#### 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 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

2016

This Form is Open to Public Inspection

						ilispection	
Part I Annual Report Identification Information							
For cale	ndar plan year 2016 or fis	cal plan year beginning 01/01/2016		and ending 12/31/201	6		
A This return/report is for:    X   a multiemployer plan						ns.)	
		a single-employer plan	a DFE (specify)				
B This	eturn/report is:	the first return/report	the final return	the final return/report			
		an amended return/report	a short plan ye	ear return/report (less than 12	months)	onths)	
C If the	plan is a collectively-barg	gained plan, check here				<b>▶</b> 🗙	
D Check box if filing under: ☐ automatic extension				nsion	the	e DFVC program	
	_	special extension (enter description	า)				
Part II	Basic Plan Infor	mation—enter all requested informati	ion				
1a Nam		S SUPPLEMENTAL SICKNESS BENEFIT PLAN			1b	Three-digit plan number (PN) ▶	502
					1c	Effective date of pl 07/01/1973	an
Mail	ng address (include roon	ver, if for a single-employer plan) n, apt., suite no. and street, or P.O. Box e, country, and ZIP or foreign postal cod		ructions)	2b	2b Employer Identification Number (EIN) 52-1036399	
-	AL CARRIERS' CONFER		<b>.</b>	,	2c	2c Plan Sponsor's telephone number 571-336-7600	
	TH STREET SOUTH SUITON, VA 22202	TE 750			2d	2d Business code (see instructions)	
						482110	
Caution	A penalty for the late of	or incomplete filing of this return/repo	ort will be assessed	unless reasonable cause is	establis	shed.	
		ner penalties set forth in the instructions, well as the electronic version of this return					
SIGN HERE	Filed with authorized/vali	d electronic signature.	10/11/2017	A. K. GRADIA			
	Signature of plan adm	inistrator	Date	Enter name of individual sig	ning as	plan administrator	
SIGN							
HERE	Signature of employer	/plan sponsor	Date	Enter name of individual sig	ning as	employer or plan sp	onsor
SIGN HERE							
Signature of DFE Date Enter name of individual sign							
Preparer's name (including firm name, if applicable) and address (include room or suite number)  Preparer's telephone number							
				I I			

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3a	Plan administrator's name and address X Same as Plan Sponsor	3b Administrator's EIN			
		3c Administrator's telephone number			
4	If the name and/or EIN of the plan sponsor has changed since the last return EIN and the plan number from the last return/report:	n/report filed for this plan, enter the name,	4b EIN		
а	Sponsor's name		4c PN		
5	Total number of participants at the beginning of the plan year		<b>5</b> 31215		
6	Number of participants as of the end of the plan year unless otherwise states <b>6a(2), 6b, 6c,</b> and <b>6d</b> ).	d (welfare plans complete only lines 6a(1),			
a(1	) Total number of active participants at the beginning of the plan year		<b>6a(1)</b> 31215		
a(2	Total number of active participants at the end of the plan year		<b>6a(2)</b> 29045		
b	Retired or separated participants receiving benefits		6b		
С	Other retired or separated participants entitled to future benefits		6c		
d	Subtotal. Add lines 6a(2), 6b, and 6c		6d 29045		
е	Deceased participants whose beneficiaries are receiving or are entitled to re-	ceive benefits	6e		
f	Total. Add lines 6d and 6e.		<b>6f</b> 29045		
g	Number of participants with account balances as of the end of the plan year complete this item)	6g			
h	Number of participants that terminated employment during the plan year with less than 100% vested		6h		
7	Enter the total number of employers obligated to contribute to the plan (only	7 33			
b	If the plan provides pension benefits, enter the applicable pension feature could be plan provides welfare benefits, enter the applicable welfare feature could be plan provides welfare benefits, enter the applicable welfare feature could be plan provides welfare benefits, enter the applicable welfare feature could be plan provides welfare benefits, enter the applicable welfare feature could be plan provides welfare benefits, enter the applicable welfare feature could be plan provides welfare benefits, enter the applicable welfare feature could be plan provides welfare benefits, enter the applicable welfare feature could be plan provides welfare benefits, enter the applicable welfare feature could be plan provides welfare benefits.	des from the List of Plan Characteristics Codes	s in the instructions:		
9a	Plan funding arrangement (check all that apply)  (1) Insurance	9b Plan benefit arrangement (check all that (1) Insurance	at apply)		
	(2) Code section 412(e)(3) insurance contracts	(2) Code section 412(e)(3)	insurance contracts		
	(3) X Trust	(3) X Trust			
	(4) General assets of the sponsor	(4) General assets of the sp	oonsor		
10	Check all applicable boxes in 10a and 10b to indicate which schedules are a	attached, and, where indicated, enter the number	per attached. (See instructions)		
а	Pension Schedules	b General Schedules			
u	(1) R (Retirement Plan Information)	(1) X H (Financial Inform	nation)		
	(2) MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary  (2) I (Financial Information – Small Plan)  A (Insurance Information)  C (Service Provider Information)				
	(3) SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	(5) D (DFE/Participati	ng Plan Information) saction Schedules)		

Part III	Form M-1 Compliance Information (to be completed by welfare benefit plans)			
11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.)				
If "Y∈	es" is checked, complete lines 11b and 11c.			
<b>11b</b> Is the	e plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.)			
Rece	the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the ipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid lipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)			
Rece	eipt Confirmation Code			

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# SCHEDULE C (Form 5500)

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation

For calendar plan year 2016 or fiscal plan year beginning

**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.

and ending

12/31/2016

01/01/2016

OMB No. 1210-0110

2016

This Form is Open to Public Inspection.

A Name of plan THE MAINTENANCE OF WAY EMPLOYEES SUPPLEMENTAL SICKNESS BENEFIT PLAN	B Three-digit plan number (PN)  502		
C Plan sponsor's name as shown on line 2a of Form 5500 NATIONAL CARRIERS' CONFERENCE COMMITTEE	D Employer Identification Number (EIN) 52-1036399		
Part I Service Provider Information (see instructions)			
You must complete this Part, in accordance with the instructions, to report the information re or more in total compensation (i.e., money or anything else of monetary value) in connection plan during the plan year. If a person received <b>only</b> eligible indirect compensation for which answer line 1 but are not required to include that person when completing the remainder of t	with services rendered to the plan or the person's position with the the plan received the required disclosures, you are required to		
1 Information on Persons Receiving Only Eligible Indirect Compensati			
<b>a</b> Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of the indirect compensation for which the plan received the required disclosures (see instructions to			
indirect compensation for which the plan received the required disclosures (see instructions i	or definitions and conditions)		
<b>b</b> If you answered line 1a "Yes," enter the name and EIN or address of each person providing received only eligible indirect compensation. Complete as many entries as needed (see inst			
(b) Enter name and EIN or address of person who provided you disc	closures on eligible indirect compensation		
(b) Enter name and EIN or address of person who provided you disc	closures on eligible indirect compensation		
(b) Enter name and EIN or address of person who provided you disc	closures on eligible indirect compensation		
(b) Enter name and EIN or address of person who provided you disc	closures on eligible indirect compensation		

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(b) Enter name and EIN or address of person who pro-	ovided you disclosures on eligible indirect compensation
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(b) Enter name and EIN or address of person who pro	vided you disclosures on eligible indirect compensation
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(b) Enter name and EIN or address of person who pro	vided you disclosures on eligible indirect compensation

	Schedule C (Form 550	00) 2016		Page <b>3 -</b> 1		
answered	I "Yes" to line 1a above	e, complete as many	entries as needed to list ea	r Indirect Compensation ich person receiving, directly or ne plan or their position with the	indirectly, \$5,000 or more in t	total compensation
			(a) Enter name and EIN or	r address (see instructions)		
SUNTRUS	ST BANKS, INC.		SUITE	ACHTREE STREET NE 3200 TA, GA 30308		
58-046633	30					
(b) Service Code(s)	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?	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	10500	Yes No X	Yes No		Yes No
			a) Enter name and EIN or	address (see instructions)	l	
TMDG, LL			SUITE	PRATT STREET 525 MORE, MD 21202		
(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?	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	117435	Yes No 🗵	Yes No		Yes No
		(	a) Enter name and EIN or	address (see instructions)		
AETNA, IN	IC.			RMINGTON AVENUE ORD, CT 06186		
06-603349	2					
(b) Service Code(s)	Relationship to employer, employer 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?	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?

12 13 15

NONE

1652426

Yes No X

Yes No

Yes No

answered	"Yes" to line 1a above	e, complete as many	entries as needed to list ea	r Indirect Compensation ich person receiving, directly or ne plan or their position with the	indirectly, \$5,000 or more in t	otal compensation
			(a) Enter name and EIN or	r address (see instructions)		
WEAVER I	BROTHERS INSURAI	NCE	EAST S	ISCONSIN AVENUE SUITE 900 SDA, MD 20814		
52-159016	9					
(b) Service Code(s)	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?	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	15288	Yes No 🗵	Yes No		Yes No
	!	(	a) Enter name and EIN or	address (see instructions)		
MCMC, LL			SUITE:	OWN COLONY DR 203 Y, MA 02169		
(b) Service Code(s)	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?	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?
16	NONE	5469	Yes No 🗵	Yes No		Yes No
		(	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?	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 No	Yes No		Yes No

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Schedule C (Form 5500) 2016

# Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compen or provides contract administrator, consulting, custodial, investment advisory, investment ma questions for (a) each source from whom the service provider received \$1,000 or more in ind provider gave you a formula used to determine the indirect compensation instead of an amount many entries as needed to report the required information for each source.	nagement, broker, or recordkeepin lirect compensation and (b) each so	g services, answer the following ource for whom the service
(a) Enter service provider name as it appears on line 2	(b) Service Codes	(c) Enter amount of indirect
	(see instructions)	compensation
(d) Enter name and EIN (address) of source of indirect compensation	formula used to determine	compensation, including any e the service provider's eligibility 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	formula used to determine	compensation, including any ethe service provider's eligibility 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	formula used to determine	compensation, including any e the service provider's eligibility the indirect compensation.

Part l	Service Providers Who Fail or Refuse to Provide Information					
	Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete his 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			

Pa	art III Termination Information on Accountants and Enrolled Actuaries (see in	structions)
	(complete as many entries as needed)	
а	Name:	<b>b</b> EIN:
С	Position:	
d	Address:	e Telephone:
		<u> </u>
Fy	planation:	
	prariation.	
<u>a</u>	Name:	<b>b</b> EIN:
С	Position:	
d	Address:	e Telephone:
Ex	planation:	
_	Name:	b EIN:
<u>a</u>		D EIN:
C	Position:	
d	Address:	<b>e</b> Telephone:
Ex	planation:	
а	Name:	<b>b</b> EIN:
С	Position:	
d	Address:	e Telephone:
-		
Fy	planation:	
	production.	
_		L =
<u>a</u>	Name:	<b>b</b> EIN:
С	Position:	
d	Address:	<b>e</b> Telephone:
Ex	planation:	

## **SCHEDULE H** (Form 5500)

Internal Revenue Service

Department of Labor Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

A Name of plan

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016

#### **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.

and ending

В

12/31/2016

OMB No. 1210-0110

2016

This Form is Open to Public Inspection

A Name of plan THE MAINTENANCE OF WAY EMPLOYEES SUPPLEMENTAL SICKNESS BEI	NEFIT PLAN		<b>B</b> Three-digit plan number (PN	1) •	502
C Plan sponsor's name as shown on line 2a of Form 5500 NATIONAL CARRIERS' CONFERENCE COMMITTEE			D Employer Identific 52-1036399	ation Number (	EIN)
Part I Asset and Liability Statement					
1 Current value of plan assets and liabilities at the beginning and end of the plan the value of the plan's interest in a commingled fund containing the assets of lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance benefit at a future date. Round off amounts to the nearest dollar. MTIAs, C and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See	more than one ce contract whi CCTs, PSAs, ar	plan on a ch guaran	ine-by-line basis unless tees, during this plan ye	s the value is re ear, to pay a sp	eportable on pecific dollar
Assets		<b>(a)</b> Be	eginning of Year	<b>(b)</b> End	l of Year
a Total noninterest-bearing cash	1a		79216		133914
<b>b</b> Receivables (less allowance for doubtful accounts):					
(1) Employer contributions	1b(1)		908884		1032606
(2) Participant contributions	1b(2)				
(3) Other	1b(3)		1298664		4849229
C General investments: (1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		2972880		595319
(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)				

1c(13)

1c(14)

1c(15)

funds).... (14) Value of funds held in insurance company general account (unallocated

(12) Value of interest in 103-12 investment entities..... (13) Value of interest in registered investment companies (e.g., mutual

(15) Other.....

contracts).....

1d	Employer-related investments:		(a) Beginning of Year	(b) End of Year
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
е	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	5259644	6611068
	Liabilities			
g	Benefit claims payable	1g	4793810	5991086
h	Operating payables	1h	243918	273977
i	Acquisition indebtedness	1i		
j	Other liabilities	1j	221916	346005
k	Total liabilities (add all amounts in lines 1g through1j)	1k	5259644	6611068
	Net Assets			
I	Net assets (subtract line 1k from line 1f)	11		

## Part II Income and Expense Statement

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) Amount	(b) Total
а	Contributions:			
	(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	15347761	
	(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)		15347761
b	Earnings on investments:			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	3273	
	(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)		3273
	(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)		

	F								
		(a	a) Amou	unt			<b>(b)</b> To	otal	
(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 acc	ounts 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									
d Total income. Add all <b>income</b> amounts in column (b) and enter total.								15351034	
Expenses									
<b>e</b> Benefit payment and payments to provide benefits:									
(1) Directly to participants or beneficiaries, including direct rollogical control of the contro	vers			1354	9916				
(2) To insurance carriers for the provision of benefits	2 (2)								
(3) Other	0-(0)								
(4) Total benefit payments. Add lines 2e(1) through (3)	2 (1)							13549916	
f Corrective distributions (see instructions)									
g Certain deemed distributions of participant loans (see instruction									
h Interest expense	, 01-								
i Administrative expenses: (1) Professional fees	0:44)			138	3192				
(2) Contract administrator fees	2:(2)				2426	_			
(3) Investment advisory and management fees	2:/2)				0500				
(4) Other	2:/4)					-			
(5) Total administrative expenses. Add lines 2i(1) through (4)	0:(=)							1801118	
j Total expenses. Add all <b>expense</b> amounts in column (b) and en								15351034	
Net Income and Reconciliation								10001001	
k Net income (loss). Subtract line 2j from line 2d	2k								
Transfers of assets:									
(1) To this plan	21(1)								
(2) From this plan	21(2)								
Part III Accountant's Opinion									
Complete lines 3a through 3c if the opinion of an independent quattached.	alified public accountant is	s attached to	this Fo	orm 55	00. Co	mplete line	3d if an	opinion is n	ot
a The attached opinion of an independent qualified public accounta	ant for this plan is (see ins	tructions):							
(1) Unqualified (2) Qualified (3) 🛛 Disclair	mer (4) Adverse								
<b>b</b> Did the accountant perform a limited scope audit pursuant to 29 0	CFR 2520.103-8 and/or 10	03-12(d)?				X Ye	s	No	
<b>c</b> Enter the name and EIN of the accountant (or accounting firm) be	elow:								
(1) Name:TMDG, LLC		(2) EIN:	03-058	33064					
<b>d</b> The opinion of an independent qualified public accountant is <b>not</b> (1) This form is filed for a CCT, PSA, or MTIA. (2)	attached because: It will be attached to the r	ext Form 55	500 purs	suant t	o 29 C	FR 2520.10	)4-50.		
Part IV Compliance Questions									
CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, a 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do		lines 4a, 4e	e, 4f, 4g	, 4h, 4	k, 4m,	4n, or 5.			
During the plan year:		,	`	Yes	No		Amou	ınt	
a Was there a failure to transmit to the plan any participant contr									
period described in 29 CFR 2510.3-102? Continue to answer "fully corrected. (See instructions and DOL's Voluntary Fiduciar			4a		X				
<b>b</b> Were any loans by the plan or fixed income obligations due the		ļ							
close of the plan year or classified during the year as uncollect secured by participant's account balance. (Attach Schedule G	(Form 5500) Part I if "Yes	" is	46		X				
checked.)			4b						

Page	4-

Schedule H (Form 5500) 2016

	_		Yes	No	I	Amount	
С	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.)	4c		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.)	4d		X			
е	Was this plan covered by a fidelity bond?	4e	Χ			1	000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		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?	4g		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?	4h		Х			
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	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.)	4j	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?	4k		Х			
I	Has the plan failed to provide any benefit when due under the plan?	41		X			
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		Х			
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	4n					
0	Defined Benefit Plan or Money Purchase Pension Plan Only:  Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	40					
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	es 🔀	No	Amoun	ıt:		
5b	If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), iden transferred. (See instructions.)	ntify th	ne plan(	s) to whi	ch assets or	liabilitie	s were
	5b(1) Name of plan(s)				<b>5b(2)</b> EIN(s)	) ;	<b>5b(3)</b> PN(s)
	the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section f "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan ye		21.)?	Yes	s No		determined
Par						. (555 11	.5.1 40110110.)
	lame of trust			6b	Trust's EIN		
1 <b>3</b>	Name of trustee or custodian 6d Trustee's	or c	ustodian	's teleph	one number		



#### INDEPENDENT AUDITOR'S REPORT

To the National Carriers' Conference Committee with respect to The Maintenance of Way Employees Supplemental Sickness Benefit Plan

#### Report on the Financial Statements

We were engaged to audit the accompanying financial statements of The Maintenance of Way Employees Supplemental Sickness Benefit Plan (the Plan), which comprise the statements of net assets available for benefits and of plan benefit obligations as of December 31, 2016 and 2015, 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, 2016, 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, 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, 2016 and 2015, and for the year ended December 31, 2016, 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, schedule of assets (held at end of year) and schedule of reportable transactions as of or for the year ended December 31, 2016, 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 Administrator. 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.

TMDGLLC

Baltimore, Maryland October 11, 2017

# Schedule of Assets (Held at End of Year) December 31, 2016

Schedule H Item 4(i) – Schedule of Assets (Held at End of Year)

EIN: 52-1036399 Plan Number: 502

(a)	(b)	(c)		(d)		(e)
	Identity of Issue, Borrower, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value		<u>Cost</u>		Current <u>Value</u>
*	Money Market Funds SunTrust Bank Account 70-04-102-7036738	Money Market Fund Federated Trsy Obligs MM-1 #68FFS	<u>\$</u>	<u>595,319</u>	<u>\$</u>	<u>595,319</u>

<sup>\*</sup> Known party-in-interest to the Plan.

Schedule of Reportable Transactions For the Year Ended December 31, 2016

Schedule H Item 4(j) – Schedule of Reportable Transactions

EIN: 52-1036399 Plan Number: 502

(a)	(b)	(c)	(d)	(g)	(h)
Identity of Party Involved	<u>Description of Assets</u>	Purchase <u>Price</u>	Selling <u>Price</u>	Asset <u>Cost</u>	Current <u>Value</u>

SunTrust Bank

Account 70-04-102-7036738 (See attached schedule as prepared and reported by SunTrust Bank)



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#### 1/1/16 THROUGH 12/31/16

ACCOUNT 7036738

#### RAILROAD - MAINT WAY EMP SUPP SK

DATE DUGHT/SOLD	SHARES PAR VALUE	UNIT	EXPENSE INCURRED	PRINCIPAL	CASH	ERISA COST	ERISA COST GAIN/LOSS
		BEGINNING M COMPARATIVE	ARKET VALUE VALUE (5%)	2,972,973, 148,648.			
CATEGOR	RY 1 - SINGLE TRANSACTION	EXCEEDS 5% OF	VALUE				
ISSUE: 60934NE	500 - FEDERATED TRSY OBLIG	S MM-I #68					
01/05/16 S	185,109.4500	1.0000		9	185,109 *	185,109	
	500 - FEDERATED TRSY OBLIG						
01/08/16 S	205,105.1000	1.0000		0	205,105 ★	205,105	
1/13/16 B	500 - FEDERATED TRSY OBLIG: 161,839.0800	1.0000		Ó	161 070	121 010	
	500 - FEDERATED TRSY OBLIG			U	-161,839 *	161,839	
1/19/16 B	396,136.8300	1.0000		0	-396,137 *	396,137	
	00 - FEDERATED TRSY OBLIG				-376,137 ×	370,137	
1/21/16 B	395,473.3600	1.0000		0	-395,473 *	395,473	
	00 - FEDERATED TRSY OBLIG				0.5/4/0	3,3,4,0	
1/28/16 S	183,014.9600	1.0000		0	183,015 *	183,015	
ISSUE: 60934N5	00 - FEDERATED TRSY OBLIG	S MM-I #68			4201622	,	
12/02/16 S	161,596.0900	1.0000		0	161,596 *	161,596	
ISSUE: 60934N5	00 - FEDERATED TRSY OBLIG	S MM-I #68			53545330c	7.72	
02/18/16 B	835,837.4400	1.0000		0	-835,837 *	835,837	
ISSUE: 60934N5	00 - FEDERATED TRSY OBLIG	S MM-I #68				2000000	
02/26/16 S	199,018.2400	1.0000		D	199,018 *	199,018	
ISSUE: 60934N5	00 - FEDERATED TRSY OBLIG	S MM-I #68					
03/08/16 S	165,432.6500	1.0000		0	165,433 *	165,433	
	00 - FEDERATED TRSY OBLIG	S MM-I #68					
03/17/16 B	817,285.7500	1.0000		0	-817,286 *	817,286	
	500 - FEDERATED TRSY OBLIG						
03/30/16 S	215,803.4700	1.0000		0	215,803 *	215,803	
	500 - FEDERATED TRSY OBLIG			2	422,032	Fr. 2 225	
04/06/16 S	182,364.2300	1.0000		0	182,364 *	182,364	
04/18/16 B	500 - FEDERATED TRSY OBLIG				*** ***	222 112	
	328,663.1400 500 - FEDERATED TRSY OBLIG	1.0000		0	-328,663 *	328,663	
04/19/16 B	439,014.8200	1.0000		0	. 220 ATE +	670 017	
	500 - FEDERATED TRSY OBLIG			N.	-439,015 *	439,015	
04/28/16 S	179,012.7900	1.0000		ó	179,013 *	179,013	
	000 - FEDERATED TRSY OBLIG			4	1,7,015	177,013	
	Table in a party						



SHARES

UNIT

#### THROUGH 12/31/16 1/1/16

**ACCOUNT 7036738** 

DATE

#### RAILROAD - MAINT WAY EMP SUPP SK

EXPENSE

ERISA COST GAIN/LOSS ERISA COST

BOUGHT/SOLD	PAR VALUE	PRICE	INCURRED		PRINCIPAL CASH	ERISA COST	GAIN/LOSS		
ISSUE: 60934N500	- FEDERATED TRSY OBLIG	S MM-I #68		7	7.0				
05/20/16 B	814,465.3900	1.0000		0	-814,465 *	814,465			
ISSUE: 60934N500 05/27/16 S	- FEDERATED TRSY OBLIGS 150,556.9400	1.0000		à	150,557 *	150,557		a	
	- FEDERATED TRSY OBLIG				20000	1221223		1	
06/14/16 S	171,595.0400	1.0000		a	171,595 *	171,595		0	
	- FEDERATED TRSY OBLIG			ž.		222 222			
06/23/16 B	942,289.3500	1.0000		0	-942,289 *	942,289			
	- FEDERATED TRSY OBLIG			0	189,092 *	189,092		0	
06/29/16 S	189,091.9000	1.0000		0	102,072 #	107,072		9	
	- FEDERATED TRSY OBLIG	1.0000		0	184,113 *	184,113		Ô	
07/18/16 S	- FEDERATED TRSY OBLIG				1047110	29.7,220			
07/20/16 B	431,383.1100	1.0000		0	-431,383 *	431,383			
	- FEDERATED TRSY OBLIG				1011000	324,320			
07/21/16 B	342,907.8200	1.0000		0	-342,908 ×	342,908			
	- FEDERATED TRSY OBLIG								
07/28/16 S	182,076.0400	1.0000		0	182,076 *	182,076		Ů.	
	- FEDERATED TRSY OBLIG								
08/18/16 B	615,008.6600	1.0000		O.	-615,009 *	615,009			
	- FEDERATED TRSY OBLIG	S MM-I #68							
08/30/16 S	182,797.9900	1.0000		0	182,798 *	182,798		0	
ISSUE: 60934N500	- FEDERATED TRSY OBLIG	S MM-I #68							
09/08/16 S	149,174.5700	1.0000		0	149,175 *	149,175		0	
ISSUE: 60934N500	- FEDERATED TRSY OBLIG	S MM-I #68							
09/21/16 B	793,177.2300	1.0000		0	-793,177 *	793,177			
ISSUE: 60934N500	- FEDERATED TRSY OBLIG	S MM-I #68						-	
09/29/16 S	177,615.1000	1.0000		0	177.615 *	177,615		0	
ISSUE: 60934N500	- FEDERATED TRSY OBLIG	S MM-I #68							
10/11/16 S	234,154.8300	1.0000		0	234,155 ×	234,155		a	
ISSUE: 60934N500	- FEDERATED TRSY OBLIG	S MM-I #68				272,212			
10/20/16 B	797,347.1000	1.0000		0	-797,347 *	797,347			
	- FEDERATED TRSY OBLIG			G.	122 224 3	145 554		.0	
10/28/16 S	172,900.9900	1.0000		0	172,901 *	172,901		0	
	- FEDERATED TRSY OBLIG				272 722 -	077 780			
11/17/16 B	832,379.5300	1.0000		0	-832,380 *	832,380			
	- FEDERATED TRSY OBLIG				191,113 *	191,113		0	
11/29/16 S	191,112.6700	1.0000		U	191,115 *	191,113			
	- FEDERATED TRSY OBLIG	1.0000		0	179,769 *	179,769		0	
12/15/16 S	179,768.7300			U	1/3//03 *	2,77,107			
	- FEDERATED TRSY OBLIG 638,848.3900	1.0000		n	-638,848 *	638,848			
12/19/16 B	- FEDERATED TRSY OBLIG				2001010				
12/29/16 S	155,311.4900	1.0000		0	155,311 *	155,311		0	
							Dictarator	نزن	
192555	2227		*******		13,772,009	13,772,009	110104010462	0	
GRAND	TOTAL			0	1311/51003	13,772,007		U	



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SHARES

ACCOUNT 7036738

DATE

#### 1/1/16 THROUGH 12/31/16

RAILROAD - MAINT WAY EMP SUPP SK

UNIT EXPENSE ERISA COST BOUGHT/SOLD PAR VALUE PRICE INCURRED PRINCIPAL CASH ERISA COST GAIN/LOSS

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: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68

-93	0	1.0000	93.2600	01/05/16 B
-161,839 *	0	1.0000	161,839.0800	01/13/16 B
-396,137 *	0	1.0000	396,136.8300	01/19/16 B
-395,473 *	0	1.0000	395,473.3600	01/21/16 B
-49,403	0	1.0000	49,403.4700	01/29/16 B
-273	0	1.0000	273.0000	02/02/16 B
-835,837 *	0	1.0000	835,837.4400	02/18/16 B
-337	0	1.0000	336.7200	03/02/16 B
-49,774	0	1.0000	49,774.1900	03/02/16 B
-817,286 *	0	1.0000	817,285.7500	03/17/16 B
-35,825	0	1.0000	35,824.6200	03/22/16 B
-28,920	0	1.0000	28,920.2100	03/23/16 B
-367	0	1.0000	366.6300	04/04/16 B
-328,663 *	0	1.0000	328,663.1400	04/18/16 B
-439,015 *	0	1.0000	439,014.8200	04/19/16 B
-58,692	0	1.0000	58,692.0800	04/20/16 B
-319	0	1.0000	318.7200	05/03/16 B
-133,460	0	1.0000	133,459.8900	05/19/16 B
-814,465 *	0	1.0000	814,465.3900	05/20/16 B
-308	0	1.0000	308.4100	06/02/16 B
-942,289 *	0	1.0000	942,289.3500	06/23/16 B
-315	0	1.0000	315.4000	07/05/16 B
	-161,839 * -396,137 * -395,473 * -49,403 -273 -835,837 * -337 -49,774 -817,286 * -35,825 -28,920 -367 -328,663 * -439,015 * -58,692 -319 -133,460 -814,465 * -308 -942,289 *	0 -161,839 * 0 -396,137 * 0 -395,473 * 0 -49,403 0 -273 0 -835,837 * 0 -337 0 -49,774 0 -817,286 * 0 -35,825 0 -28,920 0 -367 0 -328,663 * 0 -439,015 * 0 -58,692 0 -319 0 -133,460 0 -814,465 * 0 -308	1.0000	161,839.0800       1.0000       0       -161,839 *         396,136.8300       1.0000       0       -396,137 *         395,473.3600       1.0000       0       -395,473 *         49,403.4700       1.0000       0       -49,403         273.0000       1.0000       0       -273         835,837.4400       1.0000       0       -85,837 *         336.7200       1.0000       0       -337         49,774.1900       1.0000       0       -49,774         817,285.7500       1.0000       0       -817,286 *         35,824.6200       1.0000       0       -35,825         28,920.2100       1.0000       0       -28,920         366.6300       1.0000       0       -367         328,663.1400       1.0000       0       -328,663         439,014.8200       1.0000       0       -58,692         318.7200       1.0000       0       -339         133,459.8900       1.0000       0       -314,465 *         308.4100       1.0000       0       -942,289 *

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**ACCOUNT 7036738** 

#### 1/1/16 THROUGH 12/31/16

#### RAILROAD - MAINT WAY EMP SUPP SK

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
07/20/16 B	431,383.1100	1.0000	0	-431,383 *	431.383	
07/21/16 B	342,907.8200	1.0000	0	-342,908 *	342,908	
07/22/16 B	121,234.5400	1.0000	0	-121,235	121,235	
08/02/16 B	315.1100	1.0000	0	-315	315	
08/17/16 B	90,572.5000	1.0000	0	-90,573	90,573	
08/18/16 B	615,008.6600	1.0000	0	-615,009 *	615,009	
09/02/16 B	283.7400	1.0000	0	-284	284	
09/16/16 B	90,209.2200	1.0000	0	-90,209	90,209	
09/21/16 B	793,177.2300	1.0000	0	-793,177 *	793,177	
10/04/16 B	215.9900	1.0000	0	-216	216	
10/14/16 B	93,033.7700	1.0000	0	-93,034	93,034	
10/20/16 B	797,347.1000	1.0000	0	-797,347 *	797,347	
10/25/16 B	55,618.2200	1.0000	0	-55,618	55,618	
11/02/16 B	182.1200	1.0000	0	-182	182	
11/17/16 B	832,379.5300	1.0000	0	-832,380 *	832,380	
12/02/16 B	174.3500	1.0000	0	-174	174	
12/05/16 B	37,198.4000	1.0000	0	-37,198	37,198	
12/16/16 B	78,508.6600	1.0000	0	-78,509	78,509	
12/19/16 B	638,848.3900	1.0000	0	-638,848 *	638,848	
12/20/16 B	48,909.6400	1.0000	0	-48,910	48,910	
SUB-TO	TAL OF BUYS # 42		0	10,556,599	10,556,599	
01/04/16 S	61,693.9200	1.0000	0	61,694	61,694	
01/05/16 S	185,109.4500	1.0000	0	185,109 *	185,109	
01/06/16 \$	20,766.6700	1.0000	0	20,767	20,767	
01/07/16 S	57,964.0300	1.0000	0	57,964	57,964	
01/08/16 S	205,105.1000	1.0000	0	205,105 *	205,105	
01/11/16 S	978.4900	1.0000	0	978	978	
01/11/16 S	42,408.6800	1.0000	0	42,409	42,409	
01/12/16 S	78,122.8300	1.0000	0	78,123	78,123	
01/14/16 S	37,443.6600	1.0000	0	37,444	37,444	
01/15/16 S	56,418.0600	1.0000	0	56,418	56,418	
01/20/16 S	7,807.7500	1.0000	0	7,808	7,808	
01/22/16 S	34,657.4200	1.0000	0	34,657	34,657	
01/25/16 S	32,736.4100	1.0000	0	32,736	32,736	
01/26/16 S	36,334.7600	1.0000	0	36,335	36,335	
01/27/16 S	36,905.1400	1.0000	0	36,905	36,905	
01/28/16 \$	183,014.9600	1.0000	0	183,015 *	183,015	
02/01/16 S	44,134.3800	1.0000	0	44,134	44,134	
02/02/16 S	161,596.0900	1.0000	0	161,596 *	161,596	
02/03/16 S	52,020.1900	1.0000	0	52,020	52,020	
02/04/16 S	35,021.7300	1.0000	0	35,022	35,022	
02/05/16 S	32,457.8900	1.0000	0	32,458	32,458	
02/08/16 S	969.4000	1.0000	0	969	969	
02/08/16 S	45,401.2300	1.0000	0	45,401	45,401	

. 17 0





#### 1/1/16 THROUGH 12/31/16

ACCOUNT 7036738

#### RAILROAD - MAINT WAY EMP SUPP SK

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRIN	CIPAL CASH	ERISA COST	GAIN/LOSS
02/09/16 S	42,165.2000	1.0000	0		42,165	42,165	0
02/10/16 S	9,363.0000	1.0000	0		9,363	9,363	0
02/11/16 S	81,139.6600	1.0000	0		81,140	81,140	0
02/12/16 S	26,111.2400	1.0000	0		26,111	26,111	0
02/16/16 5	42,102.9800	1.0000	0		42,103	42,103	0
02/17/16 S	71,703.5900	1.0000	0		71,704	71,704	0
02/19/16 S	15,431.8800	1.0000	0		15,432	15,432	0
02/22/16 S	39,804.9500	1.0000	0		39,805	39,805	0
02/23/16 S	52,256.3000	1.0000	0		52,256	52,256	0
02/24/16 S	42,642.5200	1.0000	0		42,643	42,643	0
02/25/16 S	62,805.4300	1.0000	0		62,805	62,805	0
02/26/16 S	199,018.2400	1.0000	0		199,018 *	199,018	0
02/29/16 S	55,066.6900	1.0000	o o		55,067	55,067	0
03/01/16 S	40,220.8300	1.0000	0		40,221	40,221	0
03/03/16 S	37,354.9200	1.0000	0		37,355	37,355	0
03/04/16 S	44,772.2100	1.0000	0		44,772	44,772	0
03/07/16 S	56,717.4000	1.0000	0		56,717	56,717	0
03/08/16 S	165,432.6500	1.0000	0		165,433 *	165,433	0
03/08/16 S	959.1900	1.0000	Ď.		959	959	0
03/09/16 S	42,647.7400	1.0000	0		42,648	42,648	0
03/10/16 S	50,043.7800	1.0000	0		50,044	50,044	0
03/11/16 S	49,239.4700	1.0000	0		49,239	49,239	0
03/14/16 S	33,058.3000	1.0000	0		33,058	33,058	0
03/15/16 S	36,448.0700	1.0000	0		36,448	36,448	0
03/16/16 S	34,679.8700	1.0000	0		34,680	34,680	0
03/18/16 S	39,430.0100	1.0000	0		39,430	39,430	0
03/21/16 S	60,004.4700	1.0000	0		60,004	60,004	0
03/23/16 S	34,345.3900	1.0000	0		34,345	34,345	0
03/24/16 S	75,725.0400	1.0000	0		75,725	75,725	0
03/28/16 S	41,053.4700	1.0000	0		41,053	41,053	0
03/29/16 S	36,473.5700	1.0000	0		36,474	36,474	0
03/30/16 S	215,803.4700	1.0000	0		215,803 *	215,803	0
03/31/16 S	39,700.9500	1.0000	0		39,701	39,701	0
04/01/16 S	35,521.6100	1.0000	0		35,522	35,522	0
04/04/16 S	43,769.3100	1.0000	0		43,769	43,769	0
04/05/16 S	41,697.4000	1.0000	0		41,697	41,697	0
04/06/16 S	182,364.2300	1.0000	0		182,364 *	182,364	0
04/07/16 S	34,912.4000	1.0000	0		34,912	34,912	0
04/08/16 S	944.1600	1.0000	0		944	944	0
04/08/16 S	37,527.4000	1.0000	0		37,527	37,527	0
04/11/16 S	52,037.2900	1.0000	0		52,037	52,037	0
04/12/16 S	39,942.5600	1.0000	0		39,943	39,943	0
04/13/16 S	45,353.7000	1.0000	0		45,354	45,354	0
04/14/16 S	31,644.1100	1.0000	0		31,644	31,644	0
04/15/16 S	20,497.9000	1.0000	0		20,498	20,498	0
04/21/16 S	33,680.9500	1.0000	0		33,681	33,681	0

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ACCOUNT 7036738

#### 1/1/16 THROUGH 12/31/16

#### RAILROAD - MAINT WAY EMP SUPP SK

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	Р	RINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
04/22/16 S	38,416.8900	1.0000		ó	38,417	38,417	
04/25/16 S	57,260.5000	1.0000		0	57,261	57,261	
04/26/16 S	18,487.5600	1.0000	48	0	18,488	18,488	
04/27/16 S	48,393.5700	1.0000	4 4	0	48,394	48,394	
04/28/16 S	179,012.7900	1.0000		0	179,013 *	179,013	
04/29/16 S	34,494.9300	1.0000		ō	34,495	34,495	
05/02/16 S	43,114.6300	1.0000		0	43,115	43,115	
05/03/16 S	39,504.2800	1.0000		0	39,504	39,504	
05/04/16 S	46,124.1300	1.0000		0	46,124	46,124	
05/05/16 S	31,568.8800	1.0000		0	31,569	31,569	
05/06/16 S	38,960.8700	1.0000		0	38,961	38,961	
05/09/16 S	908.2100	1.0000		0	908	908	
05/09/16 S	52,706.2600	1.0000		0	52,706	52,706	
05/10/16 S	32,407.4000	1.0000		0	32,407	32,407	
05/11/16 S	50,641.0800	1.0000		0	50,641	50,641	
05/12/16 S	37,518.2800	1.0000		0	37,518	37,518	
05/13/16 S	48,099.0600	1.0000		0	48,099	48,099	
05/16/16 S	37,155.7400	1.0000		0	37,156	37,156	
05/17/16 S	193,226.9500	1.0000		0	193,227 *	193,227	
05/18/16 S	37,562.7500	1.0000		0	37,563	37,563	
05/23/16 S	52,157,7300	1.0000		0	52,158	52,158	
05/24/16 S	38,772.1900	1.0000		0	38,772	38,772	
05/25/16 S	47,215,2400	1.0000		0	47,215	47,215	
05/26/16 S	73,907.7600	1.0000		Ó	73,908	73,908	
05/27/16 S	150,556.9400	1.0000		0	150,557 *	150,557	
05/31/16 S	71,334.1100	1.0000		0	71,334	71,334	
06/01/16 S	9,240.7800	1.0000		0	9,241	9,241	
06/02/16 S	54,935.3700	1.0000		0	54,935	54,935	
06/03/16 S	32,199.9200	1.0000	2.0	0	32,200	32,200	
06/06/16 S	43,597.3700	1.0000		0	43,597	43,597	
06/07/16 S	36,345.1100	1.0000	n d	0	36,345	36,345	
06/08/16 S	888.9600	1.0000		0	889	889	
06/08/16 S	42,816.3400	1.0000		0	42,816	42,816	
06/09/16 S	31,835.0700	1.0000		0	31,835	31,835	
06/10/16 S	35,690.9600	1.0000	1	0	35,691	35,691	
06/13/16 S	53,310.0000	1.0000		0	53,310	53,310	
06/14/16 S	171,595.0400	1.0000		0	171,595 *	171,595	
06/15/16 S	37,700.4000	1.0000		0	37,700	37,700	
06/16/16 S	43,666.4400	1.0000		a	43,666	43,666	
06/17/16 S	44,744.9800	1.0000		0	44,745	44,745	
06/20/16 S	89,165.8700	1.0000		0	89,166	89,166	
06/21/16 S	30,759.8600	1.0000		0	30,760	30,760	
06/22/16 S	55,330.8400	1.0000	10	0	55,331	55,331	
06/24/16 S	36,642.8000	1.0000		0	36,643	36,643	
06/27/16 S	55,298.3900	1.0000	TV	0	55,298	55,298	
06/28/16 S	34,399.0900	1.0000	113	0	34,399	34,399	

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#### 1/1/16 THROUGH 12/31/16

#### RAILROAD - MAINT WAY EMP SUPP SK

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED		PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
06/29/16 S	189,091.9000	1.0000		0	189,092 *	189,092	7
06/30/16 S	27,259.7600	1.0000		0	27,260	27,260	
07/01/16 S	19,937.2700	1.0000		0	19,937	19,937	
07/05/16 S	35,179.7200	1.0000		ō	35,180	35,180	
07/06/16 S	11,292,5100	1.0000		0	11,293	11,293	
07/07/16 S	59,081.8100	1.0000		0	59,082	59,082	
07/08/16 S	28,849.6800	1.0000		0	28,850	28,850	
07/11/16 S	853.9300	1.0000		0	854	854	
07/11/16 S	37,516.0000	1.0000		0	37,516	37,516	
07/12/16 S	30,093.0600	1.0000		0	30,093	30,093	
07/13/16 S	51,118.4300	1.0000		0	51,118	51,118	
07/14/16 S	42,472.4100	1.0000		0	42,472	42,472	
07/15/16 S	39,511.5700	1.0000		0	39,512	39,512	
07/18/16 S	184,112.6900	1.0000		0	184,113 *	184,113	
07/19/16 S	39,412.2400	1.0000		0	39,412	39,412	
07/25/16 S	38,066.5800	1.0000		0	38,067	38,067	
07/26/16 S	35,908.0900	1.0000		0	35,908	35,908	
07/27/16 S	35,136.5900	1.0000		0	35,137	35,137	
07/28/16 5	182,076.0400	1.0000		0	182,076 *	182,076	
07/29/16 S	33,017.5000	1.0000		0	33,018	33,018	
08/01/16 S	52,536.4500	1.0000		D	52,536	52,536	
08/02/16 S	39,206.9000	1.0000		0	39,207	39,207	
08/03/16 S	49,993.1800	1.0000		0	49,993	49,993	
08/04/16 S	39,666.4000	1.0000		0	39,666	39,666	
08/05/16 S	41,422.5900	1.0000		0	41,423	41,423	
08/08/16 S	851.3200	1.0000		0	851	851	
08/08/16 S	56,124.4500	1.0000		0	56,124	56,124	
08/09/16 S	43,111.4400	1.0000		.0	43,111	43,111	
08/10/16 S	63,984.4800	1.0000		0	63,984	63,984	
08/11/16 S	40,635.5800	1.0000		0	40,636	40,636	
08/12/16 S	31,814.3100	1.0000		0	31,814	31,814	
08/15/16 S	32,301.8300	1.0000		0	32,302	32,302	
08/16/16 S	36,729.2100	1.0000		0	36,729	36,729	
08/19/16 S	6,030.4000	1.0000		0	6,030	6,030	
08/22/16 S	50,082.4000	1.0000		0	50,082	50,082	
08/23/16 S	36,725.7700	1.0000		0	36,726	36,726	
08/24/16 S	48,811.2500	1.0000		0	48,811	48,811	
08/25/16 S	16,897.0300	1.0000		0	16,897	16,897	
08/26/16 S	41,049.4600	1.0000		0	41,049	41,049	
08/29/16 S	46,293.5500	1.0000		0	46,294	46,294	
08/30/16 S	182,797.9900	1.0000		0	182,798 *	182,798	
08/31/16 S	55,201.5000	1.0000		0	55,202	55,202	
09/01/16 S	63,094.7100	1.0000		0	63,095	63,095	
09/02/16 S	46,051.8000	1.0000		0	46,052	46,052	
09/06/16 S	53,616.5900	1.0000		0	53,617	53,617	
09/07/16 S	43,651.9200	1.0000		0	43,652	43,652	

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#### 1/1/16 THROUGH 12/31/16

#### RAILROAD - MAINT WAY EMP SUPP SK

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT	EXPENSE INCURRED		PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
09/08/16 S	149,174.5700	1.0000		0	149,175 *	149,175	
09/09/16 S	839.9700	1.0000		0	840	840	
09/09/16 S	36,006.0300	1.0000		0	36,006	36,006	
09/12/16 S	35,405.7700	1.0000		0	35,406	35,406	
09/13/16 S	37,963.6700	1.0000		0	37,964	37,964	
09/14/16 S	34,187.5800	1.0000		0	34,188	34,188	
09/15/16 S	49,447.7800	1.0000		0	49,448	49,448	
09/19/16 S	56,025.3800	1.0000		0	56,025	56,025	
09/20/16 S	47,298.1100	1.0000		0	47,298	47,298	
09/22/16 S	34,982.8200	1.0000		0	34,983	34,983	
09/23/16 S	38,230.1700	1.0000		0	38,230	38,230	
09/26/16 S	47,453.4300	1.0000		0	47,453	47,453	
09/27/16 S	39,478.1600	1.0000		0	39,478	39,478	
09/28/16 S	57,972.1600	1.0000		0	57,972	57,972	
09/29/16 S	177,615.1000	1.0000		0	177,615 *	177,615	
09/30/16 S	43,469.3200	1.0000		0	43,469	43,469	
10/03/16 S	59,263.2000	1.0000		0	59,263	59,263	
10/04/16 S	48,354.9600	1.0000		0	48,355	48,355	
10/05/16 S	123,625.4900	1.0000		0	123,625	123,625	
10/06/16 S	30,046.8700	1.0000		0	30,047	30,047	
10/07/16 S	2,571.0000	1.0000		0	2,571	2,571	
10/11/16 S	234,154.8300	1.0000		0	234,155 *	234,155	
10/11/16 S	796.6600	1.0000		0	797	797	
10/12/16 S	60,663.2400	1.0000		0	60,663	60,663	
10/13/16 S	133,519.6800	1.0000		0	133,520	133,520	
10/14/16 S	12,585.6300	1.0000		0	12,586	12,586	
10/17/16 S	49,298.3400	1.0000		0	49,298	49,298	
10/18/16 S	32,441.1600	1.0000		0	32,441	32,441	
10/19/16 S	55,615.9800	1.0000		0	55,616	55,616	
10/21/16 S	30,177.3100	1.0000		0	30,177	30,177	
10/24/16 S	46,730.4100	1.0000		0	46,730	46,730	
10/26/16 S	46,999.2100	1.0000		0	46,999	46,999	
10/27/16 S	37,342.7200	1.0000		0	37,343	37,343	
10/28/16 S	172,900.9900	1.0000		0	172,901 *	172,901	
10/31/16 S	66,249.7100	1.0000		0	66,250	66,250	
11/01/16 \$	37,194.5600	1.0000		0	37,195	37,195	
11/02/16 S	57,715.9900	1.0000		0	57,716	57,716	
11/03/16 S	32,682.1600	1.0000		0	32,682	32,682	
11/04/16 S	30,226.1500	1.0000		0	30,226	30,226	
11/07/16 S	52,726.2900	1.0000		0	52,726	52,726	
11/08/16 S	762.4800	1.0000		0	762	762	
11/08/16 S	35,197.5700	1.0000		0	35,198	35,198	
11/09/16 S	89,021.6600	1.0000		0	89,022	89,022	
11/10/16 S	35,777.5600	1.0000		0	35,778	35,778	
11/14/16 S	42,059.1400	1.0000		0	42,059	42,059	
11/15/16 S	48,083.6100	1.0000		0	48,084	48,084	

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#### 1/1/16 THROUGH 12/31/16

#### RAILROAD - MAINT WAY EMP SUPP SK

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DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
11/16/16 S	62,569.1700	1.0000	0	62,569	62,569	
11/18/16 S	35,703.0700	1.0000	0	35,703	35,703	
11/21/16 S	54,119.8600	1.0000	0	54,120	54,120	
11/22/16 S	95,257.1400	1.0000	0	95,257	95,257	
11/23/16 S	40,936.5900	1.0000	0	40,937	40,937	
11/28/16 S	51,946.1400	1.0000	0	51,946	51,946	
11/29/16 S	191,112.6700	1.0000	0	191,113 *	191,113	
11/30/16 S	4,707.9700	1.0000	0	4,708	4,708	
12/01/16 S	56,418.4500	1.0000	0	56,418	56,418	
12/02/16 S	44,624.2300	1.0000	0	44,624	44,624	
12/06/16 S	55,517.6600	1.0000	0	55,518	55,518	
12/07/16 S	81,925.5000	1.0000	0	81,926	81,926	
12/08/16 5	746.8600	1.0000	0	747	747	
12/08/16 S	37,745.5800	1.0000	0	37,746	37,746	
12/09/16 S	31,592.0000	1.0000	0	31,592	31,592	
12/12/16 S	45,649.4300	1.0000	0	45,649	45,649	
12/13/16 S	26,285.3900	1.0000	0	26,285	26,285	10
12/14/16 S	61,071.1800	1.0000	0	61,071	61,071	10
12/15/16 S	179,768.7300	1.0000	0	179,769 *	179,769	
12/21/16 S	88,068,4500	1.0000	0	88,068	88,068	- 0
12/22/16 S	45,309.0100	1.0000	0	45,309	45,309	19
12/23/16 S	70,929.0900	1.0000	0	70,929	70,929	14
12/27/16 S	13,693.3400	1.0000	0	13,693	13,693	- 0
12/28/16 S	65,175.1500	1.0000	0	65,175	65,175	1
12/29/16 S	155,311.4900	1.0000	0	155,311 *	155,311	10
12/30/16 S	46,615.0300	1.0000	0	46,615	46,615	4
			~			*********
SUB-TO	AL OF SALES # 233		0	12,934,156	12,934,156	
10.5			31177777777			**********
SUI	3-TOTAL		0	23,490,755	23,490,755	
			700000000000	1001011111111		
GRA	AND TOTAL		0	23,490,755	23,490,755	N. A. C.

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

1/1/16 THROUGH 12/31/16

**ACCOUNT 7036738** 

RAILROAD - MAINT WAY EMP SUPP SK

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DATE BOUGHT/SOLD SHARES PAR VALUE UNIT

EXPENSE INCURRED

PRINCIPAL CASH

ERISA COST

ERISA COST GAIN/LOSS

FOOTNOTES

\* = SINGLE TRANSACTION IS 5% REPORTABLE

B = BUY TRANSACTION

S = SELL TRANSACTION

R = REINVESTMENT TRANSACTION

. . . .

FINANCIAL STATEMENTS (Together with report of Independent Public Accountants)

December 31, 2016 and 2015

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#### INDEPENDENT AUDITOR'S REPORT

To the National Carriers' Conference Committee with respect to The Maintenance of Way Employees Supplemental Sickness Benefit Plan

#### Report on the Financial Statements

We were engaged to audit the accompanying financial statements of The Maintenance of Way Employees Supplemental Sickness Benefit Plan (the Plan), which comprise the statements of net assets available for benefits and of plan benefit obligations as of December 31, 2016 and 2015, 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, 2016, 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, 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, 2016 and 2015, and for the year ended December 31, 2016, 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, schedule of assets (held at end of year) and schedule of reportable transactions as of or for the year ended December 31, 2016, 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 Administrator. 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.

TMDGLLC

Baltimore, Maryland October 11, 2017

# Statements of Net Assets Available for Benefits December 31, 2016 and 2015

	2016	2015
ASSETS		
Investments, at fair value	\$ 595,31 <u>9</u>	\$ 2,972,880
Receivables: Participating railroads' contributions Plan benefit overpayments Accrued interest	1,032,606 27,412 183	908,884 62,543 93
	1,060,201	971,520
Cash	133,914	<u>79,216</u>
Amount due from participating railroads	4,821,634	1,236,028
Total assets	6,611,068	5,259,644
LIABILITIES		
Accounts payable and accrued expenses Participating railroad contribution overpayment	273,977 346,005	243,918 221,916
Total liabilities	619,982	465,834
NET ASSETS AVAILABLE FOR BENEFITS	\$ 5,991,086	\$ 4,793,810

# Statement of Changes in Net Assets Available for Benefits For the Year Ended December 31, 2016

## **ADDITIONS**

Investment income:	
Interest income	\$ 3,273
Less investment expenses	( 10,500)
	( 7,227)
Participating railroads' contributions	15,347,761
Total additions	15,340,534
DEDUCTIONS	
Benefits paid to participants	12,352,640
Administrative expenses	1,790,618
Total deductions	14,143,258
Net increase	1,197,276
NET ASSETS AVAILABLE FOR BENEFITS Beginning of year	4,793,810
End of year	<u>\$ 5,991,086</u>

## Statements of Plan Benefit Obligations (As Determined by Aetna) December 31, 2016 and 2015

2016

2015

AMOUNTS CURRENTLY PAYABLE
TO OR FOR PARTICIPANTS
Claims payable and claims incurred but not reported

\$ 5,991,086

\$ 4,793,810

Statement of Changes in Plan Benefit Obligations (As Determined by Aetna) For the Year Ended December 31, 2016

AMOUNTS CURRENTLY PAYABLE TO OR FOR PARTICIPANTS	
Balance at beginning of year	\$ 4,793,810
Claims approved for payment and claims incurred but not reported	13,549,916
Claims paid	( 12,352,640)
Balance at end of year	<u>\$ 5,991,086</u>

### Note 1. Description of the Plan

The following description of The Maintenance of Way Employees Supplemental Sickness Benefit Plan (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 Maintenance of Way 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 document 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. However, as a result of the Plan's funding policy, from time to time the trust may be subject to income taxes. No federal or state income taxes have been recorded during the year ending December 31, 2016 for unrelated business taxable income.

### Note 1. Description of the Plan (continued)

The Plan has obtained a favorable tax determination letter from the Internal Revenue Service, and the Plan Administrator believes that the Plan, as amended, continues to qualify and to operate as designed.

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 740, Income Taxes, prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. The Plan's management has evaluated the impact of this guidance to its financial statements. The Plan's tax returns are subject to examination by taxing authorities, generally for a period of three years from the date the returns are filed.

### 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.

### 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 the reported amounts of assets, liabilities, benefit obligations and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

### 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.

### Note 2. Significant Accounting Policies (continued)

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.

### Payment of benefits

Claim payments are recorded when paid by the Plan. Amounts processed by the third party administrator, but not paid by the Plan and claims incurred but not reported as of December 31st are recorded as plan benefit obligations within the accompanying statements of plan benefit obligations.

### 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 Administrator has evaluated subsequent events through October 11, 2017, the date the financial statements were available to be issued.

### Note 3. Information Certified by the Plan's Trustee

The following investments are held by a bank administered trust fund and were certified by the Trustee, SunTrust Bank, as complete and accurate.

	2016	2015
Money Market Fund:*		
Investments	\$ 595,319	\$ 2,972,880
Accrued interest	\$ 183	\$ 93
Interest income	\$ 3,273	N/A

Investments held as of December 31, 2016 and 2015 were in Federated Treasury Obligations MM-1 #68 FFS.

The investment activity reported on the schedule of assets (held at end of year) and schedule of reportable transactions was also certified by the Trustee, SunTrust Bank, as complete and accurate.

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 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

### Note 4. Fair Value Measurements (continued)

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.

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 relevant observable inputs and minimize the use of unobservable inputs.

The valuation methodology used for assets measured at fair value as of December 31, 2016 and 2015 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, 2016 and 2015, all of the Plan's investment assets have been determined by the Plan Administrator 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 Administrator 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, 2016 and 2015, which only includes amounts that have been reported to and recorded by Aetna as of December 31st.

Note 5. Plan Benefit Overpayment Receivable (continued)

	2016	2015
Total plan benefit overpayment receivable Allowance	\$ 173,518 <u>( 146,106</u> )	\$ 162,957 ( 100,414)
Net plan benefit overpayment receivable	<u>\$ 27,412</u>	<u>\$ 62,543</u>

The gain contingency associated with the receipt of future awards, which 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 Administrator 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 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 33 railroads participating in the Plan, of which 4 Class I railroads comprised approximately 79% and 80% of the total Plan activity as of and for the years ended December 31, 2016 and 2015, respectively.

This activity includes, but is not limited to, participating railroad contributions receivable and amounts due from participating railroads as of December 31, 2016 and 2015, and participating railroads' contributions for the year ended December 31, 2016 as follows:

### Note 7. Concentration of Participating Railroads (continued)

	Percentage of T	otal Plan Activity
Railroad	2016	2015
Α	27.2%	27.3%
В	24.6%	25.2%
С	15.1%	15.2%
D	12.3%	12.6%

### Note 8. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the accompanying 2016 and 2015 financial statements to the Form 5500.

	2016	2015
Net assets available for benefits as reported within the financial statements	\$ 5,991,086	\$ 4,793,810
Benefit obligations currently payable	( 5,991,086)	( 4,793,810)
Net assets available for benefits as reported within the Form 5500	<u>\$</u>	<u>\$</u>

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500 for the year ended December 31, 2016.

Benefits paid to participants as reported within the financial statements	\$ 12,352,640
Add: Amounts payable at end of year	5,991,086
Less: Amounts payable at beginning of year	( 4,793,810)
Benefits paid to participants as reported within the Form 5500	<u>\$ 13,549,916</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 incurred but not reported benefit claims as of December 31st.

### Note 9. Party in Interest Transactions

The Plan paid administrative fees to service providers during the year that are considered party in interest transactions. This includes management fees paid to SunTrust Bank, the trustee of the Plan, for certain Plan assets invested in money market funds. These transactions are exempt from the prohibited transaction rules of ERISA.

### Note 10. Risks and Uncertainties

The Plan invests in money market funds with SunTrust Bank. 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.

A Plan benefit overpayment receivable is recorded when an overpayment is communicated to Aetna. The collectability of this receivable is determined by the Plan Administrator based on certain historical collection patterns. Due to uncertainties inherent in the communication, estimations, and assumptions process, it is at least reasonably possible that the timing of such communications or changes in these estimates and assumptions in the near term 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, 2016 and 2015 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 MAINTENANCE OF WAY EMPLOYEES SUPPLEMENTAL SICKNESS BENEFIT PLAN

### Schedule of Assets (Held at End of Year) December 31, 2016

Schedule H Item 4(i) – Schedule of Assets (Held at End of Year)

EIN: 52-1036399 Plan Number: 502

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	<u>Cost</u>	Current <u>Value</u>
*	Money Market Funds SunTrust Bank Account 70-04-102-7036738	Money Market Fund Federated Trsy Obligs MM-1 #68FFS	\$ 595,319	\$ 595,319

<sup>\*</sup> Known party-in-interest to the Plan.

### THE MAINTENANCE OF WAY EMPLOYEES SUPPLEMENTAL SICKNESS BENEFIT PLAN

### Schedule of Reportable Transactions For the Year Ended December 31, 2016

Schedule H Item 4(j) – Schedule of Reportable Transactions

EIN: 52-1036399 Plan Number: 502

(a)	(b)	(c)	(d)	(g)	(h)
Identity of Party Involved	Description of Assets	Purchase Price	Selling <u>Price</u>	Asset <u>Cost</u>	Current <u>Value</u>

SunTrust Bank Account 70-04-102-7036738

(See attached schedule as prepared and reported by SunTrust Bank)

# REPORTABLE TRANSACTIONS MORKSHEET

### THROUGH 12/31/16

1/1/16

RAILROAD - MAINT WAY EMP SUPP SK

ERISA COST GAIN/LOSS

ERISA COST

PRINCIPAL CASH

EXPENSE INCURRED

PRICE

SHARES PAR VALUE

**BOUGHT/SOLD** 

DATE

ACCOUNT 7036738

2,972,973.05 148,648.65

BEGINNING MARKET VALUE COMPARATIVE VALUE (5%)

CATEGORY 1 - SINGLE TRANSACTION EXCEEDS 5% OF VALUE

185,109 205,105 161,839

185,109 205,105 -161,839

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- FEDERATED TRSY OBLIGS MM-I

396,136.8300

395,473.3600 183,014.9600 161,596.0900

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199,018.2400 165,432.6500

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ISSUE: 60934N500 - FEDERATED TRSY OBLIGS MM-I #68

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### THROUGH 12/31/16

1/1/16

¥ RAILROAD - MAINT WAY EMP SUPP

PAGE 64

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13,772,009

13,772,009

GRAND TOTAL



# REPORTABLE TRANSACTIONS WORKSHEET

THROUGH 12/31/16 1/1/16

RAILROAD - MAINT MAY EMP SUPP SK

ACCOUNT 7036738

SHARES Par value

DATE BOUGHT/SOLD

EXPENSE

PRICE Liz5

INCURRED

PRINCIPAL CASH

ERISA COST

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

308

49,403

337

835,837 49,774 817,286

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ERISA COST GAIN/LOSS



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B 832,379.5300 B 37,198.4000 B 638,848.3900 B 638,848.3900 C 17,509.6400 C 18,693.9200 C 185,109.6400 C 20,766.6700 C 20,766.6700 C 20,766.0300 C 205,105.1000 C 37,964.0300 C 36,9657.4200 C 36,9667.4200 C 36		-832,380 * -174 -37,198 -78,509 -638,848 * -48,910 10,556,599	80 80 10 10 10 10 10 10 10 10 10 10 10 10 10	
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B 174.3500 B 57,198.4000 B 638,868.3900 B 638,909.6400 C 61,693.9200 C 11,693.9200 C 1		-174 -37,198 -78,509 -638,848 * -48,910 	37, 78, 638, 648,	
B		-37,198 -78,509 -638,848 * -48,910	37, 78, 638, 48,	
8 638.848.3900 8 638.848.3900 8 18.707AL OF BUYS # 42  \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 57,964.0500 \$ 56,4100 \$ 56,4100 \$ 56,4100 \$ 56,4100 \$ 56,4100 \$ 56,4100 \$ 56,4134.3800 \$ 56,002.1900 \$ 57,002.1900 \$ 57,002.1900 \$ 57,002.1900		-78,509 -638,848 * -48,910 	9 1 1	
8 638,848.3900 8 48,909.6400 8 5 61,693.9200 8 20,766.6700 8 20,766.6700 8 57,966.0300 8 57,966.0300 8 57,966.0300 8 57,966.0300 8 57,966.0300 8 57,966.0300 8 57,966.0300 8 57,966.0300 8 56,418.0600 8 56,418.0600 8 56,536.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600 8 56,936.7600		-638,848 * -48,910 10,556,599	9 1 1	
SUB-TOTAL OF BUYS # 42  S		-48,910 -48,910 		
SUB-TDTAL OF BUYS # 42  S 61,693.9200  S 20,766.6700  S 20,766.6700  S 20,766.6700  S 20,105.1000  S 20,105.1000  S 20,105.1000  S 20,105.1000  S 37,443.6600  S 34,657.4200  S 34,657.4200  S 36,965.1400  S 36,905.1400		10,556,532	1 6	
SUB-TDTAL OF BUYS # 42  S 61,693.9200 S 20,766.6700 S 20,766.6700 S 20,105.1000 11. S 205,105.1000 11. S 205,105.1000 11. S 37,443.6600 11. S 37,443.6600 11. S 34,657.7500 11. S 36,905.1400	00000	10,556,599	:	
\$ \( \text{61,693.9200} \) \( \text{10.693.9200} \) \( \text{10.695.0200} \) \( \text{10.695.000}	00000		10.556.599	
\$ 61,693.9200  \$ 185,109.4500  \$ 20,766.6700  \$ 205,105.1000  \$ 205,105.1000  \$ 278,4900  \$ 37,443.6600  \$ 37,443.6600  \$ 37,443.6600  \$ 37,443.6600  \$ 37,443.6600  \$ 37,443.6600  \$ 37,443.6600  \$ 37,443.6600  \$ 37,443.6600  \$ 36,957.4500  \$ 36,905.1400  \$ 36,9	00000			
\$ 185,109,4500 \$ 20,766,6700 \$ 57,964,0300 \$ 205,106,1000 \$ 205,106,1000 \$ 205,106,1000 \$ 278,408,6800 \$ 27,443,6600 \$ 27,443,6600 \$ 27,443,6500 \$ 27,4600 \$ 27,4600 \$ 27,4600 \$ 27,4600 \$ 27,4600 \$ 27,4600 \$ 27,4600 \$ 27,76000 \$ 27,76000 \$ 27,76000 \$ 27,76000 \$ 27,76000 \$ 27,760000 \$ 27,760000 \$ 27,7600000000000000000000000000000000000	00000	61,694	61,694	
\$ 20,766.6700   1.  \$ 205,105.1000   1.  \$ 205,105.1000   1.  \$ 42,408.6800   1.  \$ 78,122.8300   1.  \$ 56,418.0600   1.  \$ 56,418.0600   1.  \$ 34,657.4200   1.  \$ 34,657.4200   1.  \$ 36,305.1400   1.  \$ 44,134.3800   1.  \$ 55,021.000   1.  \$ 35,021.000   1.	0000	185,109 *	185,109	
\$ 57,964.0300   1.0   205,105.1000   1.0   205,105.1000   1.0   2.	0000	20,767	20,767	
\$ 205,105.1000 \$ 78,425.4900 \$ 78,122.8300 \$ 37,443.6600 \$ 5 7,807.7500 \$ 34,657.4200 \$ 35,736.4100 \$ 36,951.400 \$ 36,905.1400 \$	0000	57.964	57.966	
\$ 978.4900   1. \$ 78,122.8300   1. \$ 37,443.6600   1. \$ 56,418.0600   1. \$ 56,418.0600   1. \$ 54,657.4200   1. \$ 32,736.4100   1. \$ 36,905.1400   1. \$ 44,134.3800   1. \$ 55,021.7300   1. \$ 55,021.7300   1.	0000	201.105	ROL: ROC	
\$ 42,408.6800   1.5   1.2   1.		3 C O	١.	
\$ 78,122.8300 \$ 57,443.6600 \$ 56,418.0600 \$ 7,807.7500 \$ 34,657.4200 \$ 32,736.4100 \$ 36,395.1400 \$ 183,014.9600 \$ 44,134.3800 \$ 161,596.0900 \$ 55,021.7300		000000	9/6	
\$ 57,443.6600 1.55,418.0600 1.55,418.0600 1.55,418.0600 1.55,418.0600 1.55,418.0600 1.55,418.014.9600 1.55,118.014.9600 1.55,115.014.9500 1.55,115.014.9500 1.55,115.014.9500		7077	•	
5 5 7,413.0600 1.5 5 4,657.42.000 1.5 5 34,657.42.00 1.5 5 35,75.41.00 1.5 5 5,905.14.00 1.5 5 5,014.9600 1.5 5 161,596.0900 1.5 5 5,014.9600		18,123	(8,125	
5 7,807.7500 1. 5 34,657.4500 1. 5 35,736.4100 1. 5 36,905.1400 1. 5 44,134.7800 1. 5 44,134.3800 1. 5 52,020.1900 1.		### 100	344.76	
5 34,657.7500 1. 5 32,736.4100 1. 5 36,334.7600 1. 5 36,905.1400 1. 5 183,014.3600 1. 5 44,134.3800 1. 5 161,596.0900 1. 5 55.020.1900 1.	0000	56,418	56,418	
\$4,657.4200   1.  \$ 32,736.4100   1.  \$ 5,334.7600   1.  \$ 36,905.1400   1.  \$ 44,134.3800   1.  \$ 161,596.0900   1.  \$ 55,020.1900   1.  \$ 35,021.7300   1.	0000	7,808	7,808	
\$5,736.4100 1. \$6,334.7600 1. \$5,905.1400 1. \$183,014.9600 1. \$44,134.3800 1. \$161,596.0900 1. \$5,020.0300 1.	0000	34,657	34,657	
\$ 36,334.7600 1. \$ 36,905.1400 1. \$ 183,014.9600 1. \$ 44,134.3800 1. \$ 161,596.0900 1. \$ 52,020.020.1900 1.	0000	32,736	32,736	
\$ 36,905.1400 1. \$ 183,014.9600 1. \$ 44,134.3800 1. \$ 161,596.0900 1. \$ 52,020.1900 1.	0 0000	36,335	100,000	
\$ 183,014.9600 1. \$ 44,134.3800 1. \$ 161,596.0900 1. \$ 52,020.1900 1.	0000	36,905	36.905	
\$ 44,134.3800 1. \$ 161,596.0900 1. \$ 52,020.1900 1. \$ 35,021.7300 1.	0000	183.015	183.015	
\$ 161,596.0900 1.	0000	44.134	461.44	
\$ 52,020,1900 1.	0000	161.596	141.594	
\$ 35,021.7300 1.		10 17 10 10 10 10 10 10 10 10 10 10 10 10 10		
		0,00	020,26	
22 457 8000		220166	220,000	
1 0060:164:25		52,458	32,458	
	0000	696	696	



1/1/16 THROUGH 12/31/16

RAILROAD - MAINT MAY EMP SUPP SK

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
02/09/16 \$	42,165.2000	1.0000	0	62.165	22.145	
	9,363.0000	1.0000	•		698.6	
	81,139.6600	1.0000	•	81,140	81,140	
02/12/16 5	26,111,2400	1.0000	•	26,111	26,111	0
	42,102.9800	1.0000	•	42,103	42,103	0
	14,703,5900	•	0	71,704	71,704	0
	15,451.0800 30 00 0E	1.0000	0	15,432	15,432	0
	37,804.7500	•	0	39,805	39,805	0
	62.623.000	0000.1	0 (	52,256	52,256	•
	42.84E.3E00		B (	42,643	42,643	•
	199.018	•	-	62,805	62,805	0
	55.066.4900	0000:1	<b>-</b>	* 810, 991	199,018	•
03/01/16 \$	40.220.8300	0000.		790'55	790,68	0
	37,354.9200	•		122.04	40,221	0
03/04/16 S	44.772.2100	•	•	000,10	566,76	0
03/07/16 S	56,717.4000	•		7// 44	2/1/55	0
03/08/16 S	165,432,6500		•	77.17	/1/ '05	0
03/08/16 S	959.1900	•		k 0010	2010	<b>.</b>
	42,647.7400	1.0000		607 67		<b>5</b> (
	50,043,7800	1,0000		•	0 ' V I	<b>&gt;</b> (
	49,239.4700	1.0000		40000	70,044	<b>&gt;</b> (
	33,058.3000	1.0000	•	NA TO THE REAL PROPERTY.	47,727 44,058	
	36,448.0700	1.0000	•	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 M	
	34,679.8700	1.0000	•	34.680	3.00 to 1.00 t	
	39,430.0100	1.0000	•	19,430	30 TO	
	60,004.4700	1.0000	•	\$0°09	60.00	
	34,345.3900	1.0000	•	34,345	100 M	
	75,725.0400	1.0000	•	75,725	75,725	
	41,053.4700	1.0000	•	41,053	41,053	•
0 01/63/50	56,473.5700	1.0000	0	36,474	36,474	0
03/00/10 0	10.10.4700	•	•	215,803 *	215,803	•
	39,700.9560	•	•	39,701	39,701	•
	0019:126:66	•	0	35,522	35,522	0
	0010.601.64	٠	0	43,769	43,769	0
	1004.760.14	٠	0	41,697	41,697	0
	0000 010 02	•	•	•	ŝ	0
	0001.320	0000.1	0	34,912	34,912	0
	0007.104	•	•			0
	0000 000 000	0000.1	•	37,527	37,527	0
	0062.15012E	•	0 1	52,037	52,037	0
	27,742,5800 6F, 3F3, 2000	0000.1	0	39,943	39,943	•
	31.666 2100	0000 1	0	400 ta 4	45,354	0
	0011:110110	0000.		31,644	31,644	0
	27 700 000	0000.	0	20,498	20,498	0
	33,680.7500	1.6000	D	33,681	33,681	0



## 1/1/16 THROUGH 12/31/16

JNT 7036738		RAILR	RAILROAD - MAINT MAY EMP SUPP SK	EMP SUPP SK		PAGE 68
DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT	EXPENSE INCURRED	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
04/22/16 S	38,416.8900	1.0000	G	38.617	717 82	
•	57,260.5000		•	57.261	57.261	
04/26/16 S	18,487.5600	1.0000	•	18.488	18.488	
	48,393.5700	1.0000		762,87	766.83	
	179,012.7900	1.0000	•	179,013 *	179,013	
04/29/16 \$	34,494.9300	1.0000	0	34,495	34,495	•
	43,114.6300	1.0000	0	43,115	43,115	
	39,504.2800	1.0000	0	39,504	39,504	. 0
	46,124.1300	1.0000	0	46,124	46,124	0
	31,568.8800	1.0000	0	31,569	31,569	0
1	38,960.8700	1.0000	0	38,961	38,961	0
	908.2100	1.0000	•	806	806	0
	52,706.2600	1.0000	0	52,706	52,706	0
	32,407.4000	1.0000	0	32,407	32,407	0
-	50,641.0800	1.0000	•	50,641	50,641	•
	37,518.2800	1.0000	•	37,518	37,518	•
	48,099.0600	1.0000	•	48,099	48,099	0
٠.	37,155.7400	1.0000	•	37,156	37,156	0
	193,226.9500	1.0000	•	193,227 *	193,227	•
	37,562.7500	1.0000	0	37,563	37,563	0
	52,157.7300	1.0000	0	52,158	52,158	0
	38,772.1900	1.0000	•	38,772	38,772	•
	47,215.2400	1.0000	•	47,215	47,215	•
	73,907.7600	1.0000	0	73,908	73,908	
	150,556.9400	1.0000	0	150,557 *	150,557	•
05/31/16 \$	71,334.1100	1.0000	0	71,334	71,334	•
	9,240.7800	1.0000	0	9,241	9,241	0
	54,935.3700	1.0000	•	54,935	54,935	•
	32,199.9200	1.0000	•	32,200	32,200	0
	43,597.3700	1.0000	•	43,597	43,597	•
	36,345.1100	1.0000	•	36,345	36,345	•
	888.9600	1.0000	•	889	688	0
	42,816.3400	1,0000	•	42,816	42,816	0
	31,835.0700	00001	•	31,835	500 Th	•
	35,690,9600	1.0000	•	35,691	35,691	0
	53,310.0000	1.0000	•	53,310	53,310	0
	171,595.0400	1.0000	•	171,595 *	171,595	•
	37,700.4000	1.0000	•	37,700	37,700	•
	43,666.4400	1.0000	•	43,666	43,666	•
	44,744.9800	1.0000	•	44,745	44,745	•
	89,165.8700	1.0000	•	89,166	89,166	0
-	30,759.8600	1.0000	•	30,760	30,760	0
-	55,330.8400	1.0000	•	55,331	55,331	0
	36,642.8000	1.0000	0	36,643	36,643	0
06/21/16 5	55,298.3900	1.0000	<b>D</b>	55,298	55,298	0
00/20/10 3	0040.444.0400	0000.1	>	94,399	34,399	•



1/1/16 THROUGH 12/31/16

RAILROAD - MAINT MAY EMP SUPP SK

PAGE 69

DATE BOUGHT/SOLD	SHARES PAR VALUE	PRICE	EXPENSE	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
	189,091.9000	1.0000	0	189,092 *	189.092	0
06/30/16 S	27,259.7600	1.0000	•		27,260	
S 91/10//0	19,937.2700	1.0000	0		19,937	0
07/06/16 S	11,292,5100	0000	•	180	35,180	0 (
	59,081.8100	1.0000			11,233 59.082	<b>.</b>
07/08/16 \$	28,849.6800	1.0000	•		28.850	
	853.9300	1.0000	•		855	
	37,516.0000	1.0000	•	37,516	37,516	0
	30,093.0600	1.0000	•	30,093	30,093	0
	51,118.4300	1.0000	•	51,118	51,118	0
S 91/41//0	42,472,4100		0	42,472	42,472	0
07/15/16 5	39,511.5700	1.0000	•	39,512	39,512	0
	184,112.6900	1.0000	0	184,113 *	184,113	0
	39,412.2400	1.0000	•	39,412	39,412	0
	36,000.3800	1.0000		38,067	38,067	0
	35 136 500	0000.	<b>-</b>	35,908	35,908	0
	182.024.0400	0000.1	-	191.195	35,137	0
	102,010,0400 43,017,6900	0000.	<b>-</b>	* 9/0'-28T	182,076	0
	00000.110100	1.0000	<b>-</b>	33,018	33,018	0
	39.206.4000	00001	<b>5</b> 6	950,36	52,556	<b>6</b>
	49.993.1800	0000-1	<b>&gt;</b> C	102,76	39,207	0 (
	39,666,4000	1.0000	•	26/74 19:44	47,443	<b>-</b>
	41,422,5900	1.0000		50,000	27,666	
08/08/16 S	851.3200	1.0000		158	300	
	56,124.4500	1.0000	•	56,124	56.124	· e
08/09/16 S	43,111.4400	1.0000	•	43,111	43,111	
	63,984.4800	1.0000	0	63,984	486,89	. 0
	40,635.5800	1.0000	0	40,636	40,636	
	31,814.3100	1.0000	•	31,814	31,814	•
	32,301.8300	1.0000	•	32,302	32,302	0
	36,729.2100	1.0000	•	36,729	36,729	•
	6,030,4000	1.0000	•	6,030	6,030	•
08/22/16 S	50,082,4000	1.0000	•	50,082	50,082	0
	36,725.7700	0000.1	0	36,726	36,726	0
08/25/16 5	48,811.2500	1.0000	0	48,811	48,811	0
	0000.788.01	1.0000	0	16,897	16,897	0
	0045.750.15	1.0000	0	41,049	41,049	0
	162 764 660	1.0000	•		46,294	0
	182,131.3300 FE 201 F000	1.0000		182,798 *	182,798	0
	0006:103/66	0000	-	55, 202	55,202	•
09/02/16 S	0011:10000 64:051 8000	1.0000	<b>&gt;</b> C	860,00	63,095	•
	53.616.5900	0000 1	<b>-</b>	46,032	10,002	0 (
S 91/L0/60	43,651.9200	1.0000		110,55	710.56	<b>&gt;</b> 6
		) ) ) ) ) ) ( ) ( ) ( ) ( ) ( ) ( ) ( )	•	47727	300101	>

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1/1/16 THROUGH 12/31/16

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RAILROAD

DATE BOUGHT/SOLD	SHARES PAR VALUE	UNIT	EXPENSE	PRINCIPAL CASH	ERISA COST	ERISA COST GAIN/LOSS
09/08/16 S	149,174.5700	1.0000		149,175 *	149,175	0
09/09/16 S	839.9700	1.0000		940	040	•
09/09/16 S	36,006.0300	1.0000		36,006	36,006	•
09/12/16 S	35,405.7700	1.0000		0 35,406	35,406	0
	37,963.6700	•		37,964	37,964	0
	34,187.5800	•		0 34,188	34,188	0
	49,447.7800	٠			855'65	0
	56,025.3800	1.0000			56,025	0
	47,298.1100	1.0000		0 47,298	47,298	0
	54,982.8200	•			34,983	•
09/23/16 S	38,230.1700	1.0000		38,230	38,230	•
	47,453.4300	1.0000		0 47,453	47,453	•
	39,478.1600	1.0000		39,478	39,478	0
09/28/16 S	57,972.1600	1.0000		0 57,972	57,972	•
09/29/16 S	177,615.1000	1.0000		0 177,615 ×	177,615	•
	43,469.3200	1.0000		0 43,469	43,469	
	59,263.2000	1.0000		0 59,263	59,263	•
S 91/50/01	48,354.9600	1.0000		0 48,355	48,355	•
10/05/16 S	123,625.4900	1.0000		0 123,625	123,625	•
10/06/16 S	30,046.8700	1.0000		30,047	30,047	•
10/07/16 S	2,571.0000	1.0000		2,571	2,571	0
10/11/16 S	234,154.8300	1.0000		0 234,155 *	234,155	•
10/11/16 S	796.6600	1.0000		797	797	0
	60,663.2400	1.0000		0 60,663	60,663	•
10/13/16 S	133,519.6800	1.0000		0 133,520	133,520	•
10/14/16 S	12,585.6300	1.0000		0 12,586	12,586	0
10/17/16 S	49,298.3400	1.0000		0 49,298	49,298	0
	32,441.1600	1.0000			32,441	0
	55,615.9800	1.0000			55,616	0
	30,177.3100	1.0000			30,177	•
	46,730.4100	1.0000		0 46,730	46,730	0
	46,999.2100	1.0000			46,999	•
	37,342.7200	1.0000			37,343	•
	172,900.9900	1.0000		-	172,901	•
	66,249.7100	1.0000			66,250	•
	37,194.5600	1.0000			37,195	•
	57,715.9900	•			57,716	•
11/03/16 \$	32,682.1600	1.0000		0 32,682	32,682	•
11/04/16 S	30,226.1500	1.0000			30,226	0
	52,726.2900			0 52,726	52,726	•
11/08/16 S	762.4800	1.0000		0 762	762	0
11/08/16 S	35,197.5700	1.0000		35,198	35,198	•
11/09/16 S	89,021.6600	1.0000		0 89,022	89,022	0
	35,777.5600	1.0000			35,778	•
11/14/16 S	42,059.1400	1.0000		0 42,059	42,059	•
11/15/16 S	48,083.6100	1.0000			48,084	0



## REPORTABLE TRANSACTIONS MORKSHEET

### 1/1/16 THROUGH 12/31/16

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RAILROAD - MAINT MAY EMP SUPP SK

ERISA COST GAIN/LOSS	079 679	35 703	70.120		0.037																							,156 0		,755 0		27.
ERISA COST	3	, t	4 4	י י	C 9	7	191	4	995	77	IN IN	189		37	K	.65	26.	61,	179	. 60	.6.9	70.	M			9,		12,934,156	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	23,490,75	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	23.690.755
PRINCIPAL CASH	995, 69	35.70X	54.120	72.20	40.937	51.946	191,113 *	4,708	56,418	44,624	55,518	81,926	747	37,746	31,592	45,649	26,285	61,071	179,769 *	88,068	45,309	70,929	13,693	65,175	195.311	46,615	8	12,934,156	11 11 11 11 11 11 11 11 11 11 11 11 11	23,490,755	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	23.490.755
EXPENSE INCURRED	0				•	•	0	0	0	0	0	0	0	0	0	0	•	0	0	0	0	0	0	0	0	0	11111111	0	***************************************	0	***************************************	•
UNIT	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1,0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000	1.0000						
SHARES PAR VALUE	62,569.1700	35,703.0700	54,119.8600	95,257.1400	40,936.5900	51,946.1400	191,112.6700	4,707.9700	56,418.4500	44,624.2300	55,517.6600	81,925.5000	746.8600	37,745.5800	31,592.0000	45,649.4300	26,285.3900	61,071.1800	179,768.7300	88,068.4500	45,309.0100	70,929.0900	13,693.3400	65,175,1500	155,311.4900	46,615.0300	1	OTAL OF SALES # 233		SUB-TOTAL		GRAND TOTAL
DATE BOUGHT/SOLD	11/16/16 \$	11/18/16 S	11/21/16 S	11/22/16 \$	11/23/16 \$								12/08/16 S		12/09/16 S										12/29/16 S	12/30/16 \$		SUB-101AL		σ̄.		ű

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

WE SUNTRUST

ACCOUNT 7036738

DATE BOUGHT/SOLD

SHARES PAR VALUE

UNIT

EXPENSE INCURRED

RAILROAD - MAINT WAY EMP SUPP SK

1/1/16 THROUGH 12/31/16

FOOTNOTES

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

PRINCIPAL CASH

PAGE 72

ERISA COST

ERISA COST GAIN/LOSS

(Rev. August 2012)

Department of the Treasury Internal Revenue Service

### Application for Extension of Time To File Certain Employee Plan Returns For Privacy Act and Paperwork Reduction Act Notice, see instructions. Information about Form 5558 and its instructions is at www.irs.gov/form5558.

OMB No. 1545-0212

File With IRS Only

Par						
Α	Name of filer, plan administrator, or plan sponsor (see instructions)	Empelouser identification	mber (see instruction on number (EIN) (9 d	ns).		
	NATIONAL CARRIERS' CONFERENCE COMMITTEE	XX-XXXXXXXX	, , , , , , , , , , , , , , , , , , ,	·9·10		
	Number, street, and room or suite number (If a P.O. box, see instructions)	_				
	251 - 18TH STREET, SOUTH, SUITE 750	<u> </u>	6399			
	City or town, state, and ZIP code	Social security numb	er (SSN) (9 digits XX	x-xx-xxx	X)	
	ARLINGTON, VA 22202	<b>-</b>				
С	Plan name		Plan number	Plan	ear en	ding
	- Tan name		r tun trumus.	MM	DD	YYYY
	THE MAINTENANCE OF WAY EMPLOYEES SUPPLEM	ENTAL.	502	12	31	16
_	rt II Extension of Time To File Form 5500 Series, and/or Form 8		002		-	
1	Check this box if you are requesting an extension of time on line 2 to file the first Part 1, C above.		rn/report for the p	lan liste	d in	
2	I request an extension of time until $\frac{10/16/2017}{\text{Note.}}$ to file Form 5500 series Note. A signature IS NOT required if you are requesting an extension to file Form 5500 series.					
2	I request an extension of time until to file Form 8955-SSA (	(				
3	Note. A signature IS NOT required if you are requesting an extension to file Form 8955-SSA (s					
	The section of the frequency in you are requesting an extension to me it	MIII 0933-33A.				
	The application is automatically approved to the date shown on line 2 and/or line 3 (above normal due date of Form 5500 series, and/or Form 8955-SSA for which this ex 3 (above) is not later than the 15th day of the third month after the normal due	tension is requested.	s filed on or before and <b>(b)</b> the date	ethe on line	2 and/	or line
Par	t 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	e normal due date of	Form 5330.			
	a Enter the Code section(s) imposing the tax					
ŀ	Enter the payment amount attached		► b			
	For excise taxes under section 4980 or 4980F of the Code, enter the reversion	/amendment date	Р с			
	State in detail why you need the extension:					
	( <del></del>					_
						-
	( <del>)</del>					
land-						
under this ap	penalties of perjury, I declare that to the best of my knowledge and belief, the statements made on this for oplication.	m are true, correct, and comp	ilete, and that I am ai	utnorized to	o prepare	
Sign	nature >		Date	<b>•</b>		

### Form **5500**

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

A This return/report is for:

Part I

**Annual Report Identification Information** 

(1) X a multiemployer plan

For calendar plan year 2016 or fiscal plan year beginning

### 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 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

Complete all entries in accordance with the instructions to the Form 5500.

(3)

and ending

a multiple-employer plan (Filers checking this box must attach a list of

participating employer information in accordance with the form

OMB Nos. 1210-0110 1210-0089

2016

This Form Is Open to Public Inspection

(2) a single-		a DFE (specify)	
,,, <u> </u>	(.,	the final return/report a short plan year return/report (le	ss than 12 months)
C If the plan is a collectively-bargained pl	an, check here		▶ X
D Check box if filing under: X Form 559	58	autom	atic extension; the DFVC program;
special e	extension (enter description)		<del>_</del>
Part II Basic Plan Information -	enter all requested information	on	
1 a Name of plan	Citter an requested information		1b Three-digit
THE MAINTENANCE OF WAY EMPLO	YEES SUPPLEMENTAL		plan number (PN) 502
SICKNESS BENEFIT PLAN	,1000 001120		1c Effective date of plan
SICKNESS DENELTI I EMM			07/01/1973
2 a Plan sponsor's name (employer, if for a single-employer	oyer plan)		2b Employer Identification Number (EIN)
Mailing address (include room, apt., suite no. and st. City or town, state or province, country, and ZIP or fo	reet, or P.O. Box)	ructions)	52-1036399
City of town, state of province, country, and 211 or it	oreign postar code (ir loreign, see man		2c Plan Sponsor's telephone number
			571-336-7600
			2d Business code (see instructions)
			482110
251 - 18TH STREET, SOUTH, SUARLINGTON, VA 22202			
Caution: A panalty for the late or incomplete fi	ling of this return/report will b	e assessed unless reasonab	le cause is established.
Under penalties of perjury and other penalties set forth in the well as the electronic version of this return/report, and to the	e instructions, I declare that I have ex- e best of my knowledge and belief, it is	amined this return/report, including a s true, correct, and complete.	accompanying schedules, statements and attachments, as
SIGN A.Y. X.L.L.	ioluliz	A. K. GRADIA  Enter name of individual sign	ing ac plag administrator
Signature of plan administrator	Date	Enter name of individual sign	ing as plan administrator
SIGN			
HERE		Enter name of individual sign	ning as employer or plan sponsor
Signature of employer/plan sponsor	Date	Little Harrie of Individual orga-	
SIGN			
HERE	Date	Enter name of individual sign	ning as DFE
Signature of DFE			Preparer's telephone number
Preparer's name (including firm name, if applicable) an	d address (include room or suite nur	mber)	Treparer 3 telephone hamber
For Paperwork Reduction Act Notice, see the	ne instructions for Form 550	00.	Form <b>5500</b> (2016) <b>v.160205</b>

<b>3 a</b> Plan administrator's name and address X Same as Plan Sponsor	<b>3b</b> Admini	strator's EIN	
	<b>3c</b> Admini	strator's telep	phone number
4 If the name and/or EIN of the plan sponsor has changed since the last returname. EIN and the plan number from the last return/report:	urn/report filed for this plan, enter the		<b>4b</b> EIN
a Sponsor's name			4c PN
5 Total number of participants at the beginning of the plan year		5	31215
6 Number of participants as of the end of the plan year unless otherwis lines 6a(1), 6a(2), 6b, 6c, and 6d).	se stated (welfare plans complete on	ly	
a(1) Total number of active participants at the beginning of the plan y			31215
a(2) Total number of active participants at the end of the plan year		6a(2)	29045
<b>b</b> Retired or separated participants receiving benefits		6 b	
c Other retired or separated participants entitled to future benefits		6c	20045
d Subtotal. Add lines 6a(2), 6b, and 6c.	nd to roceive henefits	6e	29045
e Deceased participants whose beneficiaries are receiving or are entitle f Total. Add lines 6d and 6e	ed to receive benefits	61	29045
g Number of participants with account balances as of the end of the pl complete this item)	an year (only defined contribution pla	ans	23015
•		13	
h Number of participants that terminated employment during the plan year v than 100% vested.	with accrued benefits that were less	6h	
7 Enter the total number of employers obligated to contribute to the plan (only multiemplo	yer plans complete this item)	7	33
8 a If the plan provides pension benefits, enter the applicable pension feature codes from the  b If the plan provides welfare benefits, enter the applicable welfare feature codes from the	List of Plan Characteristics Codes in the instruct	ions: ons:	
9 a Plan funding arrangement (check all that apply)	9 b Plan benefit arrangement (che	eck all tha	t apply)
(1) Insurance	(1) Insurance (2) Code section 412(e)(3	\ incuranc	e contracts
(2) Code section 412(e)(3) insurance contracts	1 1 1 1 1 1	misuranc	e contracts
(3) X Trust	(3) X Trust (4) General assets of the	sponsor	
(4) General assets of the sponsor  10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and			ions)
a Pension Schedules	b General Schedules		,
(1) R (Retirement Plan Information)	(1) X H (Financial In	formation)	)
(2) MB (Multiemployer Defined Benefit Plan and Certain		formation	- Small Plan)
Money Purchase Plan Actuarial Information) — signed by	(3) A (Insurance II	nformation	1)
the plan actuary	(4) X C (Service Pro	vider Info	rmation)
(3) SB (Single-Employer Defined Benefit Plan Actuarial		oating Pla	n Information)
Information) — signed by the plan actuary	(6) G (Financial Tr	ansaction	Schedules)

Form	5500	(2016)	ı
FULL	2200	(2010)	,

Page 3

Part I	Form M-1 Compliance Information (to be completed by welfare benefit plans)
11a	If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.)
	If 'Yes' is checked, complete lines 11b and 11c.
11b	Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2)  Yes No
	Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)
1	Receipt Confirmation Code