service	79,343	XXXXXX	38
39		4-118 Refrigerator-Mechanical	64,374	XXXXXX	39
40		4-119 Refrigerator-Non-Mechanical	19,115	XXXXXX	40
41		4-120 Flat-TOFC/COFC	16,407	XXXXXX	41
42		4-121 Flat-Multi-Level	32,030	XXXXXX	42
43		4-122 Flat-General Service	391	XXXXXX	43
44		4-123 Flat-All Other	78,672	XXXXXX	44
45		4-124 All Other Car Types	653	XXXXXX	45
46		4-125 TOTAL (Lines 31-45)	1,149,480	XXXXXX	46
47		4-13 Private Line Cars - Loaded (H) 4-130 Box-Plain 40-Foot	0	XXXXXX	47
48		4-131 Box-Plain 50-Foot and Longer	50,584	XXXXXX	48
49		4-132 Box-Equipped	92,656	XXXXXX	49
50		4-133 Gondola-Plain	819,773	XXXXXX	50
51		4-134 Gondola-Equipped	25,199	XXXXXX	51
52		4-135 Hopper-Covered	923,917	XXXXXX	52
53		4-136 Hopper-Open Top-General Service	36,653	XXXXXX	53
54		4-137 Hopper-Open Top-Special Service	266,836	XXXXXX	54
55		4-138 Refrigerator-Mechanical	18,787	XXXXXX	55
56		4-139 Refrigerator-Non-Mechanical	4,073	XXXXXX	56
57		4-140 Flat-TOFC/COFC	1,087,575	XXXXXX	57
58		4-141 Flat-Multi-Level	559,968	XXXXXX	58
59		4-142 Flat-General Service	122	XXXXXX	59
60		4-143 Flat-All Other	120,321	XXXXXX	60
61		4-144 Tank Under 22,000 Gallons	160,544	XXXXXX	61
62		4-145 Tank-22,000 Gallons and Over	536,847	XXXXXX	62
63		4-146 All Other Car Types	19,850	XXXXXX	63
64		4-147 TOTAL (lines 47-63)	4,723,705	XXXXXX	64

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	(2) Passenger train (c)	Line No.
65		4-15 Private Line Cars - Empty (H)	XXXXXX	XXXXXX	
		4-150 Box-Plain 40-Foot	0	XXXXXX	65
66		4-151 Box-Plain 50-Foot and Longer	22,844	XXXXXX	66
67		4-152 Box-Equipped	52,541	XXXXXX	67
68		4-153 Gondola-Plain	807,268	XXXXXX	68
69		4-154 Gondola-Equipped	24,756	XXXXXX	69
70		4-155 Hopper-Covered	882,378	XXXXXX	70
71		4-156 Hopper-Open Top-General Service	35,953	XXXXXX	71
72		4-157 Hopper-Open Top-Special Service	263,566	XXXXXX	72
73		4-158 Refrigerator-Mechanical	14,985	XXXXXX	73
74		4-159 Refrigerator-Non-Mechanical	4,038	XXXXXX	74
75		4-160 Flat-TOFC/COFC	61,038	XXXXXX	75
76		4-161 Flat-Multi-Level	224,937	XXXXXX	76
77		4-162 Flat-General Service	91	XXXXXX	77
78		4-163 Flat-All Other	107,069	XXXXXX	78
79		4-164 Tank Under 22,000 Gallons	161,432	XXXXXX	79
80		4-165 Tank-22,000 Gallons and Over	540,559	XXXXXX	80
81		4-166 All Other Car Types	4,737	XXXXXX	81
82		4-167 TOTAL (lines 65-81)	3,208,192	XXXXXX	82
83		4-17 Work Equipment and Company Freight Car-Miles	108,728	XXXXXX	83
84		4-18 No Payment Car-Miles (I) (1)	0	XXXXXX	84
		4-19 Total Car-Miles by Train Type (Note)			
85		4-191 Unit Trains	4,011,576	XXXXXX	85
86		4-192 Way Trains	129,818	XXXXXX	86
87		4-193 Through Trains	6,602,370	XXXXXX	87
88		4-194 TOTAL (lines 85-87)	10,743,764	XXXXXX	88
89		4-20 Caboose Miles	46	XXXXXX	89

- (1) As in prior years, the passenger statistics exclude results from commuter operations.
- (2) As in prior years, the passenger statistics exclude results from commuter operations.

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. Line 88 excludes business car miles.

755. RAILROAD OPERATING STATISTICS - Concluded					
Line No.	Cross Check	Item description (a)	Freight train (b)	(2) Passenger train (c)	Line No.
98		6. Gross Ton-Miles (thousands) (K) 6-01 Road Locomotives	83,116,316	XXXXXX	98
99		6-02 Freight Trains, Cars, Cnts., and Caboose 6-020 Unit Trains	335,113,210	XXXXXX	99
100		6-021 Way Trains	12,611,211	XXXXXX	100
101		6-022 Through Trains	579,952,836	XXXXXX	101
102		6-03 Passenger-Trains, Cars, and Cnts.	0	0	102
103		6-04 Non-Revenue	6,455,238	XXXXXX	103
104		6-05 TOTAL (lines 98-103)	1,017,248,811	0	104
105		7. Tons of Freight (thousands) 7-01 Revenue	523,471	XXXXXX	105
106		7-02 Non-Revenue	9,030	XXXXXX	106
107		7-03 TOTAL (lines 105 and 106)	532,501	XXXXXX	107
108		8. Ton-Miles of Freight (thousands) (L) 8-01 Revenue-Road Service	485,034,702	XXXXXX	108
109		8-02 Revenue-Lake Transfer Service	0	XXXXXX	109
110		8-03 TOTAL (lines 108, 109)	485,034,702	XXXXXX	110
111		8-04 Non-Revenue-Road Service	4,519,331	XXXXXX	111
112		8-05 Non-Revenue-Lake Transfer Service	0	XXXXXX	112
113		8-06 TOTAL (lines 111 and 112)	4,519,331	XXXXXX	113
114		8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110 and 113)	489,554,033	XXXXXX	114
115		9. Train Hours (M) 9-01 Road Service	5,902,991	XXXXXX	115
116		9-02 Train Switching	791,750	XXXXXX	116
117		10. TOTAL YARD-SWITCHING HOURS (N)	2,453,494	XXXXXX	117
118		11. Train-Miles Work Trains (O) 11-01 Locomotives	1,938,223	XXXXXX	118
119		11-02 Motorcars	0	XXXXXX	119
120		12. Number of Loaded Freight Cars (P) 12-01 Unit Trains	3,065,154	XXXXXX	120
121		12-02 Way Trains	2,610,709	XXXXXX	121
122		12-03 Through Trains	8,655,460	XXXXXX	122
123		13. TOFC/COFC-No. of Rev. Trailers and Containers Loaded and Unloaded (Q)	6,582,093	XXXXXX	123
124		14. Multi-Level Cars-No. of Motor Vehicles Loaded and Unloaded (Q)	4,138,840	XXXXXX	124
125		15. TOFC/COFC-No. of Rev. Trailers Picked Up and Delivered (R)	142,450	XXXXXX	125
126		16. Revenue Tons-Marine Terminal (S) 16-01 Marine Terminals-Coal	0	XXXXXX	126
127		16-02 Marine Terminals-Ore	0	XXXXXX	127
128		16-03 Marine Terminals-Other	67,088,763	XXXXXX	128
129		16-04 TOTAL (lines 126-128)	67,088,763	XXXXXX	129
130		17. Number of Foreign Per Diem Cars on Line (T) 17-01 Serviceable	39,121	XXXXXX	130
131		17-02 Unserviceable	0	XXXXXX	131
132		17-03 Surplus	0	XXXXXX	132
133		17-04 TOTAL (lines 130-132)	39,121	XXXXXX	133
134		TOFC/COFC - Average No. of Units Loaded Per Car	4.7	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, 2015

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

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	Expenditure during the Year for original road and equipment and road extensions (c)	Expenditures during the year for purchase of existing lines, lines reorganizations, etc. (d)	Line No.
1		(2) Land for transportation purposes	270	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	40	0	0	5
6		(7) Elevated structures	0	0	0	6
7		(8) Ties	19	0	0	7
8		(9) Rail and other track material	21,124	0	0	8
9		(11) Ballast	167	0	0	9
10		(13) Fences, snowsheds 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	113,400	0	0	20
21		(27) Signals and interlockers	849,881	0	0	21
22		(29) Power plants	0	0	0	22
23		(31) Power-transmission systems	50,449	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 lease/rentals	0	0	0	29
30		TOTAL EXPENDITURES FOR ROAD	1,035,350	0	0	30
31		(52) Locomotives	336,047	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	2,400	0	0	36
37		(58) Miscellaneous equipment	726	0	0	37
38		(59) Computer systems and word processing equipment	110,036	0	0	38
39		TOTAL EXPENDITURES FOR EQUIPMENT	449,209	0	0	39
40		(76) Interest during construction	0	0	0	40
41		(80) Other elements of investment	0	0	0	41
42		(90) Construction work in progress	30,841	0	0	42
43		GRAND TOTAL	1,515,400	0	0	43

PTC 330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT - Concluded  
(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	270	1
2		0	0	0	0	2
3		0	0	0	0	3
4		0	0	0	0	4
5		0	0	0	40	5
6		0	0	0	0	6
7		5	0	5	24	7
8		5,211	0	5,211	26,335	8
9		0	0	0	167	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		75,821	0	75,821	189,221	20
21		134,243	0	134,243	984,124	21
22		0	0	0	0	22
23		22,377	0	22,377	72,826	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		237,657	0	237,657	1,273,007	30
31		111,050	0	111,050	447,097	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	2,400	36
37		0	0	0	726	37
38		30,678	0	30,678	140,714	38
39		141,728	0	141,728	590,937	39
40		0	0	0	0	40
41		0	0	0	0	41
42		2,079	0	2,079	32,920	42
43		381,464	0	381,464	1,896,864	43

NOTE: Not included in the schedule above are the following capital contributions by UPRR to investees for the development of PTC:  
 MeteorComm, LLC: \$4,000 in 2015; total of \$66,650      PTC-220 LLC: \$715 in 2015; total of \$7,164

**PTC 332. DEPRECIATION BASE AND RATES - ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS**  
(Dollars in Thousands)

- Show in columns (b) and (e), for each primary account, the depreciation base used to compute depreciation charges for the month of January, and in columns (c) and (f), the depreciation charges for the month of December. In columns (d) and (g) show the composite rates used in computing depreciation charges for December, and on lines 30 and 39 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December, and dividing that total by the total depreciation base for the same month. The depreciation base should not include cost of equipment used, but not owned, when the rents are included in rent for equipment and account nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include cost of equipment owned and leased to others when the rents there from 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.
- All leased property may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.
- Show in columns (e), (f), and (g) data applicable to lessor property, when the rent therefore is included in accounts nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.
- If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for discontinuance of accruals should be shown in a footnote, indicating the effected account(s).
- 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)		
	<b>ROAD</b>							
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	40	40	1.41				4
5	(7) Elevated structures	0	0	0.00				5
6	(8) Ties	19	23	4.22				6
7	(9) Rail and other track material	21,124	26,285	3.22				7
8	(11) Ballast	167	167	2.94				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) Communications systems	113,400	183,169	3.45				19
20	(27) Signals and interlockers	849,881	981,380	3.85				20
21	(29) Power plants	0	0	0.00				21
22	(31) Power transmission systems	50,449	72,533	2.27				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 def. projects)	0	0	0.00				29
30	<b>TOTAL ROAD</b>	<b>1,035,080</b>	<b>1,263,597</b>	<b>3.69</b>				<b>30</b>
	<b>EQUIPMENT</b>							
31	(52) Locomotives	336,047	435,318	9.86				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	2,400	2,400	3.19				36
37	(58) Miscellaneous equipment	726	726	5.59				37
38	(59) Computer systems & WP equipment	110,036	140,112	16.63				38
39	<b>TOTAL EQUIPMENT</b>	<b>449,209</b>	<b>578,556</b>	<b>11.46</b>				<b>39</b>
40	<b>GRAND TOTAL</b>	<b>1,484,289</b>	<b>1,842,153</b>	<b>N/A</b>			<b>N/A</b>	<b>40</b>

Note: New Equipment depreciation rates were authorized by the Surface Transportation Board effective January 1, 2015.

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

1. Disclose the required information regarding credits and debits to Account No. 735, "Accumulated Depreciation: Road and Equipment Property," during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and "Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" accounts and Other Rents - Debit - Equipment accounts. (See Schedule 351 for accumulated depreciation to road and equipment owned and leased to others.)
2. If any data are included in columns (d) or (f), explain the entries in detail.
3. A debit balance in columns (b) or (g) for any primary account should be designated "Dr."
4. If there is any inconsistency between credits to reserves as shown in column (c) and charges to operating expenses, a full explanation should be given.
5. Include authorized amortization amounts in column (c) on the lines for the affected accounts.

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)		
<b>ROAD</b>									
1		(3) Grading	0	0	0	0	0	0	1
2		(4) 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	3	1	0	0	0	4	4
5		(7) Elevated structures	0	0	0	0	0	0	5
6		(8) Ties	1	1	0	0	0	2	6
7		(9) Rail and other track material	1,569	769	0	0	0	2,338	7
8		(11) Ballast	6	4	0	0	0	10	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) Communications systems	6,797	4,974	0	0	0	11,771	19
20		(27) Signals and interlockers	62,910	35,381	0	0	0	98,291	20
21		(29) Power plants	0	0	0	0	0	0	21
22		(31) Power transmission systems	1,831	1,369	0	0	0	3,200	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		<b>TOTAL ROAD</b>	<b>73,117</b>	<b>42,499</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>115,616</b>	<b>30</b>
<b>EQUIPMENT</b>									
31		(52) Locomotives	58,550	38,138	0	0	0	96,688	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	128	76	0	0	0	204	36
37		(58) Miscellaneous equipment	113	41	0	0	0	154	37
38		(59) Computer systems & WP equip.	47,329	22,480	0	0	0	69,809	38
39		Amortization Adjustments	0	0	0	0	0	0	39
40		<b>TOTAL EQUIPMENT</b>	<b>106,120</b>	<b>60,735</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>166,855</b>	<b>40</b>
41		<b>GRAND TOTAL</b>	<b>179,237</b>	<b>103,234</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>282,471</b>	<b>41</b>



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

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

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

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

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

Line No.	Cross Check	Account (a)	Respondent (b)	Lessor Railroads (c)	Inactive (proprietary companies) (d)	Other Leased Properties (e)	Line No.
1		(2) Land for transportation purposes	\$270	\$0			1
2		(3) Grading	0	0			2
3		(4) Other, right-of-way expenditures	0	0			3
4		(5) Tunnels and subways	0	0			4
5		(6) Bridges, trestles, and culverts	40	0			5
6		(7) Elevated structures	0	0			6
7		(8) Ties	24	0			7
8		(9) Rail and other track material	26,335	0			8
9		(11) Ballast	167	0			9
10		(13) Fences, snowsheds and signs	0	0			10
11		(16) Station and office buildings	0	0			11
12		(17) Roadway buildings	0	0			12
13		(18) Water stations	0	0			13
14		(19) Fuel stations	0	0			14
15		(20) Shops and enginehouses	0	0			15
16		(22) Storage warehouses	0	0			16
17		(23) Wharves and docks	0	0			17
18		(24) Coal and ore wharves	0	0			18
19		(25) TOFC/COFC terminals	0	0			19
20		(26) Communication systems	189,221	0			20
21		(27) Signals and interlockers	984,124	0			21
22		(29) Power plants	0	0			22
23		(31) Power transmission systems	72,826	0			23
24		(35) Miscellaneous structures	0	0			24
25		(37) Roadway machines	0	0			25
26		(39) Public improvements-construction	0	0			26
27		(44) Shop machinery	0	0			27
28		(45) Power-plant machinery	0	0			28
29		Leased property capitalized rentals (explain)	0	0			29
30		Other (specify and explain)	0	0			30
31		TOTAL ROAD	1,273,007	0			31
32		(52) Locomotives	447,097	0			32
33		(53) Freight-train cars	0	0			33
34		(54) Passenger-train cars	0	0			34
35		(55) Highway revenue equipment	0	0			35
36		(56) Floating equipment	0	0			36
37		(57) Work equipment	2,400	0			37
38		(58) Miscellaneous equipment	726	0			38
39		(59) Computer systems & WP equipment	140,714	0			39
40		TOTAL EQUIPMENT	590,937	0			40
41		(76) Interest during construction	0	0			41
42		(80) Other elements of investment	0	0			42
43		(90) Construction work in progress	32,920	0			43
44		GRAND TOTAL	\$1,896,864	\$0			44

PTC 410. RAILWAY OPERATING EXPENSES  
(Dollars in Thousands)

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

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
		WAY AND STRUCTURES								
		ADMINISTRATION								
1		Track	0	0	1	0	1	0	1	1
2		Bridge & Building	0	0	0	0	0	0	0	2
3		Signal	4,275	8,912	203	807	14,197	0	14,197	3
4		Communication	0	0	0	0	0	0	0	4
5		Other	0	0	0	0	0	0	0	5
		REPAIR AND MAINTENANCE								
6		Roadway - Running	0	0	0	0	0	0	0	6
7		Roadway - Switching	0	0	0	0	0	0	0	7
8		Tunnels and Subways - Running	0	0	0	0	0	0	0	8
9		Tunnels and Subways - Switching	0	0	0	0	0	0	0	9
10		Bridges - Culverts - Running	0	0	0	0	0	0	0	10
11		Bridges - Culverts - Switching	0	0	0	0	0	0	0	11
12		Ties - Running	0	0	0	0	0	0	0	12
13		Ties - Switching	0	0	0	0	0	0	0	13
14		Rail & Other Track Material - Running	7	9	0	0	16	0	16	14
15		Rail & Other Track Material - Switching	2	3	0	0	5	0	5	15
16		Ballast - Running	0	0	0	0	0	0	0	16
17		Ballast - Switching	0	0	0	0	0	0	0	17
18		Road Property Damaged - Running	0	0	0	0	0	0	0	18
19		Road Property Damaged - Switching	0	0	0	0	0	0	0	19
20		Road Property Damaged - Other	0	0	0	0	0	0	0	20
21		Signal & Interlockers-Running	19	184	11	0	214	0	214	21
22		Signal & Interlockers-Switching	6	61	4	0	71	0	71	22
23		Communications Systems	21	39	0	0	60	0	60	23
24		Power Systems	0	0	0	0	0	0	0	24
25		Highway Grade Crossing - Running	0	0	0	0	0	0	0	25
26		Highway Grade Crossing - Switching	0	0	0	0	0	0	0	26
27		Station & Office Buildings	0	22	0	0	22	0	22	27
28		Shop Buildings - Locomotives	0	0	0	0	0	0	0	28
29		Shop Buildings - Freight Cars	0	0	0	0	0	0	0	29
30		Shop Buildings - Other Equipment	0	0	0	0	0	0	0	30

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

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

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
101		REPAIR AND MAINTENANCE - (Continued)								
		Locomotive Servicing Facilities	0	0	0	0	0	0	0	101
102		Miscellaneous Buildings & Structures	0	0	0	0	0	0	0	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	0	0	0	0	0	0	0	106
107		Motor Vehicle Loading & Distribution Facilities	0	0	0	0	0	0	0	107
108		Facilities for Other Specialized Service Operations	0	0	0	0	0	0	0	108
109		Roadway Machines	0	166	0	0	166	0	166	109
110		Small Tools and Supplies	0	0	0	0	0	0	0	110
111		Snow Removal	7	0	0	0	7	0	7	111
112		Fringe Benefits - Running	0	0	0	0	0	0	0	112
113		Fringe Benefits - Switching	0	0	0	0	0	0	0	113
114		Fringe Benefits - Other	0	0	0	1,511	1,511	0	1,511	114
115		Casualties & Insurance - Running	0	0	0	0	0	0	0	115
116		Casualties & Insurance - Switching	0	0	0	0	0	0	0	116
117		Casualties & Insurance - Other	0	0	0	0	0	0	0	117
118		Lease Rentals - Debit - Running	0	0	0	0	0	0	0	118
119		Lease Rentals - Debit - Switching	0	0	0	0	0	0	0	119
120		Lease Rentals - Debit - Other	0	0	0	0	0	0	0	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	0	0	0	0	0	124
125		Joint Facility Rent - Debit - Switching	0	0	0	0	0	0	0	125
126		Joint Facility Rent - Debit - Other	0	0	0	0	0	0	0	126
127		Joint Facility Rent - (Credit) - Running	0	0	0	0	0	0	0	127
128		Joint Facility Rent - (Credit) - Switching	0	0	0	0	0	0	0	128
129		Joint Facility Rent - (Credit) - Other	0	0	0	0	0	0	0	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	0	0	0	0	0	133

PTC 410. RAILWAY OPERATING EXPENSES - Continued

(Dollars in Thousands)

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

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
134		REPAIR AND MAINTENANCE - (Continued)								
		Other Rents - (Credit) - Switching	N/A	N/A	0	N/A	0	0	0	134
135		Other Rents - (Credit) - Other	N/A	N/A	0	N/A	0	0	0	135
136		Depreciation - Running	N/A	N/A	N/A	42,499	42,499	0	42,499	136
137		Depreciation - Switching	N/A	N/A	N/A	0	0	0	0	137
138		Depreciation - Other	N/A	N/A	N/A	0	0	0	0	138
139		Joint Facility - Debit - Running	N/A	N/A	0	N/A	0	0	0	139
140		Joint Facility - Debit - Switching	N/A	N/A	0	N/A	0	0	0	140
141		Joint Facility - Debit - Other	N/A	N/A	0	N/A	0	0	0	141
142		Joint Facility - (Credit) - Running	N/A	N/A	0	N/A	0	0	0	142
143		Joint Facility - (Credit) - Switching	N/A	N/A	0	N/A	0	0	0	143
144		Joint Facility - (Credit) - Other	N/A	N/A	0	N/A	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	0	0	0	0	0	0	0	150
151		TOTAL WAY & STRUCTURE	4,337	9,396	219	44,817	58,769	0	58,769	151
		EQUIPMENT - LOCOMOTIVES								
201		Administration	0	0	0	0	0	0	0	201
202		Repair & Maintenance	0	0	3	0	3	0	3	202
203		Machinery Repair	0	0	0	0	0	0	0	203
204		Equipment Damaged	0	0	0	0	0	0	0	204
205		Fringe Benefits	N/A	N/A	N/A	0	0	0	0	205
206		Other Casualties and Insurance	N/A	N/A	N/A	0	0	0	0	206
207		Lease Rentals - Debit	N/A	N/A	0	N/A	0	0	0	207
208		Lease Rentals - (Credit)	N/A	N/A	0	N/A	0	0	0	208
209		Joint Facility Rent - Debit	N/A	N/A	0	N/A	0	0	0	209
210		Joint Facility Rent - (Credit)	N/A	N/A	0	N/A	0	0	0	210
211		Other Rents - Debit	N/A	N/A	0	N/A	0	0	0	211
212		Other Rents - (Credit)	N/A	N/A	0	N/A	0	0	0	212
213		Depreciation	N/A	N/A	N/A	38,138	38,138	0	38,138	213
214		Joint Facility - Debit	N/A	N/A	0	N/A	0	0	0	214
215		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	0	0	215
216		Repairs Billed to Others - (Credit)	N/A	N/A	0	N/A	0	0	0	216

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

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

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
217		LOCOMOTIVES - (Continued)								
		Dismantling Retired Property	0	0	0	0	0	0	0	217
218		Other	0	0	0	0	0	0	0	218
219		TOTAL LOCOMOTIVES	0	0	3	38,138	38,141	0	38,141	219
220		FREIGHT CARS								
		Administration	0	0	0	0	0	N/A	0	220
221		Repair & Maintenance	0	0	0	0	0	N/A	0	221
222		Machinery Repair	0	0	0	0	0	N/A	0	222
223		Equipment Damaged	0	0	0	0	0	N/A	0	223
224		Fringe Benefits	N/A	N/A	N/A	0	0	N/A	0	224
225		Other Casualties & Insurance	N/A	N/A	N/A	0	0	N/A	0	225
226		Lease Rentals - Debit	N/A	N/A	0	N/A	0	N/A	0	226
227		Lease Rentals - (Credit)	N/A	N/A	0	N/A	0	N/A	0	227
228		Joint Facility Rent - Debit	N/A	N/A	0	N/A	0	N/A	0	228
229		Joint Facility Rent - (Credit)	N/A	N/A	0	N/A	0	N/A	0	229
230		Other Rents - Debit	N/A	N/A	0	N/A	0	N/A	0	230
231		Other Rents - (Credit)	N/A	N/A	0	N/A	0	N/A	0	231
232		Depreciation	N/A	N/A	N/A	0	0	N/A	0	232
233		Joint Facility - Debit	N/A	N/A	0	N/A	0	N/A	0	233
234		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	N/A	0	234
235		Repairs Billed Other - (Credit)	N/A	N/A	0	N/A	0	N/A	0	235
236		Dismantling Retired Property	0	0	0	0	0	N/A	0	236
237		Others	0	0	0	0	0	N/A	0	237
238		TOTAL FREIGHT CARS	0	0	0	0	0	N/A	0	238
301		OTHER EQUIPMENT								
		Administration	0	0	0	0	0	0	0	301
		Repair and Maintenance:								
302		Truck, Trailers & Containers - Revenue Service	0	0	0	0	0	N/A	0	302
303		Floating Equipment - Revenue Services	0	0	0	0	0	N/A	0	303
304		Passenger & Other Revenue Equipment	0	0	0	0	0	0	0	304
305		Computers & Data Process Systems	0	6	170	0	176	0	176	305
306		Machinery	0	0	0	0	0	0	0	306
307		Work & Other Nonrevenue Equipment	0	0	1,244	0	1,244	0	1,244	307
308		Equipment Damaged	0	0	0	0	0	0	0	308
309		Fringe Benefits	N/A	N/A	N/A	0	0	0	0	309
310		Other Casualties & Insurance	N/A	N/A	N/A	0	0	0	0	310
311		Lease Rentals - Debit	N/A	N/A	3,096	N/A	3,096	0	3,096	311
312		Lease Rentals - (Credit)	N/A	N/A	0	N/A	0	0	0	312

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

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

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
313		OTHER EQUIPMENT - (Continued)								
		Joint Facility Rent - Debit	N/A	N/A	0	N/A	0	0	0	313
314		Joint Facility Rent - (Credit)	N/A	N/A	0	N/A	0	0	0	314
315		Other Rents - Debit	N/A	N/A	0	N/A	0	0	0	315
316		Other Rents - (Credit)	N/A	N/A	0	N/A	0	0	0	316
317		Depreciation	N/A	N/A	0	22,597	22,597	0	22,597	317
318		Joint Facility - Debit	N/A	N/A	0	N/A	0	0	0	318
319		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	0	0	319
320		Repairs Billed Other - (Credit)	N/A	N/A	0	N/A	0	0	0	320
321		Dismantling Retired Equipment	0	0	0	0	0	0	0	321
322		Other	0	0	13	0	13	0	13	322
323		TOTAL OTHER EQUIPMENT	0	6	4,523	22,597	27,126	0	27,126	323
324		TOTAL EQUIPMENT	0	6	4,526	60,735	65,267	0	65,267	324
		TRANSPORTATION								
		TRAIN OPERATIONS								
401		Administration	0	0	0	0	0	0	0	401
402		Engine Crews	0	0	0	0	0	0	0	402
403		Train Crews	0	0	0	0	0	0	0	403
404		Dispatching Trains	0	0	0	0	0	0	0	404
405		Operating Signal & Interlockers	0	0	0	0	0	0	0	405
406		Operating Drawbridges	0	0	0	0	0	0	0	406
407		Highway Crossing Protection	0	0	0	0	0	0	0	407
408		Train Inspection & Lubricants	0	0	0	0	0	0	0	408
409		Locomotive Fuel	0	0	0	0	0	0	0	409
410		Electric Power Purchased or Produced for Motive Power	0	0	0	0	0	0	0	410
411		Servicing Locomotives	0	0	0	0	0	0	0	411
412		Freight Lost or Damaged	0	0	0	0	0	0	0	412
413		Clearing Wrecks	0	0	0	0	0	0	0	413
414		Fringe Benefits	0	0	0	0	0	0	0	414
415		Other Casualties & Insurance	0	0	0	0	0	0	0	415
416		Joint Facility - Debit	0	0	0	0	0	0	0	416
417		Joint Facility - (Credit)	0	0	0	0	0	0	0	417
418		Other	0	0	0	0	0	0	0	418
419		TOTAL TRAIN OPERATIONS	0	0	0	0	0	0	0	419
		YARD OPERATIONS								
420		Administration	0	0	0	0	0	0	0	420
421		Switch Crews	0	0	0	0	0	0	0	421

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

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

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
422		YARD OPERATIONS - (Continued)								
		Controlling Operations	0	0	0	0	0	0	0	422
423		Yard & Terminal Clerical	0	0	0	0	0	0	0	423
424		Operating Switches, Signals, Retarders & Humps	0	0	0	0	0	0	0	424
425		Locomotive Fuel	0	0	0	0	0	0	0	425
426		Electric Power Purchased or Produced for Motive Power	0	0	0	0	0	0	0	426
427		Servicing Locomotives	0	0	0	0	0	0	0	427
428		Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	0	0	0	0	428
429		Clearing Wrecks	0	0	0	0	0	0	0	429
430		Fringe Benefits	N/A	N/A	N/A	0	0	0	0	430
431		Other Casualties & Insurance	N/A	N/A	N/A	0	0	0	0	431
432		Joint Facility - Debit	N/A	N/A	0	N/A	0	0	0	432
433		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	0	0	433
434		Other	0	0	0	0	0	0	0	434
435		TOTAL YARD OPERATION	0	0	0	0	0	0	0	435
		TRAIN & YARD OPERATIONS COMMON								
501		Cleaning Car Interiors	0	0	0	N/A	0	0	0	501
502		Adjusting & Transferring Loads	0	0	0	N/A	0	N/A	0	502
503		Car Loading Devices & Grain Doors	0	0	0	N/A	0	N/A	0	503
504		Freight Loss or Damaged - All Other	0	N/A	0	0	0	0	0	504
505		Fringe Benefits	0	N/A	0	0	0	0	0	505
506		TOTAL TRAIN & YARD OPERATIONS COMMON	0	0	0	0	0	0	0	506
		SPECIALIZED SERVICE OPERATIONS								
507		Administration	0	0	0	0	0	N/A	0	507
508		Picking & Delivery & Marine Line Haul	0	0	0	0	0	N/A	0	508
509		Loading & Unloading Local Marine	0	0	0	0	0	N/A	0	509
510		Protective Services	0	0	0	0	0	N/A	0	510
511		Freight Loss or Damaged - Solely Related	N/A	N/A	N/A	0	0	N/A	0	511
512		Fringe Benefits	N/A	N/A	N/A	0	0	N/A	0	512
513		Casualties & Insurance	N/A	N/A	N/A	0	0	N/A	0	513
514		Joint Facility - Debit	N/A	N/A	0	0	0	N/A	0	514
515		Joint Facility - (Credit)	N/A	N/A	0	0	0	N/A	0	515
516		Others	0	0	0	0	0	N/A	0	516
517		TOTAL SPECIALIZED SERVICES OPERATIONS	0	0	0	0	0	N/A	0	517

PTC 410. RAILWAY OPERATING EXPENSES - Concluded  
(Dollars in Thousands)

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

Line No.	Cross Check	Name of railway operating expense account (a)	Salaries and Wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased Services (d)	General (e)	Total Freight Expense (f)	Passenger (g)	Total (h)	Line No.
518		ADMINISTRATIVE SUPPORT OPERATIONS								
		Administration	0	0	0	0	0	0	0	518
519		Employees Performing Clerical & Acctg Functions	0	0	0	0	0	0	0	519
520		Communication Systems Operations	212	161	4	79	456	0	456	520
521		Loss & Damage Claims Process	0	0	0	0	0	0	0	521
522		Fringe Benefits	N/A	N/A	0	67	67	0	67	522
523		Casualties & Insurance	N/A	N/A	0	0	0	0	0	523
524		Joint Facility - Debit	N/A	N/A	0	N/A	0	0	0	524
525		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	0	0	525
526		Other	0	0	0	0	0	0	0	526
527		TOTAL ADMINISTRATION SUPPORT OPERATIONS	212	161	4	146	523	0	523	527
528		TOTAL TRANSPORTATION	212	161	4	146	523	0	523	528
601		GENERAL & ADMINISTRATIVE								
		Officers General & Administration	0	0	0	0	0	0	0	601
602		Accounting, Auditing & Finance	0	0	0	0	0	0	0	602
603		Management Services & Data Processing	472	46	61	121	700	0	700	603
604		Marketing	0	0	0	0	0	0	0	604
605		Sales	0	0	0	0	0	0	0	605
606		Industrial Development	0	0	0	0	0	0	0	606
607		Personnel & Labor Relations	0	0	0	6	6	0	6	607
608		Legal & Secretarial	0	0	26	0	26	0	26	608
609		Public Relations & Advertising	0	0	0	0	0	0	0	609
610		Research & Development	0	0	0	0	0	0	0	610
611		Fringe Benefits	N/A	N/A	N/A	619	619	0	619	611
612		Casualties & Insurance	N/A	N/A	N/A	0	0	0	0	612
613		Writedown of Uncollectible Accounts	N/A	N/A	N/A	0	0	0	0	613
614		Property Taxes	N/A	N/A	N/A	0	0	0	0	614
615		Other Taxes	N/A	N/A	N/A	0	0	0	0	615
616		Joint Facility - Debit	N/A	N/A	0	N/A	0	0	0	616
617		Joint Facility - (Credit)	N/A	N/A	0	N/A	0	0	0	617
618		Other	1,337	60	17	224	1,638	0	1,638	618
619		TOTAL GENERAL & ADMINISTRATIVE	1,809	106	104	970	2,989	0	2,989	619
620		TOTAL OPERATING EXPENSE	6,358	9,669	4,853	106,668	127,548	0	127,548	620



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	100%	-	-	-	-	-	-	-	1	
2										2	
3	1J	12.5%	-	-	-	-	-	-	-	3	
4	1J	23.0%	-	-	-	-	-	-	-	4	
5	1J	25.0%	-	-	-	-	-	-	-	5	
6	1J	33.3%	-	-	-	-	-	-	-	6	
7	1J	37.5%	-	-	-	-	-	-	-	7	
8	1J	40.0%	-	-	-	-	-	-	-	8	
9	1J	44.0%	-	-	-	-	-	-	-	9	
10	1J	50.0%	-	-	-	-	-	-	-	10	
11	1J	62.5%	-	-	-	-	-	-	-	11	
12	1J	66.7%	-	-	-	-	-	-	-	12	
13		Total 1J	-	-	-	-	-	-	-	13	
14										14	
15		Total 1 and 1J	-	-	-	-	-	-	-	15	
16										16	
17	2	A&S	-	-	-	-	-	-	-	17	
18	2		-	-	-	-	-	-	-	18	
19		Total 2	-	-	-	-	-	-	-	19	
20										20	
21	3A		-	-	-	-	-	-	-	21	
22	3B		-	-	-	-	-	-	-	22	
23		Total 3	-	-	-	-	-	-	-	23	
24										24	
25										25	
26										26	
27	4B		-	-	-	-	-	-	-	27	
28		Total 4	-	-	-	-	-	-	-	28	
29			-	-	-	-	-	-	-	29	
30										30	
31										31	
32	5		-	-	-	-	-	-	-	32	
33	5J		-	-	-	-	-	-	-	33	
34		Total 5	-	-	-	-	-	-	-	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	0	0	0	0	0	0	0	57	
58		Miles of electrified road or track included in preceding grand total	N/A							58	

PTC 710. INVENTORY OF EQUIPMENT

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

Line No.	Cross Check	Type of 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 reclassification (g)	Units at Close of Year					Line No.
				Units installed					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)	
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
1		LOCOMOTIVE UNITS Diesel-freight units										(H.P.)		1
2		Diesel-passenger units												2
3		Diesel-multiple purpose units												3
4		Diesel-switching units												4
5	*	TOTAL (lines 1 to 4) units	0	0	0	0	0	0	0	0	0	0	0	5
6	*	Electric-locomotives												6
7	*	Other self-powered units (steam)												7
8	*	TOTAL (lines 5, 6 and 7)	0	0	0	0	0	0	0	0	0	0	0	8
9	*	Auxiliary units										N/A		9
10	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	0	0	0	0	0	0	0	0	0	0	0	10

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

Line No.	Cross Check	Type of design of units (a)	Before Jan. 1, 1995 (b)	Between Jan. 1, 1995 and Dec. 31, 1999 (c)	Between Jan. 1, 2000 and Dec. 31, 2004 (d)	Between Jan. 1, 2005 and Dec. 31, 2009 (e)	Between Jan. 1, 2010 and Dec. 31, 2014 (f)	During Calendar Year					TOTAL (l)	Line No.
								2015 (g)	2016 (h)	2017 (i)	2018 (j)	2019 (k)		
11	*	Diesel											0	11
12	*	Electric											0	12
13	*	Other self-powered units (steam)											0	13
14	*	TOTAL (lines 11 to 13)	0	0	0	0	0	0	0	0	0	0	0	14
15	*	Auxiliary units											0	15
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	0	0	0	0	0	0	0	0	0	0	0	16

NOTE: Units will not be reported in this schedule until the full PTC installation is complete, including the final software.

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

PTC Supplement to Railroad Annual Report R-1

Road Initials: UPRR Year: 2015

Line No.	Cross Check	Type of 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 or leased including reclassification (g)	Units at Close of Year					Line No.
				Units installed					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)	
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
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)												20
21		Dining, grill and tavern cars (All class D, PD)												21
22		Non-passenger-carrying cars (All Class B,CSB,M,PSA,IA)												22
23		TOTAL (lines 17 to 22)	0	0	0	0	0	0	0	0	0			23
24		Self-Propelled 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)	0	0	0	0	0	0	0	0	0			28
29		TOTAL (lines 23 to 28)	0	0	0	0	0	0	0	0	0			29
30		COMPANY SERVICE CARS Business car (PV)										N/A		30
31		Board outfit cars (MWX)										N/A		31
32		Derrick and snow removal cars (MWU,MWV,MWW,MWK)										N/A		32
33		Dump and ballast cars (MWB,MWD)										N/A		33
34		Other maintenance and service equipment cars										N/A		34
35		TOTAL (lines 30 to 34)	0	0	0	0	0	0	0	0	0	N/A		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)	Units installed				
					New units purchased or built (d)	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)	
		FREIGHT TRAIN CARS							
36		Plain box cars - 40' (B1_, B2_)							36
37		Plain box cars - 50' 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_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_0, J_5, J_6, J_7, J_8, J_9, and K)							43
44		Refrigerator cars -- mechanical (R_5_, R_6_, R_7_, R_8_, R_9_)							44
45		Refrigerator cars -- non-mechanical (R_0_, R_1_, R_2_)							45
46		Flat cars -- TOFC/COFC (All Code P, Q and S, Except Q8_)							46
47		Flat cars -- multi-level (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 gallons (T_0, T_1, T_2, T_3, T_4, T_5)							50
51		Tank cars -- 22,000 gallons and over (T_6, T_7, T_8, T_9)							51
52		All other freight cars (A_5_, F_7_, All Code L and Q8_)							52
53		TOTAL (lines 36 to 52)	0	0	0	0	0	0	53
54		Caboose (All Code M-930)							54
55		TOTAL (lines 53 and 54)	0	0	0	0	0	0	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.	Changes during the year (concluded)  Units retired from service 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 cols. (k) & (l) (see ins. 4) (m)	Leased to others (n)	
				Time-mileage cars (k)	All other (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	0	0	0	0	0	0	0	53
54								54
55	0	0	0	0	0	0	0	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			All other units including reclassification and second hand units purchased or leased from others (g)	
					New units purchased or built (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)		
56		FLOATING EQUIPMENT Self-propelled vessels (Tugboats, car ferries, etc.)							56
57		Non-self-propelled vessels (Car floats, lighters, etc.)							57
58		TOTAL (lines 56 and 57)							58
59		HIGHWAY REVENUE EQUIPMENT Chassis Z1__, Z67__, Z68__, Z69__							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
70		TOTAL (lines 59 and 69)	0	0	0	0	0	0	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 the 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 cols. (k) & (l) (see ins. 4) (m)	Leased to others (n)	
					Per diem (k)	All other (l)			
56									56
57									57
58									58
59									59
60									60
61									61
62									62
63									63
64									64
65									65
66									66
67									67
70		0	0	0	0	0	0	0	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 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 in part with incentive per diem funds should be reported on separate lines and appropriately identified by footnote or sub-heading.

**NEW UNITS**

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)	Line No.
1	<b>LOCOMOTIVES</b>					1
2		-	-	-	-	2
3		-	-	-	-	3
4		-	-	-	-	4
5		-	-	-	-	5
6	<b>FREIGHT CARS</b>					6
7		-	-	-	-	7
8		-	-	-	-	8
9		-	-	-	-	9
10		-	-	-	-	10
11	<b>HIGHWAY REVENUE EQUIPMENT</b>					11
12		-	-	-	-	12
13		-	-	-	-	13
14		-	-	-	-	14
15	<b>WORK EQUIPMENT</b>					15
16		-	-	-	-	16
17		-	-	-	-	17
18		-	-	-	-	18
19	<b>TOTAL</b>	-	N/A	-	-	19

**REBUILT UNITS**

20	<b>LOCOMOTIVES</b>					20
21		-	-	-	-	21
22		-	-	-	-	22
23		-	-	-	-	23
24		-	-	-	-	24
25		-	-	-	-	25
26		-	-	-	-	26
27		-	-	-	-	27
28		-	-	-	-	28
29		-	-	-	-	29
30		-	-	-	-	30
31	<b>FREIGHT CARS</b>					31
32		-	-	-	-	32
33	<b>WORK EQUIPMENT</b>					33
34		-	-	-	-	34
35		-	-	-	-	35
36		-	-	-	-	36
37	<b>TOTAL</b>	-	N/A	-	-	37
38		-	-	-	-	38
39	<b>GRAND TOTAL</b>	-	N/A	-	N/A	39

NOTE: Units and dollars will not be reported in this schedule until the full PTC installation is complete, including the final software.



GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE PTC 720

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 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 it is dedicated entirely to passenger service, category F.

Potential 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 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)
1	A	0	0.00	N/A	0
2	B	0	0.00	N/A	0
3	C	0	0.00	N/A	0
4	D	0	0.00	N/A	0
5	E	0	N/A	N/A	0
6	TOTAL	0	0.00	N/A	0
7	F	0	N/A	N/A	N/A
8	Potential abandonments	0	N/A	N/A	N/A

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

N/A - Information is not available.

**Footnote: PTC Grants**  
(Dollars in Thousands)

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-governmental 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 of Program Providing Funding	Location(s) of the Project Funded	Amount of Funding Received	Line No.
1			NONE			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

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 over the accounting of the respondent)

State of Nebraska  
County of Douglas

Todd M. Rynaski makes oath and says that he (she) is Chief Accounting Officer and Controller  
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Union Pacific Railroad Company  
(Insert here the exact legal title or name of the respondent)

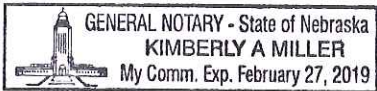
that it is his or her duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he or she knows that such books have been kept in good faith during the period covered by this report; that he or she knows that the entries contained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

January 1, 2015 to and including December 31, 2015.

[Signature]  
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 31<sup>st</sup> day of March, 2016.

My commission expires February 27, 2019



[Signature]  
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Nebraska  
County of Douglas

Lance M. Fritz makes oath and says that he (she) is Chairman, President, and Chief Executive Officer  
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Union Pacific Railroad Company  
(Insert here the exact legal title or name of the respondent)

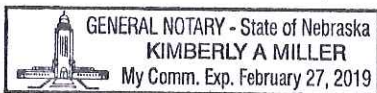
that he or she has carefully examined the foregoing report; that he or she believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property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

January 1, 2015 to and including December 31, 2015.

[Signature]  
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 31<sup>st</sup> day of March, 2016.

My commission expires February 27, 2019



[Signature]  
(Signature of officer authorized to administer oaths)

**MEMORANDA  
(FOR USE OF BOARD ONLY)  
CORRESPONDENCE**

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

**CORRECTIONS**

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

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