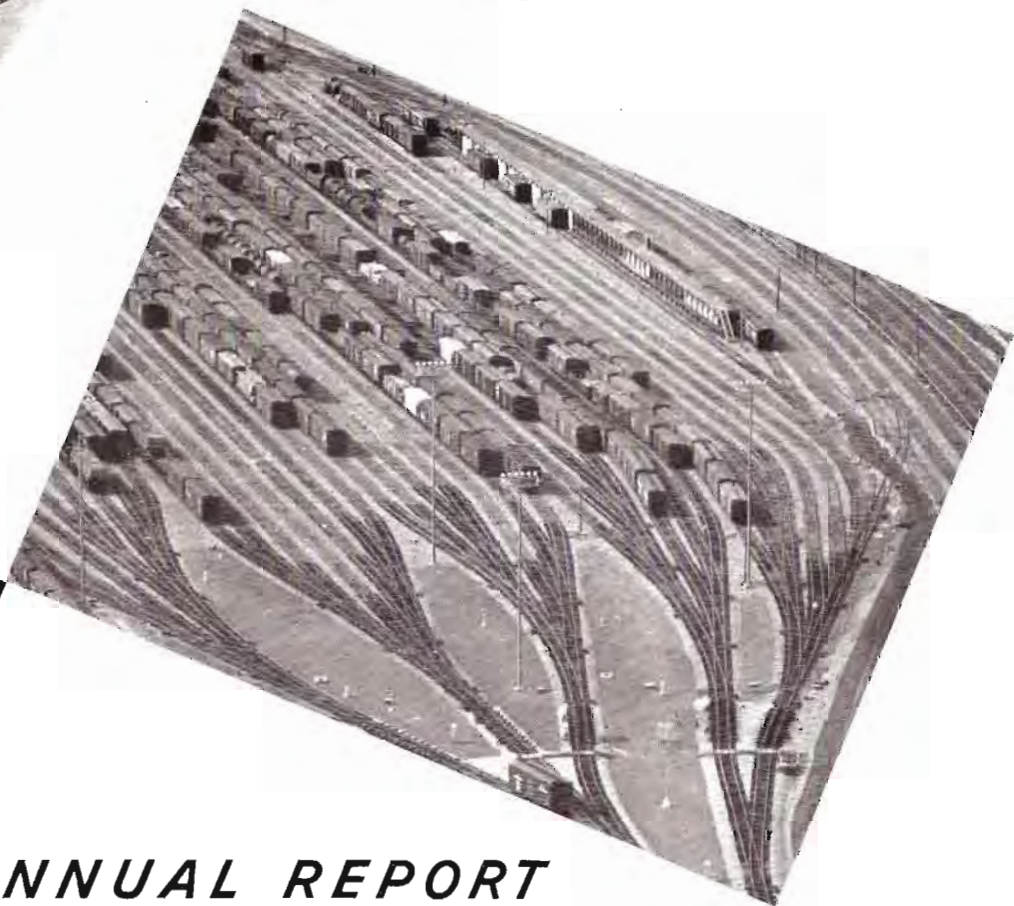
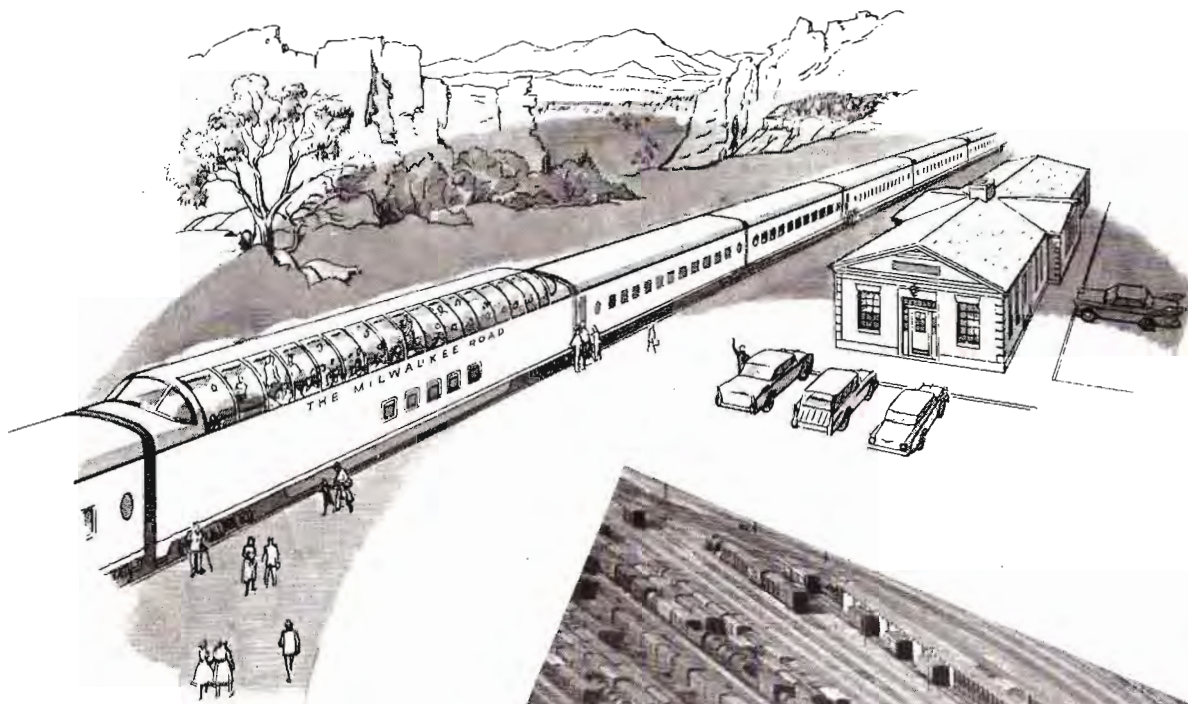




ANNUAL REPORT

1956

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

General Offices—516 W. Jackson Boulevard, Chicago 6, Illinois

BOARD OF DIRECTORS

Terms Expiring:

1957	1958	1959
JOHN D. ALLEN JAMES M. BARKER LEO T. CROWLEY WALTER J. CUMMINGS WILLIAM J. FROELICH JOHN P. KILEY J. PATRICK LANNAN ELMER RICH ARTHUR M. WIRTZ	JUDSON LARGE* WILLIAM L. O'BRIEN PHILIP W. PILLSBURY JOHN P. WAGNER *Resigned effective March 21, 1957	JOHN B. GALLAGHER JOSHUA GREEN ARNOLD B. KELLER WALTER T. MAHONEY LOUIS QUARLES WILLIAM J. SINEK

EXECUTIVE COMMITTEE

LEO T. CROWLEY JOHN B. GALLAGHER	JOHN D. ALLEN, <i>Chairman</i> WILLIAM J. FROELICH ARNOLD B. KELLER	JOHN P. KILEY ELMER RICH WILLIAM J. SINEK
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FINANCE COMMITTEE

JOHN D. ALLEN JAMES M. BARKER *Alternate Members	WALTER J. CUMMINGS, <i>Chairman</i> LEO T. CROWLEY WILLIAM J. FROELICH*	JOHN B. GALLAGHER* ELMER RICH LOUIS QUARLES*
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OFFICERS

L. T. CROWLEY	Chairman of the Board	CHICAGO
J. P. KILEY	President	CHICAGO
W. J. WHALEN	Vice President—Operation	CHICAGO
W. J. QUINN	Vice President and General Counsel	CHICAGO
P. H. DRAVER	Vice President—Traffic	CHICAGO
R. S. STEPHENSON	Vice President and Comptroller	CHICAGO
L. H. DUGAN	Vice President and Western Counsel	SEATTLE
E. R. ECKERSALL	General Solicitor	CHICAGO
J. J. ROCHE	Secretary	CHICAGO
C. T. LANNON	Treasurer	CHICAGO

STOCK TRANSFER OFFICES

The Chase Manhattan Bank, New York 15, N.Y.
Room 732 Union Station, Chicago 6, Ill.

REGISTRARS

The First National City Bank of New York, New York 15, N.Y.
Continental Illinois National Bank and Trust Company of Chicago, Chicago 90, Ill.

ANNUAL MEETING

May 14, 1957, in Room 220 Union Station, Chicago, Illinois

This Annual Report, containing financial statements, is not and must not be considered as proxy soliciting material or as a report or document filed pursuant to the Securities Exchange Act, or any rule or regulation thereunder.

RESULTS OF OPERATION

	1956	1955
Railway operating revenues.....	\$253,860,566	\$245,498,210
Railway operating expenses.....	210,746,299	204,641,342
Net revenue from railway operations.....	43,114,267	40,856,868
Railway tax accruals.....	18,287,000	18,396,000
Equipment rents—net charge.....	4,839,601	4,176,312
Joint facility rents—net charge.....	2,642,732	2,504,031
Net railway operating income.....	17,344,934	15,780,525
Other income—net.....	2,533,394	5,206,317
Income available for fixed charges.....	19,878,328	20,986,842
Total fixed charges.....	4,716,551	4,696,191
Times fixed charges earned.....	4.21	4.47
Income after fixed charges.....	15,161,777	16,290,651
Total contingent charges.....	6,675,863	6,758,369
Net income.....	8,485,914	9,532,282
Appropriations of income for sinking funds.....	971,806	979,897
Transferred to retained income—unappropriated.....	\$ 7,514,108	\$ 8,552,385
Earnings per share:		
Before appropriations for sinking funds-Preferred.....	\$ 16.36	\$ 18.38
-Common.....	\$ 2.78	\$ 3.27
After appropriations for sinking funds-Preferred.....	\$ 14.49	\$ 16.49
-Common.....	\$ 2.32	\$ 2.81

The company's charter provides that, so long as General Mortgage Bonds remain outstanding, no dividends shall be declared or paid on the shares of common stock unless and until there shall be deposited with the Trustee under the General Mortgage, in a sinking fund for the retirement of such bonds, an amount equal to 50% of such dividend.

TO THE SHAREHOLDERS OF CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

Net Income for the year 1956, after fixed and contingent charges, was \$8,485,914, compared with \$9,532,282 for the year 1955. Earnings per share for 1956 on the 518,652 shares of preferred stock outstanding were \$16.36, compared with \$18.38 for 1955. Earnings per share on the 2,123,214 shares of common stock outstanding in both years were \$2.78 and \$3.27, respectively.

Net Income, after appropriations for sinking funds as required by the Company's mortgages and the indenture under which the income debentures were issued, amounted to \$7,514,108 for the year 1956, compared with \$8,552,385 for 1955. Earnings per share, after sinking fund appropriations, were \$14.49 on the preferred stock, compared with \$16.49 for 1955, and \$2.32 on the common stock compared with \$2.81.

Included in income for the years 1956 and 1955 was a dividend of \$1,000,000 received from the Milwaukee Land Company, a wholly owned subsidiary. Net Income for 1955 includes a non-recurring item of \$2,660,951 representing interest received in the settlement of the Company's claim against the Government for refund of Federal income taxes, arising from the carry-back of unused excess profits credits and other retroactive adjustments applicable to the calendar years 1942 to 1947.

If the non-recurring item of interest on the Federal income tax refund is excluded, the earnings applicable to the common stock were greater than in any year since 1950.

The earnings applicable to the common stock before sinking fund appropriations for the years 1951 through 1956 were as follows:

<i>Year</i>	<i>Total</i>	<i>Per Share</i>
1951	\$4,475,735	\$2.11
1952	5,669,438	2.67
1953	4,419,763	2.08
1954	4,311,204	2.03
1955	6,939,027*	3.27*
1956	5,892,659	2.78

*Includes non-recurring interest on Federal income tax refund.

The physical property of the railroad was adequately maintained during the year, and the Company's financial condition continues to be strong. During 1956, the mortgage and equipment debt was reduced by \$3,179,127. At December 31, 1956, net current assets (working capital) were \$39,591,080.

As compared with the year 1955, there were many unfavorable factors to be overcome in 1956. Among the most important were:

- (1) A decline of 2.6 per cent in loaded freight cars handled.
- (2) Wage increases in effect during the entire year that were granted October 1 and December 1, 1955, and inadequate and delayed relief in the form of rate increases.
- (3) Wage increases, effective November 1, 1956, for non-operating employees and locomotive firemen, plus accruals for wage increases for other operating employees on the basis of settlements made with other crafts and for which agreements are still pending, and inadequate and delayed relief in the form of rate increases.

- (4) Increases in health and welfare benefits; in payroll taxes on account of wage increases granted, and in the tax rate for unemployment compensation insurance.
- (5) Increases in costs of materials and supplies used.

The effect of these conditions was to increase operating expenses and taxes during the year approximately \$13,189,000; however, by the exercise of control over the hours worked and material used by employees, the actual increase in operating expenses was limited to \$6,104,957, the difference having been absorbed through economies and increased efficiency.

Furthermore, in connection with the installation of the retarder yard at St. Paul, which substantially completes yard rehabilitation plans, there were additional non-recurring operating expenses of \$923,150 in 1956.

The improvement in actual operation in 1956 over 1955 resulted from a continuation of the program of improving facilities, tools and methods started several years ago. The completion of the Twin City retarder yard at St. Paul and the installation of additional labor-saving devices will be further reflected in increased efficiency in operation and improvement in earnings, providing the volume of traffic holds up.

An indication of the improvement in efficiency between 1950 and the present is reflected in the following table:

	Year 1956	Year 1950	Percent Increase (Decrease) 1956/1950
Train miles per hour—Freight	19.1	16.0	19.4%
Net ton miles per freight train hour	26,029	18,379	41.6%
Gross ton miles per freight train hour . .	58,328	40,619	43.6%
Net tons per train	1,370	1,157	18.4%
Gross tons per train	3,070	2,558	20.0%
Freight cars per train	69.3	57.4	20.7%
Number of employees	27,408	33,668	(18.6%)

The operation of the so-called "City" passenger trains with the Union Pacific and the Southern Pacific railroads during the first year of operation ended October 30, 1956, was profitable, and the volume of freight traffic originating on the Union Pacific and the Southern Pacific, and interchanged at Omaha, was very gratifying.

Since the association with the Union Pacific and the Southern Pacific additional traffic offices have been opened at Oakland and Sacramento, California, and Eugene, Oregon, and the increased solicitation in California, Oregon and Idaho has resulted in substantially increasing traffic over your Company's lines.

With competition constantly increasing, and with changing methods of transportation, traffic policies are constantly being reviewed to obtain the most efficient and effective solicitation.

Passenger traffic for all rail carriers remains a very difficult problem with its constantly decreasing patronage. Your Company has modern, streamlined, lightweight passenger equipment on all of its trains and, despite good service and adequate equipment, passenger traffic continues to decline. The discontinuance of passenger trains having substantial losses on an out-of-pocket basis is in process.

In 1949, annual passenger train mileage amounted to approximately 12,100,000 miles. Through the program of discontinuing passenger trains that were losing money, annual passenger train mileage had in 1956 been reduced to 8,900,000 miles, despite the fact

that in inaugurating the operation of the "City" trains referred to above, an additional 1,800,000 train miles per year was assumed. Since January 1, 1957, further reductions of 525,000 train miles per year have been made, and there are pending before the State Commissions of Iowa, Wisconsin, Minnesota and Missouri applications for reductions of an additional 830,000 train miles per year.

The freight rate increases that were granted by the Interstate Commerce Commission, effective March 7 and December 28, 1956, are entirely inadequate to cover the increased cost of labor and materials that occurred in 1955 and 1956. The railroads have again petitioned the Interstate Commerce Commission for an additional increase in rates to offset these constantly increasing costs and, unless some additional relief is granted, your Company, as well as the entire railroad industry, will be adversely affected.

At the invitation of the Board of Directors, Mr. J. Patrick Lannan and Mr. Arthur M. Wirtz accepted membership on the Board, effective September 11, 1956, to fill vacancies caused by the resignations of Mr. Robert J. Marony and Mr. John W. Severs.

DIVIDENDS DECLARED

The Stockholders were advised in the Chairman's letter of June 1, 1956, that a proposal to place the dividends on the preferred and common stocks on a quarterly basis would be submitted to the Directors at the February, 1957 meeting. Accordingly, at a meeting on February 21, 1957, the Board of Directors declared a dividend of \$5.00 per share on the Series A Preferred Stock of the Company out of 1956 earnings, payable at the rate of \$1.25 per share on March 28, June 27, September 26, and November 27, in 1957, to holders of record at the close of business on March 8, June 7, September 6, and November 8, 1957, respectively. The aggregate amount of \$5.00 per share has been set apart in a trust fund for the payment of such dividends in full.

At a meeting on March 21, 1957, the Board of Directors declared a dividend of \$1.50 per share on the Common Stock out of 1956 earnings, payable at the rate of 37½ cents per share on April 25, July 25, October 24, and December 24, in 1957, to holders of record at the close of business on April 5, July 5, October 4, and December 6, 1957, respectively. Pursuant to the Company's charter, the payment of this dividend required the deposit of 75 cents per share, or \$1,592,410, in a sinking fund with the Trustee under the General Mortgage for the retirement in equal parts of Series A and Series B Bonds.

The remainder of 1956 net income, after payment of these dividends, amounting to \$143,622, was retained for other corporate purposes.

OPERATING REVENUES

Operating revenues for the year amounted to \$253,860,566, an increase of \$8,362,356, or 3.4%, compared with 1955.

Freight revenue	increased	\$3,901,428,	or 1.9%
Passenger revenue	increased	3,335,786,	24.1%
Mail revenue	increased	177,774	2.1%
Express revenue	increased	146,448	3.8%
All other operating revenues	increased	800,920,	5.8%

Revenue ton miles aggregated 15,614,298,411, compared with 15,563,777,820 in 1955, an increase of 0.3%.

SOURCE OF INCOME

		%
Hauling freight:.....	\$209,719,695	81.8
Carrying passengers.....	17,173,709	6.7
Transporting mail and express.....	12,435,403	4.9
Other passenger train revenue, including dining and buffet car service:...	2,616,205	1.0
Switching:.....	6,423,837	2.5
Other operating revenues.....	5,491,717	2.1
Total operating revenues.....	\$253,860,566	99.0
Other income—net.....	2,533,394	1.0
TOTAL.....	\$256,393,960	100.0

DISPOSITION OF INCOME

		%
Wages and salaries of employees charged to operating expenses.....	\$126,652,147	49.4
Payroll taxes for benefit of employees.....	8,581,092	3.3
Health and welfare benefits for employees.....	1,403,449	.5
Total.....	\$136,636,688	53.2
Materials, contract work, depreciation, etc.....	82,690,703	32.3
Rental of equipment and joint facilities.....	7,482,333	2.9
Total.....	90,173,036	35.2
Property and other miscellaneous taxes.....	9,756,908	3.8
Federal income taxes.....	(51,000)	.....
Total.....	9,705,908	3.8
Interest paid security holders.....	11,392,414	4.4
Payments into sinking funds required by mortgages....	971,806	.4
Total.....	12,364,220	4.8
Dividend on preferred stock.....	2,593,256	1.0
Dividend on common stock, including payment into Contingent Sinking Fund.....	4,777,230	1.9
Total.....	7,370,486	2.9
Remainder for improvements to property and other corporate purposes.....	143,622	.1
TOTAL.....	\$256,393,960	100.0

() Denotes contra items.

OPERATING EXPENSES

Operating expenses totaled \$210,746,299, an increase of \$6,104,957, or 3.0%, compared with 1955.

These expenses constituted 83.0% of the revenues in 1956, compared with 83.4% in 1955.

Maintenance of way and structures	decreased	\$1,548,039	or	3.5%
Maintenance of equipment	decreased	1,973,482		4.1
Transportation	increased	7,464,620		7.9
General	increased	766,135		8.0
Traffic	increased	372,875		6.4
Miscellaneous operations	increased	1,022,848		35.3

Analysis of Increases and Decreases in Total Railway Operating Expenses 1956 compared with 1955

ITEMS	Maintenance of Way and Structures	Maintenance of Equipment	Trans- portation	All Other	Total
Labor:					
General wage increases.....	+ \$1,471,495	+ \$1,277,677	+ \$4,849,640	+ \$ 914,489	+ \$8,513,301
Straight time worked.....	- 1,344,625	- 1,647,475	- 1,215,419	+ 368,871	- 3,838,648
Overtime worked.....	- 107,430	- 57,045	+ 325,814	- 12,085	+ 149,254
Time paid for not worked (incl. vacations and holidays).....	+ 19,950	- 199,340	+ 197,597	+ 246,961	+ 265,168
Total Labor.....	+ 39,390	- 626,183	+ 4,157,632	+ 1,518,236	+ 5,089,075
Fuel:					
Price.....	.....	.....	+ 519,881	.....	+ 519,881
Consumption.....	.....	.....	+ 426,102	.....	+ 426,102
Total Fuel.....	.....	.....	+ 945,983	.....	+ 945,983
Electric power.....	.....	.....	+ 2,482	.....	+ 2,482
Material—Other than fuel:					
Price.....	+ 518,851	+ 882,276	+ 331,556	+ 98,040	+ 1,830,723
Quantity.....	- 2,085,015	- 1,079,224	- 51,991	+ 218,443	- 2,997,787
Total Material other than Fuel.....	- 1,566,164	- 196,948	+ 279,565	+ 316,483	- 1,167,064
Miscellaneous:					
Health and welfare benefits.....	+ 224,380	+ 204,915	+ 268,707	+ 81,066	+ 779,068
Other miscellaneous.....	- 237,825	- 537,921	+ 1,810,251	+ 246,073	+ 1,280,578
Total Miscellaneous.....	- 13,445	- 333,006	+ 2,078,958	+ 327,139	+ 2,059,646
TOTAL LABOR, MATERIAL AND MISCELLANEOUS.....	- 1,540,219	- 1,156,137	+ 7,464,620	+ 2,161,858	+ 6,930,122
Depreciation.....	- 77,275	- 839,370	.....	.....	- 916,645
Retirements.....	+ 69,455	+ 22,025	.....	.....	+ 91,480
TOTAL DEPRECIATION AND RETIREMENTS.....	- 7,820	- 817,345	.....	.....	- 825,165
TOTAL RAILWAY OPERATING EXPENSES.....	- \$1,548,039	- \$1,973,482	+ \$7,464,620	+ \$2,161,858	+ \$6,104,957

PAYROLLS AND AVERAGE COMPENSATION

Year	Total Payrolls—Regular Employees	Company Contributions		Total	Average Per Employee	Straight Time Rate	
		Retirement and Unemployment Taxes	Health and Welfare Benefits			Average Per Hour	% Inc. Over 1939
1947.....	\$124,724,548	\$10,095,938	.....	\$134,820,486	\$3,552	\$1.166	60.8
1948.....	138,490,345	7,707,579	.....	146,197,924	3,820	1.297	78.9
1949.....	133,117,567	7,421,152	.....	140,538,719	4,000	1.442	98.9
1950.....	128,201,025	7,234,363	.....	135,435,388	4,023	1.580	117.9
1951.....	143,260,363	7,774,582	.....	151,034,945	4,463	1.754	141.9
1952.....	145,397,263	7,696,578	.....	153,093,841	4,703	1.852	155.4
1953.....	138,117,562	7,441,326	.....	145,558,888	4,675	1.895	161.4
1954.....	126,272,397	7,035,232	.....	133,307,629	4,768	1.945	168.3
1955.....	126,447,937	7,276,300	\$ 624,381	134,348,618	4,809	1.959	170.2
1956.....	134,534,522	8,581,092	1,403,449	144,519,063	5,273	2.130	193.8

WAGE AND LABOR RELATIONS

Requests for wage increases and other benefits were filed on behalf of all employee groups in 1956. Settlements were reached with the following labor organizations as indicated:

Non-Operating Employees (Clerks, Signalmen, Shop Craft Employees, Telegraphers, Maintenance of Way Employees, Carmen and Dining Car Employees[except Stewards])

A 3-year wage agreement was entered into on November 1, 1956, during which there will be a moratorium on changes in rates of pay other than the following:

Hourly rates were increased 10 cents effective November 1, 1956, with a further increase of 7 cents per hour to be effective November 1, 1957, and an additional increase of 7 cents per hour to be effective November 1, 1958, together with a provision for cost of living adjustments every six months, beginning May 1, 1957, whereby rates of pay will increase or decrease one cent per hour for each one-half point change in the Bureau of Labor Statistics Consumers' Price Index, using the September, 1956 index of 117.1 as a base.

The agreement also provides that the railroad assume \$4.25 per month for each qualifying employee represented by the organizations involved to cover the expense of health and welfare insurance for benefits to dependents of employees.

Brotherhood of Locomotive Firemen and Enginemen

A 3-year wage agreement entered into effective November 1, 1956, provides for an increase of 80 cents per basic day for all firemen except those on a five-day work week and for an increase of \$1.28 per basic day for all firemen, hostlers and hostler helpers on the five-day week, with further increases successively on November 1 in the next two years of 56 cents per basic day, together with a cost of living adjustment provision similar to that described for the non-operating employees.

The agreement also provides for an employee-carrier financed hospital, medical and surgical plan, the adoption of which is optional with the organization. If adopted, payment would be made from the 56 cents per basic day increase effective November 1, 1957, plus an amount to be paid by the railroad within the limits of that wage increase.

Porters

These employees were awarded the same wage increase and other provisions as contained in the agreement for non-operating employees.

Milwaukee Road Mechanical Foremen's Association

The monthly rates of supervisors below the rank of general foreman in the Mechanical Department, whose duties are exclusively supervisory, were increased \$24.33 effective November 21, 1956. These employees also received an additional increase of \$4.25 per month in lieu of health and welfare insurance for benefits to their dependents.

Demands for wage increases, rule changes and other benefits made by the following groups have not been settled:

Brotherhood of Locomotive Engineers

Order of Railway Conductors and Brakemen

Brotherhood of Railroad Trainmen

Yardmasters, Train Dispatchers, and Parlor Car Conductors

The demands of the Brotherhood of Locomotive Engineers, Order of Railway Conductors and Brakemen and Parlor Car Conductors are in the process of mediation. The demands of the Brotherhood of Railroad Trainmen have received the benefit of mediation proceedings, which terminated without any agreement having been reached, and the matter was thereupon submitted to an emergency board appointed by the President of the United States to investigate the dispute. The demands of the Yardmasters and Train Dispatchers are in the process of negotiations between the carrier and the employees.

The added cost to the Company in 1956 resulting from all of the wage and health and welfare agreements which became effective in November, 1956, and assuming the groups with whom agreements have not been reached will be settled retroactively to November 1, 1956, on the same basis as those with whom agreements have been reached, amounts to \$1,200,000. On an annual basis, the cost will amount to approximately \$7,530,000.

On January 1, 1957, the rate of payroll taxes paid by the railroads toward the Railroad Retirement Fund for unemployment compensation was increased from 1½% of payroll (a maximum of \$350.00 per month per employee) to 2%, all of which is assumed by the railroads. This increase is estimated at \$570,000 per year.

Altogether, wage increases, health and welfare programs, payroll taxes on account of wage increases, and the increase in tax rate for unemployment compensation insurance will increase costs approximately \$8,540,000 per annum.

FREIGHT RATES AND PASSENGER FARES

In the 1955 report, reference was made to the action of the Interstate Commerce Commission in Ex Parte 196 authorizing an increase of approximately 5% in freight rates. With the exception of the states of Montana, North Dakota, and Minnesota, all other states in which the Company operates followed substantially the Interstate Commerce Commission order in Ex Parte 196. The state of Minnesota granted only partial relief while no relief was granted in Montana and North Dakota.

By reason of additional increases in wages and other operating costs and to improve

the rate of return, the railroads filed with the Interstate Commerce Commission on September 27, 1956, a petition requesting a further 15% increase in all freight rates. The petition was filed by the Eastern and Western Lines and included a request for a freight increase of 5 cents per net ton on coal and coke. This petition was designated by the Interstate Commerce Commission as Ex Parte 206.

After the general wage increases, which became effective November 1, 1956, the Eastern and Western Lines filed a motion on November 6, 1956, asking for an additional emergency 7% increase, including a request for 10 cents per net ton additional on coal and coke within Eastern and Western Districts, and also on inter-territorial traffic between all territories including the South.

Following hearings, the Interstate Commerce Commission entered an order on December 17, 1956, authorizing a 7% increase in Eastern Territory, a 5% increase in Western Territory, 5% on all inter-territorial rates, including rates to and from the South, and allowing generally an increase of 10 cents per net ton on coal and 5 cents per net ton on lignite, subject to maximum increases on certain commodities. It is estimated that this will increase the freight revenue of the Company by about 4 $\frac{1}{4}$ % or approximately \$9,000,000 per year based on 1956 carloads.

On January 11, 1957, an amended petition was filed in the 15% case (Ex Parte 206) asking an increase of 22%, including the increase of 5% granted the Western Carriers on December 17, 1956, plus an additional 5 cents per net ton on coal, coke and lignite. Under present scheduling, the amended petition will be taken under advisement by the Commission on May 1, 1957.

In the report for 1955, reference was made to a series of proceedings pending before the Interstate Commerce Commission involving divisions of through rates and charges between the railroads in the different territories of the United States. The Eastern Railroads have entered into a compromise agreement with railroads in Western Trunk Line Territory, including the Milwaukee Road, as the result of which it is estimated that our division of revenue on traffic moving between that portion of our line east of the Montana-Dakota boundary and Eastern Territory will be increased over \$1,000,000 per year. The remaining proceedings are still pending before the Interstate Commerce Commission and it is not anticipated that hearings will be completed and decision rendered for some time to come.

In the 1955 report, reference was made to the matter of increases in Chicago Suburban fares. The Interstate Commerce Commission ordered that the fare increases prescribed by them be placed in effect on April 20, 1956. Thereafter a suit was brought by the Illinois Commerce Commission and the Milwaukee Road Commuters' Association to set aside the Interstate Commerce Commission's order and enjoin the collection of the increased fares. On April 18th a motion for a temporary restraining order was denied by the court on condition that the Company would refund the excess fares collected on and after April 20, 1956, if the Interstate Commerce Commission order should not be sustained. On June 14, 1956, a three-Judge Court entered a final order setting aside the Interstate Commerce Commission's order and enjoining collection of the additional fares. On June 18, 1956, the three-Judge Court, by order, stayed the injunction prescribed on June 14, 1956, upon like conditions for impounding and refunding of the excess fares as prescribed in the Court's order of April 18, 1956. Thereafter an appeal was perfected to the United States Supreme Court, which court subsequently entered an order stating that it would take jurisdiction of the case and entertain briefs and arguments on the appeal. It is expected that there should be some determination of the case before the United States Supreme Court in mid-1957.

The Interstate Commerce Commission in Ex Parte 202 entered an order granting an increase of 5% in passenger fares on Eastern and Western railroads, effective May 1, 1956, and in Ex Parte 207 entered an order granting an additional increase of 5% in passenger fares in Western Territory, effective January 1, 1957. It is estimated that this will increase the passenger revenue of the Company by approximately \$1,553,000 per year based on the number of passengers carried in 1956.

INCOME AND OTHER TAXES

Tax accruals for 1956 totaled \$18,287,000, made up as follows:

Federal income taxes applicable to 1956.....	\$ 394,725	
Payroll taxes.....	8,581,092	
Property and other miscellaneous taxes.....	9,756,908	\$18,732,725
Less:		
Federal income taxes (adjustments of prior years' taxes)...	445,725	
Net amount.....		\$18,287,000

In computing Federal taxable income, effect was given to the deduction of \$5,568,000, representing the excess over normal depreciation of amortization on the basis of a 60-month period in respect of equipment and facilities certified by the Defense Production Administration as being necessary for the national defense. Provision for Federal income taxes was thus reduced and net income for the year increased \$2,895,360 above what it would have been if normal depreciation had been used in determining taxable net income. Such equipment and facilities are being depreciated in the accounts at normal rates under the straight-line method under an order of the Interstate Commerce Commission. The excess of amortization over normal depreciation of \$5,568,000 will have to be charged against income as normal depreciation in subsequent years without being deducted from taxable income for those years.

LEGISLATION

In the 1955 Report, reference was made to the fact that there was then pending before the 84th Congress measures designed to implement the so-called Cabinet Committee Report, which, if passed, would, among other matters, give the railroads greater flexibility in making rate adjustments to meet the competition of other forms of transportation.

In all other branches of business, production costs are fully as important a factor in competition as is the quality of the product. Under the Interstate Commerce Act as it now stands, the regulatory tendency has been to recognize the inherent advantages of any one form of transportation with respect only to such factors as speed and flexibility of service, but the factor of lower cost of service has been to a great extent ignored. The result has been that railroads, whose unit costs are lower than those of motor carriers, have been restrained from competitive rate reductions, where the reduced rates would not cover motor carrier costs, even though they would yield the railroad a profit.

The railroads seek legislation which would permit competitive reductions without regard to the effect upon competitors so long as such rates are compensatory to the party proposing them, and are not discriminatory against other shippers, communities or localities, and would place the business of producing transportation upon the same

competitive basis as obtains with respect to the production of other commodities. The economy of our Country has grown and prospered upon the principle of competition with its resultant benefit of lower prices to the consuming public.

It is hoped the Congress will enact legislation at this session which will permit the railroads to take advantage of their cost superiority in those instances where they are the low cost agency.

In the closing days of the 84th Congress, legislation was enacted increasing railroad retirement benefits generally by 10%. No increase in tax or other arrangement was made to finance the increased benefits. There have already been introduced in the 85th Congress a number of bills proposing further substantial increases in annuities. Of necessity, the Congress in the present session must deal with the problem of financing the increased benefits granted last year and of providing funds for any possible further increases this year.

The 84th Congress also enacted the most gigantic road building legislation of all time, providing for a long-range Federal Aid program for interstate highway construction, at a cost to the Federal Government of in excess of \$27,000,000,000, the Federal contributions to be supplemented by State contributions. The cost of the project is, in part, to be borne by user taxes provided for in the same Federal-Aid Highway Act.

INDUSTRIAL DEVELOPMENT

The Industrial Department during the year effectively carried out its responsibility of bringing new industries to our line. Several of the large projects started in 1955 were completed, and potential rail shipments from these projects have become a reality. Improvements such as filling and installation of public utilities and tracks were provided in railroad owned districts at Franklin Park, Illinois; Cedar Rapids, Iowa; Moses Lake, Warden and Othello, Washington. These improvements assisted in locating 192 new industries on industrial sites along the Milwaukee Road.

In 1956, three large industries were located in one of the new industrial areas acquired during the past few years by the Milwaukee Land Company for industrial development. The acquisition of this industrial area permitted location of these industries, which otherwise might well have located on other rail lines.

Continued expansion of produce shipping and storage facilities and irrigation of additional land in the Columbia Basin area, Washington, increased shipments from that area in 1956. Shipments from these produce facilities exceeded 5,000 cars during the year. Studies are presently under way to improve the quality of potatoes in the Columbia Basin, which should further enhance this area as a produce shipping center of merit.

The Industrial Department has continued its program of acquiring new industrial land for the Railroad and its program of assisting private organizations in promoting new industrial districts. During the year 235 acres of industrial land were purchased by the Milwaukee Land Company.

The sale of 235 parcels of land produced a total consideration of \$872,016, while \$45,306 was received from the sale of retired buildings. Purchase of 50 parcels of land for operating purposes resulted in the expenditure of \$61,035 during the year.

Management of leases by the Industrial Department resulted in an increase of \$19,760 in rental income. At the end of 1956 there were 10,396 leases of land, buildings and other facilities, producing annual rental of \$1,334,229.

SPOKANE GATEWAY CASE

In the reports for 1954 and 1955, reference was made to the complaint filed by your Company with the Interstate Commerce Commission, seeking the establishment of joint through rates between it and the Spokane, Portland and Seattle Railway Company and its subsidiaries via Spokane, Washington, on the same level and to and from the same territory as those now enjoyed by the Northern Pacific Railway Company and the Great Northern Railway Company.

The proposed report of the Examiner was served on July 27, 1956, recommending the granting of essentially all the relief requested in the complaint. Exceptions to the proposed report were filed by the defendants as well as by your Company, and were argued before the full Commission on January 24, 1957. The decision of the Interstate Commerce Commission is now being awaited.

REDUCTION OF MORTGAGE BONDS

In 1956, mortgage bonds and debentures in the principal amount of \$2,259,700 were acquired and cancelled or are held in the Treasury.

The following table shows that in the period December 1, 1945 to December 31, 1956, mortgage bonds and debentures in the principal amount of \$40,375,500 were acquired and cancelled or are held in the Treasury. The resulting reduction in annual interest requirements is \$1,790,697.

ITEM	Cancelled Through Sinking Fund	Surren- dered to Trustee for Can- cellation	Held in Treasury	Total	Inter- est Rate	Decrease in Annual Interest
Chicago, Milwaukee, St. Paul & Pacific R.R. Co.						
First Mortgage 4% Bonds, Series A. . .	\$ 2,243,900	\$2,280,100	\$ 515,700	\$ 5,039,700	4%	\$ 201,588
General Mortgage 4½% Income Bonds, Series A.	16,128,200	610,000	405,600	17,143,800	4½	771,471
General Mortgage 4½% Convertible Income Bonds, Series B.	10,903,800	.....	5,087,200	15,991,000	4½	719,595
Five Per Cent Income Debentures, Series A.	300,000	.....	300,000	600,000	5	30,000
The Bedford Belt Ry. Co. First Mortgage Bonds. ....	.....	17,000	2,000	19,000	4¼	808
The Southern Indiana Ry. Co. First Mortgage Bonds. ....	.....	34,000	56,000	90,000	4¼	3,825
The Chicago, Terre Haute & Southeast- ern Ry. Co. First and Refunding Mortgage Bonds. ....	.....	.....	64,000	64,000	4¼	2,720
Income Mortgage Bonds. ....	.....	.....	1,428,000	1,428,000	4¼	60,690
Totals.	\$29,575,900	\$2,941,100	\$7,858,500	\$40,375,500	.....	\$1,790,697

Note: Excluded from the above are C.M.ST.P. & P.R.R.Co. General Mortgage 4½% Convertible Income Bonds in the principal amount of \$55,400 issued in Reorganization but which were not required for exchange of old securities and were surrendered to Mortgage Trustee for cancellation in December 1949.

LONG-TERM DEBT OUTSTANDING

Long-term debt outstanding in the hands of the public as of December 31, 1956, amounted to \$274,132,980 compared with \$277,312,017 as of December 31, 1955, a net decrease of \$3,179,127.

Increases:

Equipment obligations covering purchase of equipment..... \$ 8,928,400

Decreases:

Mortgage Bonds and Debentures:

Purchased and cancelled during the year through operation of sinking funds—

First Mortgage 4% Bonds, Series A..... \$ 229,500

Less: Bonds held in Treasury at December 31, 1955, delivered to Mortgage Trustee for sinking fund and cancelled during the year..... 19,500 210,000

General Mortgage 4½% Income Bonds, Series A..... \$1,581,100

Less: Bonds held in Treasury at December 31, 1955, sold to Mortgage Trustee for sinking fund and cancelled during the year..... 954,100 627,000

General Mortgage 4½% Convertible Income Bonds, Series B..... \$1,509,300

Less: Bonds held in Treasury at December 31, 1955, sold to Mortgage Trustee for sinking fund and cancelled during the year..... 1,509,100 200

Five Per Cent Income Debentures, Series A..... \$ 300,000

Less: Debentures held in Treasury at December 31, 1955, deposited with Trustee for sinking fund and cancelled during the year..... 300,000

Purchased in the open market during the year and held in Treasury—

First Mortgage 4% Bonds, Series A..... 515,700

General Mortgage 4½% Income Bonds, Series A..... 242,200

General Mortgage 4½% Convertible Income Bonds, Series B..... 1,600

Five Per Cent Income Debentures, Series A..... 300,000

The Bedford Belt Ry. Co. First Mortgage Bonds..... 2,000

The Southern Indiana Ry. Co. First Mortgage Bonds..... 12,000

C.T.H. & S.E. Ry. Co. First and Refunding Mortgage Bonds..... 42,000

C.T.H. & S.E. Ry. Co. Income Mortgage Bonds..... 307,000

Payments of Equipment Trust Certificates..... 8,518,000

Payments of Conditional Sale Agreements covering purchase of equipment..... 1,329,827

Total Decrease..... \$12,107,527

Net Decrease..... \$ 3,179,127

SHAREHOLDERS OF RECORD

As of April 3, 1956, the record date for the 1956 Annual Meeting, there were 4962 holders of Series A Preferred Stock and 8254 holders of Common Stock, who resided in every State of the Union and in U. S. territories and possessions. The distribution, by major classifications, is as follows:

	Series A Preferred		Common	
	Number of Holders	Shares Held	Number of Holders	Shares Held
Men.....	2,016	141,541	3,675	436,088
Women.....	1,891	83,393	2,742	205,324
Joint accounts.....	552	28,457	1,193	92,988
Fiduciaries, institutions and foundations, stock brokers, nominees and others.....	503	265,261	644	1,388,814
Total.....	4,962	518,652	8,254	2,123,214

CAPITAL EXPENDITURES—1956

The following is a summary of the capital expenditures made during 1956:

Road property.....	\$20,406,589	
Improvements on leased property.....	27,201	
New equipment.....	\$13,973,783	
Improvements to existing equipment.....	2,234,090	16,207,873
Total transportation properties.....		\$36,641,663
Miscellaneous physical property.....		274,177
Total properties.....		\$36,915,840

Equipment delivered during the year:

- 18—2400 H.P. Diesel-electric passenger locomotive units
- 10—1750 H.P. Diesel-electric road switching units
- 16—1600 H.P. Diesel-electric road switching units
- 100—70-ton steel covered hopper cars
- 50—50-ton steel box compartmentizer equipped cars
- 50—70-ton mechanically equipped refrigerator cars
- 100—all steel cabooses

CAPITAL EXPENDITURES—1957

The 1957 budget for improvements to road property contemplates an estimated expenditure, chargeable to Capital Account, of \$6,757,000. The major improvements include: Laying of 97 track miles of new rail and 81 track miles of secondhand rail; installation of four channel voice carrier system between Savanna, Illinois, and Perry and Council Bluffs, Iowa; installation of remote controlled electric interlocking at River Junction, Minnesota; conversion of substations to automatic operation at Two Dot, Loweth and Francis, Montana, and construction of a frame refrigerator icehouse and installation of car icing machine at Othello, Washington.

The budget provides for new equipment and improvements to existing equipment, the estimated cost of which, chargeable to Capital Account, is \$14,090,000. New equipment includes:

- 1,000—50-ton steel box cars
- 100—70-ton steel covered hopper cars
- 35—50-ton airslide steel covered hopper cars
- 15—70-ton airslide steel covered hopper cars
- 2—Diesel-electric pile driving locomotive cranes

While it is quite early to forecast the volume of traffic through 1957, it is probable that the volume of freight traffic will be the same or a little better than 1956, and with prompt and adequate action by the Interstate Commerce Commission on freight rate increase applications, it is hoped the year 1957 will show improvement over the year 1956.

Balance sheet, statements of income, retained income, railway operating revenues and expenses, and other statistical tables relating to the affairs of the company, are appended hereto.

LEO T. CROWLEY
Chairman of the Board

J. P. KILEY
President

By order of the Board of Directors
March 21, 1957.

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REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

Board of Directors
Chicago, Milwaukee, St. Paul and
Pacific Railroad Company
Chicago, Illinois

We have examined the financial statements of Chicago, Milwaukee, St. Paul and Pacific Railroad Company for the year ended December 31, 1956. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances. We previously made similar examinations of the financial statements for the preceding four years.

In our opinion, the accompanying balance sheet and statements of income and retained income present fairly the financial position of Chicago, Milwaukee, St. Paul and Pacific Railroad Company at December 31, 1956, and the results of its operations for the year then ended, in conformity with accounting principles and classifications prescribed or authorized by the Interstate Commerce Commission applied on a basis consistent with that followed during the prior periods covered by the financial statements submitted herewith, except as to the matter described in the final paragraph of Note D to the financial statements. We also have examined the statement of available net income and application thereof, and it is our opinion that such statement summarizes fairly the computations of "available net income" for the year ended December 31, 1956, in conformity with the provisions of the indentures identified therein.

ERNST & ERNST
Certified Public Accountants

Chicago, Illinois
February 27, 1957

ANNUAL REPORT FOR 1956

STATEMENT OF INCOME

	1956	1955	1954	1953	1952
RAILWAY OPERATING REVENUES					
Freight.....	\$209,719,695	\$205,818,267	\$197,504,960	\$215,384,759	\$222,399,895
Passenger.....	17,173,709	13,837,923	14,916,558	16,672,015	18,863,422
Mail.....	8,467,316	8,289,542	8,370,709	9,318,408	9,292,987
Express.....	3,968,087	3,821,639	3,641,119	3,865,852	4,367,616
Switching.....	6,423,837	6,295,810	5,741,531	6,247,121	6,028,235
Other.....	8,107,922	7,435,029	7,569,762	8,372,036	8,513,429
TOTAL RAILWAY OPERATING REVENUES	253,860,566	245,498,210	237,744,639	259,860,191	269,465,584
RAILWAY OPERATING EXPENSES					
Maintenance of way and structures.....	42,706,621	44,254,660	38,683,912	42,740,944	40,848,303
Maintenance of equipment.....	45,971,070	47,944,552	46,884,289	53,745,060	53,504,316
Traffic.....	6,186,575	5,813,700	5,827,880	5,881,112	5,755,326
Transportation.....	101,608,851	94,144,231	95,735,292	103,575,601	109,483,427
Miscellaneous operations.....	3,924,376	2,901,528	3,093,724	3,035,009	3,478,955
General.....	10,348,806	9,582,671	9,185,507	9,206,033	9,052,411
TOTAL RAILWAY OPERATING EXPENSES	210,746,299	204,641,342	199,410,604	218,183,759	222,122,738
NET REVENUE FROM RAILWAY OPERATIONS	43,114,267	40,856,868	38,334,035	41,676,432	47,342,846
TAXES AND RENTS					
Federal taxes on income—Note A.....	(51,000)	1,425,000	(1,133,219)	1,277,000	5,865,000
Other taxes.....	18,338,000	16,971,000	16,462,219	16,695,000	17,040,000
Equipment rents.....	4,839,601	4,176,312	5,873,693	6,444,879	4,435,473
Joint facility rents.....	2,642,732	2,504,031	2,562,824	2,595,865	2,572,765
TOTAL TAXES AND RENTS	25,769,333	25,076,343	23,765,517	27,012,744	29,913,238
NET RAILWAY OPERATING INCOME	17,344,934	15,780,525	14,568,518	14,663,688	17,429,608
OTHER INCOME AND DEDUCTIONS					
Other income—Note C.....	2,841,508	5,405,438	3,997,305	3,922,162	2,501,969
Miscellaneous deductions from income.....	308,114	199,121	169,170	198,788	150,886
OTHER INCOME LESS DEDUCTIONS	2,533,394	5,206,317	3,828,135	3,723,374	2,351,083
INCOME AVAILABLE FOR FIXED CHARGES	19,878,328	20,986,842	18,396,653	18,387,062	19,780,691
FIXED CHARGES					
Interest on long-term debt—fixed.....	4,637,955	4,615,909	4,515,839	4,336,651	4,403,568
Amortization of discount on long-term debt.....	77,791	79,090	75,239	77,890	82,982
Other fixed charges.....	805	1,192	1,770	825	5,909
TOTAL FIXED CHARGES	4,716,551	4,696,191	4,592,848	4,415,366	4,492,459
INCOME AFTER FIXED CHARGES	15,161,777	16,290,651	13,803,805	13,971,696	15,288,232
CONTINGENT CHARGES					
Interest on mortgage bonds—contingent.....	3,713,363	3,773,369	3,899,346	3,958,678	4,025,539
Interest on income debentures.....	2,962,500	2,985,000			
TOTAL CONTINGENT CHARGES	6,675,863	6,758,369	3,899,346	3,958,678	4,025,539
NET INCOME	\$ 8,485,914	\$ 9,532,282	\$ 9,904,459	\$ 10,013,018	\$ 11,262,693
EARNINGS APPLICABLE TO COMMON STOCK					
Net income.....	\$ 8,485,914	\$ 9,532,282	\$ 9,904,459	\$ 10,013,018	\$ 11,262,693
Less dividend requirements on Preferred Stock.....	2,593,255	2,593,255	5,593,255	5,593,255	5,593,255
EARNINGS APPLICABLE TO COMMON STOCK	\$ 5,892,659	\$ 6,939,027	\$ 4,311,204	\$ 4,419,763	\$ 5,669,438
Per share.....	\$ 2.78	\$ 3.27	\$ 2.03	\$ 2.08	\$ 2.67

() Denotes credit.
See notes to financial statements.

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

BALANCE SHEET

ASSETS	DECEMBER 31, 1956	DECEMBER 31, 1955	CHANGE DURING YEAR
CURRENT ASSETS			
Cash—Note B.....	\$ 37,907,995	\$ 26,587,197	+ \$11,320,798
United States Government securities—at cost (approximately market).....	5,350,000	25,780,072	— 20,430,072
Cash and securities reserved for payment of specific current liabilities.....	1,247,903	1,005,963	+ 241,940
Chicago Transit Authority revenue bonds—at cost (at market, \$899,580).....	957,000	.....	+ 957,000
Receivables—due from railroads, shippers, and others.....	17,683,531	14,204,945	+ 3,478,586
Working fund advances and prepayments.....	864,820	883,324	— 18,504
Material and supplies inventories—at cost.....	23,420,254	20,689,197	+ 2,731,057
Other current assets.....	404,182	534,372	— 130,190
TOTAL CURRENT ASSETS	87,835,685	89,685,070	— 1,849,385
RESTRICTED CASH AND SECURITIES (held principally for debt retirement or investment in properties)			
Cash.....	882,896	249,948	+ 632,948
United States Government securities—at cost.....	.....	4,324,037	— 4,324,037
Chicago Transit Authority revenue bonds—at cost.....	.....	2,457,000	— 2,457,000
TOTAL RESTRICTED CASH AND SECURITIES	882,896	7,030,985	— 6,148,089
INVESTMENTS—at cost—Note C			
Capital stocks (\$550,000), notes and accounts of wholly-owned subsidiaries.....	3,242,000	3,242,000	.....
Investments in jointly-owned terminal, switching, and other companies:			
Capital stocks.....	4,189,511	4,186,267	+ 3,244
Bonds, notes and long-term advances.....	9,122,819	8,925,943	+ 196,876
TOTAL INVESTMENTS	16,554,330	16,354,210	+ 200,120
PROPERTIES—Note D			
Road and equipment:			
Road.....	626,549,451	612,168,508	+ 14,380,943
Equipment.....	309,914,603	301,656,693	+ 8,257,910
General expenditures.....	38,890,316	39,213,994	— 323,678
Improvements on leased property.....	635,567	623,883	+ 11,684
	975,989,937	953,663,078	+ 22,326,859
Less:			
Acquisition adjustment.....	(161,498,649)	(162,191,293)	— (692,644)
Donations and grants.....	(9,382,820)	(1,176,535)	+ (8,206,285)
TOTAL TRANSPORTATION PROPERTIES	805,108,468	790,295,250	+ 14,813,218
Accrued depreciation—road.....	(84,850,563)	(82,757,738)	+ (2,092,825)
Accrued depreciation—equipment.....	(141,726,321)	(136,046,125)	+ (5,680,196)
Accrued amortization of World War II defense projects—road.....	(2,219,760)	(2,250,034)	— (30,274)
Accrued amortization of World War II defense projects—equipment.....	(17,811,216)	(18,510,106)	— (698,890)
	(246,607,860)	(239,564,003)	+ (7,043,857)
TOTAL TRANSPORTATION PROPERTIES LESS RECORDED DEPRECIATION AND AMORTIZATION.....	558,500,608	550,731,247	+ 7,769,361
Miscellaneous physical property (less accrued depreciation: 1956—\$2,631,980; 1955—\$2,509,005).....	5,896,796	5,788,227	+ 108,569
TOTAL PROPERTIES	564,397,404	556,519,474	+ 7,877,930
OTHER ASSETS AND DEFERRED CHARGES			
Receivables (noncurrent).....	1,847,644	1,839,858	+ 7,786
Discount on long-term debt.....	894,274	894,134	+ 140
Miscellaneous other assets and deferred charges.....	1,526,067	1,235,532	+ 290,535
TOTAL OTHER ASSETS AND DEFERRED CHARGES	4,267,985	3,969,524	+ 298,461
	\$673,938,300	\$673,559,263	+ \$ 379,037

() Denotes deduction.

See notes to financial statements.

ANNUAL REPORT FOR 1956

BALANCE SHEET

LIABILITIES	DECEMBER 31, 1956	DECEMBER 31, 1955	CHANGE DURING YEAR
CURRENT LIABILITIES			
Accounts and wages—Note B.....	\$ 29,954,144	\$ 32,317,422	— \$ 2,363,278
Interest and dividends.....	9,291,181	9,300,745	— 9,564
Taxes (other than federal taxes on income).....	7,319,102	7,222,132	+ 96,970
Federal taxes on income—Note A.....	819,100	1,123,930	— 304,830
Other current liabilities.....	861,078	412,737	+ 448,341
TOTAL CURRENT LIABILITIES	48,244,605	50,376,966	— 2,132,361
LONG-TERM DEBT			
Mortgage bonds.....	150,291,700	152,251,400	— 1,959,700
Five Per Cent Income Debentures, Series A, due January 1, 2055.....	59,400,000	59,700,000	— 300,000
Equipment obligations (maturities due within one year: 1956—\$10,131,441; 1955—\$9,564,615).....	64,441,280	65,360,707	— 919,427
TOTAL LONG-TERM DEBT	274,132,980	277,312,107	— 3,179,127
RESERVES			
For personal injury, loss and damage, and overcharge claims.....	4,709,715	3,457,982	+ 1,251,733
For vacation pay.....	5,968,397	5,808,000	+ 160,397
TOTAL RESERVES	10,678,112	9,265,982	+ 1,412,130
OTHER LIABILITIES AND DEFERRED CREDITS.....	2,497,896	1,915,633	+ 582,263
STOCKHOLDERS' EQUITY			
Capital stock:			
Common Stock—no par value (stated value—\$100.00 per share):			
Authorized (including 514,221 shares reserved for conversion of General Mortgage Bonds, Series B)—2,637,450 shares			
Issued and outstanding—2,123,214 shares.....	212,321,400	212,321,400	.....
Preferred Stock—par value \$100.00 per share, 5% participating—Note E:			
Authorized—1,150,000 shares			
Issued and outstanding—518,652 shares.....	51,865,200	51,865,200	.....
	264,186,600	264,186,600	.....
Retained income—Note E:			
Appropriated.....	39,850,188	35,116,356	+ 4,733,832
Unappropriated.....	34,547,919	35,385,619	— 1,037,700
	74,198,107	70,501,975	+ 3,696,132
TOTAL STOCKHOLDERS' EQUITY	338,384,707	334,688,575	+ 3,696,132
CONTINGENT LIABILITIES			
As guarantor at December 31, 1956, jointly with other railroads, for obligations totaling \$119,896,000 of various terminal and switching companies.			
	\$673,938,300	\$673,559,263	+ \$ 379,037

See notes to financial statements.

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

STATEMENT OF RETAINED INCOME

	1956	1955	1954	1953	1952
Balance at January 1.....	\$70,501,975	\$70,318,150	\$72,234,649	\$69,261,887	\$64,800,595
ADDITIONS					
Net income for the year.....	8,485,914	9,532,282	9,904,459	10,013,018	11,262,693
Discount, less premium, on mortgage bonds and debentures reacquired.....	379,563	535,976	356,871	376,127	527,247
Profits, less losses, on sales or retirements of land and nonoperating property.....	692,935	682,581	297,616	256,493	364,605
Liability for vacation pay at January 1, 1944, charged to acquisition adjustment.....			974,362		
Dividends on preferred stock declared in prior years cancelled in 1952.....			33,823	43,592	100,360
Miscellaneous credits, less charges.....					
	80,060,387	81,068,989	83,801,780	79,951,117	77,055,500
DEDUCTIONS					
Dividends paid on Preferred Stock: \$5.00 per share each year.....	2,593,255	5,593,255	5,593,255	5,593,255	5,593,255
Dividends paid on Common Stock: 1956—\$1.50; 1955—\$2.50; 1954—\$1.00; 1953—\$1.00; 1952—\$1.00 per share.....	3,184,820	5,308,033	2,123,213	2,123,213	2,123,213
Provision for estimated liability for vacation pay earned in 1954 and payable in 1955.....		(357,515)	5,767,162		
Miscellaneous charges, less credits.....	84,205	23,241			77,145
	5,862,280	10,567,014	13,483,630	7,716,468	7,793,613
BALANCE AT DECEMBER 31	\$74,198,107	\$70,501,975	\$70,318,150	\$72,234,649	\$69,261,887
Status of retained income at December 31:					
APPROPRIATED					
For investments in properties since January 1, 1944.....	\$38,767,663	\$34,134,804	\$34,134,804	\$34,134,804	\$31,164,857
For sinking funds.....	1,082,525	981,552	764,212	755,488	747,330
	39,850,188	35,116,356	34,899,016	34,890,292	31,912,187
UNAPPROPRIATED	34,347,919	35,385,619	35,419,134	37,344,357	37,349,700
TOTAL	\$74,198,107	\$70,501,975	\$70,318,150	\$72,234,649	\$69,261,887

STATEMENT OF AVAILABLE NET INCOME AND APPLICATION THEREOF

	1956	1955	1954	1953	1952
Income available for fixed charges.....	\$19,878,328	\$20,986,842	\$18,396,653	\$18,387,062	\$19,780,691
FIXED CHARGES					
Rent for leased roads and equipment.....	708	708	708	708	708
Interest on long-term debt:					
On First Mortgage 4% Bonds, Series A.....	2,197,322	2,211,230	2,218,280	2,226,551	2,234,083
On modified Terre Haute bonds.....	564,872	569,613	575,071	579,306	583,314
On equipment obligations.....	1,875,761	1,835,066	1,722,488	1,530,794	1,586,171
Interest on unfunded debt.....	97	484	1,062	117	5,201
Amortization of discount on long-term debt.....	77,791	79,090	75,239	77,890	82,982
TOTAL FIXED CHARGES	4,716,551	4,696,191	4,592,848	4,415,366	4,492,459
INCOME AFTER FIXED CHARGES	15,161,777	16,290,651	13,803,805	13,971,696	15,288,232
Add charges to operating expenses representing the service value of nondepreciable roadway property retired and not replaced.....	385,633	395,919	438,544	152,499	387,331
AVAILABLE NET INCOME—as defined in the First Mortgage and General Mortgage indentures..	15,547,410	16,686,570	14,242,349	14,124,195	15,675,563
APPLICATION OF SUCH AVAILABLE NET INCOME					
Appropriated for sinking fund for retirement of First Mortgage 4% Bonds, Series A.....	238,544	229,364	220,268	211,612	203,032
Contingent interest on General Mortgage 4½% Income Bonds, Series A.....	1,817,684	1,873,445	1,996,239	2,050,398	2,116,959
Contingent interest on modified Terre Haute bonds.....	303,747	307,902	310,932	315,957	315,987
Contingent interest on General Mortgage 4½% Convertible Income Bonds, Series B.....	1,591,932	1,592,022	1,592,175	1,592,323	1,592,593
Appropriated for sinking fund for retirement of General Mortgage 4½% Income Bonds, Series A and Series B.....	543,393	543,393	543,393	543,393	543,393
	4,493,300	4,546,126	4,663,007	4,713,683	4,771,964
REMAINING AVAILABLE NET INCOME	11,052,110	12,140,444	9,579,342	9,410,512	10,903,599
Deduct charges to operating expenses representing the service value of nondepreciable roadway property retired and not replaced.....	385,633	395,919	438,544	152,499	387,331
AVAILABLE NET INCOME—as defined in the Indenture relating to Five Per Cent Income Debentures, Series A.....	10,666,477	11,744,525	9,140,798	9,258,013	10,516,268
APPLICATION OF SUCH AVAILABLE NET INCOME					
Contingent interest on Five Per Cent Income Debentures, Series A.....	2,962,500	2,985,000			
Appropriated for sinking fund for retirement of Five Per Cent Income Debentures, Series A..	189,869	207,140			
	3,152,369	3,192,140			
REMAINDER TRANSFERRED TO RETAINED INCOME—UNAPPROPRIATED	\$ 7,514,108	\$ 8,552,385	\$ 9,140,798	\$ 9,258,013	\$10,516,268

() Denotes negative amount.
See notes to financial statements.

Notes to Financial Statements

Note A—Federal Taxes on Income

The credit of \$51,000 for federal taxes on income, as shown in the statement of income for 1956, represents adjustments applicable to prior years of \$445,725, less provision of \$394,725 for the year.

In computing the provisions for federal taxes on income, effect has been given to the additional deductions resulting from amortization applicable to defense facilities. Such deductions exceeded the corresponding normal provisions for depreciation included in the statement of income, and had the effect of reducing the provisions for federal taxes on income, as follows:

	1956	1955	1954	1953	1952	Total 1951 to 1956
Additional deductions.....	\$5,568,000	\$7,587,000	\$5,939,000	\$4,124,000	\$4,618,000	\$28,816,000
Tax reduction.....	2,895,360	3,945,240	3,088,280	2,144,480	2,390,480	14,961,190

Note B—Cash

Cash, as well as accounts and wages payable, includes the amounts of checks and drafts issued but not presented for payment. Such amounts totaled \$6,111,999 at December 31, 1956, and \$7,727,575 at December 31, 1955.

Note C—Investments

Investments of \$3,201,000 in wholly-owned subsidiaries, and other investments totaling \$3,863,313 are pledged as collateral to mortgage bonds.

The Company's equity in net assets of the wholly-owned subsidiaries (Milwaukee Land Company and The Milwaukee Motor Transportation Company) as recorded on their books at December 31, 1956, exceeded the cost of the investments by \$2,024,000.

Other income includes dividends of \$1,000,000 in each of the years 1956, 1955, and 1954 from the Milwaukee Land Company, and interest for certain prior years on a note receivable from that company as follows: 1954—\$1,184,400; 1953—\$1,985,836; 1952—\$897,078.

Note D—Properties

Road and equipment property (\$975,989,937) is stated at original cost or estimated original cost as determined by the Interstate Commerce Commission as of June 30, 1918, plus subsequent additions and betterments at cost, less retirements since that date.

The credit balance in the acquisition adjustment account represents the excess of the aggregate of Company assets over amounts ascribed to capital stocks, bonds, and other liabilities of the Company as of the date of reorganization, January 1, 1944, after giving effect to subsequent adjustments.

Provisions for depreciation of road property classified as depreciable were begun as of January 1, 1942, and as of January 1, 1944, a provision for past depreciation was recorded at 30% of original cost. Depreciation of defense facilities acquired in 1950 and subsequent years is being provided for at normal rates (see Note A). Charges for depreciation and property retirements have been as follows: 1956—\$14,991,868; 1955—\$15,817,033; 1954—\$15,257,374; 1953—\$15,031,819; 1952—\$15,442,858.

Effective January 1, 1956, the Company discontinued making provisions for depreciation of certain sub-classes of freight-train cars with respect to which the accrued depreciation, based upon the composite rates used, exceeded the cost of the respective assets. Interstate Commerce Commission approval of this action has been withheld pending a general review of all depreciation rates prescribed for the Company's equipment. The discontinuance, and the resultant change in the provision for federal taxes on income, had the effect of increasing net income for the year by approximately \$522,000.

Note E—Dividends

Preferred shares are designated as being noncumulative; however, no dividends may be paid on common shares unless the full \$5.00 preferred dividend shall have been paid or set apart for payment on each share of Preferred Stock for each of the three immediately preceding years. As of December 31, 1956, the Company had paid dividends of \$5.00 a share on Preferred Stock for each of the years 1953, 1954, and 1955.

Note F—Disposition of Net Income

Net income has been transferred to retained income as follows:

	1956	1955	1954	1953	1952
To retained income appropriated for sinking funds....	\$ 971,806	\$ 979,897	\$ 763,661	\$ 755,005	\$ 746,425
To unappropriated retained income.....	7,514,103	8,552,385	9,140,798	9,258,013	10,516,268
TOTAL.....	\$8,485,914	\$9,532,282	\$9,904,459	\$10,013,018	\$11,262,693

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

INVESTMENTS—DECEMBER 31, 1956

DESCRIPTION	NUMBER OF SHARES	PAR VALUE	LEDGER AMOUNT
WHOLLY-OWNED SUBSIDIARIES:			
CAPITAL STOCKS:			
Milwaukee Land Company.....A	5,000	\$ 500,000	\$ 500,000
The Milwaukee Motor Transportation Company.....A	500	50,000	50,000
TOTAL CAPITAL STOCKS			550,000
NOTE:			
Milwaukee Land Company.....A		2,652,000	2,652,000
ADVANCE:			
The Milwaukee Motor Transportation Company.....			40,000
TOTAL INVESTMENTS—WHOLLY-OWNED SUBSIDIARIES			3,242,000
JOINTLY-OWNED TERMINAL, SWITCHING, AND OTHER COMPANIES:			
CAPITAL STOCKS:			
Chicago, Terre Haute & Southeastern Railway Company.....	40,755.05	4,075,505	1
Chicago Union Station Company.....A	7,000	700,000	7,000
Cowlitz, Chehalis & Cascade Railway.....A	699.71+	3,499	3,499
Davenport, Rock Island & North Western Railway Company.....A	15,000	1,500,000	1,750,000
Des Moines Union Railway Company.....A	1,000	100,000	100,000
Des Moines Union Railway Company.....B	1,000	100,000	26,000
Indiana Harbor Belt Railroad Company.....A	15,200	1,520,000	1,520,000
Kansas City Terminal Railway Company.....C	1,833.33	183,333	183,333
Minneapolis Eastern Railway Company.....A	625	62,500	15,475
Packers Car Line Company.....	306	3,060	3,060
Railway Express Agency, Incorporated.....	26	None	2,600
The Minnesota Transfer Railway Company.....A	913	91,300	91,300
The Pullman Company.....	9,426	94,260	348,762
The St. Paul Union Depot Company.....A	1,036	103,600	130,475
Miscellaneous.....		8,021	8,006
TOTAL CAPITAL STOCKS			4,189,511
NOTE:			
Kansas City Terminal Railway Company.....A		38,007	38,007
SALE AGREEMENTS:			
Best Built Company.....		61,750	61,750
Cargill, Incorporated.....		510,000	510,000
Monarch Warehouses, Incorporated.....		39,520	39,520
Other companies and individuals.....		53,300	53,300
TOTAL SALE AGREEMENTS			664,570
ADVANCES:			
Chicago Union Station Company.....			4,650,077
Davenport, Rock Island & North Western Railway Company.....			1,284,931
Des Moines Union Railway Company.....			847,851
Kansas City Terminal Railway Company.....			441,550
Railway Express Agency, Incorporated.....			751,804
The Minnesota Transfer Railway Company.....			262,227
The St. Paul Union Depot Company.....			181,802
TOTAL ADVANCES			8,420,242
TOTAL JOINTLY-OWNED TERMINAL, SWITCHING, AND OTHER COMPANIES			13,312,330
TOTAL INVESTMENTS			\$16,554,330

A—Pledged under Chicago, Milwaukee, St. Paul and Pacific Railroad Company First Mortgage, except Directors' qualifying shares.

B—Deposited with Iowa-Des Moines National Bank, Des Moines, Iowa, under Stock Trust Agreement, dated June 14, 1948, and pledged under the First Mortgage.

C—Deposited with First National Bank of Kansas City, Mo., under Stock Trust Agreement, dated June 12, 1909, and pledged under the First Mortgage, except Directors' qualifying shares.

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INVESTMENT IN PROPERTIES DURING YEAR

ACCOUNT	GROSS EXPENDITURES	NET CHARGES*
ROAD:		
Engineering.....	\$ 1,210,395	\$ 1,019,042
Land for transportation purposes.....	235,232	58,482
Other right-of-way expenditures.....	3,464	3,419
Grading.....	1,156,502	719,575
Bridges, trestles, and culverts.....	7,218,332	6,328,480
Ties.....	561,520	193,525
Rails.....	504,744	53,501
Other track material.....	934,130	601,220
Ballast.....	165,593	14,101
Track laying and surfacing.....	968,046	674,287
Fences, snowsheds, and signs.....	58,045	42,899
Station and office buildings.....	1,057,321	546,579
Roadway buildings.....	34,971	16,339
Water stations.....	25,891	(508,373)
Fuel stations.....	63,622	(281,358)
Shops and enginehouses.....	938,991	296,393
Wharves and docks.....	24,971	(57)
Communication systems.....	448,409	377,296
Signals and interlockers.....	3,362,758	3,177,220
Power plants.....	38,668	32,946
Power-transmission systems.....	686,794	593,019
Miscellaneous structures.....	53,546	48,521
Roadway machines.....	703,911	627,430
Roadway small tools.....	(297)	(297)
Public improvements—Construction.....	105,566	79,847
Shop machinery.....	472,600	299,321
Power-plant machinery.....	144,180	138,922
Unapplied construction material and supplies.....	(771,336)	(771,336)
TOTAL ROAD	20,406,569	14,380,943
EQUIPMENT:		
Steam locomotives.....		(1,779,206)
Other locomotives.....	9,034,551	8,974,433
Freight-train cars.....	5,607,947	1,445,506
Passenger-train cars.....	348,269	(721,419)
Work equipment.....	945,409	201,181
Miscellaneous equipment.....	271,697	137,415
TOTAL EQUIPMENT	16,207,873	8,257,910
GENERAL EXPENDITURES.....	20	(323,678)
IMPROVEMENTS ON LEASED PROPERTY.....	27,201	11,684
TOTAL TRANSPORTATION PROPERTIES	36,641,663	22,326,859
MISCELLANEOUS PHYSICAL PROPERTY.....	274,177	227,455
TOTAL PROPERTIES	\$36,915,840	\$22,554,314

*Gross expenditures less credits for property retired.

() Denotes credits.

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

CONTINGENT LIABILITIES WITH RESPECT TO SECURITIES OF OTHER COMPANIES AS OF DECEMBER 31, 1956

ITEMS	PRINCIPAL AMOUNT OUTSTANDING DEC. 31, 1956
CHICAGO UNION STATION COMPANY: 1. First Mortgage Bonds, 3½%, Series F, due July 1, 1963..... 2. First Mortgage Bonds, 2½%, Series G, due July 1, 1963..... 3. Note 3½%, due November 1, 1957..... 4. Note 3½%, due November 1, 1957..... 5. Note 3½%, due November 1, 1957..... 6. Note 3¾%, due November 1, 1957.....	\$ 15,907,000 35,373,000 700,000 500,000 750,000 550,000
Principal and interest guaranteed jointly and severally by the Railroad Company and 3 other proprietors at time of issue. The Railroad Company with other proprietors has agreed that gross rental to be paid by them for use of Chicago Union Station facilities shall include a sum sufficient to pay interest on all of these securities and the payment into the Retirement Fund for First Mortgage bonds beginning in 1955, and to advance amounts required to pay at maturity principal of Items 3 to 6.	53,780,000
INDIANA HARBOR BELT RAILROAD COMPANY: 1. General Mortgage Gold Bonds, 4%, due July 1, 1957..... 2. General Mortgage Gold Bonds, 4½%, due July 1, 1957..... 3. Equipment Trust Certificates, 2½%, due annually May 1, 1957 to May 1, 1959..... 4. Equipment Trust Certificates, 2½%, due annually September 15, 1957 to September 15, 1964..... 5. Equipment Trust Certificates, 2¼%, due annually February 15, 1957 to February 15, 1965.....	3,225,000 4,900,000 615,000 1,584,000 1,080,000
The Railroad Company is obligated to the extent of 20% to protect The Michigan Central R. R. Co. and The N. Y. C. R. R. Co. on their guaranties of principal of and interest on the 4% Bonds. The Railroad Company and other proprietors are obligated under an agreement, in the event of default by the Indiana Harbor Belt R. R. Co. to loan to the Belt Railroad, in proportion to their stock holdings, to the extent necessary, the principal of and interest on Items 1 and 2. The Railroad Company and other proprietors severally guarantee, in proportion to their stock holdings, the payment by the Belt Railroad of the principal of and interest or dividends on equipment obligations, Items 3 to 5.	11,404,000
KANSAS CITY TERMINAL RAILWAY COMPANY: 1. First Mortgage Serial Bonds, due annually October 1, 1957 to October 1, 1974.....	41,474,000
Under a certain operating agreement, the Railroad Company and 11 other proprietors are obligated to pay to the Terminal Company, or in case of default to the Mortgage Trustee, in equal shares the principal of these bonds, as they mature, in the nature of non-interest bearing advances, and interest thereon as rental.	
THE MINNESOTA TRANSFER RAILWAY COMPANY: 1. 3¾% Sinking Fund Promissory Notes, due June 1, 1976.....	1,624,000
Under provisions of the by-laws of the Transfer Co., the Railroad Company and 8 other proprietors are required to contribute, on an ownership basis, to (a) an annual sinking fund for these Notes equal to \$41,412 payable on or before May 20 of each year and (b) semi-annual installments of interest on the Notes.	
THE ST. PAUL UNION DEPOT COMPANY: 1. First and Refunding Mortgage Bonds, 3½%, Series B, due October 1, 1971.....	11,614,000
Guaranteed jointly and severally by the Railroad Company and 7 other proprietors, each of which is also obligated to advance its ownership proportion of amounts required for Sinking Fund payments and to pay its proportion, based upon use, of the interest on the bonds.	
TOTAL	\$119,896,000

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LONG-TERM DEBT, DECEMBER 31, 1956

DESCRIPTION	DATE OF ISSUE	DATE OF MATURITY	AMOUNT ORIGINALLY ISSUED OR ASSUMED	AMOUNT AS OF DEC. 31, 1956	AMOUNT HELD BY COMPANY	AMOUNT ACTUALLY OUTSTANDING	INTEREST		
							RATE PER CENT	PAYABLE	ACCRUED DURING YEAR
First mortgage bonds, Series A.....	Jan. 1, 1944	Jan. 1, 1994	\$ 59,515,100	\$ 54,991,100	\$ 515,700	\$ 54,475,400	4	J. & J.	\$ 2,197,322
General mortgage income bonds, Series A.....	Jan. 1, 1944	Jan. 1, 2019	57,256,600	40,518,400	405,600	40,112,800	4½	April	1,817,684
General mortgage convertible income bonds, Series B.....	Jan. 1, 1944	Jan. 1, 2044	51,422,100	40,462,900	5,087,200	35,375,700	4½	April	1,591,932
Five per cent income debentures, Series A.....	Jan. 1, 1955	Jan. 1, 2055	60,000,000	59,700,000	300,000	59,400,000	5	M. & S.	2,962,500
The Bedford Belt Ry. Co. first mortgage bonds.....	Jan. 1, 1946	Jan. 1, 1994	350,000	333,000	* 102,000	231,000	4¼	J.A. & J.	9,840
The Southern Indiana Ry. Co. first mortgage bonds.....	Jan. 1, 1946	Jan. 1, 1994	7,287,000	7,253,000	56,000	7,197,000	4¼	J.A. & J.	306,199
Chicago, Terre Haute and Southeastern Ry. Co.: First and refunding mortgage bonds.....	Jan. 1, 1946	Jan. 1, 1994	9,571,000	9,571,000	** 1,579,000	7,992,000	4¼	J.A. & J.	340,168
Income mortgage bonds.....	Jan. 1, 1946	Jan. 1, 1994	6,335,800	6,335,800	1,428,000	4,907,800	4¼	J.A. & J.	212,412
Equipment obligations (See details below).....			123,873,400	64,441,280	.....	64,441,280			1,875,761
Total long-term debt.....			\$375,611,000	\$283,606,480	\$ 9,473,500	\$274,132,980			\$11,313,818

*\$100,000 pledged under Chicago, Terre Haute and Southeastern Railway Company First and refunding mortgage.

**\$1,515,000 pledged under Chicago, Milwaukee, St. Paul and Pacific Railroad Company First mortgage.

EQUIPMENT OBLIGATIONS, DECEMBER 31, 1956

DESCRIPTION	DATE OF LEASE OR AGREEMENT	DATE OF FINAL MATURITY	ORIGINAL COST OF EQUIPMENT	AMOUNT ORIGINALLY ISSUED	AMOUNT OUTSTANDING DEC. 31, 1956	PRINCIPAL PAYABLE DURING 1957	INTEREST		
							RATE PER CENT	PAYABLE	ACCRUED DURING YEAR
EQUIPMENT TRUST CERTIFICATES:									
Series Z.....	July 1, 1947	July 1, 1957	\$ 8,190,967	\$ 6,000,000	\$ 600,000	\$ 600,000	1½	J. & J.	\$ 14,061
Series AA.....	Oct. 1, 1947	Oct. 1, 1957	3,065,949	2,240,000	224,000	224,000	1½	A. & O.	6,300
Series BB.....	Apr. 1, 1948	Apr. 1, 1958	3,530,422	2,640,000	396,000	264,000	2½	A. & O.	11,220
Series CC.....	Feb. 1, 1948	Feb. 1, 1958	6,798,971	5,040,000	756,000	504,000	2¼	F. & A.	20,790
Series DD.....	June 1, 1948	June 1, 1958	9,514,365	7,120,000	1,068,000	712,000	2	J. & D.	30,853
Series EE.....	July 1, 1948	July 1, 1958	5,361,471	3,820,000	764,000	382,000	2	J. & J.	17,190
Series FF.....	Oct. 1, 1948	Oct. 1, 1958	8,936,781	6,600,000	1,320,000	660,000	2¼	A. & O.	37,125
Series GG.....	Jan. 1, 1949	Jan. 1, 1959	6,094,321	4,540,000	1,135,000	454,000	2½	J. & J.	26,532
Series HH.....	Apr. 1, 1949	Apr. 1, 1964	8,112,742	6,060,000	3,030,000	404,000	2½	A. & O.	76,760
Series JJ.....	Sept. 1, 1949	Sept. 1, 1964	7,604,384	5,640,000	3,008,000	376,000	2½	M. & S.	67,249
Series KK.....	Oct. 1, 1949	Oct. 1, 1964	6,026,868	4,500,000	2,400,000	300,000	2¼	A. & O.	57,375
Series LL.....	June 1, 1950	June 1, 1965	6,289,514	4,650,000	2,635,000	310,000	2¼	J. & D.	63,937
Series MM.....	Nov. 1, 1950	Nov. 1, 1965	7,251,863	5,430,000	3,258,000	362,000	2½	M. & N.	86,729
Series NN.....	June 1, 1951	June 1, 1961	7,254,678	5,300,000	2,385,000	530,000	2½	J. & O.	78,726
Series OO.....	Oct. 1, 1951	Oct. 1, 1966	10,053,530	7,500,000	5,000,000	500,000	2½	A. & O.	150,937
Series PP.....	Mar. 1, 1952	Mar. 1, 1967	3,215,855	2,400,000	1,680,000	160,000	2½	M. & S.	50,217
Series QQ.....	Sept. 1, 1952	Sept. 1, 1967	5,441,323	3,990,000	2,926,000	266,000	3¼	M. & S.	94,901
Series RR.....	Jan. 1, 1954	Jan. 1, 1969	10,379,112	7,650,000	6,375,000	510,000	3½	J. & J.	203,204
Series SS.....	July 1, 1954	July 1, 1969	9,931,620	7,800,000	6,760,000	520,000	2¼	J. & J.	189,475
Series TT.....	Nov. 1, 1954	Nov. 1, 1969	9,141,903	7,200,000	6,240,000	480,000	2½	M. & N.	187,450
Series UU.....	Jan. 1, 1956	Jan. 1, 1971	9,655,380	7,500,000	7,250,000	500,000	3½	J. & J.	245,392
CONDITIONAL SALE AGREEMENTS:									
The First National Bank of Chicago, Assignee of the Sellers:									
Fairbanks, Morse & Co.....	July 1, 1946	Apr. 1, 1957	2,675,000	2,000,000	96,788	96,788	1.55	J.A.J.&O.	2,741
Fairbanks, Morse & Co.....	July 1, 1951	Jan. 1, 1960	3,629,985	2,718,000	1,111,141	354,577	3.10	J.A.J.&O.	38,468
Pacific Car & Foundry Co.....	May 1, 1956	Nov. 1, 1964	1,843,205	1,428,400	1,395,188	156,304	3.95	F.M.A.&N.	27,752
First Wisconsin National Bank of Milwaukee and Northwestern National Bank of Minneapolis, Assignees of the Sellers:									
General Motors Corp. (Electro-Motive Div.).....	Feb. 25, 1953	May 1, 1961	1,543,977	1,155,000	683,460	144,037	3	F.M.A.&N.	22,436
Fairbanks, Morse & Co.....	July 15, 1953	Nov. 1, 1961	531,102	396,000	258,473	48,652	3	F.M.A.&N.	8,407
American Locomotive Co.....	July 15, 1953	Nov. 1, 1961	529,935	396,000	258,473	48,652	3	F.M.A.&N.	8,407
Baldwin-Lima-Hamilton Corporation.....	July 15, 1953	Nov. 1, 1961	357,568	264,000	172,315	32,435	3	F.M.A.&N.	5,605
Seattle-First National Bank, Assignee of the Sellers:									
Baldwin-Lima-Hamilton Corporation.....	Sept. 1, 1953	Nov. 1, 1961	357,568	264,000	173,154	32,359	3.35	F.M.A.&N.	6,284
General Motors Corp. (Electro-Motive Div.).....	Sept. 1, 1953	Nov. 1, 1961	1,670,914	1,236,000	810,674	151,501	3.35	F.M.A.&N.	29,420
American Locomotive Co.....	Sept. 1, 1953	Feb. 1, 1962	529,935	396,000	271,614	48,136	3.35	F.M.A.&N.	9,818
Total equipment obligations...			\$165,521,208	\$123,873,400	\$ 64,441,280	\$ 10,131,441			\$ 1,875,761

PAYMENTS MATURING IN YEARS ENDING:

December 31, 1957.....	\$10,131,441	December 31, 1962.....	\$ 4,892,290	December 31, 1967.....	\$ 2,356,000
December 31, 1958.....	8,504,218	December 31, 1963.....	4,885,877	December 31, 1968.....	2,010,000
December 31, 1959.....	6,529,895	December 31, 1964.....	4,646,315	December 31, 1969.....	1,755,000
December 31, 1960.....	5,963,442	December 31, 1965.....	3,453,000	December 31, 1970.....	500,000
December 31, 1961.....	5,627,802	December 31, 1966.....	2,936,000	December 31, 1971.....	250,000

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

MILES OF ROAD BY STATES, DECEMBER 31, 1956

STATE	ROAD OPERATED						
	OWNED SOLELY		OWNED JOINTLY		LEASED	TRUCKAGE RIGHTS	TOTAL
	MAIN LINE	BRANCH LINE	MAIN LINE	BRANCH LINE			
Idaho.....	112.76	110.83	.....	.....	.....	9.11	232.70
Illinois.....	432.99	118.64	2.40	.14	.....	132.31	686.48
Indiana.....	156.57	36.79	.....	.....	.....	.....	193.36
Iowa.....	#1,199.85	525.65	.08	.04	.10	66.51	1,792.23
Kansas.....	.....	.....	.....	.....	.....	7.05	7.05
Michigan.....	57.82	121.35	.....	.25	.....	.98	180.40
Minnesota.....	764.52	360.48	5.03	22.70	.....	194.10	1,346.83
Missouri.....	130.02	.....	9.44	.....	.....	15.10	154.56
Montana.....	747.53	473.29	.....	29.99	.....	.46	1,251.27
Nebraska.....	.....	.....	.....	.....	.....	5.62	5.62
North Dakota.....	102.50	263.29	.....	1.10	.....	.....	366.89
South Dakota.....	1,039.37	695.26	.....	.....	.....	.....	1,734.63
Washington.....	314.69	474.27	26.88	50.02	.....	201.10	1,066.96
Wisconsin.....	1,039.31	482.92	.....	16.34	.....	70.51	1,609.08
Total.....	6,097.93	3,662.77	43.83	120.58	.10	702.85	10,628.06

#Includes .97 mile owned by C. M. St. P. & P. R. R. Co., leased to Des Moines Union Ry. Co. but used by C. M. St. P. & P. R. R. Co. under contract.

MILES OF TRACK, DECEMBER 31, 1956

ITEMS	OWNED SOLELY	OWNED JOINTLY	LEASED	TRackage RIGHTS	TOTAL
Miles of Road (First Main Track):					
Operated.....	*9,760.70	164.41	.10	702.85	10,628.06
Not operated.....	3.62	.....	.....	.....	3.62
Additional Main Tracks:					
Operated.....	750.73	14.17	.41	312.72	1,078.03
Not operated.....	.....	.....	.....	.....	.....
Yard Tracks and Sidings:					
Operated.....	*3,344.30	259.07	2.19	495.57	4,101.13
Not operated.....	3.03	32.93	.....	.....	35.96
Total operated.....	13,855.73	437.65	2.70	1,511.14	15,807.22
Total not operated.....	6.65	32.93	.....	.....	39.58
Grand Total.....	13,862.38	470.58	2.70	1,511.14	15,846.80

*Miles of Road "operated" includes .97 mile; Yard Tracks and Sidings "operated" includes 1.24 miles; owned by C. M. St. P. & P. R. R. Co., leased to Des Moines Union Ry. Co., but used by C. M. St. P. & P. R. R. Co. under contract.

ANNUAL REPORT FOR 1956

DETAILED STATEMENT OF RAILWAY OPERATING REVENUES AND EXPENSES

RAILWAY OPERATING REVENUES

TRANSPORTATION	1956	1955	INCREASE	DECREASE
Freight.....	\$209,719,695	\$205,818,267	\$3,901,428	
Passenger.....	17,173,709	13,837,923	3,335,786	
Baggage.....	35,652	27,121	8,531	
Sleeping car.....	493	65,161		\$ 64,668
Parlor and chair car.....	169,597	186,562		16,965
Mail.....	8,467,316	8,289,542	177,774	
Express.....	3,968,087	3,821,639	146,448	
Other passenger-train.....	115,818	110,563	5,255	
Milk.....	73,970	87,488		13,518
Switching.....	6,423,837	6,295,810	128,027	
TOTAL TRANSPORTATION REVENUE	246,148,174	238,540,076	7,608,098	
INCIDENTAL				
Dining and buffer.....	2,220,675	1,792,673	428,002	
Station, train, and boat privileges.....	67,285	43,052	24,233	
Storage—Freight.....	12,259	17,605		5,346
Storage—Baggage.....	5,653	5,008	645	
Demurrage.....	895,244	753,137	142,107	
Communication.....	94,481	108,947		14,466
Rents of buildings and other property.....	230,420	231,417		997
Miscellaneous.....	1,263,480	1,060,954	202,526	
TOTAL INCIDENTAL OPERATING REVENUE	4,789,497	4,012,793	776,704	
JOINT FACILITY				
Joint facility—Credit.....	2,937,730	2,959,172		21,442
Joint facility—Debit.....	(14,835)	(13,831)	(1,004)	
TOTAL JOINT FACILITY OPERATING REVENUE	2,922,895	2,945,341		22,446
TOTAL RAILWAY OPERATING REVENUES	\$253,860,566	\$245,498,210	\$8,362,356	

() Denotes contra items.

RAILWAY OPERATING EXPENSES

MAINTENANCE OF WAY AND STRUCTURES	1956	1955	INCREASE	DECREASE
Superintendence.....	\$ 3,012,933	\$ 2,768,894	\$ 244,039	
Roadway maintenance.....	3,294,310	3,617,076		\$ 322,766
Tunnels and subways.....	36,154	16,850	19,304	
Bridges, trestles, and culverts.....	1,685,014	1,527,752	157,262	
Ties.....	3,313,146	3,231,876	81,270	
Rails.....	632,412	1,837,013		1,204,601
Other track material.....	2,327,417	2,412,334		84,917
Ballast.....	448,609	683,946		235,337
Track laying and surfacing.....	9,570,067	9,832,554		262,487
Fences, snowsheds, and signs.....	636,616	577,266	59,350	
Station and office buildings.....	1,507,077	1,579,105		72,028
Roadway buildings.....	171,597	171,350	247	
Water stations.....	45,643	62,506		16,863
Fuel stations.....	42,892	59,222		16,330
Shops and enginehouses.....	857,105	999,689		142,584
Storage warehouses.....	1,206	280	926	

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

RAILWAY OPERATING REVENUES AND EXPENSES—CONTINUED
RAILWAY OPERATING EXPENSES—CONTINUED

	1956	1955	INCREASE	DECREASE
MAINTENANCE OF WAY AND STRUCTURES				
Wharves and docks.....	\$ 34,935	\$ 40,486		\$ 5,551
Communication systems.....	963,930	1,086,044		122,114
Signals and interlockers.....	1,753,785	1,666,706	\$ 87,079	
Power plants.....	27,262	36,860		9,598
Power-transmission systems.....	345,310	335,114	10,196	
Miscellaneous structures.....	11,943	9,970	1,973	
Road property—Depreciation.....	4,543,101	4,620,376		77,275
Retirements—Road.....	501,907	432,452	69,455	
Roadway machines.....	732,626	662,943	69,683	
Dismantling retired road property.....	473,421	235,961	237,460	
Small tools and supplies.....	820,955	748,673	72,282	
Removing snow, ice, and sand.....	665,709	688,841		23,132
Public improvements—Maintenance.....	868,771	944,059		75,288
Injuries to persons.....	419,269	352,254	67,015	
Insurance.....	59,547	58,536	1,011	
Stationery and printing.....	77,048	67,226	9,822	
Other expenses.....	435,040	238,753	196,287	
Right-of-way expenses.....	42,484	40,829	1,655	
Maintaining joint tracks, yards, and other facilities—Debit.....	3,034,999	3,221,633		186,634
Maintaining joint tracks, yards, and other facilities—Credit.....	(687,619)	(610,769)	(76,850)	
TOTAL MAINTENANCE OF WAY AND STRUCTURES	42,706,621	44,254,660		1,548,039
MAINTENANCE OF EQUIPMENT				
Superintendence.....	1,625,300	1,561,948	63,352	
Shop machinery.....	607,035	550,424	56,611	
Power-plant machinery.....	152,144	199,772		47,628
Shop and power-plant machinery—Depreciation.....	282,157	282,485		328
Dismantling retired shop and power-plant machinery.....	6,785	7,952		1,167
Steam locomotives—Repairs.....	2,915	84,258		81,343
Other locomotives—Repairs.....	12,652,948	11,897,799	755,149	
Freight-train cars—Repairs.....	13,882,128	15,358,801		1,476,673
Passenger-train cars—Repairs.....	5,102,479	5,265,548		163,069
Floating equipment—Repairs.....	(1,229)	24,281	(25,510)	
Work equipment—Repairs.....	510,719	694,938		184,219
Miscellaneous equipment—Repairs.....	131,337	119,751	11,586	
Dismantling retired equipment.....	70,754	45,348	25,406	
Retirements—Equipment.....	(156,328)	(178,353)		(22,025)
Equipment—Depreciation.....	9,821,031	10,660,073		839,042
Injuries to persons.....	374,411	372,432	1,979	
Insurance.....	112,830	138,232		25,402
Stationery and printing.....	41,820	42,283		463
Other expenses.....	460,534	398,553	61,981	
Joint maintenance of equipment expenses—Debit.....	321,200	450,073		128,873
Joint maintenance of equipment expenses—Credit.....	(29,900)	(32,046)		(2,146)
TOTAL MAINTENANCE OF EQUIPMENT	45,971,070	47,944,552		1,973,482
TRAFFIC				
Superintendence.....	1,457,638	1,353,280	104,358	
Outside agencies.....	3,428,925	3,040,656	388,269	
Advertising.....	728,395	929,731		201,336
Traffic associations.....	244,622	192,161	52,461	
Industrial and immigration bureaus.....	71,194	64,551	6,643	
Insurance.....	825	831		6
Stationery and printing.....	224,271	207,762	16,509	
Other expenses.....	30,705	24,728	5,977	
TOTAL TRAFFIC EXPENSES	\$ 6,186,575	\$ 5,813,700	\$ 372,875	

() Denotes contra items.

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RAILWAY OPERATING REVENUES AND EXPENSES—CONCLUDED RAILWAY OPERATING EXPENSES—CONCLUDED

	1956	1955	INCREASE	DECREASE
TRANSPORTATION				
Superintendence.....	\$ 2,634,183	\$ 2,437,425	\$ 196,758	
Dispatching trains.....	981,722	904,196	77,526	
Station employees.....	14,925,804	14,104,058	821,746	
Weighing, inspection, and demurrage bureaus.....	318,825	297,182	21,643	
Station supplies and expenses.....	1,144,378	1,027,474	116,904	
Yardmasters and yard clerks.....	3,843,295	3,517,268	326,027	
Yard conductors and brakemen.....	10,110,660	9,276,756	833,904	
Yard switch and signal tenders.....	711,932	646,964	64,968	
Yard enginemen.....	6,517,905	6,099,926	417,979	
Yard switching fuel.....	967,703	931,744	35,959	
Yard switching power purchased.....	24,157	25,819		\$ 1,662
Water for yard locomotives.....	14,585	14,804		219
Lubricants for yard locomotives.....	95,825	123,448		27,623
Other supplies for yard locomotives.....	53,138	51,013	2,125	
Enginehouse expenses—Yard.....	651,044	758,187		107,143
Yard supplies and expenses.....	365,973	338,973	27,016	
Operating joint yards and terminals—Debit.....	5,426,025	4,417,110	1,008,915	
Operating joint yards and terminals—Credit.....	(627,290)	(598,426)	(28,864)	
Train enginemen.....	10,183,706	9,715,664	468,042	
Train fuel.....	8,709,302	7,799,279	910,023	
Train power purchased.....	1,226,931	1,222,787	4,144	
Water for train locomotives.....	151,209	165,495		14,286
Lubricants for train locomotives.....	1,041,953	818,108	223,845	
Other supplies for train locomotives.....	182,497	160,084	22,413	
Enginehouse expenses—Train.....	1,484,894	1,614,208		129,314
Trainmen.....	13,186,388	12,364,933	821,455	
Train supplies and expenses.....	6,825,858	6,411,041	414,817	
Operating sleeping cars.....	414,438	392,524	21,914	
Signal and interlocker operation.....	919,515	885,128	34,387	
Crossing protection.....	854,075	947,417		93,342
Drawbridge operation.....	224,267	201,638	22,629	
Communication system operation.....	992,714	912,628	80,086	
Operating floating equipment.....	14,414	212,039		197,625
Stationery and printing.....	385,877	347,204	38,673	
Other expenses.....	667,336	351,259	316,077	
Operating joint tracks and facilities—Debit.....	1,235,286	1,190,839	44,447	
Operating joint tracks and facilities—Credit.....	(697,445)	(645,713)	(51,732)	
Insurance.....	95,153	106,025		10,872
Clearing wrecks.....	289,467	277,486	11,981	
Damage to property.....	129,325	112,878	16,447	
Damage to live stock on right-of-way.....	64,793	78,082		13,289
Loss and damage—Freight.....	2,607,495	2,421,779	185,716	
Loss and damage—Baggage.....	5,119	4,441	678	
Injuries to persons.....	2,254,420	1,703,073	551,347	
TOTAL TRANSPORTATION EXPENSES	101,608,851	94,144,231	7,464,620	
MISCELLANEOUS OPERATIONS				
Dining and buffet service.....	3,746,903	2,734,260	1,012,643	
Operating joint miscellaneous facilities—Debit.....	177,473	167,268	10,205	
TOTAL MISCELLANEOUS OPERATIONS	3,924,376	2,901,528	1,022,848	
GENERAL				
Salaries and expenses of general officers.....	916,346	832,050	84,296	
Salaries and expenses of clerks and attendants.....	6,473,151	5,953,546	519,605	
General office supplies and expenses.....	648,167	554,458	93,709	
Law expenses.....	657,634	638,301	19,333	
Insurance.....	2,084	2,959		875
Pensions and gratuities.....	658,633	595,812	62,821	
Stationery and printing.....	312,446	302,887	9,559	
Valuation expenses.....	44,961	34,576	10,385	
Other expenses.....	433,519	460,709		27,190
General joint facilities—Debit.....	209,140	215,792		6,652
General joint facilities—Credit.....	(7,275)	(8,419)		(1,144)
TOTAL GENERAL EXPENSES	10,348,806	9,582,671	766,135	
GRAND TOTAL RAILWAY OPERATING EXPENSES	\$210,746,299	\$204,641,342	\$6,104,957	

() Denotes contra items.

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

NET RAILWAY OPERATING INCOME ITEMS—SHOWING PERCENTAGES
OF RAILWAY OPERATING REVENUES

ITEMS	1956		1955		1954	
	AMOUNT	PER CENT RY. OPER. REVS.	AMOUNT	PER CENT RY. OPER. REVS.	AMOUNT	PER CENT RY. OPER. REVS.
RAILWAY OPERATING REVENUES:						
Freight.....	\$209,719,695	82.61	\$205,818,267	83.84	\$197,504,960	83.08
Passenger.....	17,173,709	6.76	13,837,923	5.64	14,916,558	6.27
Mail.....	8,467,316	3.34	8,289,542	3.38	8,370,709	3.52
Express.....	3,968,087	1.56	3,821,639	1.56	3,641,119	1.53
Switching.....	6,423,837	2.53	6,295,810	2.56	5,741,531	2.42
All other transportation.....	395,530	.16	476,895	.19	937,072	.39
Incidental.....	4,789,497	1.89	4,012,793	1.63	3,985,823	1.68
Joint facility—Net Cr.....	2,922,895	1.15	2,945,341	1.20	2,646,867	1.11
Total.....	253,860,566	100.00	245,498,210	100.00	237,744,639	100.00
RAILWAY OPERATING EXPENSES:						
*Maintenance of way and structures.....	42,706,621	16.82	44,254,660	18.03	38,683,912	16.27
#Maintenance of equipment.....	45,971,070	18.11	47,944,552	19.53	46,884,289	19.72
Traffic expenses.....	6,186,575	2.44	5,813,700	2.37	5,827,880	2.45
Transportation expenses.....	101,608,851	40.02	94,144,231	38.35	95,735,292	40.27
Miscellaneous operations.....	3,924,376	1.55	2,901,528	1.18	3,093,724	1.30
General expenses.....	10,348,806	4.08	9,582,671	3.90	9,185,507	3.87
Total.....	210,746,299	83.02	204,641,342	83.36	199,410,604	83.88
NET REVENUE FROM RAILWAY OPERATIONS.....	43,114,267	16.98	40,856,868	16.64	38,334,035	16.12
RAILWAY TAX ACCRUALS:						
Federal income.....	(51,000)	(.02)	1,425,000	.58	(1,133,219)	(.48)
Property, payroll and other.....	18,338,000	7.22	16,971,000	6.91	16,462,219	6.92
Total.....	18,287,000	7.20	18,396,000	7.49	15,329,000	6.44
EQUIPMENT RENTS—NET DR.....	4,839,601	1.91	4,176,312	1.70	5,873,693	2.47
JOINT FACILITY RENTS—NET DR.....	2,642,732	1.04	2,504,031	1.02	2,562,824	1.08
NET RAILWAY OPERATING INCOME.....	\$ 17,344,934	6.83	\$ 15,780,525	6.43	\$ 14,568,518	6.13
*Includes for depreciation, amortization and retirement charges—Road.....	\$ 5,045,008	1.99	\$ 5,052,828	2.06	\$ 5,113,910	2.15
#Includes for depreciation, amortization and retirement charges—Equipment.....	\$ 9,946,860	3.92	\$ 10,764,205	4.38	\$ 10,143,464	4.27

RAILWAY OPERATING REVENUES, EXPENSES, TAXES AND INCOME
BY MONTHS FOR THE YEAR ENDED DECEMBER 31, 1956

1956	RAILWAY OPERATING REVENUES	RAILWAY OPERATING EXPENSES	NET REVENUE FROM RAILWAY OPERATIONS	RAILWAY TAX ACCRUALS	RAILWAY OPERATING INCOME	EQUIPMENT RENTS—NET DR.	JOINT FACILITY RENTS—NET DR.	NET RAILWAY OPERATING INCOME
January.....	\$ 19,212,257	\$ 17,621,416	\$ 1,590,841	\$ 1,547,000	\$ 43,841	\$ 357,492	\$ 230,708	\$ (544,359)
February.....	19,248,449	16,990,632	2,257,817	1,544,000	713,817	255,131	212,051	246,635
March.....	20,737,224	17,449,638	3,287,586	1,528,000	1,759,586	304,637	203,668	1,251,281
April.....	20,058,930	17,322,109	2,736,821	1,527,000	1,209,821	218,658	218,464	772,699
May.....	21,670,940	18,402,695	3,268,245	1,599,000	1,669,245	314,099	196,532	1,158,614
June.....	21,193,709	17,518,556	3,675,153	1,577,000	2,098,153	394,541	245,422	1,458,190
July.....	20,605,568	17,056,257	3,549,311	1,604,000	1,945,311	498,911	199,709	1,246,691
August.....	24,097,716	18,209,421	5,888,295	1,648,000	4,240,295	585,831	232,937	3,421,527
September.....	22,129,283	17,839,041	4,290,242	1,568,000	2,722,242	750,451	235,259	1,736,532
October.....	23,682,916	18,494,966	5,187,950	2,194,000	2,993,950	468,662	222,073	2,303,215
November.....	20,882,111	16,823,763	4,058,348	1,477,000	2,581,348	330,181	187,995	2,063,172
December.....	20,341,463	17,017,805	3,323,658	474,000	2,849,658	361,007	257,914	2,230,737
Total...	\$253,860,566	\$210,746,299	\$ 43,114,267	\$ 18,287,000	\$ 24,827,267	\$ 4,839,601	\$ 2,642,732	\$ 17,344,934

() Denotes contra items.

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REVENUE FREIGHT TRAFFIC STATISTICS—EXCLUDING TRUCK SERVICE

YEAR	TONS CARRIED	TON MILES	AVERAGE HAUL— MILES	FREIGHT REVENUE		
				TOTAL	PER TON	PER TON MILE (CENTS)
1947.....	55,204,073	16,958,235,718	307.19	\$187,294,773	\$3.39	1.104
1948.....	53,251,082	16,345,256,294	306.95	208,945,932	3.92	1.278
1949.....	46,245,916	14,774,758,916	319.48	195,932,011	4.24	1.326
1950.....	50,164,902	16,258,839,967	324.11	210,127,019	4.19	1.292
1951.....	51,740,580	16,732,323,827	323.39	217,832,219	4.21	1.302
1952.....	49,522,089	16,005,309,995	323.20	222,648,097	4.50	1.391
1953.....	46,810,989	15,413,226,569	329.27	215,622,726	4.61	1.399
1954.....	43,123,214	14,178,678,856	328.79	197,712,105	4.58	1.394
1955.....	45,481,060	15,561,748,530	342.16	205,993,029	4.53	1.324
1956.....	45,351,213	15,612,344,863	344.25	209,886,542	4.63	1.344

REVENUE PASSENGER STATISTICS—EXCLUDING BUS SERVICE

YEAR	PASSENGERS CARRIED	PASSENGER MILES	AVERAGE DISTANCE TRAVELED —MILES	PASSENGER REVENUE		
				TOTAL	PER PASSENGER	PER PASSENGER MILE (CENTS)

OTHER THAN COMMUTATION

1947.....	5,093,890	941,767,622	184.88	\$ 20,479,841	\$4.02	2.175
1948.....	4,561,964	874,835,023	191.77	20,587,449	4.51	2.353
1949.....	4,030,290	782,128,618	194.06	18,273,709	4.53	2.336
1950.....	3,289,193	696,081,090	211.63	16,418,071	4.99	2.359
1951.....	3,341,410	776,958,568	232.52	18,484,470	5.53	2.379
1952.....	3,346,346	739,380,708	220.95	17,569,369	5.25	2.376
1953.....	3,158,639	658,842,799	208.58	15,396,026	4.87	2.337
1954.....	3,057,733	599,281,006	195.99	13,582,309	4.44	2.266
1955.....	3,003,108	571,128,913	190.18	12,413,340	4.13	2.173
1956.....	3,266,663	696,906,549	213.34	15,758,692	4.82	2.261

COMMUTATION

1947.....	4,097,654	87,727,080	21.41	\$ 851,447	\$.21	.971
1948.....	4,370,610	98,416,709	22.52	1,063,756	.24	1.081
1949.....	4,071,987	92,315,906	22.67	1,154,033	.28	1.250
1950.....	4,020,414	91,075,288	22.65	1,136,257	.28	1.248
1951.....	4,186,842	94,960,045	22.68	1,251,058	.30	1.317
1952.....	3,899,249	89,299,292	22.90	1,325,955	.34	1.485
1953.....	3,823,231	88,929,041	23.26	1,316,554	.34	1.480
1954.....	3,920,824	93,543,801	23.86	1,374,494	.35	1.469
1955.....	4,176,751	98,901,556	23.68	1,463,125	.35	1.479
1956.....	4,150,616	100,135,407	24.13	1,474,073	.36	1.472

TOTAL

1947.....	9,191,544	1,029,494,702	112.00	\$ 21,331,288	\$2.32	2.072
1948.....	8,932,574	973,251,732	108.96	21,651,205	2.42	2.225
1949.....	8,102,277	874,444,524	107.93	19,427,742	2.40	2.222
1950.....	7,309,607	787,156,378	107.69	17,554,328	2.40	2.230
1951.....	7,528,252	871,918,613	115.82	19,735,528	2.62	2.263
1952.....	7,245,595	828,680,000	114.37	18,895,324	2.61	2.280
1953.....	6,981,870	747,771,840	107.10	16,712,580	2.39	2.235
1954.....	6,978,557	692,824,807	99.28	14,956,803	2.14	2.159
1955.....	7,179,859	670,030,469	93.32	13,876,465	1.93	2.071
1956.....	7,417,279	797,041,956	107.46	17,232,765	2.32	2.162

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

STATISTICS OF OPERATIONS

ITEMS	FREIGHT TRAINS		PASSENGER TRAINS		TOTAL TRANSPORTATION SERVICE	
	1956	1955	1956	1955	1956	1955
RAIL-LINE						
Average miles of road operated	10,629	10,633	4,607	4,723	10,637	10,641
TRAIN MILES						
Ordinary (with locomotives)	11,793,447	12,201,944	8,804,608	8,147,879	20,598,055	20,349,823
Light (with locomotives)	36,323	46,857			36,323	46,857
Total (with locomotives)	11,829,770	12,248,801	8,804,608	8,147,879	20,634,378	20,396,680
Motor car trains			120,093	120,251	120,093	120,251
Total train miles	11,829,770	12,248,801	8,924,701	8,268,130	20,754,471	20,516,931
LOCOMOTIVE MILES						
Principal	11,833,102	12,253,036	8,804,608	8,147,879	20,637,710	20,400,915
Helper	188,706	199,063	4,536	27,979	193,242	227,042
Light	226,174	252,874	63,018	67,312	289,192	320,186
Train switching	1,025,818	1,090,044			1,025,818	1,090,044
Yard switching	6,993,626	7,165,670	516,095	479,819	7,509,721	7,645,489
Total locomotive miles	20,267,426	20,960,687	9,388,257	8,722,989	29,655,683	29,683,676
CAR MILES						
Loaded freight cars	525,494,673	529,168,784	90,944	84,835	525,585,617	529,253,619
Empty freight cars	291,457,875	287,721,248	2,760	1,162	291,460,635	287,722,410
Total loaded and empty freight cars	816,952,548	816,890,032	93,704	85,997	817,046,252	816,976,029
Caboose	11,729,774	12,056,756	18,106	16,537	11,747,880	12,073,293
Total freight car miles	828,682,322	828,946,788	111,810	102,534	828,794,132	829,049,322
Passenger coaches	70,750	177,622	27,630,104	23,393,952	27,700,854	23,571,574
Sleeping and parlor cars (Company)		74,484	1,892,136	3,223,452	1,892,136	3,297,936
Sleeping cars (Pullman)	68,560	122,624	17,069,103	10,603,608	17,137,663	10,726,232
Club, lounge, dining and observation cars	2,637	7,998	10,937,684	6,826,360	10,940,321	6,834,358
Combination passenger and head end cars	1,000,685	1,088,833	408,936	657,962	1,409,621	1,746,795
Mail, express and baggage cars	2,467,546	2,378,452	28,825,292	28,026,913	31,292,838	30,405,365
Business cars	36,794	40,754	160,866	182,219	197,660	222,973
Crew cars (other than caboose)			163,081	171,288	163,081	171,288
Total passenger car miles	3,646,972	3,890,767	87,087,202	73,085,754	90,734,174	76,976,521
Grand total car miles	832,329,294	832,837,555	87,199,012	73,188,288	919,528,306	906,025,843
GROSS TON MILES						
Locomotives and tenders (thousands)	3,699,028	3,754,396	2,737,697	2,297,353	6,436,725	6,051,749
Freight cars, contents, and cabooses (thousands)	36,007,910	36,015,144	4,232	3,812	36,012,142	36,018,956
Passenger cars, and contents (thousands)	195,745	213,140	5,373,120	4,434,568	5,568,865	4,647,708
Total freight and passenger (thousands)	36,203,655	36,228,284	5,377,352	4,438,380	41,581,007	40,666,664
TRAIN HOURS						
Train hours in road service	620,692	643,314	199,810	192,550	820,502	835,864
REVENUE AND NONREVENUE FREIGHT TRAFFIC						
Tons of revenue freight					45,351,213	45,481,060
Tons of nonrevenue freight					1,470,325	1,485,994
Total tons of freight					46,821,538	46,967,054
Net ton miles revenue freight (thousands)					15,612,345	15,561,749
Net ton miles nonrevenue freight (thousands)					545,927	587,670
Total net ton miles of freight (thousands)	16,155,912	16,147,212	2,360	2,207	16,158,272	16,149,419
REVENUE PASSENGER TRAFFIC						
Passengers carried					7,417,279	7,179,859
Passenger miles					797,041,956	670,030,469
MOTOR VEHICLE OPERATIONS EXCLUDED ABOVE						
Net ton miles revenue freight (thousands)					1,953	2,029
Passengers carried					6,370	6,709
Passenger miles					1,130,766	1,371,661

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STATISTICS OF OPERATIONS—CONCLUDED

ITEMS	1956	1955	1954	1953	1952	1951
FREIGHT TRAIN STATISTICS AND AVERAGES						
Gross ton miles, trailing (thousands).....	36,203,655	36,228,284	33,951,476	36,730,763	37,980,712	38,801,906
Eastbound.....	19,734,331	19,787,705	18,518,625	19,663,555	20,120,294	20,553,344
Westbound.....	16,469,324	16,440,579	15,432,851	17,067,208	17,860,418	18,248,562
Steam.....	135	133,258	1,630,515	6,502,008	9,403,255	14,552,224
Diesel-electric.....	32,597,742	32,536,016	29,179,033	26,994,636	25,214,256	20,961,092
Electric.....	3,605,778	3,559,010	3,141,928	3,234,119	3,363,201	3,288,590
Per cent steam.....	.....	.4%	4.8%	17.7%	24.8%	37.5%
Per cent Diesel-electric.....	90.0%	89.8%	85.9%	73.5%	66.4%	54.0%
Per cent electric.....	10.0%	9.8%	9.3%	8.8%	8.8%	8.5%
Loaded freight cars per train.....	44.6	43.4	42.2	42.1	39.4	38.7
Empty freight cars per train.....	24.7	23.5	24.6	23.1	22.0	19.9
Total freight cars per train.....	69.3	66.9	66.8	65.2	61.4	58.6
Gross tons per train.....	3,070	2,969	2,903	2,871	2,717	2,644
Net tons per train.....	1,370	1,323	1,269	1,276	1,219	1,218
Net tons per loaded car.....	30.7	30.5	30.1	30.3	31.0	31.5
Miles per car per day (serviceable freight).....	38.7	37.7	34.9	36.3	37.4	36.3
Net ton miles per freight car-day.....	715	702	620	675	713	731
Train speed (train miles per train hour).....	19.1	19.0	18.3	17.7	17.1	16.4
Gross ton miles (trailing) per train hour.....	58,328	56,315	53,014	50,439	46,186	43,015
PASSENGER TRAIN STATISTICS AND AVERAGES						
Passenger car miles (excluding motor).....	86,613,202	72,582,117	79,508,739	85,057,114	88,925,558	91,674,778
Steam.....	13,184	16,967	1,851,183	5,271,801	9,619,474	18,647,747
Diesel-electric.....	81,157,901	66,905,429	69,380,723	69,859,772	69,000,345	62,605,038
Electric.....	5,442,117	5,659,721	8,276,833	9,925,541	10,305,739	10,421,993
Per cent steam.....	.....	.....	2.3%	6.2%	10.8%	20.3%
Per cent Diesel-electric.....	93.7%	92.2%	87.3%	82.1%	77.6%	68.3%
Per cent electric.....	6.3%	7.8%	10.4%	11.7%	11.6%	11.4%
Cars per train (excluding motor).....	9.84	8.91	8.83	9.31	9.43	9.31
Revenue passengers per train.....	89.4	81.2	75.6	79.8	85.2	84.4
Revenue passengers per car.....	16.8	17.5	16.2	16.6	17.0	17.0
Train speed (train miles per train hour).....	44.7	42.9	41.5	41.0	40.2	39.3
YARD SWITCHING STATISTICS						
Yard switching hours.....	1,251,620	1,274,248	1,278,517	1,415,895	1,541,310	1,596,488
Steam.....	7	11,279	113,008	260,762	365,274	615,944
Diesel-electric.....	1,235,025	1,246,748	1,149,502	1,139,343	1,157,667	961,876
Electric.....	16,588	16,221	16,007	15,790	18,369	18,668
Per cent steam.....	.....	.9%	8.8%	18.4%	23.7%	38.6%
Per cent Diesel-electric.....	98.7%	97.8%	89.9%	80.5%	75.1%	60.2%
Per cent electric.....	1.3%	1.3%	1.3%	1.1%	1.2%	1.2%
DENSITY STATISTICS						
Per mile of road per day (freight service):						
Train miles, ordinary.....	3.0	3.1	3.0	3.3	3.6	3.8
Net ton miles.....	4,153	4,161	3,824	4,197	4,366	4,593
Per mile of road per day (passenger service):						
Train miles.....	5.3	4.8	5.1	5.0	4.9	4.7
Car miles.....	51.7	42.5	44.9	45.8	44.7	42.0

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

REVENUE FREIGHT BY PRINCIPAL COMMODITIES—1956 AND 1955

COMMODITIES	1956		1955		INCREASE + OR DECREASE —	
	TONS CARRIED	PERCENT OF TOTAL	TONS CARRIED	PERCENT OF TOTAL	TONS	PERCENT
PRODUCTS OF AGRICULTURE:						
Wheat.....	1,732,882	3.8	1,786,188	3.9	— 53,306	3.0
Corn.....	1,157,066	2.6	1,605,649	3.5	— 448,583	27.9
Barley and rye.....	864,942	1.9	813,018	1.8	+ 51,924	6.4
Oats.....	244,674	.5	382,133	.8	— 137,459	36.0
Flour, meal and mill products.....	1,197,272	2.6	1,238,777	2.7	— 41,505	3.4
Citrus fruits.....	58,032	.1	62,589	.2	— 4,557	7.3
Other fruits, fresh and frozen.....	139,515	.3	129,262	.3	+ 10,253	7.9
Potatoes, other than sweet.....	314,324	.7	290,898	.7	+ 23,426	8.1
Other vegetables, fresh and frozen.....	138,830	.3	120,754	.3	+ 18,076	15.0
Sugar beets.....	127,177	.3	131,525	.3	— 4,348	3.3
Other products of agriculture.....	1,569,537	3.5	1,690,457	3.7	— 120,920	7.2
Total.....	7,544,251	16.6	8,251,250	18.2	— 706,999	8.6
ANIMALS AND PRODUCTS:						
Cattle, calves, sheep and goats.....	295,025	.7	299,287	.6	— 4,262	1.4
Swine.....	65,543	.2	90,425	.2	— 24,882	27.5
Fresh meats.....	510,294	1.1	529,896	1.1	— 19,602	3.7
Poultry, eggs, butter and cheese.....	147,144	.3	168,082	.4	— 20,938	12.5
Wool, hides and leather.....	165,712	.4	162,645	.4	+ 3,067	1.9
Other animals and products.....	288,146	.6	312,571	.7	— 24,425	7.8
Total.....	1,471,864	3.3	1,562,906	3.4	— 91,042	5.8
PRODUCTS OF MINES:						
Bituminous coal.....	6,857,663	15.1	6,568,055	14.4	+ 289,608	4.4
Coke.....	369,585	.8	423,142	.9	— 53,557	12.7
Ores and concentrates.....	417,429	.9	293,053	.7	+ 124,376	42.4
Gravel and sand.....	1,919,418	4.3	1,859,116	4.1	+ 60,302	3.2
Stone, broken, ground or crushed.....	963,494	2.1	814,437	1.8	+ 149,057	18.3
Stone, rough and finished.....	99,056	.2	110,619	.2	— 11,563	10.5
Asphalt.....	282,230	.6	301,417	.7	— 19,187	6.4
Salt.....	188,636	.4	188,345	.4	+ 291	.2
Other products of mines.....	1,166,381	2.6	1,077,443	2.4	+ 88,938	8.3
Total.....	12,263,892	27.0	11,635,627	25.6	+ 628,265	5.4
PRODUCTS OF FORESTS:						
Logs, posts, poles and cordwood.....	2,671,580	5.8	2,858,932	6.3	— 187,352	6.6
Pulpwood.....	1,044,766	2.3	878,540	1.9	+ 166,226	18.9
Lumber and mill products.....	2,338,078	5.2	2,423,654	5.3	— 85,576	3.5
Veneer and built-up wood.....	410,623	.9	430,753	1.0	— 20,130	4.7
Other products of forests.....	306,252	.7	244,333	.5	+ 61,919	25.3
Total.....	6,771,299	14.9	6,836,212	15.0	— 64,913	.9
MANUFACTURERS AND MISCELLANEOUS:						
Refined petroleum and products.....	1,384,967	3.0	1,419,776	3.1	— 34,809	2.5
Sugar, table syrups and molasses.....	270,679	.6	284,549	.6	— 13,870	4.9
Iron and steel products.....	2,646,207	5.8	2,548,699	5.6	+ 97,508	3.8
Machinery and boilers.....	315,953	.7	271,415	.6	+ 44,538	16.4
Cement.....	1,195,770	2.6	1,125,587	2.5	+ 70,183	6.2
Brick, building tile and artificial stone.....	253,274	.6	287,050	.6	— 33,776	11.8
Lime and plaster.....	130,159	.3	126,774	.3	+ 3,385	2.7
Agricultural implements, tractors and parts.....	213,557	.5	261,814	.6	— 48,257	18.4
Autos, trucks, parts and tires.....	583,865	1.3	761,931	1.7	— 178,066	23.4
Beverages.....	955,894	2.1	896,716	2.0	+ 59,178	6.6
Ice.....	39,998	.1	42,399	.1	— 2,401	5.7
Fertilizers.....	390,039	.9	419,128	.9	— 29,089	6.9
Paper and paper products.....	1,223,492	2.7	1,145,187	2.5	+ 78,305	6.8
Canned food products.....	914,308	2.0	865,903	1.9	+ 48,405	5.6
Scrap iron and scrap steel.....	890,698	2.0	827,516	1.8	+ 63,182	7.6
Building paper, roofing and woodwork.....	445,897	1.0	472,916	1.0	— 27,019	5.7
Other manufactures and miscellaneous.....	5,186,210	11.4	5,160,636	11.4	+ 25,574	.5
Total.....	17,040,967	37.6	16,917,996	37.2	+ 122,971	.7
GRAND TOTAL CARLOAD TRAFFIC.....	45,092,273	99.4	45,203,991	99.4	— 111,718	.2
ALL L.C.L. FREIGHT.....	258,940	.6	277,069	.6	— 18,129	6.5
GRAND TOTAL, CARLOAD AND L.C.L. TRAFFIC.....	45,351,213	100.0	45,481,060	100.0	— 129,847	.3

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NUMBER OF EMPLOYEES AND COMPENSATION

YEAR	REGULAR EMPLOYEES			PART TIME EMPLOYEES: COMPENSATION (NOT SUBJECT TO CONTINUING AUTHORITY OF RAILROAD)	TOTAL COMPENSATION ALL EMPLOYEES		
	AVERAGE NO. OF EMPLOYEES (MIDDLE OF MONTH COUNT)	COMPENSATION	AVERAGE COMPENSATION PER EMPLOYEE		TOTAL COMPENSATION	CHARGED TO OPERATING EXPENSES	ADDITIONS AND BETTERMENTS AND OTHER ACCOUNTS
1928.....	48,129	\$ 81,744,769	\$1,698	\$135,855	\$ 81,880,624	\$ 75,548,543	\$ 6,332,081
1929.....	47,995	83,540,420	1,741	137,631	83,678,051	76,795,279	6,882,772
1930.....	42,326	71,198,791	1,682	149,072	71,347,863	65,531,534	5,816,329
1931.....	34,569	56,871,675	1,645	150,722	57,022,397	52,891,878	4,130,519
1932.....	28,827	43,014,585	1,492	135,511	43,150,096	40,271,832	2,878,264
1933.....	26,493	39,042,823	1,474	129,469	39,172,292	36,740,362	2,431,930
1934.....	28,065	42,385,752	1,510	130,799	42,516,551	39,186,108	3,330,443
1935.....	30,109	48,398,365	1,607	93,681	48,492,046	44,742,422	3,749,624
1936.....	32,178	54,061,839	1,680	103,723	54,165,562	49,427,401	4,738,161
1937.....	32,784	56,372,965	1,720	104,064	56,477,029	51,054,608	5,422,421
1938.....	28,988	52,830,262	1,822	100,092	52,930,354	48,224,635	4,705,719
1939.....	30,224	55,042,582	1,821	99,912	55,142,494	50,442,260	4,700,234
1940.....	29,674	55,664,577	1,876	107,047	55,771,624	50,924,885	4,846,739
1941.....	31,583	63,000,300	1,995	135,795	63,136,095	57,763,314	5,372,781
1942.....	33,253	74,673,850	2,246	137,691	74,811,541	68,123,406	6,688,135
1943.....	35,377	90,305,409	2,553	145,093	90,450,502	84,109,945	6,340,557
1944.....	38,230	104,576,956	2,735	172,451	104,749,407	96,584,193	8,165,214
1945.....	38,589	106,425,149	2,758	179,825	106,604,974	98,318,215	8,286,759
1946.....	37,203	116,746,703	3,138	180,159	116,926,862	107,484,522	9,442,340
1947.....	37,955	124,724,548	3,286	170,860	124,895,408	114,042,873	10,852,535
1948.....	38,268	138,490,345	3,619	172,016	138,662,361	126,543,269	12,119,092
1949.....	35,131	133,117,567	3,789	158,275	133,275,842	123,450,866	9,824,976
1950.....	33,668	128,201,025	3,808	167,342	128,368,367	121,226,784	7,141,583
1951.....	33,846	143,260,363	4,233	219,693	143,480,056	134,493,624	8,986,432
1952.....	32,550	145,397,263	4,467	149,515	145,546,778	138,390,501	7,156,277
1953.....	31,138	138,117,562	4,436	145,500	138,263,062	131,304,863	6,958,199
1954.....	27,961	126,272,397	4,516	143,400	126,415,797	120,564,532	5,851,265
1955.....	27,936	126,447,937	4,526	139,330	126,587,267	120,732,130	5,855,137
1956.....	27,408	134,534,522	4,909	123,452	134,657,974	126,936,601	7,721,373

NUMBER OF EMPLOYEES AND COMPENSATION BY STATES 1956

STATE	REGULAR EMPLOYEES			PART TIME EMPLOYEES TOTAL COMPENSATION	TOTAL COMPENSATION ALL EMPLOYEES
	AVERAGE NUMBER	TOTAL COMPENSATION	AVERAGE COMPENSATION PER EMPLOYEE		
Illinois.....	7,134	\$ 35,749,055	\$5,011	\$ 24,519	\$ 35,773,574
Iowa.....	2,818	13,457,445	4,776	12,426	13,469,871
Wisconsin.....	7,344	34,211,812	4,658	32,645	34,244,457
Minnesota.....	3,613	17,956,908	4,970	10,978	17,967,886
Michigan.....	169	886,520	5,246	602	887,122
Missouri.....	442	2,093,521	4,736	8,910	2,102,431
Indiana.....	347	1,940,236	5,591	7,590	1,947,826
South Dakota.....	1,263	5,933,388	4,698	3,923	5,937,311
North Dakota.....	143	619,770	4,334	2,508	622,278
Montana.....	1,766	9,199,417	5,209	19,064	9,218,481
Idaho.....	169	763,052	4,515	0	763,052
Washington.....	2,034	10,742,446	5,281	287	10,742,733
All other.....	166	980,952	5,909	0	980,952
Total.....	27,408	\$134,534,522	\$4,909	\$123,452	\$134,657,974

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

EQUIPMENT OWNED

	JAN. 1, 1956 NUMBER	ADDED (NEW)	RETIRED	ALL OTHER INCLUDING RECLASSI- FICATIONS	DECEMBER 31, 1956	
					NUMBER	CAPACITY
LOCOMOTIVES						
DIESEL-ELECTRIC (UNITS):						
Freight	200			+ 12	212	Tractive Pwr. (Pounds)
Passenger	82	18		- 12	88	12,712,757
Multiple purpose	195	26			221	5,220,598
Switching	286				286	13,662,315
						16,967,617
ELECTRIC (UNITS):						
Freight	83				83	5,172,875
Passenger	14				14	1,322,972
Switching	3				3	123,000
STEAM:						
Freight	8		8	+ 1	1	36,568
Passenger						
Switching						
TOTAL	871	44	8	+ 1	908	55,218,702
FREIGHT CARS						
Box	29,095	51	811	+ 26	28,361	Tons
Gondola	9,964		445	+ 50	9,569	1,314,488
Hopper	4,644	100	122		4,622	536,990
Ballast	975		105		870	263,880
Ore	794				794	60,900
Stock	3,368		13		3,355	55,580
Flat	5,144		444	- 50	4,650	134,190
Refrigerator	594	50	1		643	227,024
Tank	38		5		33	28,710
Caboose	583	110	138		555	1,650
Total	55,199	311	2,084	+ 26	53,452	2,623,412
PASSENGER CARS						
Coaches	328		21	+ 13	320	Passengers
Sleepers	67			- 7	60	23,514
Parlor	19			- 5	14	1,437
Parlor cafe	8			- 2	6	530
Dining	33				33	240
Tap, lounge & observation	12				12	1,568
Baggage, express and mail	417		39		378	1,064
Passenger and baggage	41		17	+ 1	25	
Passenger, mail and baggage	10		2		8	720
Rail motor cars	2				2	196
Total	937		79		858	29,269
COMPANY SERVICE EQUIPMENT						
Business cars	14		3		11	
Ballast and dump cars	80		1		79	
Derrick cars	18				18	
Boarding outfit cars	308		122	+ 3	189	
Snow removing cars	185		38	+ 25	172	
Other company service equipment	2,040		449	+248	1,839	
Total	2,645		613	+276	2,308	
FLOATING EQUIPMENT						
Car floats	4				4	
HIGHWAY VEHICLES						
Passenger automobiles	234	24	32		226	
Trucks	304	50	35		319	
Other	75	7	3		79	
Total	613	81	70		624	
LEDGER VALUE					INCREASE OR DECREASE	
DECEMBER 31, 1956					DECEMBER 31, 1955	
Locomotives	\$121,701,513		\$114,506,286		INC. \$7,195,227	
Freight cars	147,753,785		146,308,279		INC. 1,445,506	
Passenger cars	32,272,413		33,009,349		DEC. 736,936	
Work equipment	6,453,912		6,252,731		INC. 201,181	
Floating equipment	278,731		278,731			
Miscellaneous equipment	1,470,091		1,332,676		INC. 137,415	
Total	\$309,930,445		\$301,688,052		INC. \$8,242,393	

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MILWAUKEE LAND COMPANY INCOME ACCOUNT

INCOME	1956	1955	INCREASE	DECREASE
TOWNSITE DIVISION				
SALES:				
Real estate.....	\$ 381,805	\$ 61,120	\$320,685	
Cost of real estate sold.....	(207,401)	(47,331)	(160,070)	
GROSS PROFIT FROM SALES	174,404	13,789	160,615	
OTHER INCOME				
Rents.....	26,001	12,927	13,074	
Interest.....	46,840	22,660	24,180	
All other.....	692	590	102	
TOTAL OTHER INCOME	73,533	36,177	37,356	
TOTAL INCOME—TOWNSITE DIVISION	247,937	49,966	197,971	
TIMBER DIVISION				
SALES:				
Timber land and timber.....	1,705,101	1,722,825		17,724
Cost of land and timber sold.....	(67,144)	(86,628)		\$ (19,484)
GROSS PROFIT FROM SALES	1,637,957	1,636,197	1,760	
OTHER INCOME				
Rents and royalties.....	7,150	11,021		3,871
Interest.....	58,866	55,444	3,422	
TOTAL OTHER INCOME	66,016	66,465		449
TOTAL INCOME—TIMBER DIVISION	1,703,973	1,702,662	1,311	
TOTAL INCOME—TOWNSITE AND TIMBER DIVISIONS	1,951,910	1,752,628	199,282	
EXPENSES				
TOWNSITE DIVISION				
Salaries and office expenses.....	5,949	6,829		880
Taxes.....	13,970	10,859	3,111	
Interest.....	64,044	64,044		
All other.....	3,989	1,109	2,880	
TOTAL EXPENSES—TOWNSITE DIVISION	87,952	82,841	5,111	
TIMBER DIVISION				
Salaries and office expenses.....	48,229	43,232	4,997	
Real estate expense.....	77,414	48,860	28,554	
Timber cutting contracts expense.....	38,876	35,457	3,419	
Fire protection.....	19,341	20,191		850
Taxes.....	432,249	388,755	43,494	
Interest.....	95,076	95,076		
All other.....	5,670	14,261		8,591
TOTAL EXPENSES—TIMBER DIVISION	716,855	645,832	71,023	
TOTAL EXPENSES—TOWNSITE AND TIMBER DIVISIONS	804,807	728,673	76,134	
NET INCOME	\$1,147,103	\$1,023,955	\$123,148	

MILWAUKEE LAND COMPANY STATEMENT OF RETAINED INCOME

	1956	1955	INCREASE	DECREASE
Balance at January 1.....	\$1,877,171	\$1,649,338	\$227,833	
ADDITIONS:				
Net income for the year.....	1,147,103	1,023,955	123,148	
Miscellaneous credits.....		243,118		\$243,118
	3,024,274	2,916,411	107,863	
DEDUCTIONS:				
Dividends paid.....	1,000,000	1,000,000		
Miscellaneous debits.....		39,240		39,240
	1,000,000	1,039,240		39,240
BALANCE AT DECEMBER 31	\$2,024,274	\$1,877,171	\$147,103	

() Denotes reverse items.

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

MILWAUKEE LAND COMPANY—BALANCE SHEET

	DECEMBER 31, 1956	DECEMBER 31, 1955	CHANGE DURING YEAR
ASSETS			
CURRENT ASSETS			
Cash.....	\$ 654,264	\$ 760,651	— \$106,387
United States Government securities.....		544,000	— 544,000
Accounts receivable.....	52,702	57,888	— 5,186
Notes and purchase contracts.....	1,182,663	839,332	+ 343,331
Interest receivable.....	73,921	46,592	+ 27,329
TOTAL CURRENT ASSETS	1,963,550	2,248,463	— 284,913
INVESTMENTS			
Capital stocks.....	1,725	1,725	.....
C. M. St. P. & P. R. R. Co. mortgage bonds.....	1,159,454	700,917	+ 458,537
Other investments.....		5,000	— 5,000
TOTAL INVESTMENTS	1,161,179	707,642	+ 453,537
OTHER ASSETS			
Timber sale contracts.....	262,500	200,000	+ 62,500
Other assets.....	1	1	.....
TOTAL OTHER ASSETS	262,501	200,001	+ 62,500
PROPERTIES			
Timber land and timber.....	1,686,851	1,669,907	+ 16,944
Real estate.....	881,831	933,876	— 52,045
Automobiles less accrued depreciation.....	7,540	6,383	+ 1,157
Furniture and fixtures less accrued depreciation.....	1,280	637	+ 643
TOTAL PROPERTIES	2,577,502	2,610,803	— 33,301
	\$5,964,732	\$5,766,909	+ \$197,823
LIABILITIES			
CURRENT LIABILITIES			
Accounts payable.....	\$ 29,355	\$ 11,718	+ \$ 17,637
Interest payable.....	92,820	92,820	.....
Taxes (other than federal taxes on income).....	81,276	69,592	+ 11,684
Federal taxes on income.....	329,000	293,200	+ 35,800
TOTAL CURRENT LIABILITIES	532,451	467,330	+ 65,121
OTHER LIABILITIES			
Note payable—C. M. St. P. & P. R. R. Co.....	2,652,000	2,652,000	.....
Advances on coal leases and cutting contracts.....	251,953	223,083	+ 28,870
Other liabilities.....	4,054	47,325	— 43,271
TOTAL OTHER LIABILITIES	2,908,007	2,922,408	— 14,401
STOCKHOLDERS' EQUITY			
Capital stock:			
Common stock—par value \$100 per share:			
Authorized—5,000 shares.....	500,000	500,000	.....
Issued and outstanding—5,000 shares.....	2,024,274	1,877,171	+ 147,103
Retained income.....			
TOTAL STOCKHOLDERS' EQUITY	2,524,274	2,377,171	+ 147,103
	\$5,964,732	\$5,766,909	+ \$197,823



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