

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
---	---	--

Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	<input checked="" type="checkbox"/> a multiemployer plan; <input type="checkbox"/> a multiple-employer plan; or <input type="checkbox"/> a single-employer plan; <input type="checkbox"/> a DFE (specify) ____
B This return/report is:	<input type="checkbox"/> the first return/report; <input type="checkbox"/> the final return/report; <input type="checkbox"/> an amended return/report; <input type="checkbox"/> a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	<input checked="" type="checkbox"/>
D Check box if filing under:	<input checked="" type="checkbox"/> Form 5558; <input type="checkbox"/> automatic extension; <input type="checkbox"/> the DFVC program; <input type="checkbox"/> special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING RAILROAD SHOP CRAFT & SIGNAL EMPLOYEES</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>508</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>07/01/1973</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>508</u>	1c Effective date of plan <u>07/01/1973</u>	
1b Three-digit plan number (PN) ▶	<u>508</u>				
1c Effective date of plan <u>07/01/1973</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>NATIONAL CARRIERS' CONFERENCE COMMITTEE</u> <u>1901 L STREET NW SUITE 500 WASHINGTON, DC 20036-3514</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>52-1036399</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>202-862-7200</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>482110</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>52-1036399</u>	2c Sponsor's telephone number <u>202-862-7200</u>	2d Business code (see instructions) <u>482110</u>	
2b Employer Identification Number (EIN) <u>52-1036399</u>					
2c Sponsor's telephone number <u>202-862-7200</u>					
2d Business code (see instructions) <u>482110</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature. Signature of plan administrator	<u>10/11/2013</u> Date	<u>A. K. GRADIA</u> Enter name of individual signing as plan administrator
SIGN HERE	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor Name <input type="checkbox"/> Same as Plan Sponsor Address		3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name NATIONAL CARRIERS' CONFERENCE COMMITTEE		4b EIN 52-1162946 4c PN 508
5 Total number of participants at the beginning of the plan year		5 45874
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		<div style="background-color: #cccccc; height: 20px; width: 100%;"></div>
a Active participants.....		6a 46111
b Retired or separated participants receiving benefits.....		6b
c Other retired or separated participants entitled to future benefits.....		6c
d Subtotal. Add lines 6a , 6b , and 6c		6d 46111
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....		6e
f Total. Add lines 6d and 6e		6f 0
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....		6g
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7 44
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions: 4F		
9a Plan funding arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) <input type="checkbox"/> R (Retirement Plan Information) (2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) <input type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) <input checked="" type="checkbox"/> H (Financial Information) (2) <input type="checkbox"/> I (Financial Information – Small Plan) (3) <input type="checkbox"/> A (Insurance Information) (4) <input checked="" type="checkbox"/> C (Service Provider Information) (5) <input type="checkbox"/> D (DFE/Participating Plan Information) (6) <input type="checkbox"/> G (Financial Transaction Schedules)	

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2012
		This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING RAILROAD SHOP CRAFT & SIGNAL EMPLOYEES</u>	B Three-digit plan number (PN) ▶ <u>508</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>NATIONAL CARRIERS' CONFERENCE</u>	D Employer Identification Number (EIN) <u>52-1036399</u>

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

AETNA, INC.

151 FARMINGTON AVENUE
HARTFORD, CT 06186

06-6033492

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 13 12	NONE	2722610	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

TMDG, LLC

500 E PRATT STREET
SUITE 525
BALTIMORE, MD 21202

03-0583064

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	NONE	115486	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

SUNTRUST BANKS, INC.

303 PEACHTREE STREET NE
SUITE 3200
ATLANTA, GA 30308

58-0466330

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	NONE	6216	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WEAVER BROTHERS INSURANCE

7315 WISCONSIN AVE
EAST SUITE 900
BETHESDA, MD 20814

52-1590169

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
22	NONE	14827	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

GOODWIN PROCTER

901 NEW YORK AVENUE
NW 9
WASHINGTON, DC 20001

04-1378465

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	NONE	9106	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>		
A Name of plan <u>THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING RAILROAD SHOP CRAFT & SIGNAL EMPLOYEES</u>		B Three-digit plan number (PN) <u>508</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>NATIONAL CARRIERS' CONFERENCE</u>		D Employer Identification Number (EIN) <u>52-1036399</u>

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.				
	Assets			
a	Total noninterest-bearing cash	1a	38094	149312
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)	2037584	2069379
	(2) Participant contributions	1b(2)		
	(3) Other.....	1b(3)	2123234	1428211
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	3992657	4234605
	(2) U.S. Government securities.....	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)		
	(9) Value of interest in common/collective trusts.....	1c(9)		0
	(10) Value of interest in pooled separate accounts.....	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	8191569	7881507

Liabilities

g Benefit claims payable	1g	7675761	7560069
h Operating payables	1h	510294	321438
i Acquisition indebtedness	1i		
j Other liabilities	1j	5514	
k Total liabilities (add all amounts in lines 1g through 1j)	1k	8191569	7881507

Net Assets

l Net assets (subtract line 1k from line 1f)	1l		
---	-----------	--	--

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	23258441	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		23258441

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	379	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		379

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		23258820

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	20387601	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		20387601
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	142393	
(2) Contract administrator fees	2i(2)	2722610	
(3) Investment advisory and management fees	2i(3)	6216	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		2871219
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		23258820

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: TMDG, LLC

(2) EIN: 03-0583064

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?

If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

Part V Trust Information (optional)

6a Name of trust

THE SSBP COVERING SC&S EES TRUST

6b Trust's EIN

521162946

500 East Pratt Street • Suite 525 • Baltimore, Maryland 21202-3178
Telephone: 443.743.1277 • Facsimile: 443.743.1295



INDEPENDENT AUDITOR'S REPORT

To the National Carriers' Conference Committee with respect to
The Supplemental Sickness Benefit Plan Covering Railroad Shop Craft and Signal Employees

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of The Supplemental Sickness Benefit Plan Covering Railroad Shop Craft and Signal Employees (the Plan), which comprise the statements of net assets available for benefits and of plan benefit obligations as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits and of changes in plan benefit obligations for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3 and 8, which was certified by SunTrust Bank, the trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained certifications from the trustee as of December 31, 2012 and 2011, and for the year ended

December 31, 2012, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules of assets (held at end of year) as of December 31, 2012 and of reportable transactions for the year ended December 31, 2012, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. These supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.



Baltimore, Maryland
October 11, 2013

Form **5500**Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security
Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan**This form is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).**► **Complete all entries in accordance with the instructions to the Form 5500.**OMB Nos. 1210-0110
1210-0089**2012****This Form Is Open to Public Inspection.****Part I Annual Report Identification Information****For the calendar plan year 2012 or fiscal plan year beginning and ending**

- A** This return/report is for: (1) ☒ a multiemployer plan; (3) ☐ a multiple-employer plan; or
 (2) ☐ a single-employer plan; (4) ☐ a DFE (specify)
- B** This return/report is: (1) ☐ the first return/report; (3) ☐ the final return/report;
 (2) ☐ an amended return/report; (4) ☐ a short plan year return/report (less than 12 months).
- C** If the plan is a collectively-bargained plan, check here ☒
- D** Check box if filing under: ☒ Form 5558; ☐ automatic extension; ☐ the DFVC program;
☐ Special extension (enter description)

Part II Basic Plan Information — enter all requested information.**1 a** Name of planTHE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT & SIGNAL EMPLOYEES**1b** Three-digit
plan number (PN).... ► 508**1c** Effective date of plan
07/01/1973**2 a** Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan)**2b** Employer Identification Number (EIN)

52-1036399

2c Sponsor's telephone number

202-862-7200

2d Business code (see instructions)

482110

NATIONAL CARRIERS' CONFERENCE
COMMITTEE
1901 L STREET, NW, SUITE 500
WASHINGTON, DC 20036-3514**Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.**

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<i>A. K. Gradia</i>	10/11/13	A. K. GRADIA
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; including room or suite number. (optional)			Preparer's telephone number (optional)
Matthew B Dubnansky, CPA TMDG, LLC. 500 E PRATT ST STE 525 BALTIMORE MD 21202-3178			

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.Form **5500** (2012)
v.120126

3a Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor Name <input type="checkbox"/> Same as Plan Sponsor Address		3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: black; width: 100%; height: 40px;"></div>
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name NATIONAL CARRIERS' CONFERENCE COMMITTEE		4b EIN 52-1162946 4c PN 508
5 Total number of participants at the beginning of the plan year	5	45874
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a, 6b, 6c, and 6d)		
a Active participants	6a	46111
b Retired or separated participants receiving benefits	6b	
c Other retired or separated participants entitled to future benefits	6c	
d Subtotal. Add lines 6a, 7b, and 6c	6d	46111
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	6e	
f Total. Add lines 6d and 6e	6f	
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h	
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	44
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions: <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> </div>		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions: <div style="display: flex; justify-content: space-between;"> <div><input checked="" type="checkbox"/> 4F</div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> </div>		
9a Plan funding arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) <input type="checkbox"/> R (Retirement Plan Information) (2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) – signed by the plan actuary (3) <input type="checkbox"/> SB (Single-Employer Defined Benefit Plan Information) – signed by the plan actuary		b General Schedules (1) <input checked="" type="checkbox"/> H (Financial Information) (2) <input type="checkbox"/> I (Financial Information – Small Plan) (3) <input type="checkbox"/> A (Insurance Information) (4) <input checked="" type="checkbox"/> C (Service Provider Information) (5) <input type="checkbox"/> D (DFE/Participating Plan Information) (6) <input type="checkbox"/> G (Financial Transaction Schedules)

Form 5558

(Rev. August 2012)

Department of the Treasury
Internal Revenue ServiceApplication for Extension of Time To
File Certain Employee Plan Returns

OMB No. 1545-0212

G For Privacy Act and Paperwork Reduction Act Notice, see instructions.
G Information about Form 5558 and its instructions is at www.irs.gov/form5558.

File With IRS Only

Part I Identification

A Name of filer, plan administrator, or plan sponsor (see instructions) NATIONAL CARRIERS' CONFERENCE Number, street, and room or suite number (If a P.O. box, see instructions) 1901 L STREET, NW, SUITE 500 City or town, state, and ZIP code WASHI NGTON, DC 20036-3514		B Filer's Identifying Number (see instructions). Employer identification number (EIN) (9 digits XX-XXXXXXX) <input checked="" type="checkbox"/> G 52-1036399 Social security number (SSN) (9 digits XXX-XX-XXXX) <input type="checkbox"/> G	
C Plan name 1 THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING		Plan number 508	Plan year ending MM DD YYYY 12 31 12

Part II Extension of Time To File Form 5500 Series, and/or Form 8955-SSA

- 1 ☐ Check this box if you are requesting an extension of time on line 2 to file the first Form 5500 series return/report for the plan listed in Part 1, C above.
- 2 I request an extension of time until 10/15/2013 to file Form 5500 series (see instructions).
Note. A signature IS NOT required if you are requesting an extension to file Form 5500 series.
- 3 I request an extension of time until _____ to file Form 8955-SSA (see instructions).
Note. A signature IS NOT required if you are requesting an extension to file Form 8955-SSA.

The application is automatically approved to the date shown on line 2 and/or line 3 (above) if: (a) the Form 5558 is filed on or before the normal due date of Form 5500 series, and/or Form 8955-SSA for which this extension is requested, and (b) the date on line 2 and/or line 3 (above) is not later than the 15th day of the third month after the normal due date.

Part III Extension of Time To File Form 5330 (see instructions)

- 4 I request an extension of time until _____ to file Form 5330.
You may be approved for up to a 6 month extension to file Form 5330, after the normal due date of Form 5330.
- a Enter the Code section(s) imposing the tax. **G a**
- b Enter the payment amount attached **G b**
- c For excise taxes under section 4980 or 4980F of the Code, enter the reversion/amendment date **G c**
- 5 State in detail why you need the extension:
- _____
- _____
- _____
- _____
- _____
- _____
- _____
- _____
- _____
- _____

Under penalties of perjury, I declare that to the best of my knowledge and belief, the statements made on this form are true, correct, and complete, and that I am authorized to prepare this application.

Signature **G**Date **G**

THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT AND SIGNAL EMPLOYEES

FINANCIAL STATEMENTS
(Together with report of Independent Public Accountants)

December 31, 2012 and 2011

CONTENTS

	Page
INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS	3 – 4
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits	5
Statement of Changes in Net Assets Available for Benefits	6
Statements of Plan Benefit Obligations	7
Statement of Changes in Plan Benefit Obligations	8
Notes to Financial Statements	9 – 16
SUPPLEMENTAL SCHEDULES	
Schedule of Assets (Held at End of Year)	18
Schedule of Reportable Transactions	19 – 29

500 East Pratt Street • Suite 525 • Baltimore, Maryland 21202-3178
Telephone: 443.743.1277 • Facsimile: 443.743.1295



INDEPENDENT AUDITOR'S REPORT

To the National Carriers' Conference Committee with respect to
The Supplemental Sickness Benefit Plan Covering Railroad Shop Craft and Signal Employees

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of The Supplemental Sickness Benefit Plan Covering Railroad Shop Craft and Signal Employees (the Plan), which comprise the statements of net assets available for benefits and of plan benefit obligations as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits and of changes in plan benefit obligations for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3 and 8, which was certified by SunTrust Bank, the trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained certifications from the trustee as of December 31, 2012 and 2011, and for the year ended

December 31, 2012, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules of assets (held at end of year) as of December 31, 2012 and of reportable transactions for the year ended December 31, 2012, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. These supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.



Baltimore, Maryland
October 11, 2013

THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT AND SIGNAL EMPLOYEES

Statements of Net Assets Available for Benefits
December 31, 2012 and 2011

	2012	2011
ASSETS		
Investments, at fair value	<u>\$ 4,234,605</u>	<u>\$ 3,992,657</u>
Receivables:		
Participating railroads' contributions	2,069,379	2,037,584
Plan benefit overpayments	61,751	123,772
Accrued interest	<u>32</u>	<u>31</u>
	<u>2,131,162</u>	<u>2,161,387</u>
Cash	<u>149,312</u>	<u>38,094</u>
Amounts due from participating railroads	<u>1,366,428</u>	<u>1,999,431</u>
Total assets	<u>7,881,507</u>	<u>8,191,569</u>
LIABILITIES		
Accounts payable and accrued expenses	321,438	510,294
Due to Maintenance of Way Employees Supplemental Sickness Benefit Plan	<u>-</u>	<u>5,514</u>
Total liabilities	<u>321,438</u>	<u>515,808</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 7,560,069</u></u>	<u><u>\$ 7,675,761</u></u>

The Notes to Financial Statements are an integral part of these statements.

THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT AND SIGNAL EMPLOYEES

Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2012

ADDITIONS

Investment income:	
Interest income	\$ 379
Less investment expenses	<u>(6,216)</u>
	<u>(5,837)</u>
Participating railroads' contributions	<u>23,258,441</u>
Total additions	<u>23,252,604</u>

DEDUCTIONS

Benefits paid to participants	20,503,293
Administrative expenses	<u>2,865,003</u>
Total deductions	<u>23,368,296</u>
Net increase (decrease)	(115,692)

NET ASSETS AVAILABLE FOR BENEFITS

Beginning of year	<u>7,675,761</u>
End of year	<u>\$ 7,560,069</u>

The Notes to Financial Statements are an integral part of this statement.

THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT AND SIGNAL EMPLOYEES

Statements of Plan Benefit Obligations
(As Determined by Aetna)
December 31, 2012 and 2011

	2012	2011
AMOUNTS CURRENTLY PAYABLE TO OR FOR PARTICIPANTS, BENEFICIARIES, AND DEPENDENTS		
Claims payable and claims incurred but not reported	<u>\$ 7,560,069</u>	<u>\$ 7,675,761</u>

The Notes to Financial Statements are an integral part of these statements.

THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT AND SIGNAL EMPLOYEES

Statement of Changes in Plan Benefit Obligations
(As Determined by Aetna)
For the Year Ended December 31, 2012

AMOUNTS CURRENTLY PAYABLE TO OR FOR PARTICIPANTS,
BENEFICIARIES, AND DEPENDENTS

Balance at beginning of year	\$ 7,675,761
Claims approved for payment and claims incurred but not reported	20,387,601
Claims paid	(20,503,293)
Balance at end of year	<u>\$ 7,560,069</u>

The Notes to Financial Statements are an integral part of this statement.

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of the Plan

The following description of The Supplemental Sickness Benefit Plan Covering Railroad Shop Craft and Signal Employees (the Plan) provides only general information. Participants should refer to the Plan's Summary Plan Description for a more complete description of the Plan's provisions.

General

The Plan was established in 1973 pursuant to collective-bargaining to supplement the sickness benefits provided pursuant to the Railroad Unemployment Insurance Act for eligible railroad shop and signal employees of participating railroads. The Plan is administered by the National Carriers' Conference Committee and is subject to the provisions of the Railway Labor Act, as amended, and the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Benefits

The Plan's supplemental sickness benefits are provided on a self-insured basis. The Plan is primarily administered by a third party administrator, Aetna, pursuant to an Administrative Service Only contract.

Eligibility

Upon satisfying the eligibility and coverage requirements, as outlined in the Plan's Summary Plan Description, employees of the participating railroads are entitled to receive the benefits provided by the Plan.

Funding

The participating railroads' obligation to provide contributions to the Plan arises pursuant to the terms and conditions of the collective-bargaining agreements, Plan document and related practices. Contributions to the Plan are provided by the participating railroads in the amount determined after discussions with Aetna. The railroads fund the obligations of the Plan on a monthly basis as they become due and payable during the year.

Tax status

The Trust established pursuant to the Plan to hold the Plan's assets is qualified pursuant to Section 501(c)(9) of the Internal Revenue Code and, accordingly, the Trust's net investment income is exempt from income taxation. The Plan has obtained a favorable tax determination letter from the Internal Revenue Service, and

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of the Plan (continued)

Tax status (continued)

the Plan Sponsor believes that the Plan, as amended, continues to qualify and to operate as designed.

Representatives of the Plan Sponsor considered the Plan's tax positions relative to FASB ASC 740, Income Taxes (which includes FASB Interpretation No. 48 (FIN 48) – Accounting for Uncertainty in Income Taxes) and believes that the Plan has maintained its tax exempt status and had taken no uncertain tax positions. Therefore, no provision or liability for income taxes has been included in the financial statements. The Plan is subject to routine examination by taxing jurisdictions; however, there are currently no examinations for any tax periods in progress. Based on the three year statute of limitations that restricts the tax filing from examination by the IRS and other taxing jurisdictions for income tax purposes, the Plan Sponsor believes it is no longer subject to examinations by these jurisdictions for this purpose for years prior to 2009.

Plan termination

In the event of termination of the Plan, the Trust's remaining assets will be used to provide for the payment of any and all obligations of the Plan. Such payments shall be for the exclusive benefit of the Plan participants and beneficiaries and to defray the administrative expenses of the Plan.

Note 2. Significant Accounting Policies

Basis of accounting

The financial statements of the Plan are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America except that benefit payments are recorded when paid.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the financial statements. Accordingly, actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS

Note 2. Significant Accounting Policies (continued)

Valuation of investments and income recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis.

Fair value of financial instruments

The Plan Administrator believes the carrying value of financial instruments, as stated in the financial statements, approximates their fair value.

Participating railroads' contributions and contributions receivable

Each participating railroad provides a monthly contribution to the Plan as determined annually. Participating railroad contributions are recognized as revenue in the period in which the compensated service giving rise to the contribution is rendered.

Allowance for doubtful accounts

The Plan utilizes the allowance method to account for uncollectible receivables. Unless otherwise noted (See Note 5), an allowance for doubtful accounts for the Plan's receivable balances is not considered necessary as probable uncollectible amounts have been determined by the Plan Administrator not to be significant to the financial statements.

Amounts due from participating railroads

The amounts due from participating railroads represent an unfunded commitment, pursuant to the collective-bargaining agreements, Plan document and related practices, by each participating railroad, to contribute to the Plan sufficient funds to enable the Plan to pay the benefits provided by it for that railroad's employees.

Subsequent events

The Plan has evaluated subsequent events through October 11, 2013 the date the financial statements were available to be issued.

NOTES TO FINANCIAL STATEMENTS

Note 3. Investments

Investments are held by a bank administered trust fund. The following table represents the fair value of those investments as of December 31, 2012 and 2011. Investments that represent 5% or more of the Plan's net assets are separately identified.

	2012	2011
Investments at estimated fair value:		
Money market fund*	<u>\$ 4,234,605</u>	<u>\$ 3,992,657</u>

* Investments held as of December 31, 2012 and 2011 were in Federated Treasury Obligation MM-1 #68 FFS.

Note 4. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy are described as follows:

Level 1

Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2

Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets
- Quoted prices for identical or similar assets or liabilities in inactive markets
- Inputs other than quoted prices that are observable for the asset or liability
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3

Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

NOTES TO FINANCIAL STATEMENTS

Note 4. Fair Value Measurements (continued)

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The valuation methodology used for assets measured at fair value as of December 31, 2012 and 2011 is as follows:

Money market funds

Shares of a money market portfolio are considered cash equivalents and are valued at their carrying amount due to their short-term nature.

As of December 31, 2012, and 2011, all of the Plan's investment assets have been determined by the Plan Sponsor to be level 1.

Note 5. Plan Benefit Overpayment Receivable

Pursuant to the Plan's Summary Plan Description, should a Plan participant receive one or more types of certain subsequent payments from a government entity, another plan, or another insurance arrangement (See Plan's Summary Plan Description for a complete listing of these subsequent payments) in connection with a disability claim that has been paid by the Plan, the payment will reduce the basic benefit payable by the Plan and an overpayment will be created.

Upon receiving such a payment, the Plan participant is obligated to repay the overpayment to the Plan. Generally, the overpayment is equal to the lesser of the disability claim paid by the Plan or the total amount subsequently received by the Plan participant.

Based on current and historical collection patterns, the Plan Sponsor has determined that any amounts not repaid by Plan participants within one year of receipt of such payments will be deemed uncollectible. The following table represents the balances of the plan benefit overpayment receivable as of December 31, 2012 and 2011, which only includes amounts that have been reported to and recorded by Aetna as of December 31st (see below for further explanation of gain contingency associated with the receipt of future awards that have not been communicated to Aetna and recorded as an overpayment as of December 31st):

NOTES TO FINANCIAL STATEMENTS

Note 5. Plan Benefit Overpayment Receivable (continued)

	2012	2011
Total plan benefit overpayment receivable	457,168	486,504
Allowance	<u>(395,417)</u>	<u>(362,732)</u>
Net plan benefit overpayment receivable	<u>\$ 61,751</u>	<u>\$ 123,772</u>

The gain contingency associated with the receipt of future awards that have not been communicated to Aetna and recorded as an overpayment as of December 31st, may result in prospective overpayments to a participant and refunds receivable to the Plan. This gain contingency has not been recognized by the Plan because the Plan Sponsor believes this amount cannot be reasonably estimated as of the financial statement date.

Note 6. Post-Retirement Benefits and Other Plan Obligations

The Plan provides no post-retirement benefits.

Plan obligations as of December 31st for claims payable and claims incurred by participants but not reported as of that date are estimated by Aetna. Such estimated amounts are reported in the accompanying statement of the plan benefit obligations at present value. Based on the current nature of the obligation, generally within nine months of the end of the Plan year, discounting the obligation was not necessary.

For measurement purposes, the Insurance Underwriters at Aetna evaluated all open, pending and closed claims relating to the Plan year and determined the run-out for these claims for at least three months subsequent to the year end. The Underwriter then compared the actual claims run-out to historical run-out patterns to develop a reserve factor, which was applied to claims related to the Plan year on an incurred basis. The resulting claims obligation was added to the claims run-out liability described above to develop the total obligation, which was recognized for financial statement reporting purposes.

Note 7. Concentration of Participating Railroads

There are approximately 40 railroads participating in the Plan, of which 4 Class I railroads comprised approximately 74% and 73% of the total Plan activity as of and for the years ended December 31, 2012 and 2011, respectively.

This activity includes, but is not limited to, participating railroad contributions receivable and amounts due from participating railroads as of December 31, 2012 and 2011, and participating railroads' contributions for the year ended December 31, 2012 as follows:

NOTES TO FINANCIAL STATEMENTS

Note 7. Concentration of Participating Railroads (continued)

Railroad	Percentage of Total Plan Activity	
	2012	2011
A	23.1%	23.1%
B	19.9%	19.9%
C	15.9%	15.8%
D	14.7%	14.6%

Note 8. Information Certified by the Plan's Trustee and the Plan Administrator

The following information included in the financial statements and supplemental schedules was provided and certified by the Trustee, SunTrust Bank, and the Plan Administrator as complete and accurate.

- Investments
- Accrued interest
- Investment income
- Schedule of assets held for investment purposes
- Schedule of reportable transactions

The Plan's independent public accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedules.

Note 9. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the accompanying 2012 and 2011 financial statements to the Form 5500.

	2012	2011
Net assets available for benefits as reported within the financial statements	\$ 7,560,069	\$ 7,675,761
Benefit obligations currently payable	<u>(7,560,069)</u>	<u>(7,675,761)</u>
Net assets available for benefits as reported within the Form 5500	<u>\$ -</u>	<u>\$ -</u>

NOTES TO FINANCIAL STATEMENTS

Note 9. Reconciliation of Financial Statements to Form 5500 (continued)

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500 for the year ended December 31, 2012.

Benefits paid to participants as reported within the financial statements	\$ 20,503,293
Add: Amounts payable at end of year	7,560,069
Less: Amounts payable at beginning of year	(<u>7,675,761</u>)
Benefits paid to participants as reported within the Form 5500	<u>\$ 20,387,601</u>

Amounts currently payable to or for participants are recorded on the Form 5500 for benefit claims that have been processed and approved for payment prior to December 31st but not yet paid as of that date and for incurred but not reported benefit claims as of December 31st.

Note 10. Risks and Uncertainties

The Plan invests in money market funds with SunTrust. These investments are exposed to credit risk. Due to the level of risk associated with these investments given the current economic condition and uncertainty in the market place, it is at least reasonably possible that changes in the value of these investments may occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits and changes in net assets available for benefits.

The total obligations for claims payable and claims incurred but not reported, as calculated and reported to the Plan by Aetna as of December 31, 2012 and 2011 is based on certain assumptions pertaining to health care trends and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term could be material to the financial statements.

SUPPLEMENTAL SCHEDULES

THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT AND SIGNAL EMPLOYEES

Schedule of Assets (Held at End of Year)
December 31, 2012

Schedule H Item 4(i) – Schedule of Assets (Held at End of Year)
EIN: 52-1036399
Plan Number: 508

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity	<u>Cost</u>	Current <u>Value</u>
	Money Market Funds			
*	SunTrust Bank Account 70-04-102-7036739	Money Market Fund Federated Trsy Oblig MM-I #68 FFS	<u>\$ 4,234,605</u>	<u>\$ 4,234,605</u>

* Known party-in-interest to the Plan.

THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT AND SIGNAL EMPLOYEES

Schedule of Reportable Transactions
For the Year Ended December 31, 2012

Schedule H Item 4(j) – Schedule of Reportable Transactions
EIN: 52-1036399
Plan Number: 508

(a)	(b)	(c)	(d)	(g)	(i)
<u>Identity of Party Involved</u>	<u>Description of Assets</u>	<u>Purchase Price</u>	<u>Selling Price</u>	<u>Asset Cost</u>	<u>Current Value</u>
SunTrust Bank Account 70-04-102-7036739	(See attached schedule as prepared and reported by SunTrust Bank)				



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 71

RAILROAD - SSB PLAN CVR SHP C&S

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
CATEGORY 1 - SINGLE TRANSACTION EXCEEDS 5% OF VALUE						
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS			BEGINNING MARKET VALUE			
01/04/12 S	306,400.8800	1.0000	COMPARATIVE VALUE (5%)			
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS			3,992,687.85			
01/05/12 S	267,131.0800	1.0000	199,634.39			
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS			-----			
01/18/12 B	810,624.6200	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
01/23/12 B	337,998.2400	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/01/12 S	284,851.1800	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/13/12 S	287,313.5100	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/16/12 B	225,959.0600	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/17/12 B	1,026,756.7200	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/21/12 B	202,297.8300	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
03/02/12 S	291,162.5000	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
03/14/12 S	254,224.7900	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
03/16/12 B	266,127.2700	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
03/19/12 B	1,255,678.6900	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
04/02/12 S	298,492.8700	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
04/18/12 B	1,593,175.9900	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
04/20/12 B	204,967.0600	1.0000				
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
04/30/12 S	311,370.8100	1.0000				



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 72

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/02/12 S	286,023.5000	1.0000		286,024 *	286,024	0
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/11/12 S	269,337.6400	1.0000		269,338 *	269,338	0
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/17/12 B	286,787.5000	1.0000		-286,788 *	286,788	
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/17/12 B	1,209,442.5600	1.0000		-1,209,443 *	1,209,443	
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/22/12 B	203,244.5000	1.0000		-203,245 *	203,245	
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
06/01/12 S	327,260.1500	1.0000		327,260 *	327,260	0
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
06/04/12 S	3,552,762.6700	1.0000		3,552,763 *	3,552,763	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/04/12 B	3,552,762.6700	1.0000		-3,552,763 *	3,552,763	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/18/12 B	380,751.4000	1.0000		-380,751 *	380,751	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/19/12 B	882,296.8700	1.0000		-882,297 *	882,297	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/21/12 B	207,220.7000	1.0000		-207,221 *	207,221	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
07/03/12 S	320,448.1700	1.0000		320,448 *	320,448	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
07/16/12 B	247,791.6400	1.0000		-247,792 *	247,792	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
07/18/12 B	1,210,363.4800	1.0000		-1,210,363 *	1,210,363	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
08/02/12 S	305,791.4900	1.0000		305,791 *	305,791	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
08/20/12 B	1,854,341.5700	1.0000		-1,854,342 *	1,854,342	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/04/12 S	264,470.5600	1.0000		264,471 *	264,471	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/17/12 B	439,346.7600	1.0000		-439,347 *	439,347	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/18/12 S	574,516.1300	1.0000		574,516 *	574,516	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/19/12 B	507,146.9800	1.0000		-507,147 *	507,147	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/20/12 B	812,816.2300	1.0000		-812,816 *	812,816	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
10/01/12 S	227,668.0800	1.0000		227,668 *	227,668	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
10/17/12 B	1,904,111.9000	1.0000		-1,904,112 *	1,904,112	



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 73

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
10/18/12 S	263,813.9800	1.0000	0	263,814 *	263,814	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
10/31/12 S	267,514.8300	1.0000	0	267,515 *	267,515	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
11/06/12 S	318,289.0800	1.0000	0	318,289 *	318,289	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
11/19/12 B	288,655.5300	1.0000	0	-288,656 *	288,656	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
11/19/12 B	1,064,458.6000	1.0000	0	-1,064,459 *	1,064,459	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/04/12 S	356,942.5400	1.0000	0	356,943 *	356,943	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/07/12 S	263,154.1100	1.0000	0	263,154 *	263,154	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/17/12 B	407,347.8800	1.0000	0	-407,348 *	407,348	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/19/12 B	903,736.0400	1.0000	0	-903,736 *	903,736	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/21/12 B	478,539.3900	1.0000	0	-478,539 *	478,539	
GRAND TOTAL			0	32,663,694	32,663,694	0

CATEGORY 2 - SERIES OF TRANSACTIONS WITH SAME BROKER EXCEEDS 5% OF VALUE

*** NO TRANSACTIONS QUALIFIED FOR THIS SECTION ***

CATEGORY 3 - SERIES OF TRANSACTIONS IN SAME SECURITY EXCEEDS 5% OF VALUE

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 74

RAILROAD - SSB PLAN CVR SHP C&S

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
01/18/12 B	810,624.6200	1.0000	0	-810,625 *	810,625	
01/19/12 B	44,786.5300	1.0000	0	-44,787	44,787	
01/23/12 B	337,998.3400	1.0000	0	-337,998 *	337,998	
01/24/12 B	188,699.3000	1.0000	0	-188,699	188,699	
01/27/12 B	145,101.7100	1.0000	0	-145,102	145,102	
02/01/12 B	29,4100	1.0000	0	-29	29	
02/16/12 B	225,959.0600	1.0000	0	-225,959 *	225,959	
02/17/12 B	1,026,756.7200	1.0000	0	-1,026,757 *	1,026,757	
02/21/12 B	202,297.8300	1.0000	0	-202,298 *	202,298	
02/24/12 B	166,912.6300	1.0000	0	-166,913	166,913	
03/01/12 B	28,6500	1.0000	0	-29	29	
03/16/12 B	266,127.2700	1.0000	0	-266,127 *	266,127	
03/19/12 B	1,255,678.6900	1.0000	0	-1,255,679 *	1,255,679	
03/20/12 B	106,971.2200	1.0000	0	-106,971	106,971	
04/02/12 B	31,7000	1.0000	0	-32	32	
04/18/12 B	1,593,175.9900	1.0000	0	-1,593,176 *	1,593,176	
04/20/12 B	204,967.0600	1.0000	0	-204,967 *	204,967	
05/01/12 B	30,7200	1.0000	0	-31	31	
05/17/12 B	286,787.5000	1.0000	0	-286,788 *	286,788	
05/17/12 B	1,209,442.5600	1.0000	0	-1,209,443 *	1,209,443	
05/22/12 B	203,244.5000	1.0000	0	-203,245 *	203,245	
06/01/12 B	30,5800	1.0000	0	-31	31	
SUB-TOTAL OF BUYS \$ 22				8,275,686	8,275,686	
01/03/12 S	191,282.1100	1.0000	0	191,282	191,282	0
01/04/12 S	306,400.8800	1.0000	0	306,401 *	306,401	0
01/05/12 S	267,131.0800	1.0000	0	267,131 *	267,131	0
01/06/12 S	48,645.2900	1.0000	0	48,645	48,645	0
01/09/12 S	71,194.2900	1.0000	0	71,194	71,194	0
01/10/12 S	515.5900	1.0000	0	516	516	0
01/10/12 S	110,769.3500	1.0000	0	110,769	110,769	0
01/11/12 S	79,258.2000	1.0000	0	79,258	79,258	0
01/12/12 S	6,301.4900	1.0000	0	6,301	6,301	0
01/13/12 S	87,928.2500	1.0000	0	87,928	87,928	0
01/17/12 S	95,540.2900	1.0000	0	95,540	95,540	0
01/20/12 S	67,129.2200	1.0000	0	67,129	67,129	0
01/25/12 S	77,489.7900	1.0000	0	77,490	77,490	0
01/26/12 S	9,303.4400	1.0000	0	9,303	9,303	0
01/30/12 S	60,414.7500	1.0000	0	60,415	60,415	0
01/31/12 S	113,739.6700	1.0000	0	113,740	113,740	0
02/01/12 S	284,851.1800	1.0000	0	284,851 *	284,851	0
02/02/12 S	65,317.1500	1.0000	0	65,317	65,317	0
02/03/12 S	70,709.0100	1.0000	0	70,709	70,709	0
02/06/12 S	59,914.1800	1.0000	0	59,914	59,914	0
02/07/12 S	118,431.6500	1.0000	0	118,432	118,432	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 75

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
02/08/12 S	496.7800	1.0000		497	497	0
02/08/12 S	24,833.7800	1.0000		24,834	24,834	0
02/09/12 S	72,097.9700	1.0000		72,098	72,098	0
02/10/12 S	68,613.6800	1.0000		68,614	68,614	0
02/13/12 S	287,313.5100	1.0000		287,314 *	287,314	0
02/14/12 S	114,137.8800	1.0000		114,138	114,138	0
02/15/12 S	41,450.7500	1.0000		41,451	41,451	0
02/22/12 S	52,592.1500	1.0000		52,592	52,592	0
02/23/12 S	77,862.5400	1.0000		77,863	77,863	0
02/27/12 S	27,524.9900	1.0000		27,525	27,525	0
02/28/12 S	59,198.4900	1.0000		59,198	59,198	0
02/29/12 S	44,649.9200	1.0000		44,650	44,650	0
03/01/12 S	50,827.0000	1.0000		50,827	50,827	0
03/02/12 S	291,162.5000	1.0000		291,163 *	291,163	0
03/05/12 S	67,474.2900	1.0000		67,474	67,474	0
03/06/12 S	114,792.6800	1.0000		114,793	114,793	0
03/07/12 S	20,866.2200	1.0000		20,866	20,866	0
03/08/12 S	514.2100	1.0000		514	514	0
03/08/12 S	70,124.6600	1.0000		70,125	70,125	0
03/09/12 S	33,119.7500	1.0000		33,120	33,120	0
03/12/12 S	120,114.3000	1.0000		120,114	120,114	0
03/13/12 S	135,967.5200	1.0000		135,968	135,968	0
03/14/12 S	254,224.7900	1.0000		254,225 *	254,225	0
03/15/12 S	85,922.4600	1.0000		85,922	85,922	0
03/21/12 S	18,660.0900	1.0000		18,660	18,660	0
03/22/12 S	88,470.4200	1.0000		88,470	88,470	0
03/23/12 S	69,657.8500	1.0000		69,658	69,658	0
03/26/12 S	63,517.5100	1.0000		63,518	63,518	0
03/27/12 S	90,835.5100	1.0000		90,836	90,836	0
03/28/12 S	47,843.2200	1.0000		47,843	47,843	0
03/29/12 S	70,702.5700	1.0000		70,703	70,703	0
03/30/12 S	79,598.1000	1.0000		79,598	79,598	0
04/02/12 S	298,492.8700	1.0000		298,493 *	298,493	0
04/03/12 S	89,601.9300	1.0000		89,602	89,602	0
04/04/12 S	61,322.7200	1.0000		61,323	61,323	0
04/05/12 S	59,906.2500	1.0000		59,906	59,906	0
04/09/12 S	530.6300	1.0000		531	531	0
04/09/12 S	131,685.7100	1.0000		131,686	131,686	0
04/10/12 S	105,365.8300	1.0000		105,366	105,366	0
04/11/12 S	34,290.4000	1.0000		34,290	34,290	0
04/12/12 S	83,707.1200	1.0000		83,707	83,707	0
04/13/12 S	101,711.8400	1.0000		101,712	101,712	0
04/16/12 S	2,242.6300	1.0000		2,243	2,243	0
04/17/12 S	91,289.4000	1.0000		91,289	91,289	0
04/19/12 S	77,662.4500	1.0000		77,662	77,662	0
04/23/12 S	73,279.4800	1.0000		73,279	73,279	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 76

RAILROAD - SSB PLAN CVR SHP CAS

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
04/24/12 S	89,565.4500	1.0000		89,565	89,565	0
04/25/12 S	59,388.8000	1.0000		59,389	59,389	0
04/26/12 S	68,823.0600	1.0000		68,823	68,823	0
04/27/12 S	52,438.0700	1.0000		52,438	52,438	0
04/30/12 S	311,370.8100	1.0000		311,371 *	311,371	0
05/01/12 S	106,706.3700	1.0000		106,706	106,706	0
05/02/12 S	286,023.5000	1.0000		286,024 *	286,024	0
05/03/12 S	72,360.5600	1.0000		72,361	72,361	0
05/04/12 S	66,173.4500	1.0000		66,173	66,173	0
05/07/12 S	57,936.8800	1.0000		57,937	57,937	0
05/08/12 S	531.4700	1.0000		531	531	0
05/08/12 S	90,810.4400	1.0000		90,810	90,810	0
05/09/12 S	47,942.4800	1.0000		47,942	47,942	0
05/10/12 S	76,324.5600	1.0000		76,325	76,325	0
05/11/12 S	269,337.6400	1.0000		269,338 *	269,338	0
05/14/12 S	60,921.9300	1.0000		60,922	60,922	0
05/15/12 S	80,083.1300	1.0000		80,083	80,083	0
05/18/12 S	71,544.5000	1.0000		71,545	71,545	0
05/21/12 S	76,268.6100	1.0000		76,269	76,269	0
05/23/12 S	43,007.5800	1.0000		43,008	43,008	0
05/24/12 S	73,149.0200	1.0000		73,149	73,149	0
05/25/12 S	154,364.6300	1.0000		154,365	154,365	0
05/29/12 S	64,899.5100	1.0000		64,900	64,900	0
05/30/12 S	23,200.4000	1.0000		23,200	23,200	0
05/31/12 S	36,619.4900	1.0000		36,619	36,619	0
06/01/12 S	327,260.1500	1.0000		327,260 *	327,260	0
06/04/12 S	3,552,762.6700	1.0000		3,552,763 *	3,552,763	0
SUB-TOTAL OF SALES # 94				12,268,341	12,268,341	0
SUB-TOTAL				20,544,027	20,544,027	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/04/12 B	3,552,762.6700	1.0000		-3,552,763 *	3,552,763	
06/18/12 B	380,751.4000	1.0000		-380,751 *	380,751	
06/19/12 B	882,296.8700	1.0000		-882,297 *	882,297	
06/21/12 B	207,220.7000	1.0000		-207,221 *	207,221	
06/26/12 B	7,099.5100	1.0000		-7,100	7,100	
07/02/12 B	28.6400	1.0000		-29	29	
07/16/12 B	247,791.6400	1.0000		-247,792 *	247,792	
07/18/12 B	1,210,363.4800	1.0000		-1,210,363 *	1,210,363	
08/01/12 B	30.9300	1.0000		-31	31	
08/20/12 B	1,854,341.5700	1.0000		-1,854,342 *	1,854,342	
09/04/12 B	41.6600	1.0000		-42	42	



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 77

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
09/17/12 B	439,346.7600	1.0000	0	-439,347 *	439,347	0
09/19/12 B	507,146.9800	1.0000	0	-507,147 *	507,147	0
09/20/12 B	812,816.2300	1.0000	0	-812,816 *	812,816	0
10/01/12 B	30.7400	1.0000	0	-31	31	0
10/17/12 B	1,904,111.9000	1.0000	0	-1,904,112 *	1,904,112	0
11/01/12 B	33.2300	1.0000	0	-33	33	0
11/19/12 B	288,655.5300	1.0000	0	-288,656 *	288,656	0
11/19/12 B	1,064,458.6000	1.0000	0	-1,064,459 *	1,064,459	0
11/21/12 B	133,205.4500	1.0000	0	-133,205	133,205	0
12/05/12 B	31.8300	1.0000	0	-32	32	0
12/17/12 B	407,347.8800	1.0000	0	-407,348 *	407,348	0
12/19/12 B	903,736.0400	1.0000	0	-903,736 *	903,736	0
12/21/12 B	478,539.3900	1.0000	0	-478,539 *	478,539	0
SUB-TOTAL OF BUYS # 24				15,282,192	15,282,192	0
06/04/12 S	63,357.9100	1.0000	0	63,358	63,358	0
06/05/12 S	82,600.8200	1.0000	0	82,601	82,601	0
06/06/12 S	52,201.0900	1.0000	0	52,201	52,201	0
06/07/12 S	125,059.6800	1.0000	0	125,060	125,060	0
06/08/12 S	513.9700	1.0000	0	514	514	0
06/08/12 S	64,369.7300	1.0000	0	64,370	64,370	0
06/11/12 S	114,693.4800	1.0000	0	114,693	114,693	0
06/12/12 S	67,127.1700	1.0000	0	67,127	67,127	0
06/13/12 S	31,139.9400	1.0000	0	31,140	31,140	0
06/14/12 S	89,665.5800	1.0000	0	89,666	89,666	0
06/15/12 S	80,703.5900	1.0000	0	80,704	80,704	0
06/20/12 S	90,460.3100	1.0000	0	90,460	90,460	0
06/22/12 S	55,273.6500	1.0000	0	55,274	55,274	0
06/25/12 S	86,054.0400	1.0000	0	86,054	86,054	0
06/27/12 S	76,732.1900	1.0000	0	76,732	76,732	0
06/28/12 S	65,655.9000	1.0000	0	65,656	65,656	0
06/29/12 S	90,951.1800	1.0000	0	90,951	90,951	0
07/02/12 S	116,130.3100	1.0000	0	116,130	116,130	0
07/03/12 S	320,448.1700	1.0000	0	320,448 *	320,448	0
07/05/12 S	26,230.1500	1.0000	0	26,230	26,230	0
07/06/12 S	70,339.6900	1.0000	0	70,340	70,340	0
07/09/12 S	69,736.6500	1.0000	0	69,737	69,737	0
07/10/12 S	499.5700	1.0000	0	500	500	0
07/10/12 S	24,002.9300	1.0000	0	24,003	24,003	0
07/11/12 S	22,844.6800	1.0000	0	22,845	22,845	0
07/12/12 S	96,337.3500	1.0000	0	96,337	96,337	0
07/13/12 S	47,287.5600	1.0000	0	47,288	47,288	0
07/17/12 S	34,664.3800	1.0000	0	34,664	34,664	0
07/19/12 S	58,225.8200	1.0000	0	58,226	58,226	0
07/20/12 S	43,404.9400	1.0000	0	43,405	43,405	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 78

RAILROAD - SSB PLAN CVR SHP C&S

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
07/23/12 S	90,586.5300	1.0000		90,587	90,587	0
07/24/12 S	66,477.5500	1.0000		66,478	66,478	0
07/25/12 S	87,558.0800	1.0000		87,558	87,558	0
07/26/12 S	60,920.1300	1.0000		60,920	60,920	0
07/27/12 S	58,175.8800	1.0000		58,176	58,176	0
07/30/12 S	40,506.2700	1.0000		40,506	40,506	0
07/31/12 S	29,897.7900	1.0000		29,898	29,898	0
08/01/12 S	64,286.4500	1.0000		64,286	64,286	0
08/02/12 S	305,791.4900	1.0000		305,791 *	305,791	0
08/03/12 S	85,518.3300	1.0000		85,518	85,518	0
08/06/12 S	60,716.4200	1.0000		60,716	60,716	0
08/07/12 S	104,882.6500	1.0000		104,883	104,883	0
08/08/12 S	518.1700	1.0000		518	518	0
08/08/12 S	61,348.6000	1.0000		61,348	61,348	0
08/09/12 S	78,272.6000	1.0000		78,273	78,273	0
08/10/12 S	41,818.2700	1.0000		41,818	41,818	0
08/13/12 S	41,625.8000	1.0000		41,626	41,626	0
08/14/12 S	95,027.9500	1.0000		95,028	95,028	0
08/15/12 S	59,630.3600	1.0000		59,630	59,630	0
08/16/12 S	58,950.7300	1.0000		58,951	58,951	0
08/17/12 S	49,481.4200	1.0000		49,481	49,481	0
08/21/12 S	91,670.1600	1.0000		91,670	91,670	0
08/22/12 S	34,064.3500	1.0000		34,064	34,064	0
08/24/12 S	152,417.6700	1.0000		152,418	152,418	0
08/27/12 S	61,382.9600	1.0000		61,383	61,383	0
08/28/12 S	104,753.8100	1.0000		104,754	104,754	0
08/29/12 S	36,385.2500	1.0000		36,385	36,385	0
08/30/12 S	65,851.9700	1.0000		65,852	65,852	0
08/31/12 S	110,127.5000	1.0000		110,128	110,128	0
09/04/12 S	264,470.5600	1.0000		264,471 *	264,471	0
09/05/12 S	106,521.4400	1.0000		106,521	106,521	0
09/06/12 S	21,054.5800	1.0000		21,055	21,055	0
09/07/12 S	74,653.5800	1.0000		74,654	74,654	0
09/10/12 S	65,332.9900	1.0000		65,333	65,333	0
09/11/12 S	512.7100	1.0000		513	513	0
09/11/12 S	116,554.9800	1.0000		116,555	116,555	0
09/12/12 S	6,950.1800	1.0000		6,950	6,950	0
09/13/12 S	61,664.6800	1.0000		61,665	61,665	0
09/14/12 S	59,681.2900	1.0000		59,681	59,681	0
09/18/12 S	574,516.1300	1.0000		574,516 *	574,516	0
09/21/12 S	64,633.6300	1.0000		64,634	64,634	0
09/24/12 S	75,023.8600	1.0000		75,024	75,024	0
09/25/12 S	117,650.7200	1.0000		117,651	117,651	0
09/26/12 S	52,192.5600	1.0000		52,193	52,193	0
09/27/12 S	73,029.8700	1.0000		73,030	73,030	0
09/28/12 S	65,447.2300	1.0000		65,447	65,447	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 79

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
10/01/12 S	227,668.0800	1.0000		227,668 *	227,668	0
10/02/12 S	58,020.8600	1.0000		58,021	58,021	0
10/02/12 S	98,461.2000	1.0000		98,461	98,461	0
10/03/12 S	68,001.5800	1.0000		68,002	68,002	0
10/04/12 S	76,249.3700	1.0000		76,249	76,249	0
10/05/12 S	106,210.7400	1.0000		106,211	106,211	0
10/09/12 S	529.6900	1.0000		530	530	0
10/09/12 S	95,161.4400	1.0000		95,161	95,161	0
10/10/12 S	62,501.5600	1.0000		62,502	62,502	0
10/11/12 S	44,942.8100	1.0000		44,943	44,943	0
10/12/12 S	38,861.3900	1.0000		38,861	38,861	0
10/15/12 S	34,826.5900	1.0000		34,827	34,827	0
10/16/12 S	86,859.5000	1.0000		86,860	86,860	0
10/18/12 S	263,813.9800	1.0000		263,814 *	263,814	0
10/19/12 S	67,367.9800	1.0000		67,368	67,368	0
10/22/12 S	82,968.9700	1.0000		82,969	82,969	0
10/23/12 S	118,487.1000	1.0000		118,487	118,487	0
10/24/12 S	47,508.5100	1.0000		47,509	47,509	0
10/25/12 S	71,422.0700	1.0000		71,422	71,422	0
10/26/12 S	50,726.7000	1.0000		50,727	50,727	0
10/31/12 S	267,514.8300	1.0000		267,515 *	267,515	0
11/01/12 S	73,749.9100	1.0000		73,750	73,750	0
11/02/12 S	50,828.8900	1.0000		50,829	50,829	0
11/05/12 S	55,164.2000	1.0000		55,164	55,164	0
11/06/12 S	318,289.0800	1.0000		318,289 *	318,289	0
11/07/12 S	50,906.9600	1.0000		50,907	50,907	0
11/08/12 S	532.7400	1.0000		533	533	0
11/08/12 S	66,758.3700	1.0000		66,758	66,758	0
11/09/12 S	107,809.3800	1.0000		107,809	107,809	0
11/13/12 S	77,294.1900	1.0000		77,294	77,294	0
11/14/12 S	77,206.5600	1.0000		77,207	77,207	0
11/15/12 S	55,100.0500	1.0000		55,100	55,100	0
11/20/12 S	78,004.4900	1.0000		78,004	78,004	0
11/26/12 S	13,249.5400	1.0000		13,250	13,250	0
11/26/12 S	56,940.2700	1.0000		56,940	56,940	0
11/27/12 S	66,806.1800	1.0000		66,806	66,806	0
11/28/12 S	70,042.9000	1.0000		70,043	70,043	0
11/29/12 S	4,266.5200	1.0000		4,267	4,267	0
11/30/12 S	65,258.8800	1.0000		65,259	65,259	0
12/03/12 S	102,486.0000	1.0000		102,486	102,486	0
12/04/12 S	356,942.5400	1.0000		356,943 *	356,943	0
12/05/12 S	53,693.9500	1.0000		53,694	53,694	0
12/06/12 S	78,164.6500	1.0000		78,165	78,165	0
12/07/12 S	263,154.1100	1.0000		263,154 *	263,154	0
12/10/12 S	520.3000	1.0000		520	520	0
12/10/12 S	69,667.4400	1.0000		69,667	69,667	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 80

RAILROAD - SSB PLAN CYR SHP C&S

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
12/11/12 S	119,993.4100	1.0000	0	119,993	119,993	0
12/12/12 S	69,389.3400	1.0000	0	69,389	69,389	0
12/13/12 S	89,439.9900	1.0000	0	89,440	89,440	0
12/14/12 S	71,558.7900	1.0000	0	71,559	71,559	0
12/18/12 S	61,988.2000	1.0000	0	61,988	61,988	0
12/20/12 S	53,569.7400	1.0000	0	53,570	53,570	0
12/24/12 S	163,863.0600	1.0000	0	163,863	163,863	0
12/26/12 S	9,816.2300	1.0000	0	9,816	9,816	0
12/27/12 S	5,034.6900	1.0000	0	5,035	5,035	0
12/28/12 S	44,059.5800	1.0000	0	44,060	44,060	0
12/31/12 S	12,699.8300	1.0000	0	12,700	12,700	0
SUB-TOTAL OF SALES # 133				11,047,589	11,047,589	0
SUB-TOTAL				26,329,781	26,329,781	0
GRAND TOTAL				46,873,808	46,873,808	0

CATEGORY 4 - SINGLE TRANSACTION WITH ONE BROKER EXCEEDS 5% OF VALUE

*** NO TRANSACTIONS QUALIFIED FOR THIS SECTION ***

FOOTNOTES

* = SINGLE TRANSACTION IS 5% REPORTABLE
B = BUY TRANSACTION
S = SELL TRANSACTION
R = REINVESTMENT TRANSACTION

THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT AND SIGNAL EMPLOYEES

Schedule of Reportable Transactions
For the Year Ended December 31, 2012

Schedule H Item 4(j) – Schedule of Reportable Transactions
EIN: 52-1036399
Plan Number: 508

(a)	(b)	(c)	(d)	(g)	(i)
<u>Identity of Party Involved</u>	<u>Description of Assets</u>	<u>Purchase Price</u>	<u>Selling Price</u>	<u>Asset Cost</u>	<u>Current Value</u>
SunTrust Bank Account 70-04-102-7036739	(See attached schedule as prepared and reported by SunTrust Bank)				



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 71

RAILROAD - SSB PLAN CVR SHP C&S

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
CATEGORY 1 - SINGLE TRANSACTION EXCEEDS 5% OF VALUE						
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS			BEGINNING MARKET VALUE	3,992,687.85		
01/04/12 S	306,400.8800	1.0000	COMPARATIVE VALUE (5%)	199,634.39		

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS					306,401	0
01/05/12 S	267,131.0800	1.0000			267,131	0

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
01/18/12 B	810,624.6200	1.0000			810,625	

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
01/23/12 B	337,998.2400	1.0000			337,998	

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/01/12 S	284,851.1800	1.0000			284,851	0

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/13/12 S	287,313.5100	1.0000			287,314	0

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/16/12 B	225,959.0600	1.0000			225,959	

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/17/12 B	1,026,756.7200	1.0000			1,026,757	

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
02/21/12 B	202,297.8300	1.0000			202,298	

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
03/02/12 S	291,162.5000	1.0000			291,163	0

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
03/14/12 S	254,224.7900	1.0000			254,225	0

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
03/16/12 B	266,127.2700	1.0000			266,127	

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
03/19/12 B	1,255,678.6900	1.0000			1,255,679	

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
04/02/12 S	298,492.8700	1.0000			298,493	0

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
04/18/12 B	1,593,175.9900	1.0000			1,593,176	

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
04/20/12 B	204,967.0600	1.0000			204,967	

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
04/30/12 S	311,370.8100	1.0000			311,371	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 72

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/02/12 S	286,023.5000	1.0000		286,024 *	286,024	0
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/11/12 S	269,337.6400	1.0000		269,338 *	269,338	0
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/17/12 B	286,787.5000	1.0000		-286,788 *	286,788	
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/17/12 B	1,209,442.5600	1.0000		-1,209,443 *	1,209,443	
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
05/22/12 B	203,244.5000	1.0000		-203,245 *	203,245	
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
06/01/12 S	327,260.1500	1.0000		327,260 *	327,260	0
ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS						
06/04/12 S	3,552,762.6700	1.0000		3,552,763 *	3,552,763	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/04/12 B	3,552,762.6700	1.0000		-3,552,763 *	3,552,763	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/18/12 B	380,751.4000	1.0000		-380,751 *	380,751	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/19/12 B	882,296.8700	1.0000		-882,297 *	882,297	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/21/12 B	207,220.7000	1.0000		-207,221 *	207,221	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
07/03/12 S	320,448.1700	1.0000		320,448 *	320,448	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
07/16/12 B	247,791.6400	1.0000		-247,792 *	247,792	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
07/18/12 B	1,210,363.4800	1.0000		-1,210,363 *	1,210,363	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
08/02/12 S	305,791.4900	1.0000		305,791 *	305,791	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
08/20/12 B	1,854,341.5700	1.0000		-1,854,342 *	1,854,342	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/04/12 S	264,470.5600	1.0000		264,471 *	264,471	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/17/12 B	439,346.7600	1.0000		-439,347 *	439,347	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/18/12 S	574,516.1300	1.0000		574,516 *	574,516	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/19/12 B	507,146.9800	1.0000		-507,147 *	507,147	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
09/20/12 B	812,816.2300	1.0000		-812,816 *	812,816	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
10/01/12 S	227,668.0800	1.0000		227,668 *	227,668	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
10/17/12 B	1,904,111.9000	1.0000		-1,904,112 *	1,904,112	



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 73

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
10/18/12 S	263,813.9800	1.0000	0	263,814 *	263,814	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
10/31/12 S	267,514.8300	1.0000	0	267,515 *	267,515	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
11/06/12 S	318,289.0800	1.0000	0	318,289 *	318,289	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
11/19/12 B	288,655.5300	1.0000	0	-288,656 *	288,656	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
11/19/12 B	1,064,458.6000	1.0000	0	-1,064,459 *	1,064,459	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/04/12 S	356,942.5400	1.0000	0	356,943 *	356,943	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/07/12 S	263,154.1100	1.0000	0	263,154 *	263,154	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/17/12 B	407,347.8800	1.0000	0	-407,348 *	407,348	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/19/12 B	903,736.0400	1.0000	0	-903,736 *	903,736	
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
12/21/12 B	478,539.3900	1.0000	0	-478,539 *	478,539	
GRAND TOTAL			0	32,663,694	32,663,694	0

CATEGORY 2 - SERIES OF TRANSACTIONS WITH SAME BROKER EXCEEDS 5% OF VALUE

*** NO TRANSACTIONS QUALIFIED FOR THIS SECTION ***

CATEGORY 3 - SERIES OF TRANSACTIONS IN SAME SECURITY EXCEEDS 5% OF VALUE

ISSUE: 609068DF5 - FEDERATED TRSY OBLIG MM-I #68 FFS



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 74

RAILROAD - SSB PLAN CVR SHP C&S

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
01/18/12 B	810,624.6200	1.0000	0	-810,625 *	810,625	
01/19/12 B	44,786.5300	1.0000	0	-44,787	44,787	
01/23/12 B	337,998.3400	1.0000	0	-337,998 *	337,998	
01/24/12 B	188,699.3000	1.0000	0	-188,699	188,699	
01/27/12 B	145,101.7100	1.0000	0	-145,102	145,102	
02/01/12 B	29,4100	1.0000	0	-29	29	
02/16/12 B	225,959.0600	1.0000	0	-225,959 *	225,959	
02/17/12 B	1,026,756.7200	1.0000	0	-1,026,757 *	1,026,757	
02/21/12 B	202,297.8300	1.0000	0	-202,298 *	202,298	
02/24/12 B	166,912.6300	1.0000	0	-166,913	166,913	
03/01/12 B	28,6500	1.0000	0	-29	29	
03/16/12 B	266,127.2700	1.0000	0	-266,127 *	266,127	
03/19/12 B	1,255,678.6900	1.0000	0	-1,255,679 *	1,255,679	
03/20/12 B	106,971.2200	1.0000	0	-106,971	106,971	
04/02/12 B	31,7000	1.0000	0	-32	32	
04/18/12 B	1,593,175.9900	1.0000	0	-1,593,176 *	1,593,176	
04/20/12 B	204,967.0600	1.0000	0	-204,967 *	204,967	
05/01/12 B	30,7200	1.0000	0	-31	31	
05/17/12 B	286,787.5000	1.0000	0	-286,788 *	286,788	
05/17/12 B	1,209,442.5600	1.0000	0	-1,209,443 *	1,209,443	
05/22/12 B	203,244.5000	1.0000	0	-203,245 *	203,245	
06/01/12 B	30,5800	1.0000	0	-31	31	
SUB-TOTAL OF BUYS \$ 22				8,275,686	8,275,686	
01/03/12 S	191,282.1100	1.0000	0	191,282	191,282	0
01/04/12 S	306,400.8800	1.0000	0	306,401 *	306,401	0
01/05/12 S	267,131.0800	1.0000	0	267,131 *	267,131	0
01/06/12 S	48,645.2900	1.0000	0	48,645	48,645	0
01/09/12 S	71,194.2900	1.0000	0	71,194	71,194	0
01/10/12 S	515.5900	1.0000	0	516	516	0
01/10/12 S	110,769.3500	1.0000	0	110,769	110,769	0
01/11/12 S	79,258.2000	1.0000	0	79,258	79,258	0
01/12/12 S	6,301.4900	1.0000	0	6,301	6,301	0
01/13/12 S	87,928.2500	1.0000	0	87,928	87,928	0
01/17/12 S	95,540.2900	1.0000	0	95,540	95,540	0
01/20/12 S	67,129.2200	1.0000	0	67,129	67,129	0
01/25/12 S	77,489.7900	1.0000	0	77,490	77,490	0
01/26/12 S	9,303.4400	1.0000	0	9,303	9,303	0
01/30/12 S	60,414.7500	1.0000	0	60,415	60,415	0
01/31/12 S	113,739.6700	1.0000	0	113,740	113,740	0
02/01/12 S	284,851.1800	1.0000	0	284,851 *	284,851	0
02/02/12 S	65,317.1500	1.0000	0	65,317	65,317	0
02/03/12 S	70,709.0100	1.0000	0	70,709	70,709	0
02/06/12 S	59,914.1800	1.0000	0	59,914	59,914	0
02/07/12 S	118,431.6500	1.0000	0	118,432	118,432	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 75

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
02/08/12 S	496.7800	1.0000		497	497	0
02/08/12 S	24,833.7800	1.0000		24,834	24,834	0
02/09/12 S	72,097.9700	1.0000		72,098	72,098	0
02/10/12 S	68,613.6800	1.0000		68,614	68,614	0
02/13/12 S	287,313.5100	1.0000		287,314 *	287,314	0
02/14/12 S	114,137.8800	1.0000		114,138	114,138	0
02/15/12 S	41,450.7500	1.0000		41,451	41,451	0
02/22/12 S	52,592.1500	1.0000		52,592	52,592	0
02/23/12 S	77,862.5400	1.0000		77,863	77,863	0
02/27/12 S	27,524.9900	1.0000		27,525	27,525	0
02/28/12 S	59,198.4900	1.0000		59,198	59,198	0
02/29/12 S	44,649.9200	1.0000		44,650	44,650	0
03/01/12 S	50,827.0000	1.0000		50,827	50,827	0
03/02/12 S	291,162.5000	1.0000		291,163 *	291,163	0
03/05/12 S	67,474.2900	1.0000		67,474	67,474	0
03/06/12 S	114,792.6800	1.0000		114,793	114,793	0
03/07/12 S	20,866.2200	1.0000		20,866	20,866	0
03/08/12 S	514.2100	1.0000		514	514	0
03/08/12 S	70,124.6600	1.0000		70,125	70,125	0
03/09/12 S	33,119.7500	1.0000		33,120	33,120	0
03/12/12 S	120,114.3000	1.0000		120,114	120,114	0
03/13/12 S	135,967.5200	1.0000		135,968	135,968	0
03/14/12 S	254,224.7900	1.0000		254,225 *	254,225	0
03/15/12 S	85,922.4600	1.0000		85,922	85,922	0
03/21/12 S	18,660.0900	1.0000		18,660	18,660	0
03/22/12 S	88,470.4200	1.0000		88,470	88,470	0
03/23/12 S	69,657.8500	1.0000		69,658	69,658	0
03/26/12 S	63,517.5100	1.0000		63,518	63,518	0
03/27/12 S	90,835.5100	1.0000		90,836	90,836	0
03/28/12 S	47,843.2200	1.0000		47,843	47,843	0
03/29/12 S	70,702.5700	1.0000		70,703	70,703	0
03/30/12 S	79,598.1000	1.0000		79,598	79,598	0
04/02/12 S	298,492.8700	1.0000		298,493 *	298,493	0
04/03/12 S	89,601.9300	1.0000		89,602	89,602	0
04/04/12 S	61,322.7200	1.0000		61,323	61,323	0
04/05/12 S	59,906.2500	1.0000		59,906	59,906	0
04/09/12 S	530.6300	1.0000		531	531	0
04/09/12 S	131,685.7100	1.0000		131,686	131,686	0
04/10/12 S	105,365.8300	1.0000		105,366	105,366	0
04/11/12 S	34,290.4000	1.0000		34,290	34,290	0
04/12/12 S	83,707.1200	1.0000		83,707	83,707	0
04/13/12 S	101,711.8400	1.0000		101,712	101,712	0
04/16/12 S	2,242.6300	1.0000		2,243	2,243	0
04/17/12 S	91,289.4000	1.0000		91,289	91,289	0
04/19/12 S	77,662.4500	1.0000		77,662	77,662	0
04/23/12 S	73,279.4800	1.0000		73,279	73,279	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 76

RAILROAD - SSB PLAN CVR SHP C&S

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
04/24/12 S	89,565.4500	1.0000		89,565	89,565	0
04/25/12 S	59,388.8000	1.0000		59,389	59,389	0
04/26/12 S	68,823.0600	1.0000		68,823	68,823	0
04/27/12 S	52,438.0700	1.0000		52,438	52,438	0
04/30/12 S	311,370.8100	1.0000		311,371 *	311,371	0
05/01/12 S	106,706.3700	1.0000		106,706	106,706	0
05/02/12 S	286,023.5000	1.0000		286,024 *	286,024	0
05/03/12 S	72,360.5600	1.0000		72,361	72,361	0
05/04/12 S	66,173.4500	1.0000		66,173	66,173	0
05/07/12 S	57,936.8800	1.0000		57,937	57,937	0
05/08/12 S	531.4700	1.0000		531	531	0
05/08/12 S	90,810.4400	1.0000		90,810	90,810	0
05/09/12 S	47,942.4800	1.0000		47,942	47,942	0
05/10/12 S	76,324.5600	1.0000		76,325	76,325	0
05/11/12 S	269,337.6400	1.0000		269,338 *	269,338	0
05/14/12 S	60,921.9300	1.0000		60,922	60,922	0
05/15/12 S	80,083.1300	1.0000		80,083	80,083	0
05/18/12 S	71,544.5000	1.0000		71,545	71,545	0
05/21/12 S	76,268.6100	1.0000		76,269	76,269	0
05/23/12 S	43,007.5800	1.0000		43,008	43,008	0
05/24/12 S	73,149.0200	1.0000		73,149	73,149	0
05/25/12 S	154,364.6300	1.0000		154,365	154,365	0
05/29/12 S	64,899.5100	1.0000		64,900	64,900	0
05/30/12 S	23,200.4000	1.0000		23,200	23,200	0
05/31/12 S	36,619.4900	1.0000		36,619	36,619	0
06/01/12 S	327,260.1500	1.0000		327,260 *	327,260	0
06/04/12 S	3,552,762.6700	1.0000		3,552,763 *	3,552,763	0
SUB-TOTAL OF SALES # 94				12,268,341	12,268,341	0
SUB-TOTAL				20,544,027	20,544,027	0
ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68						
06/04/12 B	3,552,762.6700	1.0000		-3,552,763 *	3,552,763	
06/18/12 B	380,751.4000	1.0000		-380,751 *	380,751	
06/19/12 B	882,296.8700	1.0000		-882,297 *	882,297	
06/21/12 B	207,220.7000	1.0000		-207,221 *	207,221	
06/26/12 B	7,099.5100	1.0000		-7,100	7,100	
07/02/12 B	28.6400	1.0000		-29	29	
07/16/12 B	247,791.6400	1.0000		-247,792 *	247,792	
07/18/12 B	1,210,363.4800	1.0000		-1,210,363 *	1,210,363	
08/01/12 B	30.9300	1.0000		-31	31	
08/20/12 B	1,854,341.5700	1.0000		-1,854,342 *	1,854,342	
09/04/12 B	41.6600	1.0000		-42	42	



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 77

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
09/17/12 B	439,346.7600	1.0000	0	-439,347 *	439,347	0
09/19/12 B	507,146.9800	1.0000	0	-507,147 *	507,147	0
09/20/12 B	812,816.2300	1.0000	0	-812,816 *	812,816	0
10/01/12 B	30.7400	1.0000	0	-31	31	0
10/17/12 B	1,904,111.9000	1.0000	0	-1,904,112 *	1,904,112	0
11/01/12 B	33.2300	1.0000	0	-33	33	0
11/19/12 B	288,655.5300	1.0000	0	-288,656 *	288,656	0
11/19/12 B	1,064,458.6000	1.0000	0	-1,064,459 *	1,064,459	0
11/21/12 B	133,205.4500	1.0000	0	-133,205	133,205	0
12/05/12 B	31.8300	1.0000	0	-32	32	0
12/17/12 B	407,347.8800	1.0000	0	-407,348 *	407,348	0
12/19/12 B	903,736.0400	1.0000	0	-903,736 *	903,736	0
12/21/12 B	478,539.3900	1.0000	0	-478,539 *	478,539	0
SUB-TOTAL OF BUYS # 24				15,282,192	15,282,192	0
06/04/12 S	63,357.9100	1.0000	0	63,358	63,358	0
06/05/12 S	82,600.8200	1.0000	0	82,601	82,601	0
06/06/12 S	52,201.0900	1.0000	0	52,201	52,201	0
06/07/12 S	125,059.6800	1.0000	0	125,060	125,060	0
06/08/12 S	513.9700	1.0000	0	514	514	0
06/08/12 S	64,369.7300	1.0000	0	64,370	64,370	0
06/11/12 S	114,693.4800	1.0000	0	114,693	114,693	0
06/12/12 S	67,127.1700	1.0000	0	67,127	67,127	0
06/13/12 S	31,139.9400	1.0000	0	31,140	31,140	0
06/14/12 S	89,665.5800	1.0000	0	89,666	89,666	0
06/15/12 S	80,703.5900	1.0000	0	80,704	80,704	0
06/20/12 S	90,460.3100	1.0000	0	90,460	90,460	0
06/22/12 S	55,273.6500	1.0000	0	55,274	55,274	0
06/25/12 S	86,054.0400	1.0000	0	86,054	86,054	0
06/27/12 S	76,732.1900	1.0000	0	76,732	76,732	0
06/28/12 S	65,655.9000	1.0000	0	65,656	65,656	0
06/29/12 S	90,951.1800	1.0000	0	90,951	90,951	0
07/02/12 S	116,130.3100	1.0000	0	116,130	116,130	0
07/03/12 S	320,448.1700	1.0000	0	320,448 *	320,448	0
07/05/12 S	26,230.1500	1.0000	0	26,230	26,230	0
07/06/12 S	70,339.6900	1.0000	0	70,340	70,340	0
07/09/12 S	69,736.6500	1.0000	0	69,737	69,737	0
07/10/12 S	499.5700	1.0000	0	500	500	0
07/10/12 S	24,002.9300	1.0000	0	24,003	24,003	0
07/11/12 S	22,844.6800	1.0000	0	22,845	22,845	0
07/12/12 S	96,337.3500	1.0000	0	96,337	96,337	0
07/13/12 S	47,287.5600	1.0000	0	47,288	47,288	0
07/17/12 S	34,664.3800	1.0000	0	34,664	34,664	0
07/19/12 S	58,225.8200	1.0000	0	58,226	58,226	0
07/20/12 S	43,404.9400	1.0000	0	43,405	43,405	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 78

RAILROAD - SSB PLAN CVR SHP C&S

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
07/23/12 S	90,586.5300	1.0000		90,587	90,587	0
07/24/12 S	66,477.5500	1.0000		66,478	66,478	0
07/25/12 S	87,558.0800	1.0000		87,558	87,558	0
07/26/12 S	60,920.1300	1.0000		60,920	60,920	0
07/27/12 S	58,175.8800	1.0000		58,176	58,176	0
07/30/12 S	40,506.2700	1.0000		40,506	40,506	0
07/31/12 S	29,897.7900	1.0000		29,898	29,898	0
08/01/12 S	64,286.4500	1.0000		64,286	64,286	0
08/02/12 S	305,791.4900	1.0000		305,791 *	305,791	0
08/03/12 S	85,518.3300	1.0000		85,518	85,518	0
08/06/12 S	60,716.4200	1.0000		60,716	60,716	0
08/07/12 S	104,882.6500	1.0000		104,883	104,883	0
08/08/12 S	518.1700	1.0000		518	518	0
08/08/12 S	61,348.6000	1.0000		61,348	61,348	0
08/09/12 S	78,272.6000	1.0000		78,273	78,273	0
08/10/12 S	41,818.2700	1.0000		41,818	41,818	0
08/13/12 S	41,625.8000	1.0000		41,626	41,626	0
08/14/12 S	95,027.9500	1.0000		95,028	95,028	0
08/15/12 S	59,630.3600	1.0000		59,630	59,630	0
08/16/12 S	58,950.7300	1.0000		58,951	58,951	0
08/17/12 S	49,481.4200	1.0000		49,481	49,481	0
08/21/12 S	91,670.1600	1.0000		91,670	91,670	0
08/22/12 S	34,064.3500	1.0000		34,064	34,064	0
08/24/12 S	152,417.6700	1.0000		152,418	152,418	0
08/27/12 S	61,382.9600	1.0000		61,383	61,383	0
08/28/12 S	104,753.8100	1.0000		104,754	104,754	0
08/29/12 S	36,385.2500	1.0000		36,385	36,385	0
08/30/12 S	65,851.9700	1.0000		65,852	65,852	0
08/31/12 S	110,127.5000	1.0000		110,128	110,128	0
09/04/12 S	264,470.5600	1.0000		264,471 *	264,471	0
09/05/12 S	106,521.4400	1.0000		106,521	106,521	0
09/06/12 S	21,054.5800	1.0000		21,055	21,055	0
09/07/12 S	74,653.5800	1.0000		74,654	74,654	0
09/10/12 S	65,332.9900	1.0000		65,333	65,333	0
09/11/12 S	512.7100	1.0000		513	513	0
09/11/12 S	116,554.9800	1.0000		116,555	116,555	0
09/12/12 S	6,950.1800	1.0000		6,950	6,950	0
09/13/12 S	61,664.6800	1.0000		61,665	61,665	0
09/14/12 S	59,681.2900	1.0000		59,681	59,681	0
09/18/12 S	574,516.1300	1.0000		574,516 *	574,516	0
09/21/12 S	64,633.6300	1.0000		64,634	64,634	0
09/24/12 S	75,023.8600	1.0000		75,024	75,024	0
09/25/12 S	117,650.7200	1.0000		117,651	117,651	0
09/26/12 S	52,192.5600	1.0000		52,193	52,193	0
09/27/12 S	73,029.8700	1.0000		73,030	73,030	0
09/28/12 S	65,447.2300	1.0000		65,447	65,447	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

RAILROAD - SSB PLAN CVR SHP C&S

PAGE 79

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
10/01/12 S	227,668.0800	1.0000		227,668 *	227,668	0
10/02/12 S	58,020.8600	1.0000		58,021	58,021	0
10/02/12 S	98,461.2000	1.0000		98,461	98,461	0
10/03/12 S	68,001.5800	1.0000		68,002	68,002	0
10/04/12 S	76,249.3700	1.0000		76,249	76,249	0
10/05/12 S	106,210.7400	1.0000		106,211	106,211	0
10/09/12 S	529.6900	1.0000		530	530	0
10/09/12 S	95,161.4400	1.0000		95,161	95,161	0
10/10/12 S	62,501.5600	1.0000		62,502	62,502	0
10/11/12 S	44,942.8100	1.0000		44,943	44,943	0
10/12/12 S	38,861.3900	1.0000		38,861	38,861	0
10/15/12 S	34,826.5900	1.0000		34,827	34,827	0
10/16/12 S	86,859.5000	1.0000		86,860	86,860	0
10/18/12 S	263,813.9800	1.0000		263,814 *	263,814	0
10/19/12 S	67,367.9800	1.0000		67,368	67,368	0
10/22/12 S	82,968.9700	1.0000		82,969	82,969	0
10/23/12 S	118,487.1000	1.0000		118,487	118,487	0
10/24/12 S	47,508.5100	1.0000		47,509	47,509	0
10/25/12 S	71,422.0700	1.0000		71,422	71,422	0
10/26/12 S	50,726.7000	1.0000		50,727	50,727	0
10/31/12 S	267,514.8300	1.0000		267,515 *	267,515	0
11/01/12 S	73,749.9100	1.0000		73,750	73,750	0
11/02/12 S	50,828.8900	1.0000		50,829	50,829	0
11/05/12 S	55,164.2000	1.0000		55,164	55,164	0
11/06/12 S	318,289.0800	1.0000		318,289 *	318,289	0
11/07/12 S	50,906.9600	1.0000		50,907	50,907	0
11/08/12 S	532.7400	1.0000		533	533	0
11/08/12 S	66,758.3700	1.0000		66,758	66,758	0
11/09/12 S	107,809.3800	1.0000		107,809	107,809	0
11/13/12 S	77,294.1900	1.0000		77,294	77,294	0
11/14/12 S	77,206.5600	1.0000		77,207	77,207	0
11/15/12 S	55,100.0500	1.0000		55,100	55,100	0
11/20/12 S	78,004.4900	1.0000		78,004	78,004	0
11/26/12 S	13,249.5400	1.0000		13,250	13,250	0
11/26/12 S	56,940.2700	1.0000		56,940	56,940	0
11/27/12 S	66,806.1800	1.0000		66,806	66,806	0
11/28/12 S	70,042.9000	1.0000		70,043	70,043	0
11/29/12 S	4,266.5200	1.0000		4,267	4,267	0
11/30/12 S	65,258.8800	1.0000		65,259	65,259	0
12/03/12 S	102,486.0000	1.0000		102,486	102,486	0
12/04/12 S	356,942.5400	1.0000		356,943 *	356,943	0
12/05/12 S	53,693.9500	1.0000		53,694	53,694	0
12/06/12 S	78,164.6500	1.0000		78,165	78,165	0
12/07/12 S	263,154.1100	1.0000		263,154 *	263,154	0
12/10/12 S	520.3000	1.0000		520	520	0
12/10/12 S	69,667.4400	1.0000		69,667	69,667	0



REPORTABLE TRANSACTIONS WORKSHEET

1/1/12 THROUGH 12/31/12

ACCOUNT 7036739

PAGE 80

RAILROAD - SSB PLAN CYR SHP C&S

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
12/11/12 S	119,993.4100	1.0000	0	119,993	119,993	0
12/12/12 S	69,389.3400	1.0000	0	69,389	69,389	0
12/13/12 S	89,439.9900	1.0000	0	89,440	89,440	0
12/14/12 S	71,558.7900	1.0000	0	71,559	71,559	0
12/18/12 S	61,988.2000	1.0000	0	61,988	61,988	0
12/20/12 S	53,569.7400	1.0000	0	53,570	53,570	0
12/24/12 S	163,863.0600	1.0000	0	163,863	163,863	0
12/26/12 S	9,816.2300	1.0000	0	9,816	9,816	0
12/27/12 S	5,034.6900	1.0000	0	5,035	5,035	0
12/28/12 S	44,059.5800	1.0000	0	44,060	44,060	0
12/31/12 S	12,699.8300	1.0000	0	12,700	12,700	0
SUB-TOTAL OF SALES # 133				11,047,589	11,047,589	0
SUB-TOTAL				26,329,781	26,329,781	0
GRAND TOTAL				46,873,808	46,873,808	0

CATEGORY 4 - SINGLE TRANSACTION WITH ONE BROKER EXCEEDS 5% OF VALUE

*** NO TRANSACTIONS QUALIFIED FOR THIS SECTION ***

FOOTNOTES

* = SINGLE TRANSACTION IS 5% REPORTABLE
B = BUY TRANSACTION
S = SELL TRANSACTION
R = REINVESTMENT TRANSACTION

THE SUPPLEMENTAL SICKNESS BENEFIT PLAN COVERING
RAILROAD SHOP CRAFT AND SIGNAL EMPLOYEES

Schedule of Assets (Held at End of Year)
December 31, 2012

Schedule H Item 4(i) – Schedule of Assets (Held at End of Year)
EIN: 52-1036399
Plan Number: 508

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity	<u>Cost</u>	Current <u>Value</u>
	Money Market Funds			
*	SunTrust Bank Account 70-04-102-7036739	Money Market Fund Federated Trsy Oblig MM-I #68 FFS	<u>\$ 4,234,605</u>	<u>\$ 4,234,605</u>

* Known party-in-interest to the Plan.