

Railroad Report No. : RC139400 Quarter: 1 Year: 2003
 Date of Report: 3/31/2003 Report Amended: No

Show dollar amount in thousands DESCRIPTIONS (A)	Code No.	Figures for the Quarter		Year-To-Date Figures	
		This Year (B)	Last Year (C)	This Year (D)	Last Year (E)
<u>Operating Revenues</u>					
Freight (Account 101)	1	2,580,566	2,518,284	2,580,566	2,518,284
Passenger (Account 102)	2	14,713	14,565	14,713	14,565
Passenger-Related (Account 103)	3	160	83	160	83
All other operating revenues (Accounts 104, 105, 106, 110, 502, 503)	4	127,729	114,449	127,729	114,449
Joint Facility Account (Account 120)	5	1,379	1,878	1,379	1,878
Railway Operating Revenues (All Above)	6	2,724,547	2,649,259	2,724,547	2,649,259
<u>Operating Expenses</u>					
Depreciation - Road (Accounts 62-11-00, 62-12-00, 62-13-00)	7	213,297	196,700	213,297	196,700
All other way and structure accounts	8	179,651	186,028	179,651	186,028
Total way and structures	9	392,948	382,728	392,948	382,728
Depreciation - Equipment (Accounts 62-21-00, 62-22-00, 62-23-00)	10	84,620	85,160	84,620	85,160
All other equipment accounts	11	535,998	514,673	535,998	514,673
Total equipment	12	620,618	599,833	620,618	599,833
Transportation - Train, Yard and Train and Yard Common	13	966,411	839,508	966,411	839,508
Transportation - Specialized Services, Administrative Support)	14	105,022	101,016	105,022	101,016
General and Administrative	15	284,002	231,818	284,002	231,818
Total Railway Operating Expense (Account 531)	16	2,369,001	2,154,903	2,369,001	2,154,903
<u>Income Items</u>					
*Net revenue from railway operations (Line 6 minus 16)	17	355,546	494,356	355,546	494,356
Other Income (Accounts 506, 510-519)	18	33,394	30,775	33,394	30,775
Income from Affiliated companies:					
Dividends	19	34,637	359	34,637	359
Equity in undistributed earnings (losses)	20	(26,221)	13,006	(26,221)	13,006
Total Income from affiliated companies	21	8,416	13,365	8,416	13,365
Miscellaneous deductions from Income (Accounts 534,535,543,546,549-551 and 553)	22	17,154	8,514	17,154	8,514
Income Available for Fixed Charges (Lines 17, 18, 21 minus 22)	23	380,202	529,982	380,202	529,982
<u>Fixed Charges</u>					
Interest on funded debt (Accounts 546a, 546b)	24	39,879	42,221	39,879	42,221
Interest on unfunded debt (Account 547)	25	84,933	95,402	84,933	95,402
Amortization of discount on funded debt (Account 548)	26	1,507	1,903	1,507	1,903
Total fixed charges	27	126,319	139,526	126,319	139,526
<u>Income Items</u>					
Income after fixed charges	28	253,883	390,456	253,883	390,456
Other deductions (Account 546c)	29	1,955	2,046	1,955	2,046
Unusual or infrequent items (Debit) Credit (Account 555)	30				
Income (Loss) from continuing operations before income taxes	31	251,928	388,410	251,928	388,410
Income taxes on ordinary Income (Account 556)	32	50,306	93,043	50,306	93,043
Provision for deferred income taxes (Account 557)	33	41,662	52,060	41,662	52,060
Income from continuing operations	34	159,960	243,307	159,960	243,307
Income or loss from operations of discontinued segments (Less applicable Income taxes of \$ _____) (Account 560)	35				
Gain or loss on disposal of discontinued segments (Less applicable Income of \$ _____) (Account 562)	36				
Income (Loss) before extraordinary items	37	159,960	243,307	159,960	243,307
Extraordinary items (net) (Account 570)	38				
Income taxes on Extraordinary Items (Account 590)	39				
Provisions for deferred taxes - Extraordinary Items (Account 591)	40				

UNION PACIFIC RAILROAD COMPANY
 1416 Dodge Street
 Omaha, Nebraska 68179

FORM: RE&I - Quarterly Report of Revenues, Expenses & Income-Railroads

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Cumulative effect of changes in account principles (Less applicable Income taxes of _____) (Account 592)	41			0	
Net income	42	159,960	243,307	159,960	243,307
Dividends on common stock (Account 623)	43	58,000	50,000	58,000	50,000
Dividends on preferred stock (Account 623)	44				
Ratios					
Expenses to revenues	45	86.95%	81.34%	86.95%	81.34%
Total maintenance to revenues	46	37.20%	37.09%	37.20%	37.09%
Transportation to revenues	47	39.33%	35.50%	39.33%	35.50%
*NOTE: Reconciliation of Net Railway Operating Income (NROI)					
Net Revenues from Railway Operations	N1	355,546			
(556) Income Taxes on Ordinary Income	N2	(50,306)			
(557) Provisions for Deferred Income Taxes	N3	(41,662)			
** Income from Lease of Road and Equipment	N6	0			
** Rent for leased Roads and Equipment	N7	991			
Net Railway Operating Income	N8	264,569			

REMARKS

I, the undersigned, GREG L. TIARKS, Sr. Manager - Financial Reporting of UNION PACIFIC RAILROAD COMPANY
 (Name and Title of Officer in charge of accounts) (Full name of reporting company)

state that this report was prepared by me or under my supervision; that I have carefully examined it; and on the best of my knowledge, belief, and verification (when necessary) I declare it to be a full, true and correct statement of the revenue, expense and income accounts named, and that the various items reported were determined in accordance with effective rules promulgated by the Surface Transportation Board.

Date: April 30, 2003

Signature _____

Telephone Number (402) - 280-6072

** Formerly accounts 509 and 542, respectively.