



Class I Railroad Annual Report R-1

to the Surface Transportation Board for the Year Ending Dec. 31, 2016

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, 2016

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

NOTES AND REMARKS

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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:
MT Venture Company was merged into Union Pacific Railroad Company effective July 20, 2016.

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, 2017.
- 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 12/31/2016.
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		
				Second	First		
	(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 16, 2017
12. Give the place of such meeting - San Antonio, Texas

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

Alton & Southern Railway	Southern Pacific Warehouse Company
Arkansas & Memphis Railway Bridge and Terminal Company	SP Environmental Systems, Inc.
Central California Traction Company	SP Environmental Waste Systems, Inc.
Chicago & Western Indiana Railroad Company	Standard Realty and Development Company
Chicago Heights Terminal Transfer Company	St. Joseph & Grand Island Railway Company
Doniphan, Kensett & Searcy Railway Company	Stonegate Park, Inc.
Donland Development Company	Streamline, LLC
Ekanet, Inc.	Texas City Terminal Railway Company
Mexican Pacific, LLC	Transborder Logistics I LLC
Midwestern Railroad Properties, Inc.	Transborder Logistics II LLC
Missouri Improvement Company	Transborder Rail Corporation
Montwood Corporation	Transportation Service Systems, Inc.
MRT Exploration 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
Southern Pacific Receivables, Inc.	

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	86,056	214,775	1
2		702	Temporary Cash Investments	90,406	214,091	2
3		703	Special Deposits	502	501	3
4		704	Accounts Receivable - Loan and Notes	4,012	450	4
5		705	- Interline and Other Balances	73,794	81,785	5
6		706	- Customers	1,044,816	981,947	6
7		707	- Other	209,257	328,602	7
8		709,708	- Accrued Accounts Receivables	148,583	216,262	8
9		708.5	- Receivables from Affiliated Companies	0	0	9
10		709.5	- Less: Allowance for Uncollectible Accounts	(8,814)	(5,292)	10
11		710,711,714	Working Funds Prepayments Deferred Income Tax Debits	33,646	38,011	11
12		712	Materials and Supplies	717,037	735,815	12
13		713, 713.5, 713.6	Other Current Assets	37,366	350,146	13
14			TOTAL CURRENT ASSETS	2,436,661	3,157,093	14
OTHER ASSETS						
15		715, 716, 717	Special Funds	5,649	4,798	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedules 310 and 310A)	9,133,763	6,707,044	16
17		722, 723	Other Investments and Advances	80	136	17
18		737, 738	Property Used in Other than Carrier Operation (Less Depreciation) 2016-\$10,930; 2015-\$10,655	370,457	368,693	18
19		739, 741	Other Assets	241,885	162,076	19
20		743	Other Deferred Debits	16,043	13,803	20
21		744	Accumulated Deferred Income Tax Debits	1,022	1,157	21
22			TOTAL OTHER ASSETS	9,768,899	7,257,707	22
ROAD AND EQUIPMENT						
23		731, 732	Road (Schedule 330) L-30 Cols. h & b	53,846,864	51,859,689	23
24		731, 732	Equipment (Schedule 330) L-39 Cols. h & b	13,774,173	13,004,555	24
25		731, 732	Unallocated Items	1,030,245	1,293,184	25
26		733, 735	Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	(20,425,160)	(19,500,230)	26
27			Net Road and Equipment	48,226,122	46,657,198	27
28			TOTAL ASSETS	60,431,682	57,071,998	28

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.
CURRENT LIABILITIES						
29		751	Loans and Notes Payable	0	0	29
30		752	Accounts Payable; Interline and Other Balances	29,929	26,931	30
31		753	Audited Accounts and Wages	267,673	161,127	31
32		754	Other Accounts Payable	40,636	41,052	32
33		755, 756	Interest and Dividends Payable	44,277	45,892	33
34		757	Payables to Affiliated Companies	0	0	34
35		759	Accrued Accounts Payable	1,792,310	1,686,435	35
36		760, 761, 761.5, 762	Taxes Accrued	513,067	474,438	36
37		763, 763.5, 763.6	Other Current Liabilities	7,088	4,964	37
38		764	Equipment Obligations and Other Long-Term Debt due Within One Year	207,118	193,284	38
39			TOTAL CURRENT LIABILITIES	2,902,098	2,634,123	39
NON-CURRENT LIABILITIES						
40		765, 767	Funded Debt Unmatured	157,880	558,520	40
41		766	Equipment Obligations	1,017,898	918,113	41
42		766.5	Capitalized Lease Obligations	946,180	1,120,366	42
43		768	Debt in Default	0	0	43
44		769	Accounts Payable; Affiliated Companies	0	0	44
45		770.1, 770.2	Unamortized Debt Premium	(96,880)	(102,306)	45
46		781	Interest in Default	0	0	46
47		783	Deferred Revenues-Transfers from Government Authorities	0	0	47
48		786	Accumulated Deferred Income Tax Credits	15,133,143	14,434,358	48
49		771, 772, 774, 775, 782, 784	Other Long-Term Liabilities and Deferred Credits	1,824,992	1,767,381	49
50			TOTAL NON-CURRENT LIABILITIES	18,983,213	18,696,432	50
SHAREHOLDERS' EQUITY						
51		791, 792	Total Capital Stock	49	49	51
52			Common Stock	49	49	52
53			Preferred Stock	0	0	53
54		793	Discount on Capital Stock	0	0	54
55		794, 795	Additional Capital	4,781,906	4,781,906	55
Retained Earnings:						
56		797	Appropriated	811	811	56
57		798	Unappropriated	35,035,758	32,153,304	57
58		798.5	Less Treasury Stock	0	0	58
59		799	Accumulated Other Comprehensive Income or (Loss)	(1,272,153)	(1,194,627)	59
60			Total Stockholder's Equity	38,546,371	35,741,443	60
61			Noncontrolling Interest	0	0	61
62			Total Equity (Lines 61 + 62)	38,546,371	35,741,443	62
63			Total Liabilities & Shareholders' Equity	60,431,682	57,071,998	63

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 10.
- (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 10.
- (c) Is any part of pension plan funded? Specify. Yes X 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. March 11, 2016
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 10.
- (e) (i) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates?
Specify. Yes ___ No X
If yes, give number of the shares for each class of stock or other security: _____
_____.
- (ii) Are voting rights attached to any securities held by the pension plan? Specify. Yes X No ___ If yes,
who determines how stock is voted? 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 X 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 \$460 million working capital deficit and a \$530 million working capital surplus at December 31, 2016 and 2015, 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 2.5% for borrowings either to or from UPC. The annual rate was 3.5% from July 2015 through June 2016 and 3.4% from July 2014 through June 2015. 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, 2016 and 2015, intercompany lendings to UPC were \$7.7 billion and \$5.3 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 \$60 million, \$52 million, and \$95 million for the years ended December 31, 2016, 2015, and 2014, 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 \$877 million and \$830 million recognized as investments related to TTX in our consolidated statements of financial position as of December 31, 2016 and 2015, respectively. TTX car hire expenses of \$368 million in 2016, \$376 million in 2015, and \$350 million in 2014 are included in equipment and other rents in our consolidated statements of income. In addition, we had accounts payable to TTX of \$61 million at both December 31, 2016, and December 31, 2015.

10. Financial Instruments

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, 2016, the fair value of total debt was \$2.4 billion, approximately \$177 million more than the carrying value. At December 31, 2015, the fair value of total debt was \$2.9 billion, approximately \$230 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, 2016, and 2015, approximately \$155 million 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:

Funded Status <i>Millions</i>	<i>Pension</i>		<i>OPEB</i>	
	2016	2015	2016	2015
Projected Benefit Obligation				
Projected benefit obligation at beginning of year	\$ 3,958	\$ 4,142	\$ 329	\$ 354
Service cost	84	106	1	3
Interest cost	143	163	11	13
Actuarial loss/(gain)	124	(267)	16	(18)
Gross benefits paid	(199)	(186)	(23)	(23)
Projected benefit obligation at end of year	\$ 4,110	\$ 3,958	\$ 334	\$ 329
Plan Assets				
Fair value of plan assets at beginning of year	\$ 3,544	\$ 3,654	\$ -	\$ -
Actual return on plan assets	279	(43)	-	-
Voluntary funded pension plan contributions	100	100	-	-
Non-qualified plan benefit contributions	24	19	23	23
Gross benefits paid	(199)	(186)	(23)	(23)
Fair value of plan assets at end of year	\$ 3,748	\$ 3,544	\$ -	\$ -
Funded status at end of year	\$ (362)	\$ (414)	\$ (334)	\$ (329)

Amounts recognized in the statement of financial position as of December 31, 2016 and 2015 consist of:

<i>Millions</i>	<i>Pension</i>		<i>OPEB</i>	
	2016	2015	2016	2015
Noncurrent assets	\$ 67	\$ 1	\$ -	\$ -
Current liabilities	(24)	(22)	(24)	(23)
Noncurrent liabilities	(405)	(393)	(310)	(306)
Net amounts recognized at end of year	\$ (362)	\$ (414)	\$ (334)	\$ (329)

Pre-tax amounts recognized in accumulated other comprehensive income/(loss) as of December 31, 2016 and 2015 consist of:

<i>Millions</i>	2016			2015		
	<i>Pension</i>	<i>OPEB</i>	<i>Total</i>	<i>Pension</i>	<i>OPEB</i>	<i>Total</i>
Prior service (cost)/credit	\$ -	\$ (2)	\$ (2)	\$ -	\$ 7	\$ 7
Net actuarial loss	(1,681)	(123)	(1,804)	(1,652)	(117)	(1,769)
Total	\$ (1,681)	\$ (125)	\$ (1,806)	\$ (1,652)	\$ (110)	\$ (1,762)

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

NOTES TO FINANCIAL STATEMENTS

Pre-tax changes recognized in other comprehensive income/(loss) during 2016, 2015 and 2014 were as follows:

Millions	Pension			OPEB		
	2016	2015	2014	2016	2015	2014
Net actuarial (loss)/gain	\$ (112)	\$ (31)	\$ (780)	\$ (16)	\$ 18	\$ (33)
Amortization of:						
Prior service cost/(credit)	-	-	-	(9)	(10)	(11)
Actuarial loss	83	106	71	10	13	10
Total	\$ (29)	\$ 75	\$ (709)	\$ (15)	\$ 21	\$ (34)

Amounts included in accumulated other comprehensive income/(loss) expected to be amortized into net periodic cost during 2017:

Millions	Pension	OPEB	Total
Prior service credit	\$ -	\$ (1)	\$ (1)
Net actuarial loss	(79)	(10)	(89)
Total	\$ (79)	\$ (11)	\$ (90)

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, 2016, and 2015, the non-qualified (supplemental) plan ABO was \$412 million and \$388 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	2016	2015
Projected benefit obligation	\$ 428	\$ 398
Accumulated benefit obligation	\$ 412	\$ 388
Fair value of plan assets	-	-
Underfunded accumulated benefit obligation	\$ (412)	\$ (388)

The ABO for all defined benefit pension plans was \$3.9 billion and \$3.7 billion at December 31, 2016, and 2015, respectively.

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

Percentages	Pension		OPEB	
	2016	2015	2016	2015
Discount rate	4.20%	4.37%	4.00%	4.16%
Compensation increase	4.20%	4.10%	N/A	N/A
Health care cost trend rate (employees under 65)	N/A	N/A	6.31%	6.52%
Ultimate health care cost trend rate	N/A	N/A	4.50%	4.50%
Year ultimate trend rate reached	N/A	N/A	2038	2038

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>		
	2016	2015	2014	2016	2015	2014
Net Periodic Benefit Cost:						
Service cost	\$ 84	\$ 106	\$ 70	\$ 1	\$ 3	\$ 2
Interest cost	143	163	158	11	13	14
Expected return on plan assets	(267)	(255)	(230)	-	-	-
Amortization of:						
Prior service cost/(credit)	-	-	-	(9)	(10)	(11)
Actuarial loss	83	106	71	10	13	10
Net periodic benefit cost/(benefit)	\$ 43	\$ 120	\$ 69	\$ 13	\$ 19	\$ 15

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>		
	2016	2015	2014	2016	2015	2014
Discount rate for benefit obligations	4.37%	3.94%	4.72%	4.13%	3.74%	4.47%
Discount rate for interest on benefit obligations	3.65%	3.94%	4.72%	3.34%	3.74%	4.47%
Discount rate for service cost	4.69%	3.94%	4.72%	4.59%	3.74%	4.47%
Discount rate for interest on service cost	4.55%	3.94%	4.72%	4.44%	3.74%	4.47%
Expected return on plan assets	7.50%	7.50%	7.50%	N/A	N/A	N/A
Compensation increase	4.20%	4.00%	4.00%	N/A	N/A	N/A
Health care cost trend rate (employees under 65)	N/A	N/A	N/A	6.52%	6.34%	6.49%
Ultimate health care cost trend rate	N/A	N/A	N/A	4.50%	4.50%	4.50%
Year ultimate trend reached	N/A	N/A	N/A	2038	2028	2028

Beginning in 2016, we measure the service cost and interest cost components of our net periodic benefit cost by using individual spot discount rates matched with separate cash flows for each future year. The discount rates were based on a yield curve of high quality corporate bonds. 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/(loss) on pension plan assets, net of fees, was approximately 8% in 2016, (1)% in 2015, and 6% in 2014.

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 2017 assumed health care cost trend rate for employees under 65 is 6.52%. It is assumed the rate will decrease gradually to an ultimate rate of 4.5% in 2038 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	19	(16)

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>	
2016	100	24	23
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 2016 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 2017 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 2017 through 2026:

<i>Millions</i>	<i>Pension</i>	<i>OPEB</i>
2017	199	24
2018	201	24
2019	204	23
2020	206	22
2021	209	22
Years 2022 - 2026	1,094	98

Asset Allocation Strategy

UPC's pension plan asset allocation at December 31, 2016 and 2015, and target allocation for 2017, are as follows:

	<i>Target Allocation 2017</i>	<i>Percentage of Plan Assets December 31,</i>	
		2016	2015
Equity securities	60% to 70%	68%	67%
Debt securities	20% to 30%	21	23
Real estate	2% to 8%	6	6
Commodities	4% to 6%	5	4
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 7.0%. We reduced our expected rate of return on plan assets to 7.0% in 2017 from 7.5% in 2016 to reflect our expected future returns on plan assets based on our current asset allocation strategy. While we believe we can achieve a long-term average rate of return of 7.0%, 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, 2016, and December 31, 2015. 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 14 years and 12 years at both December 31, 2016 and 2015, respectively.

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 entities primarily engaged in the business of investing in securities and are registered with the Securities and Exchange Commission. The Plan's holdings of Registered Investment Companies include both public and private fund vehicles. The public vehicles are mutual funds (real estate) and exchange-traded funds (stocks), which are classified as Level 1 investments. The private vehicles (bonds) do not have published pricing and are valued using Net Asset Value (NAV).

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

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

NOTES TO FINANCIAL STATEMENTS

investment. Preferred shares included in this category are valued using a bid evaluation data provided by independent pricing 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 NAV.

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.

Collective Trust and Other Funds – Collective trust and other 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 fair value recorded by the Plan is calculated using NAV for each investment.

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. The fair value recorded by the plan is calculated using the NAV for each investment.

As of December 31, 2016, 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>
Plan assets:				
Temporary cash investments	\$ 27	\$ -	\$ -	\$ 27
Registered investment companies [a]	17	-	-	17
Federal government securities	-	142	-	142
Bonds and debentures	-	357	-	357
Corporate stock	1,059	8	-	1,067
Total plan assets at fair value	\$ 1,103	\$ 507	\$ -	1,610
Plan assets at NAV:				
Registered investment companies [b]				280
Venture capital and buyout partnerships				283
Real estate partnerships				212
Collective trust and other funds				1,346
Total plan assets at NAV				2,121
Other assets [c]				17
Total plan assets				\$ 3,748

[a] Registered investment companies measured at fair value include stock and real estate investments.

[b] Registered investment companies measured at NAV include bond investments.

[c] 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, 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>
Plan assets:				
Temporary cash investments	\$ 13	\$ -	\$ -	\$ 13
Registered investment companies [a]	179	-	-	179
Federal government securities	-	125	-	125
Bonds and debentures	-	383	-	383
Corporate stock	1,034	7	-	1,041
Total plan assets at fair value	\$ 1,226	\$ 515	\$ -	\$ 1,741
Plan assets at NAV:				
Registered investment companies [b]				270
Venture capital and buyout partnerships				256
Real estate partnerships				199
Collective trust and other funds				1,075
Total plan assets at NAV				1,800
Other assets [c]				3
Total plan assets				\$ 3,544

[a] Registered investment companies measured at fair value include stock and real estate investments.

[b] Registered investment companies measured at NAV include bond investments.

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

For the years ended December 31, 2016 and 2015, there were no significant transfers in or out of Levels 1, 2, or 3.

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 2016, \$19 million in 2015, and \$19 million in 2014.

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 \$671 million in 2016, \$749 million in 2015, and \$711 million in 2014.

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 \$50 million in 2016, \$46 million in 2015, and \$52 million in 2014.

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

NOTES TO FINANCIAL STATEMENTS

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 Shareholder's 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 that year. 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, 2016. 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 \$290 million to \$316 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>	2016	2015	2014
Beginning balance	\$ 318	\$ 334	\$ 293
Current year accruals	75	89	96
Changes in estimates for prior years	(29)	(3)	9
Payments	(74)	(102)	(64)
Ending balance at December 31	\$ 290	\$ 318	\$ 334
Current portion, ending balance at December 31	\$ 61	\$ 62	\$ 110

In conjunction with the liability update performed in 2016, we also reassessed our estimated insurance recoveries. We have recognized an asset for estimated insurance recoveries at December 31, 2016, and 2015. Any changes to recorded insurance recoveries are included in the above table in the Changes in estimates for prior years category.

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 20% of the recorded liability related to asserted claims and approximately 80% related to unasserted claims at December 31, 2016. 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 \$111 million to \$118 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>	2016	2015	2014
Beginning balance	\$ 120	\$ 126	\$ 131
Accruals/(Credits)	12	-	1
Payments	(21)	(6)	(6)
Ending balance at December 31	\$ 111	\$ 120	\$ 126
Current portion, ending balance at December 31	\$ 8	\$ 6	\$ 8

In conjunction with the liability update performed in 2016, we also reassessed our estimated insurance recoveries. We have recognized an asset for estimated insurance recoveries at December 31, 2016, and 2015. 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 292 sites at which we are or may be liable for remediation costs associated with alleged contamination or for violations of environmental requirements. This includes 33 sites that are the subject of actions taken by the U.S. government, 21 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>	2016	2015	2014
Beginning balance	\$ 190	\$ 182	\$ 171
Accruals	84	61	56
Payments	(62)	(53)	(45)
Ending balance at December 31	\$ 212	\$ 190	\$ 182
Current portion, ending balance at December 31	\$ 55	\$ 52	\$ 60

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 ceded 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, 2016, and 2015, we were contingently liable for \$43 million and \$53 million in guarantees, respectively. The fair value of these obligations as of both December 31, 2016, and 2015 was \$0. 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, 2016.

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, 2016, and 2015, 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, 2016, and 2015, receivables classified as other assets were reduced by allowances of \$17 million and \$11 million, respectively.

Receivables Securitization Facility – We maintain a \$650 million, 3-year receivables securitization facility (the Receivables Facility), which now matures in July 2019, after we completed a renewal in August 2016 with comparable terms. Under the Receivables Facility, we sell most of our eligible third-party receivables to Union Pacific Receivables, Inc. (UPRI), a consolidated, 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 Receivables Facility was \$0 and \$400 million at December 31, 2016, and December 31, 2015, respectively. The Receivables Facility was supported by \$1.0 billion and \$0.9 billion of accounts receivable as collateral at December 31, 2016, and December 31, 2015, 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 Receivables 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 Receivables Facility would not materially change.

The costs of the Receivables 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 Facility are included in interest expense and were \$7 million, \$5 million and \$4 million for 2016, 2015, and 2014, respectively.

NOTES AND REMARKS

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210. RESULTS OF OPERATIONS

(Dollars in Thousands)

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

Cross-checks

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

Schedule 210
Line 15, col b
Lines 47,48,49 col b
Line 50, col b

Schedule 210
= Line 65, col b
= Line 66, col b
= Line 67, col b

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.

Line 14, col b
Line 14, col d
Line 14, col e

Schedule 410
= Line 620, col h
= Line 620, col f
= Line 620, col g

4 All contra entries should be shown in parenthesis.

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	18,600,852	20,396,565	18,600,852		1
2		(102) Passenger	121,150	118,814		121,150	2
3		(103) Passenger-Related	123	680		123	3
4		(104) Switching	163,173	170,748	163,173		4
5		(105) Water Transfers	21,183	28,410	21,183		5
6		(106) Demurrage	107,120	144,363	107,120		6
7		(110) Incidental	831,699	843,465	831,699		7
8		(121) Joint Facility-Credit	11,010	12,111	11,010		8
9		(122) Joint Facility-Debit					9
10		(501) Railway operating revenues (Exclusive of transfers from government authorities-lines 1-9)	19,856,310	21,715,156	19,735,037	121,273	10
11		(502) Railway operating revenues-transfers from government authorities	84,121	90,054		84,121	11
12		(503) Railway operating revenues-amortization of deferred transfers from government authorities					12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	19,940,431	21,805,210	19,735,037	205,394	13
14	*	(531) Railway operating expenses	12,752,314	13,838,390	12,550,939	201,375	14
15	*	Net revenue from railway operations	7,188,117	7,966,820	7,184,098	4,019	15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	19,718	23,018			16
17		(510) Miscellaneous rent income	106,735	107,957			17
18		(512) Separately operated properties-Profit					18
19		(513) Dividend income (cost method)	213	225			19
20		(514) Interest income	210,800	141,328			20
21		(516) Income from sinking and other funds					21
22		(517) Release of premiums on funded debt	207	302			22
23		(518) Reimbursements received under contracts and agreements					23
24		(519) Miscellaneous income	119,474	150,428			24
25		Income from affiliated companies: 519 a. Dividends (equity method)	31,637	31,454			25
26		b. Equity in undistributed earnings (losses)	109,618	82,283			26
27		TOTAL OTHER INCOME (lines 16-26)	598,402	536,995			27
28		TOTAL INCOME (lines 15, 27)	7,786,519	8,503,815			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	13,213	12,533			29
30		(544) Miscellaneous taxes					30
31		(545) Separately operated properties-Loss					31
32		(549) Maintenance of investment organization					32
33		(550) Income transferred under contracts and agreements					33
34		(551) Miscellaneous income charges	52,701	48,476			34
35		(553) Uncollectible accounts					35
36		TOTAL MISCELLANEOUS DEDUCTIONS	65,914	61,009			36
37		Income available for fixed charges	7,720,605	8,442,806			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.
FIXED CHARGES					
38		(546) Interest on funded debt:			
		(a) Fixed interest not in default	93,880	107,021	38
39		(b) Interest in default			39
40		(547) Interest on unfunded debt			40
41		(548) Amortization of discount on funded debt	4,401	3,926	41
42		TOTAL FIXED CHARGES (lines 38-41)	98,281	110,947	42
43		Income after fixed charges (line 37 minus line 42)	7,622,324	8,331,859	43
OTHER DEDUCTIONS					
44		(546) Interest on funded debt:			
		(c) Contingent interest	7,604	7,604	44
UNUSUAL OR INFREQUENT ITEMS					
45		(555) Unusual or infrequent items (debit) credit			45
46		Income (Loss) from continuing operations (before income taxes)	7,614,720	8,324,255	46
PROVISIONS FOR INCOME TAXES					
47	*	(556) Income taxes on ordinary income:			
		(a) Federal income taxes	1,864,567	2,125,974	47
48	*	(b) State income taxes	207,864	218,044	48
49	*	(c) Other income taxes	36,572	(50,084)	49
50	*	(557) Provision for deferred taxes	744,263	830,441	50
51		TOTAL PROVISIONS FOR INCOME TAXES (lines 47-52)	2,853,266	3,124,375	51
52		Income from continuing operations (line 46 minus line 51)	4,761,454	5,199,880	52
DISCONTINUED OPERATIONS					
53		(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$_____)			53
54		(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$_____)			54
55		Income before extraordinary items (lines 52 - 54)	4,761,454	5,199,880	55
EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES					
56		(570) Extraordinary items (Net)			56
57		(590) Income taxes on extraordinary items			57
58		(591) Provision for deferred taxes - Extraordinary items			58
59		TOTAL EXTRAORDINARY ITEMS (lines 56-58)			59
60		(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$_____)			60
61	*	Net income (Loss) (Lines 55 + 59 + 60)	4,761,454	5,199,880	61
62		Less: Net Income attributable to noncontrolling interest			62
63		Net Income attributable to reporting railroad	4,761,454	5,199,880	63
64		Basic Earnings Per Share	N/A	N/A	64
65		Diluted Earnings Per Share	N/A	N/A	65
RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)					
66	*	Net revenues from railway operations	7,188,117	7,966,820	66
67	*	(556) Income taxes on ordinary income (-)	(2,109,003)	(2,293,934)	67
68	*	(557) Provision for deferred income taxes (-)	(744,263)	(830,441)	68
69		Income from lease of road and equipment (-)			69
70		Rent for leased roads and equipment (+)			70
71		Net railway operating income (loss)	4,334,851	4,842,445	71

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

All stock is owned by the parent company Union Pacific Corporation. Please reference schedule "C" for details.

210 A. CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Dollars in Thousands)

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

Cross-Checks

Schedule 210

Schedule 210 A

Line 61, col b

= Line 1, col b

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

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

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Line No.
1		Net Income	4,761,454	5,199,880	1
2		Other Comprehensive Income, net of tax			
		Foreign currency translation adjustments	(48,257)	(42,737)	2
		Unrealized gains on securities:			
3		Unrealized holding gains arising during period			3
4		Less: reclassification adjustment for gains included in net income			4
		Defined benefit pension plans:			
5		Net actuarial (loss) / gain	(79,848)	(7,765)	5
		Amortization of:			
6		Prior service cost/(credit)	(5,658)	(6,398)	6
7		Actuarial loss	57,502	74,078	7
8		Benefit pension plans other comprehensive income/(loss)	(28,004)	59,916	8
9		Comprehensive Income (Loss)	4,685,193	5,217,059	9
10		Less: comprehensive income (loss) attributable to noncontrolling interest	0	0	10
11		Comprehensive Income (Loss) attributable to reporting railroad (line 69-70)	4,685,193	5,217,059	11

Notes:

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	31,095,785	1,057,519	1
2	(601.5)	Prior period adjustments to beginning retained earnings			2
		CREDITS			
3	(602)	Credit balance transferred from income	4,651,836	152,345	3
4	(603)	Appropriations released	811	0	4
5	(606)	Other credits to retained earnings	82,482	733	5
6		TOTAL CREDITS	4,735,129	153,078	6
		DEBITS			
7	(612)	Debit balance transferred from income		42,727	7
8	(616)	Other debits to retained earnings	733	82,482	8
9	(620)	Appropriations for sinking and other funds	811		9
10	(621)	Appropriations for other purposes			10
11	(623)	Dividends: Common stock	1,879,000		11
12		Preferred stock (1)			12
13		TOTAL DEBITS	1,880,544	125,209	13
14		Net increase (decrease) during year (line 6 minus line 13)	2,854,585	27,869	14
15		Balances at close of year (lines 1, 2, and 14)	33,950,370	1,085,388	15
16		Balances from line 15(c)	1,085,388	N/A	16
17	(798)	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	35,035,758	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
22		Amount of assigned Federal income tax consequences:			22
23		Account 606 \$ _____			23
		Account 616 \$ _____			

(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

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	4,761,454	5,199,880	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	(94,733)	(144,403)	11
12		Depreciation and amortization expenses	2,116,475	2,089,792	12
13		Net increase (decrease) in Provision for Deferred Income Taxes	744,263	830,441	13
14		Net decrease (increase) in undistributed earnings (losses) of affiliates	(109,618)	(82,283)	14
15		Decrease (increase) in accounts receivable	132,106	201,034	15
16		Decrease (increase) in material and supplies and other current assets	335,923	130,840	16
17		Increase (decrease) in current liabilities other than debt	254,141	(231,687)	17
18		Increase (decrease) in other - net	(203,705)	(326,005)	18
19		Net cash provided from continuing operations (Lines 10-18)	7,936,306	7,667,609	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)	7,936,306	7,667,609	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	128,909	250,853	22
23		Capital expenditures	(3,505,159)	(4,644,310)	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	0	25
26		Purchase price of long-term investment and advances	(18,236)	(11,110)	26
27		Net decrease (increase) in sinking and other special funds	(851)	(4,498)	27
28		Other - net	49,948	(61,751)	28
29		NET CASH USED IN INVESTING ACTIVITIES (lines 22 through 28)	(3,345,389)	(4,470,816)	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	150,773	398,719	30
31		Principle payments of long-term debt	(609,148)	(306,624)	31
32		Proceeds from issuance of capital stock			32
33		Purchase price of acquiring treasury stock			33
34		Cash dividends paid	(1,879,000)	(1,908,000)	34
35		Other - net	(2,382,261)	(1,472,975)	35
36		NET CASH FROM FINANCING ACTIVITIES (lines 30 through 35)	(4,719,636)	(3,288,880)	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (lines 21, 29 & 36)	(128,719)	(92,087)	37
38		Cash and cash equivalents at beginning of the year	214,775	306,862	38
39		CASH AND CASH EQUIVALENTS AT END OF THE YEAR (lines 37 & 38)	86,056	214,775	39
		Footnotes to Schedule 240 Cash paid during the year for:			
40		Interest (net of amount capitalized)*	(106,000)	(120,000)	40
41		Income taxes (net of refunds) *	(1,739,000)	(2,384,000)	41

* Only applies if indirect method is adopted.

NOTES AND REMARKS

Non-cash capital investments accrued but not yet paid were \$223,000 and \$100,000 in 2016 and 2015, respectively.

Non-cash capital lease financings were \$0 and \$13,000 in 2016 and 2015, 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.
CURRENT OPERATING ASSETS				
1	Interline and Other Balances (705)	Schedule 200, line 5, column b	73,794	1
2	Customers (706)	Schedule 200, line 6, column b	1,044,816	2
3	Other (707)	Note A	64,472	3
4	TOTAL CURRENT OPERATING ASSETS	Line 1 + 2+ 3	1,183,082	4
OPERATING REVENUE				
5	Railway Operating Revenue	Schedule 210, line 13, column b	19,940,431	5
6	Rent Income	Note B	161,381	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	20,101,812	7
8	Average Daily Operating Revenues	Line 7 divided by 360 days	55,838	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 divided by line 8	21	9
10	Revenue Delay Days Plus Buffer	Line 9 + 15 days	36	10
CURRENT OPERATING LIABILITIES				
11	Interline and Other Balances (752)	Schedule 200, line 30, column b	29,929	11
12	Audited Accounts and Wages Payable (753)	Note A	267,673	12
13	Accounts Payable - Other (754)	Note A	40,636	13
14	Other Taxes Accrued (761.5)	Note A	513,067	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	851,305	15
OPERATING EXPENSES				
16	Railway Operating Expenses	Schedule 210, line 14, column b	12,752,314	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	2,116,475	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	10,797,220	18
19	Average Daily Expenditures	Line 18 divided by 360 days	29,992	19
20	Days of Operating Expenses in Current Operating Liabilities	Line 15 divided by line 19	28	20
21	Days of Working Capital Required	Line 10 - Line 20 (Note C)	8	21
22	Cash Working Capital Required	Line 21 x line 19	239,936	22
23	Cash and Temporary Cash Balance	Schedule 200, line 1 + line 2, column b	176,462	23
24	Cash Working Capital Allowed	Lesser line 22 and line 23	176,462	24
MATERIALS AND SUPPLIES				
25	Total Material and Supplies (712)	Note A	717,037	25
26	Scrap and Obsolete Material included in Acct. 712	Note A	810	26
27	Materials and Supplies held for Common Carrier Purposes	Line 25 - line 26	716,227	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	892,689	28

NOTES:

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

NOTES AND REMARKS

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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

Company (UPRR Ownership)	Other Parties	
Alameda Belt Line (50%)	BNSF (50%)	
Belt Railway of Chicago (8.33%)	NS (25.00%) BNSF (16.67%) CP (8.33%)	CSX (25.00%) CN (16.67%)
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%) CP (8.33%)	KCS (16.67%) 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%) CSX (14.29%)	CN (14.29%) NS (14.29%)
TTX (36.79%)	BNSF (17.30%) CN (3.14%) CP (1.57%) CSX (19.65%)	FXE (0.63%) KCS (0.63%) Pan Am (0.63%) 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%) CP (14.29%) KCS (14.29%)	CN (14.29%) CSX (14.29%) NS (14.29%)
MeteorComm (Ekanet 25%)	BNSF (25%) CSX (25%)	NS (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	STOCKS - CARRIERS ACTIVE		1
2						2
3				Belt Railway of Chicago	8.3	3
4				Brownsville & Matamoros Bridge Co. (A)	50.0	4
5				Grupo Ferrovial 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		STOCKS - NONCARRIERS - ACTIVE		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				TOTAL CLASS A		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	7,164	866		8,030				19
20	66,872	6,500		73,372				20
21	26			26				21
22								22
23								23
24	296,665	7,366	0	304,031				24
25								25
26								26
27								27
28								28
29								29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40								40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - (Continued)

(Dollars in Thousands)

Line No.	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						37
2	721	D3		UNSECURED NOTES - NONCARRIERS - ACTIVE		38
3						39
4			X	Union Pacific Corporation - Net		40
5						41
6				TOTAL CLASS D		42
7						43
8						44
9	721	E1	VII	INVESTMENT ADVANCES - CARRIERS - ACTIVE		45
10						46
11						47
12				Houston Belt & Terminal Ry.		48
13				Kansas City Terminal Ry. Co.		49
14				Port Terminal Railroad Association		50
15				Wichita Terminal		51
16				Longview Switching		52
17				TOTAL CLASS E		53
18						54
19						55
20						56
21						57
22						58
23						59
24						60
25						61
26						62
27						63
28						64
29						65
30						66
31						67
32						68
33						69
34						70
35						71
36						72
37						73
38						74
39						75
40						76
41						77
42						78
43						79
44						80
45						81
46						82
47						83
48						84
49				TOTAL ACCOUNT 721		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)				
1								37
2								38
3								39
4	5,296,027	2,380,614		7,676,641				40
5								41
6	5,296,027	2,380,614	0	7,676,641				42
7								43
8								44
9								45
10								46
11								47
12	38,182	6,483		44,665				48
13	15,521	(219)		15,302				49
14	2,293	4,592		6,885				50
15	397	0		397				51
16	440	14		454				52
17	56,833	10,870	0	67,703				53
18								54
19								55
20								56
21								57
22								58
23								59
24								60
25								61
26								62
27								63
28								64
29								65
30								66
31								67
32								68
33								69
34								70
35								71
36								72
37								73
38								74
39								75
40								76
41								77
42								78
43								79
44								80
45								81
46								82
47								83
48								84
49	5,649,525	2,398,850	0	8,048,375				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.
	CARRIERS: (List specifics for each company)							
1	Belt Ry. of Chicago	438	0	0			438	1
2	Brownsville & Matamoros Bridge Co.	2,615	(102)	76			2,589	2
3	Grupo Ferrocarril Mexicano	296,801	(77,757)	67,640			286,684	3
4	Houston Belt & Terminal Rwy.	14,069	0	(3)			14,066	4
5	Kansas City Terminal Rwy.	(7,291)	654	333			(6,304)	5
6	MT Properties	1,086	0	(347)			739	6
7	Terminal RR Assn. of St. Louis	50,270	(3,783)	1,663			48,150	7
8	TTX	691,923	(840)	47,965			739,048	8
9	Sunset Railway	988		21			1,009	9
10								10
11								11
12	TOTAL CARRIER	1,050,899	(81,828)	117,348	0	0	1,086,419	12
13								13
14								14
15								15
16								16
	NONCARRIER: (List specifics for each company)							
17								17
18	Helm Pacific Leasing	41,511	79	3,010			44,600	18
19	PTC-220, LLC	734	0	0			734	19
20	MeteorComm, LLC	(35,625)	0	(10,740)			(46,365)	20
21	TOTAL NONCARRIER	6,620	79	(7,730)	0	0	(1,031)	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	TOTAL EQUITY	1,057,519	(81,749)	109,618	0	0	1,085,388	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	4,830,205			1
2		(3) Grading	3,140,808			2
3		(4) Other, right-of-way expenditures	109,456			3
4		(5) Tunnels and subways	353,932			4
5		(6) Bridges, trestles, and culverts	3,603,299			5
6		(7) Elevated structures	0			6
7		(8) Ties	9,439,441			7
8		(9) Rail and other track material	15,235,696			8
9		(11) Ballast	5,023,960			9
10		(13) Fences, snowsheds and signs	112,311			10
11		(16) Station and office buildings	946,676			11
12		(17) Roadway buildings	30,973			12
13		(18) Water stations	7,247			13
14		(19) Fuel stations	358,162			14
15		(20) Shops and enginehouses	543,147			15
16		(22) Storage warehouses	1,003			16
17		(23) Wharves and docks	48,412			17
18		(24) Coal and ore wharves	974			18
19		(25) TOFC/COFC terminals	1,140,019			19
20		(26) Communication systems	652,415			20
21		(27) Signals and interlockers	4,181,314			21
22		(29) Power plants	0			22
23		(31) Power-transmission systems	186,966			23
24		(35) Miscellaneous structures	20,135			24
25		(37) Roadway machines	719,269			25
26		(39) Public improvements-construction	970,252			26
27		(44) Shop machinery	203,617			27
28		(45) Power-plant machinery	0			28
29		Other lease/rentals	0			29
30		TOTAL EXPENDITURES FOR ROAD	51,859,689	0	0	30
31		(52) Locomotives	9,027,260			31
32		(53) Freight train cars	2,198,128			32
33		(54) Passenger train cars	0			33
34		(55) Highway revenue equipment	605,312			34
35		(56) Floating equipment	0			35
36		(57) Work equipment	184,137			36
37		(58) Miscellaneous equipment	107,255			37
38		(59) Computer systems and word processing equipment	882,463			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	13,004,555	0	0	39
40		(76) Interest during construction	43,272			40
41		(80) Other elements of investment	0			41
42		(90) Construction work in progress	1,249,912			42
43		GRAND TOTAL	66,157,428	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		29,411	6,408	23,003	4,853,208	1
2		120,424	27,922	92,502	3,233,310	2
3		11,257	1,787	9,470	118,926	3
4		364	2,697	(2,333)	351,599	4
5		243,700	37,397	206,303	3,809,602	5
6		0	0	0	0	6
7		548,036	175,782	372,254	9,811,695	7
8		819,895	210,843	609,052	15,844,748	8
9		289,909	72,013	217,896	5,241,856	9
10		7,451	369	7,082	119,393	10
11		46,760	11,405	35,355	982,031	11
12		17	60	(43)	30,930	12
13		0	(4)	4	7,251	13
14		3,522	496	3,026	361,188	14
15		13,066	22,970	(9,904)	533,243	15
16		0	0	0	1,003	16
17		7,167	0	7,167	55,579	17
18		0	61	(61)	913	18
19		24,276	4,241	20,035	1,160,054	19
20		111,384	16,426	94,958	747,373	20
21		345,644	138,243	207,401	4,388,715	21
22		0	0	0	0	22
23		30,679	1,315	29,364	216,330	23
24		0	(2)	2	20,137	24
25		34,074	18,420	15,654	734,923	25
26		62,769	10,486	52,283	1,022,535	26
27		4,806	8,101	(3,295)	200,322	27
28		0	0	0	0	28
29		0	0	0	0	29
30		2,754,611	767,436	1,987,175	53,846,864	30
31		1,110,428	445,127	665,301	9,692,561	31
32		110,595	71,572	39,023	2,237,151	32
33		0	0	0	0	33
34		12,969	18,770	(5,801)	599,511	34
35		0	0	0	0	35
36		11,369	2,448	8,921	193,058	36
37		5,468	241	5,227	112,482	37
38		118,032	61,085	56,947	939,410	38
39		1,368,861	599,243	769,618	13,774,173	39
40		0	19	(19)	43,253	40
41		0	0	0	0	41
42		(262,920)	0	(262,920)	986,992	42
43		3,860,552	1,366,698	2,493,854	68,651,282	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	3,140,265	3,233,099	1.16				1
2	(4) Other right-of-way expenditures	109,392	118,307	2.38				2
3	(5) Tunnels and subways	353,924	351,803	0.85				3
4	(6) Bridges, trestles and culverts	3,602,825	3,793,727	1.41				4
5	(7) Elevated structures	0	0	0.00				5
6	(8) Ties	9,434,240	9,776,284	4.07				6
7	(9) Rail and other track material	15,225,430	15,783,153	3.03				7
8	(11) Ballast	5,019,796	5,226,667	2.94				8
9	(13) Fences, snowsheds and signs	112,259	117,615	1.82				9
10	(16) Station and office buildings	944,237	961,514	3.38				10
11	(17) Roadway buildings	30,927	30,931	2.83				11
12	(18) Water stations	7,247	7,250	2.63				12
13	(19) Fuel stations	358,141	360,695	2.86				13
14	(20) Shops and enginehouses	543,092	532,354	2.13				14
15	(22) Storage warehouses	1,003	1,002	2.00				15
16	(23) Wharves and docks	48,412	55,205	3.03				16
17	(24) Coal and ore wharves	974	918	2.56				17
18	(25) TOFC/COFC terminals	1,139,877	1,157,430	2.56				18
19	(26) Communications systems	649,955	735,737	3.45				19
20	(27) Signals and interlockers	4,172,654	4,352,699	3.85				20
21	(29) Power plants	0	0	0.00				21
22	(31) Power transmission systems	186,766	211,138	2.27				22
23	(35) Miscellaneous structures	20,135	20,137	2.33				23
24	(37) Roadway machines	719,269	725,699	5.94				24
25	(39) Public improvements - construction	969,688	1,016,451	2.33				25
26	(44) Shop machinery	202,920	199,626	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	46,993,428	48,769,441	3.11				30
	EQUIPMENT							
31	(52) Locomotives	9,027,260	9,428,377	5.26				31
32	(53) Freight train cars	2,197,781	2,226,280	3.54				32
33	(54) Passenger train cars	0	0	0.00				33
34	(55) Highway revenue equipment	605,324	604,390	6.13				34
35	(56) Floating equipment	0	0	0.00				35
36	(57) Work equipment	184,136	185,842	2.93				36
37	(58) Miscellaneous equipment	107,255	111,728	3.87				37
38	(59) Computer systems & WP equipment	876,468	927,727	12.19				38
39	TOTAL EQUIPMENT	12,998,224	13,484,344	5.44				39
40	GRAND TOTAL	59,991,652	62,253,785	N/A			N/A	40

Note: New Equipment depreciation rates were authorized by the Surface Transportation Board effective January 1, 2016.

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)		
ROAD									
1		(3) Grading	471,948	47,540	0	27,756	0	491,732	1
2		(4) Other right-of-way expenditures	32,437	2,533	0	1,786	0	33,184	2
3		(5) Tunnels and subways	38,211	3,999	0	2,697	0	39,513	3
4		(6) Bridges, trestles and culverts	457,220	74,139	0	37,055	0	494,304	4
5		(7) Elevated structures	0	0	0	0	0	0	5
6		(8) Ties	3,805,142	413,558	0	255,143	0	3,963,557	6
7		(9) Rail and other track material	6,144,423	420,798	0	259,839	0	6,305,382	7
8		(11) Ballast	1,314,734	153,187	0	71,983	0	1,395,938	8
9		(13) Fences, snowsheds and signs	20,560	2,217	0	362	0	22,415	9
10		(16) Station and office buildings	217,676	30,392	0	11,409	0	236,659	10
11		(17) Roadway buildings	18,542	597	0	60	0	19,079	11
12		(18) Water stations	6,085	53	0	(7)	0	6,145	12
13		(19) Fuel stations	100,971	9,932	0	496	0	110,407	13
14		(20) Shops and enginehouses	212,917	9,526	0	22,925	0	199,518	14
15		(22) Storage warehouses	469	12	0	(6)	0	487	15
16		(23) Wharves and docks	19,846	870	0	(435)	0	21,151	16
17		(24) Coal and ore wharves	553	103	0	61	0	595	17
18		(25) TOFC/COFC terminals	324,859	27,608	0	2,727	0	349,740	18
19		(26) Communications systems	162,067	24,682	0	16,402	0	170,347	19
20		(27) Signals and interlockers	308,277	191,213	0	137,731	0	361,759	20
21		(29) Power plants	0	0	0	0	0	0	21
22		(31) Power transmission systems	27,609	4,641	0	1,309	0	30,941	22
23		(35) Miscellaneous structures	10,212	432	0	(20)	0	10,664	23
24		(37) Roadway machines ^{1/}	283,855	26,156	0	(594)	0	310,605	24
25		(39) Public improvements - const.	227,012	22,913	0	10,482	0	239,443	25
26		(44) Shop machinery ^{1/}	79,935	5,510	0	7,116	0	78,329	26
27		(45) Power plant machinery	0	0	0	0	0	0	27
28		All other road accounts	0	0	0	0	0	0	28
29		Amortization (Adjustments)	0	0	0	0	0	0	29
30		TOTAL ROAD	14,285,560	1,472,611	0	866,277	0	14,891,894	30
EQUIPMENT									
31		(52) Locomotives ^{1/}	3,725,290	420,226	0	207,582	0	3,937,934	31
32		(53) Freight train cars	958,674	68,826	0	58,950	0	968,550	32
33		(54) Passenger train cars	0	0	0	0	0	0	33
34		(55) Highway revenue equipment	139,458	39,999	0	8,086	0	171,371	34
35		(56) Floating equipment	0	0	0	0	0	0	35
36		(57) Work equipment ^{1/}	46,794	2,858	0	(869)	0	50,521	36
37		(58) Miscellaneous equipment	4,708	4,581	0	184	0	9,105	37
38		(59) Computer systems & WP equip.	339,746	107,374	0	51,335	0	395,785	38
39		Amortization Adjustments	0	0	0	0	0	0	39
40		TOTAL EQUIPMENT	5,214,670	643,864	0	325,268	0	5,533,266	40
41		GRAND TOTAL	19,500,230	2,116,475	0	1,191,545	0	20,425,160	41

^{1/} Column (c) includes a reduction for costs charged to capital projects.

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 the Notes and Remarks section. 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 the Notes and Remarks section.
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)		
		ROAD							
1		(3) Grading							1
2		(4) Other, right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties		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		TOTAL ROAD							29
		EQUIPMENT							
30		(52) Locomotives							30
31		(53) Freight-train cars							31
32		(54) Passenger-train cars							32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		(59) Computer systems & WP equip.							37
38		TOTAL EQUIPMENT							38
39		GRAND TOTAL							39

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

NOTES AND REMARKSNotes Referring to Schedule 352A, page 38:

- 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 39:

- 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.

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 carriers and others (O), portions of whose property are used in transportation service of respondent. Show a total for each class of company in columns (d) and (e). Then show, as deductions, data for transportation property leased to carriers and others.
4. In column (c), line-haul carriers report the miles of road used in line-haul service. Report miles in whole numbers.
5. In column (d), show the amount applicable to Accounts 731 and 732 on the books of companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to deductions made by the owners in their reports. If separate value is not available, an explanation should be provided. Differences between amounts shown in column (d) of this schedule and column (c), line 24, on the asset side of the general balance sheet of each individual railway should be explained in a footnote. Book values included in Accounts 731 and 732 of the owner should be reported in column (d) in reference to the investment of respondent in securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6% or otherwise) value of property of private owners, or portions of property of other carriers, should be explained.
6. In column (e), show the amount of depreciation and amortization accrued as of the close of the year in Accounts 733, 734, 735, 736, and 772, that is applicable to the property of the carriers whose names are listed in column (b), regardless of where reserves therefor are recorded.

Line No.	Class (See Ins. 2) (a)	Name of Company (b)	Miles of road used (See Ins. 4) (whole number) (c)	Investments in property (See Ins. 5) (d)	Depreciation and amortization of defense projects (See Ins. 6) (e)	Line No.
1	R	Union Pacific Railroad	26,034	\$68,651,282	\$20,425,160	1
2						2
3		Add - Leased From Others				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		Deduct - Leased to Others:				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		TOTAL	26,041	\$68,663,945	\$20,425,160	31

See notes on page 37.

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	\$4,849,142	\$4,066		\$16	1
2	(3)	Grading	3,226,737	6,573		108	2
3	(4)	Other, right-of-way expenditures	118,698	228			3
4	(5)	Tunnels and subways	351,599	0		8,593	4
5	(6)	Bridges, trestles, and culverts	3,800,606	8,996		72	5
6	(7)	Elevated structures	0	0			6
7	(8)	Ties	9,800,878	10,817		793	7
8	(9)	Rail and other track material	15,807,191	37,557		48	8
9	(11)	Ballast	5,229,180	12,676		324	9
10	(13)	Fences, snowsheds and signs	119,088	305		5	10
11	(16)	Station and office buildings	981,347	684		19	11
12	(17)	Roadway buildings	30,878	52		38	12
13	(18)	Water stations	7,242	9			13
14	(19)	Fuel stations	361,179	9			14
15	(20)	Shops and enginehouses	533,188	55			15
16	(22)	Storage warehouses	1,003	0			16
17	(23)	Wharves and docks	55,579	0			17
18	(24)	Coal and ore wharves	913	0			18
19	(25)	TOFC/COFC terminals	1,158,135	1,919			19
20	(26)	Communication systems	747,003	370			20
21	(27)	Signals and interlockers	4,382,367	6,348		78	21
22	(29)	Power plants	0	0			22
23	(31)	Power transmission systems	216,311	19			23
24	(35)	Miscellaneous structures	20,086	51			24
25	(37)	Roadway machines	734,919	4			25
26	(39)	Public improvements-construction	1,021,600	935		612	26
27	(44)	Shop machinery	200,322	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	53,755,191	91,673		11,656	31
32	(52)	Locomotives	9,692,561	0			32
33	(53)	Freight-train cars	2,237,151	0			33
34	(54)	Passenger-train cars	0	0			34
35	(55)	Highway revenue equipment	599,511	0			35
36	(56)	Floating equipment	0	0			36
37	(57)	Work equipment	193,058	0			37
38	(58)	Miscellaneous equipment	112,481	1			38
39	(59)	Computer systems & WP equipment	939,410	0			39
40		TOTAL EQUIPMENT	13,774,172	1			40
41	(76)	Interest during construction	42,621	632		1,007	41
42	(80)	Other elements of investment	0	0			42
43	(90)	Construction work in progress	986,992	0			43
44		GRAND TOTAL	\$68,558,976	\$92,306		\$12,663	44

See note on page 37.

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	22,104	1,023	3,048	11,979	38,154	2,362	40,516	1
2		Bridge & Building	2,030	993	128	245	3,396	1,720	5,116	2
3		Signal	16,876	8,154	3,213	2,148	30,391	1,533	31,924	3
4		Communication	1,047	56	483	134	1,720	276	1,996	4
5		Other	7,531	688	1,650	3,603	13,472	1,324	14,796	5
6		REPAIRS AND MAINTENANCE Roadway - Running	19,943	1,383	45,886	252	67,464	2,385	69,849	6
7		Roadway - Switching	7,288	516	15,345	84	23,233	0	23,233	7
8		Tunnels and Subways - Running	3	0	4,990	0	4,993	1	4,994	8
9		Tunnels and Subways - Switching	1	0	1,658	0	1,659	0	1,659	9
10		Bridges - Culverts - Running	18,057	5,237	332	2,148	25,774	836	26,610	10
11		Bridges - Culverts - Switching	6,223	1,794	110	713	8,840	0	8,840	11
12		Ties - Running	7,896	6,552	968	1,943	17,359	252	17,611	12
13		Ties - Switching	2,653	2,231	322	646	5,852	0	5,852	13
14		Rail & Other Track Material - Running	125,945	23,892	41,081	7,372	198,290	5,615	203,905	14
15		Rail & Other Track Material - Switching	43,454	8,123	2,688	2,449	56,714	10	56,724	15
16		Ballast - Running	37,571	929	5,865	0	44,365	98	44,463	16
17		Ballast - Switching	12,493	341	1,951	0	14,785	0	14,785	17
18		Road Property Damaged - Running	1,312	0	0	0	1,312	79	1,391	18
19		Road Property Damaged - Switching	459	0	0	0	459	4	463	19
20		Road Property Damaged - Other	124	0	12	0	136	0	136	20
21		Signal & Interlockers-Running	65,196	11,204	9,011	1,973	87,384	5,876	93,260	21
22		Signal & Interlockers-Switching	23,128	3,961	3,220	675	30,984	0	30,984	22
23		Communications Systems	21,308	5,973	2,411	1,049	30,741	97	30,838	23
24		Power Systems	2,276	0	0	0	2,276	944	3,220	24
25		Highway Grade Crossing - Running	14,952	90	3,191	0	18,233	649	18,882	25
26		Highway Grade Crossing - Switching	0	0	0	0	0	0	0	26
27		Station & Office Buildings	3,367	5,711	33,428	59	42,565	4,365	46,930	27
28		Shop Buildings - Locomotives	20,356	0	2,294	0	22,650	305	22,955	28
29		Shop Buildings - Freight Cars	27	0	583	0	610	0	610	29
30		Shop Buildings - Other Equipment	0	10,785	49	0	10,834	74	10,908	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		REPAIRS AND MAINTENANCE - (Continued)								
		Locomotive Servicing Facilities	847	456	3,684	115	5,102	94	5,196	101
102		Miscellaneous Buildings & Structures	1,696	987	707	15	3,405	415	3,820	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	23,971	0	23,971	0	23,971	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	6,947	14,077	484	1,756	23,264	1,411	24,675	109
110		Small Tools and Supplies	0	0	0	0	0	0	0	110
111		Snow Removal	713	3,138	4,531	0	8,382	1,059	9,441	111
112		Fringe Benefits - Running	0	0	0	130,140	130,140	7,597	137,737	112
113		Fringe Benefits - Switching	0	0	0	38,564	38,564	501	39,065	113
114		Fringe Benefits - Other	0	0	0	63,399	63,399	966	64,365	114
115		Casualties & Insurance - Running	0	0	0	13,078	13,078	10	13,088	115
116		Casualties & Insurance - Switching	0	0	0	4,286	4,286	0	4,286	116
117		Casualties & Insurance - Other	0	0	0	3,137	3,137	0	3,137	117
118		Lease Rentals - Debit - Running	0	0	9	0	9	0	9	118
119		Lease Rentals - Debit - Switching	0	0	0	0	0	0	0	119
120		Lease Rentals - Debit - Other	0	0	32,191	0	32,191	424	32,615	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	28,037	0	28,037	0	28,037	124
125		Joint Facility Rent - Debit - Switching	0	0	997	0	997	0	997	125
126		Joint Facility Rent - Debit - Other	0	0	239	0	239	0	239	126
127		Joint Facility Rent - (Credit) - Running	0	0	(10,662)	0	(10,662)	0	(10,662)	127
128		Joint Facility Rent - (Credit) - Switching	0	0	(242)	0	(242)	0	(242)	128
129		Joint Facility Rent - (Credit) - Other	0	0	(776)	0	(776)	0	(776)	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
(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.
REPAIRS AND MAINTENANCE - (Continued)										
134		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	1,023,067	1,023,067	2,061	1,025,128	136
137		Depreciation - Switching	N/A	N/A	N/A	341,158	341,158	0	341,158	137
138		Depreciation - Other	N/A	N/A	N/A	100,815	100,815	0	100,815	138
139		Joint Facility - Debit - Running	N/A	N/A	100,287	N/A	100,287	123	100,410	139
140		Joint Facility -Debit - Switching	N/A	N/A	9,999	N/A	9,999	0	9,999	140
141		Joint Facility - Debit - Other	N/A	N/A	491	N/A	491	0	491	141
142		Joint Facility - (Credit) - Running	N/A	N/A	(24,917)	N/A	(24,917)	0	(24,917)	142
143		Joint Facility - (Credit) - Switching	N/A	N/A	(384)	N/A	(384)	0	(384)	143
144		Joint Facility - (Credit) - Other	N/A	N/A	(13)	N/A	(13)	0	(13)	144
145		Dismantling Retired Road Property - Running	4,405	11,092	12,611	8,122	36,230	0	36,230	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	30	0	0	30	0	30	150
151		TOTAL WAY & STRUCTURE	498,228	129,416	365,161	1,765,124	2,757,929	43,466	2,801,395	151
EQUIPMENT - LOCOMOTIVES										
201		Administration	17,816	31	3,666	1,566	23,079	2,747	25,826	201
202		Repair & Maintenance	194,265	341,779	107,667	482	644,193	10,857	655,050	202
203		Machinery Repair	0	3,365	3,924	0	7,289	0	7,289	203
204		Equipment Damaged	0	6	0	0	6	0	6	204
205		Fringe Benefits	N/A	N/A	N/A	100,137	100,137	4,576	104,713	205
206		Other Casualties and Insurance	N/A	N/A	N/A	9,756	9,756	2	9,758	206
207		Lease Rentals - Debit	N/A	N/A	229,038	N/A	229,038	0	229,038	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	214	N/A	214	0	214	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	(1,396)	N/A	(1,396)	0	(1,396)	212
213		Depreciation	N/A	N/A	N/A	424,874	424,874	34	424,908	213
214		Joint Facility - Debit	N/A	N/A	133	N/A	133	0	133	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)

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.

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217		LOCOMOTIVES - (Continued)								
		Dismantling Retired Property	0	0	0	0	0	0	0	217
218		Other	3,110	37	731	316	4,194	1	4,195	218
219		TOTAL LOCOMOTIVES	215,191	345,218	343,977	537,131	1,441,517	18,217	1,459,734	219
		FREIGHT CARS								
220		Administration	8,657	1,009	2,798	1,221	13,685	N/A	13,685	220
221		Repair & Maintenance	149,644	212,810	75,105	2,732	440,291	N/A	440,291	221
222		Machinery Repair	0	2,184	2,368	0	4,552	N/A	4,552	222
223		Equipment Damaged	0	0	0	0	0	N/A	0	223
224		Fringe Benefits	N/A	N/A	N/A	73,858	73,858	N/A	73,858	224
225		Other Casualties & Insurance	N/A	N/A	N/A	33,017	33,017	N/A	33,017	225
226		Lease Rentals - Debit	N/A	N/A	153,808	N/A	153,808	N/A	153,808	226
227		Lease Rentals - (Credit)	N/A	N/A	(810)	N/A	(810)	N/A	(810)	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	744,314	N/A	744,314	N/A	744,314	230
231		Other Rents - (Credit)	N/A	N/A	(140,056)	N/A	(140,056)	N/A	(140,056)	231
232		Depreciation	N/A	N/A	N/A	69,593	69,593	N/A	69,593	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	(219,703)	N/A	(219,703)	N/A	(219,703)	235
236		Dismantling Retired Property	0	0	0	0	0	N/A	0	236
237		Others	417	0	0	0	417	N/A	417	237
238		TOTAL FREIGHT CARS	158,718	216,003	617,824	180,421	1,172,966	N/A	1,172,966	238
		OTHER EQUIPMENT								
301		Administration	0	0	0	0	0	1,294	1,294	301
		Repair and Maintenance:								
302		Truck, Trailers & Containers - Revenue Service	530	15,655	42,361	83	58,629	N/A	58,629	302
303		Floating Equipment - Revenue Services	0	0	0	0	0	N/A	0	303
304		Passenger & Other Revenue Equipment	927	0	18	0	945	17,486	18,431	304
305		Computers & Data Process Systems	0	2,234	33,008	1	35,243	25	35,268	305
306		Machinery	0	388	474	0	862	52	914	306
307		Work & Other Nonrevenue Equipment	1,510	1,318	43,572	0	46,400	1,226	47,626	307
308		Equipment Damaged	0	0	0	0	0	0	0	308
309		Fringe Benefits	N/A	N/A	N/A	1,515	1,515	6,540	8,055	309
310		Other Casualties & Insurance	N/A	N/A	N/A	187	187	2	189	310
311		Lease Rentals - Debit	N/A	N/A	144,848	N/A	144,848	2,256	147,104	311
312		Lease Rentals - (Credit)	N/A	N/A	(7,302)	N/A	(7,302)	0	(7,302)	312

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

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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	(137)	N/A	(137)	0	(137)	316
317		Depreciation	N/A	N/A	0	154,726	154,726	147	154,873	317
318		Joint Facility - Debit	N/A	N/A	6,530	N/A	6,530	0	6,530	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	(7,154)	N/A	(7,154)	0	(7,154)	320
321		Dismantling Retired Equipment	0	0	0	0	0	0	0	321
322		Other	291	2,072	354	20	2,737	0	2,737	322
323		TOTAL OTHER EQUIPMENT	3,258	21,667	256,572	156,532	438,029	29,028	467,057	323
324		TOTAL EQUIPMENT	377,167	582,888	1,218,373	874,084	3,052,512	47,245	3,099,757	324
		TRANSPORTATION								
		TRAIN OPERATIONS								
401		Administration	43,854	2,984	5,736	3,581	56,155	5,265	61,420	401
402		Engine Crews	619,869	2,975	9,383	98,816	731,043	9,061	740,104	402
403		Train Crews	526,041	147	207	83	526,478	25,637	552,115	403
404		Dispatching Trains	53,568	16	601	375	54,560	635	55,195	404
405		Operating Signal & Interlockers	153	0	5,542	0	5,695	531	6,226	405
406		Operating Drawbridges	0	0	0	0	0	0	0	406
407		Highway Crossing Protection	0	0	2,538	0	2,538	0	2,538	407
408		Train Inspection & Lubricants	69,876	18,429	179	3,371	91,855	131	91,986	408
409		Locomotive Fuel	0	1,266,556	0	0	1,266,556	20,941	1,287,497	409
410		Electric Power Purchased or Produced for Motive Power	0	0	0	0	0	0	0	410
411		Servicing Locomotives	83,468	3,906	4,552	0	91,926	2,708	94,634	411
412		Freight Lost or Damaged	0	0	0	0	0	0	0	412
413		Clearing Wrecks	348	22	18,099	0	18,469	0	18,469	413
414		Fringe Benefits	0	0	0	588,381	588,381	15,798	604,179	414
415		Other Casualties & Insurance	0	0	0	29,398	29,398	990	30,388	415
416		Joint Facility - Debit	0	0	86,552	0	86,552	0	86,552	416
417		Joint Facility - (Credit)	0	0	(118,189)	0	(118,189)	0	(118,189)	417
418		Other	14,527	291	259,405	5,214	279,437	520	279,957	418
419		TOTAL TRAIN OPERATIONS	1,411,704	1,295,326	274,605	729,219	3,710,854	82,217	3,793,071	419
		YARD OPERATIONS								
420		Administration	5,036	453	9,692	144	15,325	10	15,335	420
421		Switch Crews	255,413	8,212	9,013	55,679	328,317	1,573	329,890	421

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

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422		YARD OPERATIONS - (Continued) Controlling Operations	45,183	0	0	0	45,183	1,064	46,247	422
423		Yard & Terminal Clerical	8,879	447	0	64	9,390	743	10,133	423
424		Operating Switches, Signals, Retarders & Humps	227	0	5,252	6	5,485	131	5,616	424
425		Locomotive Fuel	0	160,203	0	0	160,203	0	160,203	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	131,179	131,179	1,367	132,546	430
431		Other Casualties & Insurance	N/A	N/A	N/A	6,421	6,421	0	6,421	431
432		Joint Facility - Debit	N/A	N/A	45,827	N/A	45,827	0	45,827	432
433		Joint Facility - (Credit)	N/A	N/A	(1,909)	N/A	(1,909)	0	(1,909)	433
434		Other	0	0	0	0	0	0	0	434
435		TOTAL YARD OPERATIONS	314,738	169,315	67,875	193,493	745,421	4,888	750,309	435
501		TRAIN & YARD OPERATIONS COMMON Cleaning Car Interiors	23	0	23,449	N/A	23,472	3,609	27,081	501
502		Adjusting & Transferring Loads	7	0	7,947	N/A	7,954	N/A	7,954	502
503		Car Loading Devices & Grain Doors	0	282	26,977	N/A	27,259	N/A	27,259	503
504		Freight Loss or Damaged - All Other	0	N/A	0	25,802	25,802	0	25,802	504
505		Fringe Benefits	0	N/A	0	12	12	2	14	505
506		TOTAL TRAIN & YARD OPERATIONS COMMON	30	282	58,373	25,814	84,499	3,611	88,110	506
507		SPECIALIZED SERVICE OPERATIONS Administration	10,760	274	6,259	403	17,696	N/A	17,696	507
508		Picking & Delivery & Marine Line Haul	0	0	44,204	0	44,204	N/A	44,204	508
509		Loading & Unloading Local Marine	24,425	394	292,191	252	317,262	N/A	317,262	509
510		Protective Services	0	0	10,705	0	10,705	N/A	10,705	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	16,864	16,864	N/A	16,864	512
513		Casualties & Insurance	N/A	N/A	N/A	770	770	N/A	770	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	5,276	306	3,896	206	9,684	N/A	9,684	516
517		TOTAL SPECIALIZED SERVICES OPERATIONS	40,461	974	357,255	18,495	417,185	N/A	417,185	517

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	158,759	2,208	10,693	64,823	236,483	1,557	238,040	518
519		Employees Performing Clerical & Acctg Functions	4,932	2,597	2,560	196	10,285	7,528	17,813	519
520		Communication Systems Operations	5,323	568	10,076	1,042	17,009	681	17,690	520
521		Loss & Damage Claims Process	14,058	121	4,398	1,067	19,644	0	19,644	521
522		Fringe Benefits	N/A	N/A	0	66,222	66,222	2,748	68,970	522
523		Casualties & Insurance	N/A	N/A	0	4,450	4,450	0	4,450	523
524		Joint Facility - Debit	N/A	N/A	0	N/A	0	0	0	524
525		Joint Facility - (Credit)	N/A	N/A	(186)	N/A	(186)	0	(186)	525
526		Other	3,402	3	212	156	3,773	0	3,773	526
527		TOTAL ADMINISTRATION SUPPORT OPERATIONS	186,474	5,497	27,753	137,956	357,680	12,514	370,194	527
528		TOTAL TRANSPORTATION	1,953,407	1,471,394	785,861	1,104,977	5,315,639	103,230	5,418,869	528
601		GENERAL & ADMINISTRATIVE								
		Officers General & Administration	55,431	2,583	69,345	23,791	151,150	171	151,321	601
602		Accounting, Auditing & Finance	33,162	44	11,108	1,431	45,745	219	45,964	602
603		Management Services & Data Processing	68,015	2,816	11,741	1,960	84,532	501	85,033	603
604		Marketing	49,657	6,509	22,600	7,270	86,036	37	86,073	604
605		Sales	0	0	783	0	783	0	783	605
606		Industrial Development	4,073	233	30	332	4,668	0	4,668	606
607		Personnel & Labor Relations	40,501	752	3,813	9,578	54,644	1,955	56,599	607
608		Legal & Secretarial	18,848	108	64,923	3,027	86,906	978	87,884	608
609		Public Relations & Advertising	4,147	105	2,348	9,466	16,066	54	16,120	609
610		Research & Development	28	0	0	3	31	0	31	610
611		Fringe Benefits	N/A	N/A	N/A	168,591	168,591	909	169,500	611
612		Casualties & Insurance	N/A	N/A	N/A	53,644	53,644	11	53,655	612
613		Writedown of Uncollectible Accounts	N/A	N/A	N/A	23,053	23,053	13	23,066	613
614		Property Taxes	N/A	N/A	N/A	457,987	457,987	2,102	460,089	614
615		Other Taxes	N/A	N/A	N/A	46,123	46,123	173	46,296	615
616		Joint Facility - Debit	N/A	N/A	4,904	N/A	4,904	0	4,904	616
617		Joint Facility - (Credit)	N/A	N/A	(48)	N/A	(48)	0	(48)	617
618		Other	32,579	6,885	62,867	37,713	140,044	311	140,355	618
619		TOTAL GENERAL & ADMINISTRATIVE	306,441	20,035	254,414	843,969	1,424,859	7,434	1,432,293	619
620		TOTAL OPERATING EXPENSE	3,135,243	2,203,733	2,623,809	4,588,154	12,550,939	201,375	12,752,314	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	47,473		(1,119)	2
3		4	Other right-of-way expenditures	2,530		(103)	3
4		5	Tunnels and subways	3,993		(123)	4
5		6	Bridges, trestles and culverts	74,035		518	5
6		7	Elevated structures	0		0	6
7		8	Ties	412,977		(12,478)	7
8		9	Rail and other track material	420,207		(46,299)	8
9		11	Ballast	152,972		5,487	9
10		13	Fences, snowsheds and signs	2,214		126	10
11		16	Station and office buildings	30,349		(429)	11
12		17	Roadway buildings	596		(326)	12
13		18	Water stations	53		(130)	13
14		19	Fuel stations	9,918		(338)	14
15		20	Shops and enginehouses	9,513		(1,236)	15
16		22	Storage warehouses	12		0	16
17		23	Wharves and docks	869		0	17
18		24	Coal and ore wharves	103		8	18
19		25	TOFC/COFC terminals	27,569		(1,266)	19
20		26	Communications systems	24,647		2,177	20
21		27	Signals and interlockers	190,944		27,566	21
22		29	Power plants	0		0	22
23		31	Power transmission systems	4,635		98	23
24		35	Miscellaneous structures	431		(40)	24
25		37	Roadway machines	26,119		1,771	25
26		39	Public improvements; construction	22,881		(710)	26
27		45	Power plant machines	0		0	27
28			Other lease/rentals	N/A	32,200	N/A	28
29			TOTAL	1,465,040	32,200	(26,846)	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)	
CAR TYPES									
1		Box - Plain 40 Foot		0	0	0	0	0	1
2		Box - Plain 50 Foot and Longer		217	916	14,784	1,524	3,286	2
3		Box - Equipped		4,786	18,389	38,386	20,302	41,507	3
4		Gondola - Plain		152	872	6,988	892	2,286	4
5		Gondola - Equipped		733	4,749	0	5,642	11,683	5
6		Hopper - Covered		6,071	19,307	73,592	7,563	18,034	6
7		Hopper - Open Top - General Service		365	2,187	0	217	480	7
8		Hopper - Open Top - Special Service		174	989	(3)	25	56	8
9		Refrigerator - Mechanical		4,024	12,105	20	2	119	9
10		Refrigerator - Non-Mechanical		506	1,919	0	217	417	10
11		Flat - TOFC/COFC		0	0	176,006	18,162	40,145	11
12		Flat - Multi-Level		1,875	5,260	94,759	5,696	19,825	12
13		Flat - General Service		1	5	0	65	139	13
14		Flat - Other		485	3,767	39,474	7,200	18,523	14
15		Tank - Under 22,000 Gallons		0	0	880	0	0	15
16		Tank - 22,000 Gallons and Over		0	0	220	0	0	16
17		All Other Freight Cars		1	8	2	16	139	17
18		Auto Racks		0	50,193	0	0	75,044	18
19		TOTAL FREIGHT TRAIN CARS		19,390	120,666	445,108	67,523	231,683	19
OTHER FREIGHT-CARRYING EQUIPMENT									
20		Refrigerated Trailers							20
21		Other Trailers			68				21
22		Refrigerated Containers							22
23		Other Containers			69				23
24	*	TOTAL TRAILERS AND CONTAINERS	0	0	137	0	0	0	24
25		GRAND TOTAL (Lines 19 and 24)	0	19,390	120,803	445,108	67,523	231,683	25

NOTES AND REMARKS

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GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE TO SCHEDULE 415

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

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

415. SUPPORTING SCHEDULE -- EQUIPMENT							
(Dollars in Thousands)							
Line No.	Cross Check	Types of equipment (a)	Repairs (net expenses) (b)	Depreciation		Amortization adjustment net during year (e)	Line No.
				Owned (c)	Capital lease (d)		
		LOCOMOTIVES					
1		Diesel Locomotive - Yard	17,144	45,641	2,792	(18,480)	1
2		Diesel Locomotive - Road	627,049	274,971	96,788	(42,574)	2
3		Other Locomotive - Yard	0	0	0	0	3
4		Other Locomotive - Road	0	0	0	0	4
5	*	TOTAL LOCOMOTIVES	644,193	320,612	99,580	(61,054)	5
		FREIGHT TRAIN CARS					
6		Box - Plain-40 foot	0	0	0	0	6
7		Box - Plain-50 foot and Longer	1,820	(116)	0	(1,675)	7
8		Box - Equipped	39,043	1,371	0	(2,068)	8
9		Gondola - Plain	13,874	4,111	0	(2,411)	9
10		Gondola - Equipped	8,816	2,425	0	(107)	10
11		Hopper - Covered	84,795	16,700	0	(2,977)	11
12		Hopper - Open Top General Service	11,098	1,283	1,158	(4,463)	12
13		Hopper - Open Top Special Service	5,950	604	0	86	13
14		Refrigerator - Mechanical	34,535	13,435	0	(783)	14
15		Refrig - Non-mechanical	4,285	(250)	0	(1,918)	15
16		Flat - TOFC/COFC	4	(9)	0	(30)	16
17		Flat - Multi-level	2,330	1,639	0	474	17
18		Flat - General Service	14	(626)	0	(688)	18
19		Flat - Other	14,024	1,915	0	(117)	19
20		All Other Freight Cars	0	20	0	19	20
21		Cabooses	0	133	0	133	21
22		Auto Racks	0	24,864	164	6,174	22
23		Miscellaneous Accessories	0	5	0	0	23
24	*	TOTAL FREIGHT TRAIN CARS	220,588	67,504	1,322	(10,351)	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/	51,475	32,909	7,090	(836)	31
32	*	TOTAL HIGHWAY EQUIPMENT	51,475	32,909	7,090	(836)	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)	945	0	0	0	36
37	*	Comp Sys & Word Proc. Equip.	35,243	107,374	0	(2,037)	37
38	*	Machinery - Locomotives (1)	7,289	4,682	0	(360)	38
39	*	Machinery - Freight Cars (2)	4,552	767	0	(61)	39
40	*	Machinery - Other Equipment (3)	862	61	0	(2)	40
41	*	Work and Non-revenue Equip	46,400	7,292	0	745	41
42		TOTAL OTHER EQUIPMENT	95,291	120,176	0	(1,715)	42
43		TOTAL ALL EQUIPMENT (Freight Portion)	1,011,547	541,201	107,992	(73,956)	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	883,681	73,863	345,164	26,891	1
2		227,642	6,943,520	1,791,497	2,539,643	1,026,236	2
3		0	0	0	0	0	3
4		0	0	0	0	0	4
5	*	227,642	7,827,201	1,865,360	2,884,807	1,053,127	5
6		0	0	0	0	0	6
7		1,776	30,740	0	11,932	0	7
8		31,384	89,517	0	54,990	0	8
9		9,313	198,149	0	100,106	0	9
10		4,354	65,559	0	25,512	0	10
11		67,579	664,330	0	256,583	0	11
12		3,169	162,227	29,062	106,877	27,099	12
13		9,741	16,965	0	3,061	0	13
14		17,146	342,052	0	56,490	0	14
15		0	33,990	0	32,424	0	15
16		827	390	162	410	162	16
17		246	29,272	0	25,293	0	17
18		0	2,222	0	728	0	18
19		6,563	68,372	0	43,248	0	19
20		900	360	0	277	0	20
21		0	0	0	(3,724)	0	21
22		0	502,042	1,641	226,028	962	22
23		0	99	0	92	0	23
24	*	152,998	2,206,286	30,865	940,327	28,223	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		68,926	550,501	49,010	135,971	35,400	31
32	*	68,926	550,501	49,010	135,971	35,400	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	*	2,034	939,410	0	395,785	0	37
38	*	0	160,068	0	61,879	0	38
39	*	0	36,946	0	15,219	0	39
40	*	0	3,308	0	1,231	0	40
41	*	66,586	305,540	0	59,626	0	41
42		68,620	1,445,272	0	533,740	0	42
43		518,186	12,029,260	1,945,235	4,494,845	1,116,750	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.

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	17,696					0	0		17,696	1
2	*	Pick up and delivery, marine line haul	43,188					1,016	0		44,204	2
3	*	Loading and unloading and local marine	278,013				989	38,260	N/A		317,262	3
4	*	Protective services, total debit and credits	3,074					7,631	N/A		10,705	4
5	*	Freight lost or damaged-solely related	0					0	0		0	5
6	*	Fringe benefits	16,864					0	0		16,864	6
7	*	Casualty and insurance	675				2	93	0		770	7
8	*	Joint facility - Debit	0					0	0		0	8
9	*	Joint facility - Credit	0					0	0		0	9
10	*	Other	9,684					0	0		9,684	10
11	*	TOTAL	369,194				991	47,000	0		417,185	11

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	761,647	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax and Surtax	1,864,567	2
3		Excess Profits	0	3
4	*	Total - Income Taxes (Lines 2 and 3)	1,864,567	4
5		Railroad Retirement	608,868	5
6		Hospital Insurance	50,957	6
7		Supplemental Annuities	0	7
8		Unemployment Insurance	15,757	8
9		All Other United States Taxes	(1,647)	9
10		Total - U.S. Government Taxes	2,538,502	10
11		Total - Railway Taxes	3,300,149	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	14,229,601	578,268	0	14,807,869	6
7	Deferred State Income Taxes - Net	1,018,560	83,246	(1,271)	1,100,535	7
8	Current Liabilities	(221,399)	(6,703)	0	(228,102)	8
9	Long-Term Liabilities	(394,963)	43,923	0	(351,040)	9
10	Retirement Benefits	(232,764)	44,709	(17,993)	(206,048)	10
11	Other Items	34,166	821	(26,081)	8,906	11
12						12
13						13
14						14
15						15
16						16
17						17
18	Investment tax credit*	0			0	18
19	TOTALS	14,433,201	744,264	(45,345)	15,132,120	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

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	3,006	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	13,395	Joint	10
11	Burlington Northern Santa Fe Railway Co.				11
12					12
13					13
14	Union Pacific Railroad Company	Kansas and Missouri Highline Project	26,480	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
33					33
34					34
35					35
36					36
37					37
38					38

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	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 \$ 9.1 million with various banks under which no borrowings were outstanding at December 31, 2016.

NOTES AND REMARKS

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510. SEPARATION OF DEBTHOLDINGS BETWEEN ROAD PROPERTY AND EQUIPMENT

(Dollars in Thousands)

The principal use of this schedule is to determine the average 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. 29	0	1
2	764	Equip. Obligations and Other Debt due within one year	Sch. 200, L. 38	207,118	2
3	765/767	Funded Debt Unmatured	Sch. 200, L. 40	157,880	3
4	766	Equipment Obligations	Sch. 200, L. 41	1,017,898	4
5	766.5	Capitalized Lease Obligations	Sch. 200, L. 42	946,180	5
6	768	Debt in Default	Sch. 200, L. 43	0	6
7	769	Accounts Payable: Affiliated Companies	Sch. 200, L. 44	0	7
8	770.1/770.2	Unamortized Debt Premium	Sch. 200, L. 45	(96,880)	8
9		Total Debt	Sum L. 1-8	2,232,196	9
10		Debt Directly Related to Road Property	Note 1	62,455	10
11		Debt Directly Related to Equipment	Note 1	2,161,909	11
12		Total Debt Directly Related to Road & Equipment	Sum L. 10 and L. 11	2,224,364	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	7,832	15
16		Road Property Debt (Note 2)	(L. 13 x L. 15) plus L. 10	62,675	16
17		Equipment Debt (Note 2)	(L. 14 x L. 15) plus L. 11	2,169,521	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	98,281	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	207	20
21		Total Interest (Note 3)	(L. 18 + L. 19) minus L. 20	105,678	21
22		Interest Directly Related to Road Property Debt	Note 4	3,146	22
23		Interest Directly Related to Equipment Debt	Note 4	97,493	23
24		Interest Not Directly Related to Road or Equipment Property Debt 1/	L. 21 minus (L. 22 + L. 23)	5,039	24
25		Interest on Road Property Debt (Note 5)	L. 22 plus (L. 24 x L. 13)	3,288	25
26		Interest on Equipment Debt (Note 5)	L. 23 plus (L. 24 x L. 14)	102,390	26
27		Embedded Rate of Debt Capital - Road Property	L. 25 divided by L. 16	5.25%	27
28		Embedded Rate of Debt Capital - Equipment	L. 26 divided by L. 17	4.72%	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.

1/ 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)	(2,380,614)	(7,676,641) (R)	1
2	Wasatch Insurance Ltd.		Common	Insurance	38,963		2
3	Transcontinental Surety						3
4	of Vermont		Common	Insurance	39,379		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 12-31-15</u>	\$ (5,296,027)
Interest Expense/Income- Net	(207,378)
Dividends	1,879,000
Financing & Other	(4,052,236)
<u>Balance 12-31-16</u>	<u>\$ (7,676,641)</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%	25,413	4,427	361	3,040	1,748	6,603	41,592	1
2										2
3	1J	12.5%	-	-	-	-	-	-	-	3
4	1J	23.0%	-	-	-	-	-	-	-	4
5	1J	25.0%	14	-	-	1	3	48	66	5
6	1J	33.3%	8	1	1	-	7	9	26	6
7	1J	37.5%	-	-	-	-	-	-	-	7
8	1J	40.0%	-	-	-	-	-	-	-	8
9	1J	44.0%	-	-	-	-	-	-	-	9
10	1J	50.0%	599	240	124	77	29	170	1,239	10
11	1J	62.5%	-	-	-	-	-	-	-	11
12	1J	66.7%	-	-	-	-	-	-	-	12
13		Total 1J	621	241	125	78	39	227	1,331	13
14										14
15		Total 1 and 1J	26,034	4,668	486	3,118	1,787	6,830	42,923	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	50	394	22
23		Total 3	317	-	-	16	11	50	394	23
24										24
25										25
26										26
27	4B		-	-	-	-	-	-	-	27
28		Total 4	-	-	-	-	-	-	-	28
29										29
30										30
31										31
32	5		5,700	1,669	235	108	46	288	8,046	32
33	5J		-	-	-	-	-	-	-	33
34		Total 5	5,700	1,669	235	108	46	288	8,046	34
35										35
36										36
37										37
38										38
39										39
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50										50
51										51
52										52
53										53
54										54
55										55
56										56
57		TOTAL	32,070	6,349	721	3,245	1,844	7,271	51,500	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 propri- etary 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	-	6	-	4	1,326	149	-	2
3		California	2,750	-	-	-	541	3,291	673	-	3
4		Colorado	1,153	-	-	-	350	1,503	171	-	4
5		Idaho	843	-	-	-	4	847	43	-	5
6		Illinois	1,550	19	4	-	746	2,319	10	-	6
7		Indiana	-	-	-	-	19	19	-	-	7
8		Iowa	1,288	-	-	-	95	1,383	6	-	8
9		Kansas	1,563	-	-	-	633	2,196	313	-	9
10		Kentucky	-	-	-	-	12	12	-	-	10
11		Louisiana	1,087	-	-	-	56	1,143	31	-	11
12		Minnesota	418	-	-	-	227	645	16	-	12
13		Missouri	973	-	-	-	568	1,541	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	-	307	-	351	1,172	73	-	18
19		Oregon	868	-	-	-	205	1,073	396	-	19
20		Tennessee	9	-	-	-	5	14	-	-	20
21		Texas	5,192	-	-	-	1,115	6,307	289	-	21
22		Utah	1,248	-	-	-	-	1,248	60	-	22
23		Washington	272	-	-	-	260	532	87	-	23
24		Wisconsin	595	-	-	-	335	930	107	-	24
25		Wyoming	875	-	-	-	-	875	-	-	25
26											26
27											27
28											28
29											29
30											30
31		TOTAL MILEAGE	26,034	19	317	-	5,700	32,070	3,088	-	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 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	1	4	57	61	195,000	0	2
3		Diesel-multiple purpose units	8,052	181	0	235	2	265	6,247	1,958	8,205	31,819,095	0	3
4		Diesel-switching units	285	0	0	6	12	77	214	12	226	352,100	0	4
5	*	TOTAL (lines 1 to 4) units	8,399	181	0	241	14	343	6,465	2,027	8,492	32,366,195	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	0	3	0	3	6,000	0	7
8	*	TOTAL (lines 5, 6 and 7)	8,402	181	0	241	14	343	6,468	2,027	8,495	32,372,195	0	8
9	*	Auxiliary units	62	0	0	0	(14)	4	44	0	44	N/A	0	9
10	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	8,464	181	0	241	0	347	6,512	2,027	8,539	32,372,195	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	2,815	1,171			2,142	1,285	734	164	181
12	*	Electric	0	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	0	3	13
14	*	TOTAL (lines 11 to 13)	2,818	1,171	2,142	1,285	734	164	181	0	0	0	0	8,495	14
15	*	Auxiliary units	41	3	0	0	0	0	0	0	0	0	0	44	15
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	2,859	1,174	2,142	1,285	734	164	181	0	0	0	0	8,539	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			28
29		TOTAL (lines 23 to 28)	0	0	0	0	0	0	0	0	0			29
30		COMPANY SERVICE CARS Business car (PV)	75	0	0	0	0	0	75	0	75	N/A		30
31		Board outfit cars (MWX)	20	0	0	0	0	1	19	0	19	N/A		31
32		Derrick and snow removal cars (MWU,MWV,MWW,MWK)	33	0	0	0	0	0	33	0	33	N/A		32
33		Dump and ballast cars (MWB,MWD)	3,849	0	0	0	4	186	1,641	2,026	3,667	N/A		33
34		Other maintenance and service equipment cars	3,512	0	0	0	376	294	3,334	260	3,594	N/A		34
35		TOTAL (lines 30 to 34)	7,489	0	0	0	380	481	5,102	2,286	7,388	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				
					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__)	0						36
37		Plain box cars - 50' longer (B3_0-7, B4_0-7, B5__, B6__, B7__, B8_)	349					119	37
38		Equipped box cars (All Code A, Except A_5_)	7,230					2,491	38
39		Plain gondola cars (All Codes, G & J__1, J__2, J__3, J__4)	3,704					5	39
40		Equipped gondola cars (All Code E)	5,826					136	40
41		Covered hopper cars (C__1, C__2, C__3, C__4)	27,882		450			346	41
42		Open top hopper cars--general service (All Code H)	8,126					8	42
43		Open top hopper cars--special service (J__0, J__5, J__6, J__7, J__8, J__9, and K)	2,610					9	43
44		Refrigerator cars -- mechanical (R_5_, R_6_, R_7_, R_8_, R_9_)	5,172		200			7	44
45		Refrigerator cars -- non-mechanical (R_0_, R_1_, R_2_)	1,515					0	45
46		Flat cars -- TOFC/COFC (All Code P, Q and S, Except Q8__)	171						46
47		Flat cars -- multi-level (All Code V)	1,067					8	47
48		Flat cars -- general service (F10_, F20_, F30_)	9						48
49		Flat cars -- other (F_1_, F_2_, F_3_, F_4_, F_5_, F_6) (F_8_, F40_)	2,988					5	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__)	31					0	52
53		TOTAL (lines 36 to 52)	66,863	0	650	0	0	3,134	53
54		Caboose (All Code M-930)	0	0	0	0	0	0	54
55		TOTAL (lines 53 and 54)	66,863	0	650	0	0	3,134	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	0	107	361	468	0	38,095	0	37
38	442	2,900	6,379	9,279	0	762,372	0	38
39	220	1,596	1,893	3,489	0	411,414	0	39
40	666	4,411	885	5,296	0	535,108	0	40
41	1,560	13,382	13,736	27,118	0	2,942,672	0	41
42	781	6,709	644	7,353	0	790,053	0	42
43	165	474	1,980	2,454	0	285,799	0	43
44	705	1,189	3,485	4,674	0	392,832	0	44
45	47	1,468	0	1,468	0	117,782	0	45
46	2	1	168	169	0	47,825	0	46
47	9	1,016	50	1,066	0	40,945	0	47
48	3	6	0	6	0	371	0	48
49	85	1,574	1,334	2,908	0	298,658	0	49
50	0	0	0	0	0	0	0	50
51	0	0	183	183	0	17,924	0	51
52	31	0	0	0	0	0	0	52
53	4,716	34,833	31,098	65,931	0	6,681,850	0	53
54	0	0	0	0	0	0	0	54
55	4,716	34,833	31,098	65,931	0	6,681,850	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 responder at beginning of year		Changes during the year				Line No.
			Per diem (b)	All others (c)	Units installed				
					New units purchased or built (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units including reclassification and second hand units purchased or leased from others (g)	
FLOATING EQUIPMENT									
56		Self-propelled vessels (Tugboats, car ferries, etc.)							56
57		Non-self-propelled vessels (Car floats, lighters, etc.)							57
58		TOTAL (lines 56 and 57)							58
HIGHWAY REVENUE EQUIPMENT									
59		Chassis Z1__, Z67_, Z68_, Z69_	48,923	0	0	342			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_)	59,631	0	80	0	0	615	67
70		TOTAL (lines 59 and 69)	108,554	0	80	342	0	615	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		3,685	22,071	23,509	45,580		1,390,190		59
60									60
61									61
62									62
63									63
64									64
65									65
66									66
67		5,121	33,574	21,631	55,205		1,567,822		67
70		8,806	55,645	45,140	100,785		2,958,012		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	LOCOMOTIVES 1/					1
2	C45AC	100	21,600	278,350		2
3	SD70AH	81	17,302	220,477		3
4						4
5						5
6	FREIGHT CARS					6
7	REFRIGERATED BOXCARS	200	10,371	55,876		7
8	COVERED HOPPERS	450	13,604	38,881		8
9						9
10	HIGHWAY REVENUE EQUIPMENT					10
11	CONTAINERS	80	412	1,450		11
12						12
13						13
14	TOTAL	911	N/A	595,034		14
15						15
16						16
17			REBUILT UNITS			17
18	LOCOMOTIVES 1/ 2/					18
19	SD40	30	5,870	19,231		19
20	CP38-2	24	3,397	10,542		20
21	SD38-2	1	142	439		21
22	GP40	2	283	879		22
23	SD40-2	1	142	439		23
24	C44-9W	6	1,245	15,659		24
25	C44AC	146	30,295	157,721		25
26	GP60	25	3,842	3,790		26
27	SD60	6	922	910		27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38						38
39	TOTAL	241	N/A	209,610		39
40						40
41	1/ 2/ GRAND TOTAL	1,152	N/A	804,644	N/A	41

1/ Includes cost incurred in the current year related to units included in the prior year.
2/ Excludes one rebuilt steam locomotive not financially complete this year.

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720

- 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.
- 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).
- 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.
- 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

- 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	20,385	50.57	N/A	264
2	B	6,568	12.01	N/A	189
3	C	2,834	2.64	N/A	23
4	D	4,886	0.21	N/A	1
5	E	8,781	N/A	N/A	0
6	TOTAL	43,454	25.92	N/A	477
7	F	9,855	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.

750. CONSUMPTION OF DIESEL FUEL
(Dollars in Thousands)

Line No.	LOCOMOTIVES		Line No.
	Kind of locomotive service (a)	Diesel oil (gallons) (b)	
1	Freight	889,865,403	1
2	Passenger	10,591,031	2
3	Yard Switching	85,057,080	3
4	TOTAL	985,513,514	4
5	COST OF FUEL \$(000)	\$1,447,700	5
6	Work Train	10,286,530	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)	32,070	0	1
2		2. Train Miles - Running (B)			
		2-01 Unit Trains	29,549,552	XXXXXX	2
3		2-02 Way Trains	7,285,235	XXXXXX	3
4		2-03 Through Trains	89,385,667	0	4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	126,220,454	0	5
6		2-05 Motorcars (C)	0	0	6
7		2-07 TOTAL ALL TRAINS (lines 5 and 6)	126,220,454	0	7
		3. Locomotive Unit Miles (D)			
		Road Service (E)			
8		3-01 Unit Trains	93,774,596	XXXXXX	8
9		3-02 Way Trains	15,128,393	XXXXXX	9
10		3-03 Through Trains	284,857,046	0	10
11		3-04 TOTAL (lines 8-10)	393,760,035	0	11
12		3-11 Train Switching (F)	9,694,655	XXXXXX	12
13		3-21 Yard Switching (G)	27,513,294	0	13
14		3-31 TOTAL ALL SERVICES (line 11-13)	430,967,984	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	13,418	XXXXXX	16
17		4-012 Box-Equipped	236,923	XXXXXX	17
18		4-013 Gondola-Plain	91,195	XXXXXX	18
19		4-014 Gondola-Equipped	64,097	XXXXXX	19
20		4-015 Hopper-Covered	397,115	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	62,336	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	57,593	XXXXXX	22
23		4-018 Refrigerator-Mechanical	68,695	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	15,410	XXXXXX	24
25		4-020 Flat-TOFC/COFC	287,980	XXXXXX	25
26		4-021 Flat-Multi-Level	59,251	XXXXXX	26
27		4-022 Flat-General Service	374	XXXXXX	27
28		4-023 Flat-All Other	83,640	XXXXXX	28
29		4-024 All Other Car Types-Total	703	XXXXXX	29
30		4-025 TOTAL (Lines 15-29)	1,438,730	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	11,265	XXXXXX	32
33		4-112 Box-Equipped	146,763	XXXXXX	33
34		4-113 Gondola-Plain	91,122	XXXXXX	34
35		4-114 Gondola-Equipped	66,442	XXXXXX	35
36		4-115 Hopper-Covered	419,590	XXXXXX	36
37		4-116 Hopper-Open Top-General Service	67,579	XXXXXX	37
38		4-117 Hopper-Open Top-Special Service	58,965	XXXXXX	38
39		4-118 Refrigerator-Mechanical	55,215	XXXXXX	39
40		4-119 Refrigerator-Non-Mechanical	15,253	XXXXXX	40
41		4-120 Flat-TOFC/COFC	12,461	XXXXXX	41
42		4-121 Flat-Multi-Level	23,850	XXXXXX	42
43		4-122 Flat-General Service	348	XXXXXX	43
44		4-123 Flat-All Other	81,092	XXXXXX	44
45		4-124 All Other Car Types	373	XXXXXX	45
46		4-125 TOTAL (Lines 31-45)	1,050,318	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	45,814	XXXXXX	48
49		4-132 Box-Equipped	90,129	XXXXXX	49
50		4-133 Gondola-Plain	633,527	XXXXXX	50
51		4-134 Gondola-Equipped	20,718	XXXXXX	51
52		4-135 Hopper-Covered	858,667	XXXXXX	52
53		4-136 Hopper-Open Top-General Service	27,579	XXXXXX	53
54		4-137 Hopper-Open Top-Special Service	227,180	XXXXXX	54
55		4-138 Refrigerator-Mechanical	17,272	XXXXXX	55
56		4-139 Refrigerator-Non-Mechanical	6,538	XXXXXX	56
57		4-140 Flat-TOFC/COFC	1,079,906	XXXXXX	57
58		4-141 Flat-Multi-Level	548,920	XXXXXX	58
59		4-142 Flat-General Service	92	XXXXXX	59
60		4-143 Flat-All Other	105,730	XXXXXX	60
61		4-144 Tank Under 22,000 Gallons	162,026	XXXXXX	61
62		4-145 Tank-22,000 Gallons and Over	489,642	XXXXXX	62
63		4-146 All Other Car Types	2,591	XXXXXX	63
64		4-147 TOTAL (lines 47-63)	4,316,331	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	
		4-150 Box-Plain 40-Foot	0	XXXXXX	65
66		4-151 Box-Plain 50-Foot and Longer	23,457	XXXXXX	66
67		4-152 Box-Equipped	46,246	XXXXXX	67
68		4-153 Gondola-Plain	621,319	XXXXXX	68
69		4-154 Gondola-Equipped	19,229	XXXXXX	69
70		4-155 Hopper-Covered	822,347	XXXXXX	70
71		4-156 Hopper-Open Top-General Service	27,250	XXXXXX	71
72		4-157 Hopper-Open Top-Special Service	225,125	XXXXXX	72
73		4-158 Refrigerator-Mechanical	13,906	XXXXXX	73
74		4-159 Refrigerator-Non-Mechanical	6,237	XXXXXX	74
75		4-160 Flat-TOFC/COFC	43,473	XXXXXX	75
76		4-161 Flat-Multi-Level	200,494	XXXXXX	76
77		4-162 Flat-General Service	115	XXXXXX	77
78		4-163 Flat-All Other	92,202	XXXXXX	78
79		4-164 Tank Under 22,000 Gallons	163,348	XXXXXX	79
80		4-165 Tank-22,000 Gallons and Over	503,275	XXXXXX	80
81		4-166 All Other Car Types	1,306	XXXXXX	81
82		4-167 TOTAL (lines 65-81)	2,809,329	XXXXXX	82
83		4-17 Work Equipment and Company Freight Car-Miles	124,679	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	3,365,374	XXXXXX	85
86		4-192 Way Trains	182,201	XXXXXX	86
87		4-193 Through Trains	6,191,812	XXXXXX	87
88		4-194 TOTAL (lines 85-87)	9,739,387	XXXXXX	88
89		4-20 Caboose Miles	75	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	80,877,239	XXXXXX	98
99		6-02 Freight Trains, Cars, Cnts., and Caboose 6-020 Unit Trains	280,935,360	XXXXXX	99
100		6-021 Way Trains	13,952,702	XXXXXX	100
101		6-022 Through Trains	552,144,942	XXXXXX	101
102		6-03 Passenger-Trains, Cars, and Cnts.	0	0	102
103		6-04 Non-Revenue	9,861,642	XXXXXX	103
104		6-05 TOTAL (lines 98-103)	937,771,885	0	104
105		7. Tons of Freight (thousands) 7-01 Revenue	476,771	XXXXXX	105
106		7-02 Non-Revenue	8,927	XXXXXX	106
107		7-03 TOTAL (lines 105 and 106)	485,698	XXXXXX	107
108		8. Ton-Miles of Freight (thousands) (L) 8-01 Revenue-Road Service	440,138,805	XXXXXX	108
109		8-02 Revenue-Lake Transfer Service	0	XXXXXX	109
110		8-03 TOTAL (lines 108, 109)	440,138,805	XXXXXX	110
111		8-04 Non-Revenue-Road Service	4,509,935	XXXXXX	111
112		8-05 Non-Revenue-Lake Transfer Service	0	XXXXXX	112
113		8-06 TOTAL (lines 111 and 112)	4,509,935	XXXXXX	113
114		8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110 and 113)	444,648,740	XXXXXX	114
115		9. Train Hours (M) 9-01 Road Service	5,297,326	XXXXXX	115
116		9-02 Train Switching	745,757	XXXXXX	116
117		10. TOTAL YARD-SWITCHING HOURS (N)	2,272,627	XXXXXX	117
118		11. Train-Miles Work Trains (O) 11-01 Locomotives	1,985,718	XXXXXX	118
119		11-02 Motorcars	0	XXXXXX	119
120		12. Number of Loaded Freight Cars (P) 12-01 Unit Trains	2,288,920	XXXXXX	120
121		12-02 Way Trains	2,574,642	XXXXXX	121
122		12-03 Through Trains	7,425,822	XXXXXX	122
123		13. TOFC/COFC-No. of Rev. Trailers and Containers Loaded and Unloaded (Q)	6,163,652	XXXXXX	123
124		14. Multi-Level Cars-No. of Motor Vehicles Loaded and Unloaded (Q)	3,923,823	XXXXXX	124
125		15. TOFC/COFC-No. of Rev. Trailers Picked Up and Delivered (R)	152,145	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	55,489,303	XXXXXX	128
129		16-04 TOTAL (lines 126-128)	55,489,303	XXXXXX	129
130		17. Number of Foreign Per Diem Cars on Line (T) 17-01 Serviceable	36,524	XXXXXX	130
131		17-02 Unserviceable	0	XXXXXX	131
132		17-03 Surplus	0	XXXXXX	132
133		17-04 TOTAL (lines 130-132)	36,524	XXXXXX	133
134		TOFC/COFC - Average No. of Units Loaded Per Car	4.6	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, 2016

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	24	0	0	7
8		(9) Rail and other track material	26,335	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	189,221	0	0	20
21		(27) Signals and interlockers	984,124	0	0	21
22		(29) Power plants	0	0	0	22
23		(31) Power-transmission systems	72,826	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	1,273,007	0	0	30
31		(52) Locomotives	447,097	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	140,714	0	0	38
39		TOTAL EXPENDITURES FOR EQUIPMENT	590,937	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	32,920	0	0	42
43		GRAND TOTAL	1,896,864	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		5	0	5	275	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		29	0	29	53	7
8		4,846	0	4,846	31,181	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		84,578	0	84,578	273,799	20
21		129,248	0	129,248	1,113,372	21
22		0	0	0	0	22
23		22,670	0	22,670	95,496	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		241,376	0	241,376	1,514,383	30
31		81,447	0	81,447	528,544	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		303	0	303	1,029	37
38		38,329	0	38,329	179,043	38
39		120,079	0	120,079	711,016	39
40		0	0	0	0	40
41		0	0	0	0	41
42		9,897	0	9,897	42,817	42
43		371,352	0	371,352	2,268,216	43

NOTE: Not included in the schedule above are the following capital contributions by UPRR to investees for the development of PTC:
 MeteorComm, LLC: \$6,500 in 2016; total of \$73,372 PTC-220 LLC: \$866 in 2016; total of \$8,030

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)		
	ROAD							
1	(3) Grading	0	0	0.00				1
2	(4) Other right-of-way expenditures	0	0	0.00				2
3	(5) Tunnels and subways	0	0	0.00				3
4	(6) Bridges, trestles and culverts	40	40	1.41				4
5	(7) Elevated structures	0	0	0.00				5
6	(8) Ties	24	51	4.22				6
7	(9) Rail and other track material	26,335	31,103	2.95				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	189,221	265,505	3.45				19
20	(27) Signals and interlockers	984,124	1,102,192	3.85				20
21	(29) Power plants	0	0	0.00				21
22	(31) Power transmission systems	72,826	93,639	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	TOTAL ROAD	1,272,737	1,492,697	3.66				30
	EQUIPMENT							
31	(52) Locomotives	447,097	517,666	7.96				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	2.93				36
37	(58) Miscellaneous equipment	726	1,029	5.78				37
38	(59) Computer systems & WP equipment	140,714	177,321	14.84				38
39	TOTAL EQUIPMENT	590,937	698,416	9.68				39
40	GRAND TOTAL	1,863,674	2,191,113	N/A			N/A	40

Note: New Equipment depreciation rates were authorized by the Surface Transportation Board effective January 1, 2016.

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. 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)		
ROAD									
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	4	0	0	0	0	4	4
5		(7) Elevated structures	0	0	0	0	0	0	5
6		(8) Ties	2	1	0	0	0	3	6
7		(9) Rail and other track material	2,338	854	0	0	0	3,192	7
8		(11) Ballast	10	6	0	0	0	16	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	11,771	7,711	0	0	0	19,482	19
20		(27) Signals and interlockers	98,291	40,144	0	0	0	138,435	20
21		(29) Power plants	0	0	0	0	0	0	21
22		(31) Power transmission systems	3,200	1,860	0	0	0	5,060	22
23		(35) Miscellaneous structures	0	0	0	0	0	0	23
24		(37) Roadway machines	0	0	0	0	0	0	24
25		(39) Public improvements - const.	0	0	0	0	0	0	25
26		(44) Shop machinery	0	0	0	0	0	0	26
27		(45) Power plant machinery	0	0	0	0	0	0	27
28		All other road accounts	0	0	0	0	0	0	28
29		Amortization (Adjustments)	0	0	0	0	0	0	29
30		TOTAL ROAD	115,616	50,576	0	0	0	166,192	30
EQUIPMENT									
31		(52) Locomotives	96,688	38,173	0	0	0	134,861	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	204	70	0	0	0	274	36
37		(58) Miscellaneous equipment	154	49	0	0	0	203	37
38		(59) Computer systems & WP equip.	69,809	25,328	0	0	0	95,137	38
39		Amortization Adjustments	0	0	0	0	0	0	39
40		TOTAL EQUIPMENT	166,855	63,620	0	0	0	230,475	40
41		GRAND TOTAL	282,471	114,196	0	0	0	396,667	41

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	\$275	\$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	53	0			7
8		(9) Rail and other track material	31,181	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	273,799	0			20
21		(27) Signals and interlockers	1,113,372	0			21
22		(29) Power plants	0	0			22
23		(31) Power transmission systems	95,496	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	1,514,383	0			31
32		(52) Locomotives	528,544	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	1,029	0			38
39		(59) Computer systems & WP equipment	179,043	0			39
40		TOTAL EQUIPMENT	711,016	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	42,817	0			43
44		GRAND TOTAL	\$2,268,216	\$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	0	0	0	0	0	1
2		Bridge & Building	0	0	0	0	0	0	0	2
3		Signal	2,389	5,140	3,060	518	11,107	0	11,107	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	3	0	3	0	3	8
9		Tunnels and Subways - Switching	0	0	1	0	1	0	1	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	0	7	0	0	7	0	7	14
15		Rail & Other Track Material - Switching	0	2	0	0	2	0	2	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	64	29	1	0	94	0	94	21
22		Signal & Interlockers-Switching	21	10	0	0	31	0	31	22
23		Communications Systems	10	0	0	0	10	0	10	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	0	0	0	0	0	0	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	250	0	0	250	0	250	109
110		Small Tools and Supplies	0	0	0	0	0	0	0	110
111		Snow Removal	2	0	0	0	2	0	2	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	1,247	1,247	0	1,247	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.
		REPAIR AND MAINTENANCE - (Continued)								
134		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	50,576	50,576	0	50,576	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	2,486	5,438	3,065	52,341	63,330	0	63,330	151
		EQUIPMENT - LOCOMOTIVES								
201		Administration	0	0	0	0	0	0	0	201
202		Repair & Maintenance	0	0	0	0	0	0	0	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	38,173	38,173	0	38,173	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	0	38,173	38,173	0	38,173	219
		FREIGHT CARS								
220		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
		OTHER EQUIPMENT								
301		Administration	0	0	0	0	0	0	0	301
		Repair and Maintenance:	0	0	0	0	0	0	0	
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	0	95	0	95	0	95	305
306		Machinery	0	0	0	0	0	0	0	306
307		Work & Other Nonrevenue Equipment	0	0	0	0	0	0	0	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	0	N/A	0	0	0	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.
		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	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	25,447	25,447	0	25,447	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	(14)	N/A	(14)	0	(14)	320
321		Dismantling Retired Equipment	0	0	0	0	0	0	0	321
322		Other	0	0	14	0	14	0	14	322
323		TOTAL OTHER EQUIPMENT	0	0	95	25,447	25,542	0	25,542	323
324		TOTAL EQUIPMENT	0	0	95	63,620	63,715	0	63,715	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	27	0	0	27	0	27	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	27	0	0	27	0	27	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	0	0	0	0	0	0	0	520
521		Loss & Damage Claims Process	0	0	0	0	0	0	0	521
522		Fringe Benefits	N/A	N/A	0	0	0	0	0	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	0	0	0	0	0	0	0	527
528		TOTAL TRANSPORTATION	0	27	0	0	27	0	27	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	0	0	0	0	0	0	0	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	0	0	0	0	607
608		Legal & Secretarial	0	0	0	0	0	0	0	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	853	853	0	853	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	1,876	46	24	187	2,133	0	2,133	618
619		TOTAL GENERAL & ADMINISTRATIVE	1,876	46	24	1,040	2,986	0	2,986	619
620		TOTAL OPERATING EXPENSE	4,362	5,511	3,184	117,001	130,058	0	130,058	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)							
		LOCOMOTIVE UNITS									(H.P.)			
1		Diesel-freight units											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	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	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	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

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					Aggregate capacity of units reported in cols. (k) & (l) (see ins. 4) (m)	Leased to others (n)	Line No.
			Owned and used (i)	Leased from others (j)	Total in service of respondent [col. (i) & (j)]					
					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	LOCOMOTIVES					1
2		-	-	-	-	2
3		-	-	-	-	3
4		-	-	-	-	4
5		-	-	-	-	5
6	FREIGHT CARS					6
7		-	-	-	-	7
8		-	-	-	-	8
9		-	-	-	-	9
10		-	-	-	-	10
11	HIGHWAY REVENUE EQUIPMENT					11
12		-	-	-	-	12
13		-	-	-	-	13
14		-	-	-	-	14
15	WORK EQUIPMENT					15
16		-	-	-	-	16
17		-	-	-	-	17
18		-	-	-	-	18
19	TOTAL	-	N/A	-	-	19

REBUILT UNITS

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

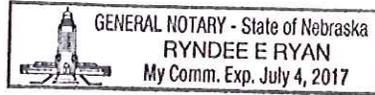
that it is his or her duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he or she knows that such books have been kept in good faith during the period covered by this report; that he or she knows that the entries contained 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, 2016, to and including December 31, 2016.

Todd M. Rynaski
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 31 day of March, 2017.
My commission expires July 4, 2017

Use an
LS
impression seal



Ryndee E. Ryan
(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 states 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)

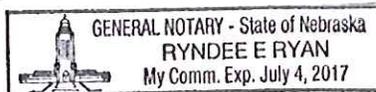
that he or she has carefully examined the foregoing report; that he or she believes that all statements of fact contained in the said report are true; and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property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

January 1, 2016, to and including December 31, 2016.

Lance M. Fritz
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 31 day of March, 2017.
My commission expires July 4, 2017

Use an
LS
impression seal



Ryndee E. Ryan
(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		
Name	Title	Month	Day	Year	Page					Month	Day	Year	

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	Month	Day	Year	Name	Title						

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