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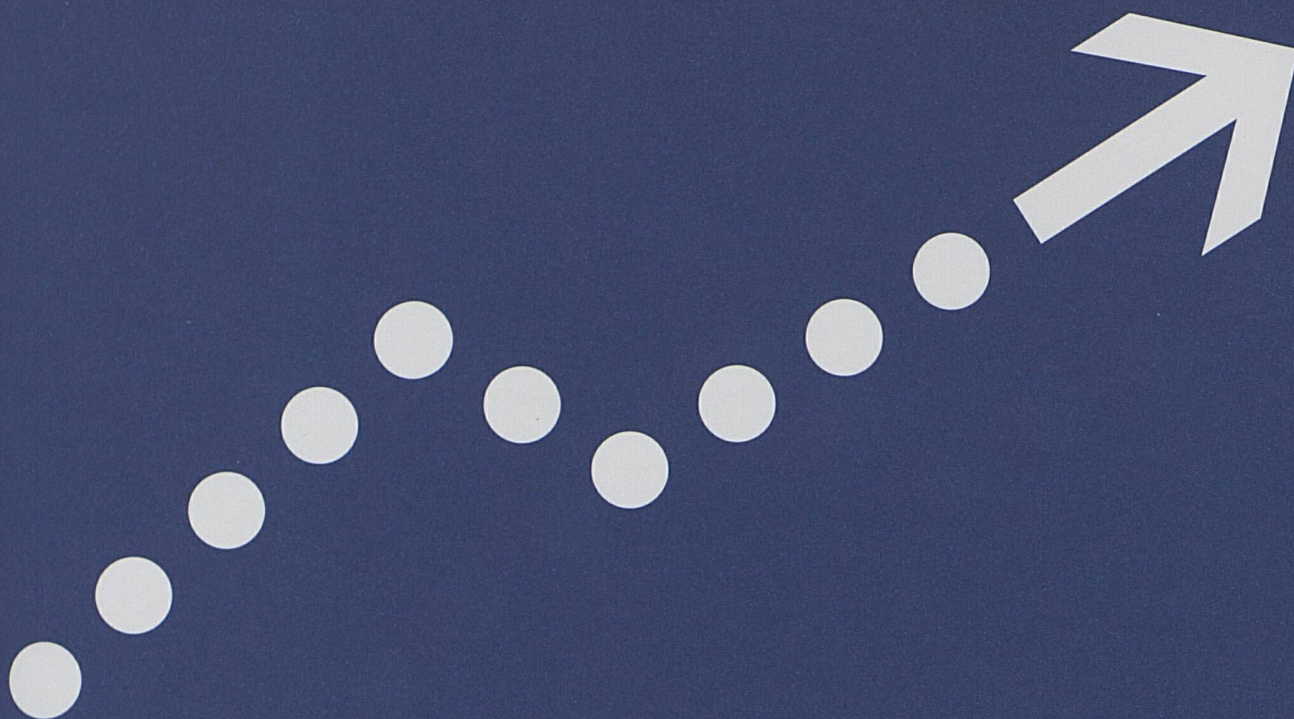
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Financial Report 1999

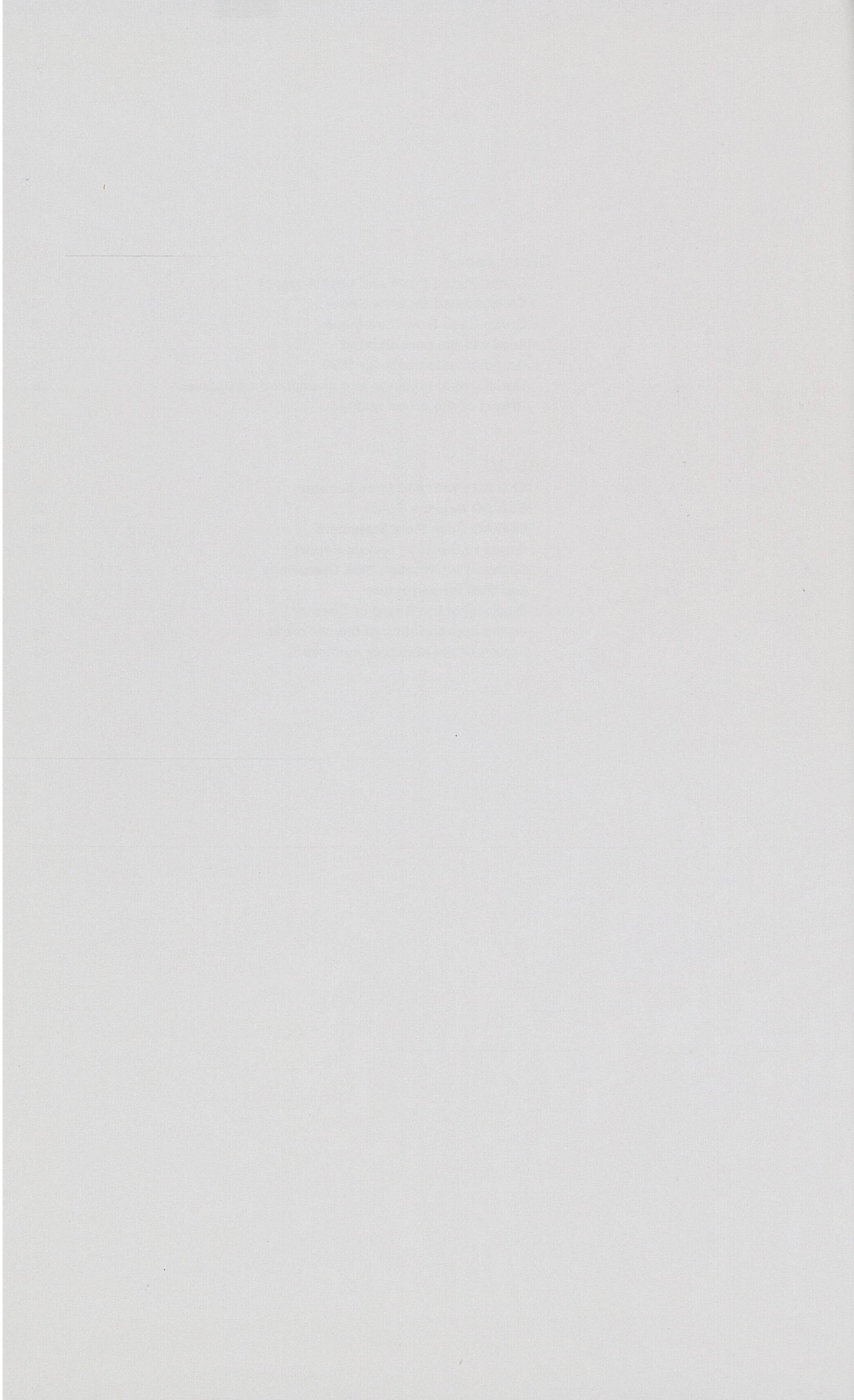


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Consolidated Profit and Loss Account

	Annex	1999 CHF m
Operating income		
Traffic income	2	3 427.0
Rental revenue from real estate		245.0
Additional income	3	484.6
Sundry earnings		7.4
Own services	4	382.6
Federal government grants	5	1 273.0
Earnings reductions		-63.5
Operating income		5 756.1
Operating expenses		
Expenses for materials		-306.4
Personnel costs	6	-2 996.3
Other operating expenses	7	-906.2
Depreciations	8	-852.3
Non-capitalisable investments		-304.2
Flat rate VAT charge/input tax reduction	9	-86.9
Operating expenses		-5 452.3
Operating result		303.8
Financial income	10	105.8
Financial expenses	11	-204.8
Net proceeds from the sale of assets		41.3
Extraordinary income	12	83.5
Extraordinary expense	12	-209.5
Profit before tax		120.1
Taxes	13	-1.6
Minority shareholders		-0.5
Group profit		118.0

The notes in the annex are an integral part of the consolidated accounts.

Assets

	Annex	31.12.1999 CHF m	1.1.1999 CHF m
Current assets			
Cash and cash equivalents	14	1 268.1	1 131.3
Short-term investments/securities	15	44.5	149.5
Trade accounts receivable	16	400.5	338.1
Other receivables		28.4	101.4
Third party work in progress		32.8	10.9
Accrued income		74.4	118.4
Current assets		1 848.7	1 849.6
Fixed assets			
Financial investments	17	5 863.3	6 740.6
Materials and spare parts for own use	18	219.3	276.0
Tangible assets	19	15 479.8	15 507.0
Assets under construction	19	5 296.4	4 729.0
Intangible assets	20	33.5	36.7
Fixed assets		26 892.3	27 289.3
Total assets		28 741.0	29 138.9

The notes in the annex are an integral part of the consolidated accounts.

Liabilities and equity

	Annex	31.12.1999 CHF m	1.1.1999 CHF m
Liabilities			
Short-term financial liabilities	21	214.2	114.0
Trade accounts payable		668.7	496.3
Other short-term liabilities		191.8	412.9
Accrued charges	22	644.9	664.2
Short-term provisions	23	111.0	352.8
Total short-term liabilities		1 830.6	2 040.2
Long-term financial liabilities	24	4 005.6	4 075.1
Other long-term liabilities	25	10 242.3	10 506.3
Long-term provisions	26	1 451.4	1 424.5
Deferred taxes		2.0	2.0
Total long-term liabilities		15 701.3	16 007.9
Total liabilities		17 531.9	18 048.1
Minority shares		12.4	12.1
Equity			
Share capital	27	9 000.0	9 000.0
Share premium account	27	2 078.7	2 078.7
Revenue reserves	27	118.0	0.0
Total equity		11 196.7	11 078.7
Total liabilities and equity		28 741.0	29 138.9

The notes in the annex are an integral part of the consolidated accounts.

Group Cash Flow Statement

	1999 CHF m
Net profit	118.0
Depreciation on fixed assets	852.3
Non-capitalisable investments	304.2
Change in long-term provisions	26.9
Net proceeds from sale of assets	-41.3
Own work capitalised	-382.6
Cash flow	877.5
Decrease in securities	105.0
Increase in trade receivables	-62.4
Decrease in other current assets	95.1
Decrease in short-term liabilities	-309.8
Cash flow from business activities	705.4
Investments in financial assets	-36.9
Disposals of financial assets	913.8
Change in materials and spare parts for own use	141.1
Investments in tangible assets	-1 494.5
Disposals of tangible assets	141.7
Cash flow from investment activities	-334.8
Short-term financial liabilities	
capital raised	188.8
capital repaid	-88.6
Long-term financial liabilities	
capital raised	95.1
capital repaid	-164.7
Other long-term liabilities	
capital raised	744.8
capital repaid	-1 008.9
Dividend payments to minorities	-0.3
Cash flow from financing activities	-233.8
Overall change in funds	136.8
Cash position at 1 January	1 131.3
Cash position at 31 December	1 268.1
Change in cash position	136.8

Annex to the consolidated financial statements for 1999

Principles of consolidation

→ General

The present consolidated financial statements meet the requirements of Swiss Company Law and the Swiss Accounting and Reporting Recommendations (ARR), and are prepared in order to give a true and fair picture of the consolidated annual accounts.

→ Closing date

The reporting year is 12 months for all companies. With the exception of the electrical power utility Rupperts-wil-Auenstein AG (close of accounts: 30 September) the fiscal year is identical with the calendar year.

→ Scope of consolidation

The consolidated financial statements include the annual accounts of the Swiss Federal Railways (SBB) and those interests in which the SBB directly or indirectly holds the majority of voting shares.

The 100% participation in AlpTransit Gotthard AG is not consolidated but is included by application of the equity method because – based on a special agreement between the Swiss Confederation and SBB AG – the Confederation has a controlling interest. Thus, the criterion of a uniform management does not apply.

The companies in the scope of consolidation are listed on page 26.

→ Consolidation method

For all companies in which SBB AG directly or indirectly holds a stake of more than 50%, the method of full consolidation is applied. Assets and liabilities as well as expenses and income are accounted for at 100%. Interests of third-party shareholders in the equity capital and in net income are shown separately.

Equity consolidation is performed according to the Anglo-Saxon purchase method. Intra-group assets and liabilities, expenses and income are offset against each other. Interim profits on intra-group accounts not yet realised by sales to third parties are eliminated in the consolidation.

Associated companies in which SBB AG holds stakes of between 20% and 50% are included according to the equity method.

→ Minority interests

Published minority interests in the group's equity capital correspond to the third-party stakes in the equity capital of the respective companies established on the basis of the currently applicable shareholder structure.

→ Conversion of foreign currencies

With the exception of S-Rail Europe GmbH, Singen, founded at the end of December 1999, all group companies prepare their annual accounts in Swiss francs (CHF). The balance sheets in foreign currencies are converted at the market rates applicable at the cutoff dates, while amounts in the profit and loss accounts are

converted at annual average rates. Conversion differences are offset against the group reserves and are not reflected in the results. Gains or losses arising at group companies from transactions in foreign currencies are stated in the profit and loss account.

→ Goodwill

On the first-time consolidation of a company, its assets and liabilities are valued anew according to uniform principles (fair value). The difference between the resulting equity capital and the historical cost (goodwill) is capitalised as an asset and is normally written off on a straight-line basis over 5 years. There is no goodwill from acquisitions up to 31 December 1999 requiring capitalisation as assets.

Valuation principles applicable to the consolidated accounts

→ General

The consolidated financial statements are based on the annual accounts of the group companies, which are prepared according to uniform valuation principles. The valuation and reporting principles correspond to the ARR accounting standards, with the following exception:

– An expert report prepared by external consultants to assess the energy operation in the context of the opening balance sheet of SBB AG identified the need for special depreciations on production plant and for global provisions. The provisions for the SBB's energy operation (not affecting the SBB profit and loss account, i.e. chargeable to the Confederation) shall be determined once a new strategy has been set up in the context of electricity market deregulation by the end of the year 2000. In the balance sheet as at 31 December 1999, the loss for the year 2000 is entered.

– An expert report prepared by external consultants identified the need for the SBB to set aside provisions for site decontamination amounting to CHF 393 m as at 1 January 1999. In view of major uncertainties regarding the size of these provisions, it was agreed with the Federal government that the total amount of the provisions should not be entered in the opening balance sheet but that provisions of CHF 110 m for cleanup costs in the years 1999 to 2002 be entered. Further costs as from the year 2003 shall be assumed by the Confederation in the scope of the performance agreement.

→ Current assets

Cash and cash equivalents are composed of cash, balances on postal and bank accounts, and financial investments that can be realised in a short time.

Securities are in principle stated at their year-end market value.

Trade receivables and other receivables are stated at their nominal value, less required value adjustments. Actual credit risks are shown individually while a global value adjustment is made for latent credit risks.

→ Fixed assets

Stocks are held almost exclusively for the group's own requirements and are thus stated under fixed assets at the lower of manufacturing cost and market value. Manufacturing cost is calculated on the basis solely of the material costs and the direct costs of manufacture, i.e. without adding overheads. Value adjustments are made for slow-moving goods and items with reduced marketability.

Financial investments include unconsolidated participations in which 20% of voting rights are held, taken into the balance according to the equity method, as well as the other unconsolidated participations shown at historical cost less required depreciation. In addition, the financial assets contain long-term claims against third parties, unconsolidated participations and shareholders.

These are shown at their nominal value less value adjustments for actual credit risks.

Tangible assets are valued at purchase or manufacturing cost less necessary depreciation on a straight-line basis over the presumed service life. The presumed service life, i.e. depreciation period of the tangible assets, is as follows (in years):

<u>technical, electrical and mechanical installations</u>	15–25
<u>tools, furniture, instruments</u>	10
<u>IT/telecom</u>	4–10
<u>vehicles</u>	
locomotives and power cars	25
passenger cars and freight wagons	20
service wagons	30
road and other vehicles	10–25
<u>railway installations</u>	20–50
<u>site development, supply and disposal installations</u>	15–25
<u>hydraulic engineering structures</u>	80
<u>buildings</u>	50–75

Leasing contracts that serve the same business purpose as a purchase of a tangible asset (financial lease) are capitalised as tangible assets and depreciated over the same service life as similar assets. Leasing liabilities are shown under financial liabilities. Profits from sale and lease-back transactions (financial lease) are deferred and written back over the contract period.

Assets under construction comprise the accrued overall costs of a project. Non-capitalisable portions of costs are taken into account with corresponding depreciations until the completion of the project.

Intangible assets comprise non-material items (water rights, rights of passage and other rights, as well as software) that have been purchased. They are depreciated on a straight-line basis over the corresponding period of use.

→ Liabilities

Contributions to the **staff benefit institutions** are made in accordance with the requirements of the BVG (Swiss pension fund law). All significant institutions operate on the defined benefit principle. Benefits payable to beneficiaries are normally calculated as a percentage of the presumed salary in the years immediately preceding retirement, and depend on the number of years worked.

Staff welfare at the SBB group is in principle the responsibility of the SBB Pension Fund Foundation, a self-contained institution since 1 January 1999. However, around 60 employees of subsidiaries have contracts with other benefits institutions.

The Federal government plans to repay the following amounts to eliminate the SBB Pension Fund's actuarial reserve deficit, which amounted to CHF 5,156 m when the Fund became independent: CHF 1,000 m per year in 1999 and 2000, and CHF 3,156 m in 2001. As a result of these repayments, liabilities of the same amount will arise for SBB AG. These in turn will be written down by 2004 on a straight-line basis by way of a waiver of claim by the Federal government. With the exception of the interest expenses for the SBB Pension Fund's actuarial reserve deficit, none of the refinancing transactions have a bearing on the profit and loss account.

A corresponding provision has been set aside for this deficit in the consolidated account in compliance with ARR 16 requirements. The deficit is calculated each year using the "projected unit credit" method.

Other reserves are formed and written back in accordance with principles of business management.

Deferred taxes, which relate solely to participations (as SBB AG is

exempt from taxes), take account of all effects on earnings taxes arising from the requirements of commercial or local law or from the internal valuation principles of the group. The reserves are formed according to the "comprehensive liability" method and are continuously adapted to any changes in local tax laws.

In accordance with the prudence principle, tax-relevant loss carryovers and tax credit notes are not taken into consideration.

→ Derivative financial instruments

The SBB's financial strategy is geared to risk minimisation. Therefore, derivative financial instruments are used exclusively for hedging underlying transactions. Events affecting the earnings situation are tracked continuously in the accounts. For risk management purposes, off-balance sheet transactions are regularly valued.

Notes to the consolidated accounts

1 Changes to the scope of consolidation

Since the first-time consolidation on 1 January 1999, the scope of consolidation has changed as follows:

Additions:

- ChemOil Logistics AG, Basel: In April 1999, SBB AG acquired a 51% interest in this newly founded company.
- RailAway AG, Luzern: In October 1999, SBB AG acquired a 100% interest in this newly founded company.
- S-Rail Europe GmbH, Singen: In December 1999, SBB AG acquired a 75% interest in this newly founded company.

Cancellations:

- BEAG AG, Basel: The company has gone into liquidation.

1999
CHF m

2 Traffic income

Passenger services	1 608.0
Freight services	1 012.8
Miscellaneous operations	113.8
Infrastructure	9.5
Grants for regional passenger services	557.9
Grants for intermodal services	125.0

Traffic income **3 427.0**

1999
CHF m

3 Additional income

Contract staff	14.3
Services provided to third parties	52.8
Servicing, maintenance and investments	53.2
Rental revenues	41.2
Power supplies	96.8
Foreign currency exchange	38.8
Commissions	86.3
Sale of stationery and materials	42.8
Fees	15.2
Cost participations, contributions	27.5
Sundry additional income	15.7

Additional income **484.6**

	1999 CHF m
4 Own services	
Investment orders	298.3
Storage orders	84.3
Own services	382.6

	1999 CHF m
5 Federal government grants	
Maintenance grants	711.0
Operating grants	562.0
Federal government grants	1 273.0

The maintenance grant serves to cover depreciation of existing infrastructure and of non-capitalisable investments in new infrastructure.

	1999 CHF m
6 Personnel costs	
Wages and salaries	2 420.0
Social insurance costs	532.8
Other personnel costs	43.5
Personnel costs	2 996.3

In addition to the ordinary contributions to the staff benefit institutions, the staff benefits expense also includes interest on the actuarial reserve deficit of the SBB Pension Fund amounting to CHF 200.7 m. This expense will decrease continuously up to the year 2001 as this shortfall is refinanced.

	1999 CHF m
7 Other operating expenses	
Rent paid for installations	19.6
Bought-in services for maintenance, repairs and replacements	147.8
Vehicle costs	64.4
Property insurances, duties, fees	63.5
Energy and waste disposal costs	189.6
Administration and information system costs	119.6
Publicity costs	22.3
Other operating costs	41.3
Third-party operating costs	238.1
Other operating expenses	906.2

1999
CHF m**8 Depreciations**

Depreciations on financial assets	0.8
Depreciations on tangible assets	849.3
Depreciations on intangible assets	2.2

Depreciations	852.3
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9 Flat rate VAT charge/input tax reduction

The expenses listed in this position are mainly due to the VAT regulations negotiated for the public transport enterprises. Instead of making an across-the-board reduction for input taxes, SBB AG pays 2.7% turnover tax on the payments it receives. As the tax payable is contained in these amounts, this arrangement does not influence the profit and loss account of SBB AG.

1999
CHF m**10 Financial income**

Income from interests received and from securities	42.5
Investment income from unconsolidated participations	4.0
Interest income from unconsolidated participations	28.2
Other financial income	31.1

Financial income	105.8
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1999
CHF m**11 Financial expenses**

Financial expenses, third parties	186.9
Financial expenses, shareholder	9.3
Other financial expenses	8.6

Financial expenses	204.8
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	1999 CHF m
12 Extraordinary profit	
Extraordinary income	83.5
Extraordinary expense	-209.5
Extraordinary profit	-126.0

The extraordinary income accrued from – among other things – the write-back of the provision for electricity supplies (CHF 40 m).

The extraordinary expense is due mainly to the formation of the provision for restructuring costs in connection with the FS/SBB joint venture (CHF 120 m), the increase in the insurance reserves (CHF 51.6 m), and other items not attributable to operating expenses.

	1999 CHF m
13 Taxes	
Current taxes on earnings and capital	1.6
Deferred taxes on earnings	0.0
Taxes	1.6

According to Art. 21 of the SBB Law of 20 March 1998, SBB AG is exempt from taxes. However, this does not apply to the companies in which SBB AG has a participating interest.

	31.12.1999 CHF m	1.1.1999 CHF m
14 Cash and cash equivalents		
Cash	43.2	31.2
Postal accounts	3.0	20.9
Banks	56.2	294.6
Fixed deposits	1 163.5	781.3
Transfer accounts	2.2	3.3
Cash and cash equivalents	1 268.1	1 131.3

Owing to the current provisions of the budget law, SBB AG effects a large part of its monetary transactions through the Federal Finance Administration (EFV). Since the current account credit balance and the term deposits with the EFV (CHF 970 m and CHF 14.5 m respectively) are of eminent importance for the assessment of liquidity, they are shown under the relevant cash items.

	31.12.1999 CHF m	1.1.1999 CHF m
15 Short-term investments/securities		
Readily marketable securities	4.3	54.9
Other short-term investments	40.2	94.6
Short-term investments/securities	44.5	149.5

	31.12.1999 CHF m	1.1.1999 CHF m
16 Trade accounts receivable		
Trade receivables		
from third parties	423.6	340.5
from unconsolidated participations	2.8	24.8
Value adjustments	-25.9	-27.2
Trade accounts receivable	400.5	338.1

	Securities (fixed assets) CHF m	Participations in associated companies CHF m	Other participations CHF m	Long-term receivables from third parties CHF m	Long-term receivables from un- consolidated participations CHF m	Long-term receivables from shareholder CHF m	Total CHF m
17 Financial investments							
Historical cost							
Position at 1 Jan. 1999	349.8	106.8	132.0	571.8	463.8	5 156.8	6 781.0
Additions	0.0	2.6	1.4	20.5	12.4	0.0	36.9
Disposals	-48.4	0.0	-0.1	-8.9	-6.0	-850.0	-913.4
Transfers	0.0	0.0	0.8	0.0	0.0	0.0	0.8
Position at 31 Dec. 1999	301.4	109.4	134.1	583.4	470.2	4 306.8	5 905.3
Accumulated depreciation							
Position at 1 Jan. 1999	0.0	0.0	-8.9	-31.5	0.0	0.0	-40.4
Additions	0.0	-0.2	-0.6	0.0	0.0	0.0	-0.8
Disposals	0.0	0.0	0.1	0.0	0.0	0.0	0.1
Transfers	0.0	0.0	-0.8	0.0	0.0	0.0	-0.8
Position at 31 Dec. 1999	0.0	-0.2	-10.3	-31.5	0.0	0.0	-42.0
Net book value							
at 31 Dec. 1999	301.4	109.2	123.8	551.9	470.2	4 306.8	5 863.3

The decrease in long-term receivables from the shareholder is due to the payment modalities agreed in connection with the refinancing of the SBB Pension Fund deficit (cf. note 25).

	31.12.1999 CHF m	1.1.1999 CHF m
18 Materials and spare parts for own use		
Goods in stock	350.6	437.8
Downpayments to suppliers	0.6	0.4
Value adjustments	-131.9	-162.2
Materials and spare parts for own use	219.3	276.0

	Vehicles (incl. leasing) CHF m	Engineering infrastructure and fixtures CHF m	Other tangible assets CHF m	Land CHF m	Buildings CHF m	Total tangible assets CHF m	Assets under construction CHF m	Assets under constr. and tangible assets CHF m
19 Assets under construction and tangible assets								
Historical cost								
Position at 1 Jan. 1999	9 751.2	9 856.5	4 514.8	1 502.8	3 189.7	28 815.0	5 593.7	34 408.7
Investments assets under constr.	0.0	0.0	0.0	0.0	0.0	0.0	1 776.5	1 776.5
Investments tangible assets	0.1	4.5	2.0	0.0	9.4	16.0	0.0	16.0
Reductions assets under constr./additions to tangible assets	420.9	980.3	324.2	35.1	320.1	2 080.6	-2 405.1	-324.5
Reductions tangible assets	-251.7	-49.2	-176.8	-19.8	-25.7	-523.2	0.0	-523.2
Transfers	-0.6	-621.0	-261.4	-35.8	-268.1	-1 186.9	1 185.5	-1.4
Position at 31 Dec. 1999	9 919.9	10 171.1	4 402.8	1 482.3	3 225.4	29 201.5	6 150.6	35 352.1
of which leasing	1 487.2					1 487.2		1 487.2
Accumulated depreciation								
Position at 1 Jan. 1999	-5 722.0	-3 202.9	-2 923.8	-19.7	-1 439.6	-13 308.0	-864.7	-14 172.7
Additions	-324.0	-304.6	-115.9	0.0	-56.5	-801.0	0.0	-801.0
Reductions	226.9	29.1	121.2	0.0	8.0	385.2	10.5	395.7
Transfers between accounts	-2.6	0.0	0.4	0.0	4.3	2.1	0.0	2.1
Position at 31 Dec. 1999	-5 821.7	-3 478.4	-2 918.1	-19.7	-1 483.8	-13 721.7	-854.2	-14 575.9
of which leasing	-360.1					-360.1		-360.1
Net book value								
on 31 Dec. 1999	4 098.2	6 692.7	1 484.7	1 462.6	1 741.6	15 479.8	5 296.4	20 776.2
of which leasing	1 127.1					1 127.1		1 127.1

Other fixed assets comprise all installations, information system and telecommunication equipment, and supply and disposal plant. Depreciation on leased vehicles in the year under review amounts to CHF 62.5 m.

	31.12.1999 CHF m	1.1.1999 CHF m
20 Intangible assets		
Intangible assets	50.4	51.8
Value adjustments	-16.9	-15.1
Intangible assets	33.5	36.7

	31.12.1999 CHF m	1.1.1999 CHF m
21 Short-term financial liabilities		
Short-term liabilities to banks	3.7	9.3
Financial liabilities to third parties	179.1	21.7
Financial liabilities to staff pension fund	31.4	83.0
Short-term financial liabilities	214.2	114.0

The increase in short-term financial liabilities is due to the reclassification of the bonds of Kraftwerk Amsteg AG (CHF 150 m) and Etzelwerk AG (CHF 15 m) maturing in the year 2000.

	31.12.1999 CHF m	1.1.1999 CHF m
22 Accrued charges		
Accruals, travel documents	286.3	275.4
Accruals, holidays and overtime	61.2	55.6
Accruals, interest payable	83.8	68.1
Other accruals	213.6	265.1
Accrued charges	644.9	664.2

Accruals for travel documents relate mainly to the General Abonnement, Half-Fare Card and point-to-point season tickets. They do not extend to individual tickets.

	31.12.1999 CHF m	1.1.1999 CHF m
23 Short-term provisions		
Electricity costs	65.0	40.0
Cleanup of contaminated sites	10.0	10.0
Short-term provisions for taxes	0.4	11.8
Special severance schemes 1999	0.0	172.4
Staff pension fund deficit	0.0	58.3
Other short-term provisions	35.6	60.3
Short-term provisions	111.0	352.8

The decrease in short-term provisions is mainly due to the special severance scheme terminated in the year under review. Additionally, provisions of CHF 40 m for electricity supplies were released. The amount of CHF 65 m allocated for the year 2000 has been reclassified from long-term to short-term provisions.

	31.12.1999 CHF m	1.1.1999 CHF m
24 Long-term financial liabilities		
Bank liabilities	427.8	377.9
Leasing liabilities	1 841.8	1 783.0
Mortgage loans	7.4	7.6
Bonds	300.0	465.0
Staff pension fund	1 428.6	1 441.6
Long-term financial liabilities	4 005.6	4 075.1

The bonds of Etzelwerk AG (CHF 15 m) and of Kraftwerk Amsteg AG (CHF 150 m) falling due in the year 2000 are shown in the short-term financial liabilities. Because – based on the contracts in force – leasing interest is partly capitalised, leasing commitments have increased.

	31.12.1999 CHF m	1.1.1999 CHF m
25 Other long-term liabilities		
Liabilities to third parties	12.9	16.7
Liabilities to associated companies	0.0	5.0
Liabilities to federal government as shareholder	6 072.6	5 327.8
Liabilities to social security institutions	4 156.8	5 156.8
Other long-term liabilities	10 242.3	10 506.3

Liabilities to the Confederation as shareholder are made up as follows:

	31.12.1999 CHF m	1.1.1999 CHF m
Loans with variable interest rates	3 389.0	3 328.0
Interest-bearing loans, SBB Pension Fund refinancing	120.6	0.0
Interest-bearing loans, major railway projects fund	242.9	102.1
Variable-interest loans, major railway projects fund	2 320.1	1 897.7
Total	6 072.6	5 327.8

The investments in Rail 2000 are financed via loans from the major rail projects fund. The interest rates payable on interest-bearing loans are between 2.75% and 3.75%.

The refinancing of the SBB Pension Fund is mirrored in the decrease in liabilities to staff benefit institutions. According to the refinancing plan, the Federal government has waived CHF 850 m of its credit balance with the SBB (cf. note 17).

	31.12.1999 CHF m	1.1.1999 CHF m
26 Long-term provisions		
Staff benefit scheme (ARR 16)	650.0	650.0
Rolling stock maintenance	117.3	124.4
Restructuring costs, FS/SBB Joint Venture	120.0	0.0
Site contamination commitments	100.0	100.0
Power consumption costs	0.0	65.0
Miscellaneous	464.1	485.1
Long-term provisions	1 451.4	1 424.5

The provision for rolling stock maintenance covers additional expenditures on vehicle overhaul arising from legal obligations (e.g. environmental protection). The restructuring costs of the joint venture will accrue in the next 1 to 3 years. Since measures to clean up contaminated sites were only initiated towards the end of the year under review, the related costs will only be debited to the provisions as of the 2000 accounts. The other provisions relate mainly to earnings from the sale of cable-laying rights and from US leasing transactions (CHF 138.5 m), provisions for the decommissioning of infrastructure (CHF 50.4 m) and other items of relevance to business operations.

Staff benefit scheme

The medium and long-term actuarial parameters used for calculating the contributions to the staff benefit institutions as per ARR 16 can be summed up as follows:

	1999 %
Discount rate	5.0
Development of salaries	2.5
Development of pensions	1.0
Expected revenue from assets	5.0

	31.12.1999 CHF m	1.1.1999 CHF m
Financial status of staff benefit fund		
Fund assets	13 102.0	12 786.0
Fund liabilities	-13 682.0	-13 436.0
Total deficit, staff benefit funds	-580.0	-650.0

The actuarial reserve deficit decreased by CHF 70 m in the year under review. As long as fluctuations are within the band stipulated by ARR 16, this item will not be reflected in the profit and loss account.

	1999 CHF m
Net pension costs per annum	
Service cost per annum	198.0
Interest payable on staff benefit liabilities (PBO)	684.0
Expected income from fund assets	-655.0
Total pension costs per annum	227.0

	Share capital CHF m	Share premium account CHF m	Revenue reserves CHF m	Total CHF m
27 Changes in equity				
Position at 1 Jan. 1999	9 000.0	2 078.7	0.0	11 078.7
Group profit	0.0	0.0	118.0	118.0
Profit distribution	0.0	0.0	0.0	0.0
Position at 31 Dec. 1999	9 000.0	2 078.7	118.0	11 196.7

The share capital is divided up into 180 million fully paid-up registered shares with a nominal value of 50 CHF each.

28 Legal information

(except where shown under the corresponding items)

	31.12.1999 CHF m	1.1.1999 CHF m
28.1 Sureties, guarantees and pledges in favour of third parties		
Sureties and guarantees	173.0	179.8
Liabilities from non paid-up share capital	110.1	110.1
Total	283.1	289.9

In addition, SBB AG has interests in a number of joint liability companies.

	31.12.1999 CHF m	1.1.1999 CHF m
28.2 Assets pledged		
Book value of pledged assets	14.1	14.2
Total	14.1	14.2

28.3 Fire insurance value of the fixed assets

The fire insurance values of the fixed assets correspond to the replacement value or value when new.

	31.12.1999 CHF m	1.1.1999 CHF m
28.4 Liabilities to staff benefit institutions		
Short-term liabilities	41.1	187.7
Long-term liabilities	4 156.8	5 156.8
Total	4 197.9	5 344.5

	31.12.1999 CHF m	1.1.1999 CHF m
28.5 Bonds		
6.750% bond Etzelwerk AG 1992–2000	15.0	15.0
4.625% bond Kraftwerk Amsteg AG 1993–2003	100.0	100.0
5.250% bond Kraftwerk Amsteg AG 1995–2000	150.0	150.0
4.375% bond Kraftwerk Amsteg AG 1996–2006	150.0	150.0
3.500% bond Kraftwerk Amsteg AG 1998–2007	50.0	50.0
Total	465.0	465.0

29 Related parties

The Federal government holds 100% of the shares of SBB AG. In the year under review, SBB AG received CHF 1,798.7 m in PSO grants from its shareholder. These break down as follows:

	1999 CHF m
Grants for infrastructure maintenance	711.0
Grants for operation of infrastructure	562.0
Grants for regional passenger services	400.7
Grants for intermodal services	125.0
Total	1 798.7

30 Financial instruments

To hedge the commitments from the US leasing transactions, various investments in securities with fixed values at maturity were effected. The discounted value of USD 189.5 m stated in the balance sheet compares with a present market value of USD 194.6 m.

To hedge the foreign currency risks, the following derivative financial instruments are outstanding as per the balance sheet date:

	contract values CHF m	31.12.1999 replacement values positive CHF m	negative CHF m
Futures	64.1	0.3	0.7
Options	49.9	0.2	1.2
Total	114.0	0.5	1.9

31 Segment report

Since the SBB's business activities mainly relate to the performance of railway transport and infrastructure services, segmental reporting is dominated by SBB AG itself. The performances of the group companies figure in the accounts mainly as SBB AG inputs and are thus not considered for consolidation. Business activities are mainly focused on Switzerland, which is regarded as a single geographical entity for the purposes of segmental reporting. We therefore refer to the segment report in the annex to the SBB AG financial statements (cf. page 41).

32 Events after the balance sheet date

No events occurred between the balance date and the date of the audit certification that have not been included in the financial statements and require publication.

List of group holdings and associated companies

Group companies and associated companies

		Share capital m	SBB stake m	%	
Name of company					
Power plants					
Etzelwerk AG, Einsiedeln	CHF	20.00	20.00	100.00	F
Kraftwerk Amsteg AG, Amsteg	CHF	80.00	72.00	90.00	F
Kraftwerk Rapperswil-Auenstein AG, Aarau	CHF	12.00	6.60	55.00	F
Kraftwerk Wassen AG, Wassen	CHF	16.00	8.00	50.00	E
Kraftwerk Göschenen AG, Göschenen	CHF	60.00	24.00	40.00	E
ENAG Energiefinanzierungs AG, Schwyz	CHF	100.00	20.00	20.00	E
Warehouses and transshipment installations					
Silo AG Brunnen, Brunnen	CHF	0.65	0.35	53.85	F
Cargo Service Center Aarau AG, Aarau	CHF	5.00	2.00	40.00	E
Umschlags AG, Basel	CHF	6.00	2.12	35.33	E
Cargo Service Center St. Margrethen AG, St. Margrethen	CHF	2.40	0.82	34.00	E
Terzag Terminal Zürich AG, Zürich	CHF	0.20	0.06	30.00	E
Cargo Service Center Basel AG, Basel	CHF	3.00	0.90	30.00	E
CTG-AMT Genève-La Praille SA, Lancy	CHF	0.20	0.05	25.00	E
Lasag Schaffhausen, Schaffhausen	CHF	2.85	0.58	20.18	E
Real estate/car parks					
Immobilien-gesellschaft Casa Nostra AG, Bern	CHF	0.05	0.05	100.00	F
Parking Simplon-Gare SA Lausanne, Lausanne	CHF	2.20	1.10	50.05	F
Parking de la Gare de Neuchâtel S.A., Neuchâtel	CHF	0.10	0.05	50.00	E
Grosse Schanze AG, Bern	CHF	3.20	1.00	31.25	E
I.B.O. Immobilien-gesellschaft Bahnhof Ost AG, Basel	CHF	3.00	0.75	25.00	E
Tiefgarage Bahnhofplatz AG, Luzern	CHF	3.25	0.75	23.08	E
Parking de la Place de Cornavin SA, Genève	CHF	10.00	2.00	20.00	E
Refrigeration services					
Frigosuisse SA, Basel	CHF	1.30	0.45	34.62	E
SGF, Genève	CHF	1.77	0.37	20.95	E
Haulage, forwarding					
ChemOil Logistics AG, Basel	CHF	0.25	0.13	51.00	F
Cargo Svizzera-Italia Srl, Milano/Chiasso	LIT	190.00	95.00	50.00	E
City Night Line CNL AG, Zürich	CHF	45.60	18.24	40.00	B
Cisalpino SA, Bern	CHF	86.00	34.57	40.20	E
Ferroviasped Holding AG, Grabs	CHF	1.50	0.38	25.00	E
Hupac SA, Chiasso	CHF	20.00	4.77	23.85	E
Termi SA, Chiasso	CHF	0.50	0.10	20.00	E
S-Rail Europe GmbH, Singen	EUR	0.30	0.20	75.00	F

		Share capital m	SBB stake m	%	
Name of company					
Private railways and shipping companies					
Schweizerische Bodensee-Schiffahrtsges. AG, Romanshorn	CHF	4.60	4.43	96.30	F
Tourism					
RailAway AG, Luzern	CHF	0.10	0.10	100.00	F
Rail Europe Australasia SNC, Paris	FRF	6.00	3.00	50.00	E
SwissAccessGroup AG, St. Gallen	CHF	0.40	0.10	25.00	E
Information technology					
Elca informatique SA, Lausanne	CHF	0.80	0.19	24.00	E
Miscellaneous					
AlpTransit Gotthard AG, Luzern	CHF	5.00	5.00	100.00	E

References:

F = fully consolidated

E = stated according to the equity method

B = shown a book value

→ Report of the group auditor to the General Meeting of Swiss Federal Railways SBB Berne

As auditor of the group, we have audited the consolidated financial statements (balance sheet, income statement, statement of cash flows and notes) of Swiss Federal Railways SBB for the year ended December 31, 1999.

These consolidated financial statements are the responsibility of the Board of Directors. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We confirm that we meet the legal requirements concerning professional qualification and independence.

Our audit was conducted in accordance with auditing standards promulgated by the profession, which require that an audit be planned and performed to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement. We have examined on a test basis evidence supporting the amounts and disclosures in the consolidated financial statements. We have also assessed the accounting principles used, significant estimates made and the overall consolidated financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements give a true and fair view of the financial position, the results of operations and the cash flows in accordance with the Accounting and Reporting Recommendations (ARR) and comply with the law under the following restrictions:

– An external subject matters opinion containing an assessment of the energy sector in connection with the opening balance sheet of SBB AG noted the need for special depreciation on production facilities and considered that a special overall provision should be set up. The provision for the SBB energy sector (with no impact on the results of SBB, i.e. charged to the Federal authorities) will be conducted at the end of this year once a new strategy has been defined with regard to a liberalized power market. The loss for the year 2000 is shown in the balance sheet as at December 31, 1999.

– An external subject matters opinion established the need for a special provision for existing environmental pollution costs of CHF 393 million as at January 1, 1999. Because of the great uncertainties surrounding this special provision an agreement was reached with the Federal authorities to the effect that a full reserve would not be set up in the opening balance sheet but a

special provision of CHF 110 million entered for necessary improvement costs in the years 1999 to 2002. Further costs were accepted by the Federal authorities under the performance agreement applicable from the year 2003.

Despite the above restrictions, we recommend that the consolidated financial statements submitted to you be approved since the financial consequences of the insufficient provisions will be covered by the Federal authorities.

We also wish to draw your attention to the fact that the 100% investment in AlpTransit Gotthard AG has not been consolidated, but is accounted for under the equity method. On the basis of a special agreement between the Swiss Confederation and the SBB, the Federal authorities have a dominant influence over this investment. The requirements of a common management is therefore not met.

Berne, April 5, 2000
ATAG Ernst & Young Ltd

Hansueli Käser
Certified
accountant
(in charge of the
audit)

Rudolf Mahnig
Certified
accountant

	Annex	1999 CHF m
Operating income		
Traffic income	1	3 422.4
Rental revenue from real estate		242.7
Additional income	2	487.9
Sundry earnings		7.4
Own services		382.4
Federal government grants	3	1 273.0
Earnings reductions		-64.7
Operating income		5 751.1
Operating expenses		
Expenses for materials		-304.0
Personnel costs	4	-2 990.3
Other operating expenses	5	-959.8
Depreciations		-830.7
Non-capitalisable investments		-304.2
Flat rate VAT charge/input tax reduction	6	-86.9
Operating expenses		-5 475.9
Operating result		275.2
Financial income	7	108.3
Financial expenses	8	-178.5
Net proceeds from the sale of assets		41.1
Extraordinary income		83.1
Extraordinary expense		-208.9
Profit before tax		120.3
Taxes	9	0.0
Annual profit		120.3

Assets

	Annex	31.12.1999 CHF m	1.1.1999 CHF m
Current assets			
Cash and cash equivalents		1 265.7	1 129.5
Short-term investments/securities		43.8	148.6
Trade accounts receivable	10	400.1	337.9
Other receivables		5.6	49.0
Third party work in progress		32.7	37.5
Accrued income		69.7	113.0
Current assets		1 817.6	1 815.5
Fixed assets			
Financial investments	11	5 907.6	6 827.7
Materials and spare parts for own use		218.9	249.0
Tangible assets	12	14 825.2	14 828.1
Assets under construction	12	5 291.0	4 721.9
Intangible assets		25.9	31.2
Fixed assets		26 268.6	26 657.9
Total assets		28 086.2	28 473.4

Liabilities and equity

	Annex	31.12.1999 CHF m	1.1.1999 CHF m
Liabilities			
Short-term financial liabilities		39.3	77.0
Trade accounts payable	13	667.4	495.6
Other short-term liabilities		190.3	412.1
Accrued charges	14	629.7	648.1
Short-term provisions		104.8	342.2
Total short-term liabilities		1 631.5	1 975.0
Long-term financial liabilities	15	3 620.2	3 547.5
Other long-term liabilities	16	10 238.3	10 500.5
Long-term provisions	17	1 475.9	1 450.4
Total long-term liabilities		15 334.4	15 498.4
Total liabilities		16 965.9	17 473.4
Equity			
Share capital		9 000.0	9 000.0
Legal reserves		2 000.0	2 000.0
Net profit		120.3	0.0
Total equity		11 120.3	11 000.0
Total liabilities and equity		28 086.2	28 473.4

SBB AG Cash Flow Statement

	1999 CHF m
Annual profit	120.3
Depreciation on fixed assets, gross	837.0
Non-capitalisable investments, gross	314.7
Change in long-term provisions	25.5
Net proceeds from sale of assets	-41.1
Own work capitalised	-382.4
Cash flow	874.0
Decrease in securities	104.8
Increase in trade receivables	-62.2
Decrease in other current assets	91.5
Decrease in short-term liabilities	-305.8
Cash flow from business activities	702.3
Investments in financial assets	-39.3
Disposals of financial assets	954.7
Decrease in materials and spare parts for own use	114.4
Investments in plant under construction and tangible assets	-1 472.2
Disposals of tangible assets	103.6
Cash flow from investment activities	-338.8
Short-term financial liabilities	
capital raised	31.1
capital repaid	-68.8
Long-term financial liabilities	
capital raised	87.1
capital repaid	-14.4
Other long-term liabilities	
capital raised	744.8
capital repaid	-1 007.1
Cash flow from financing activities	-227.3
Overall change in funds	136.2
Cash position at 1 January	1 129.5
Cash position at 31 December	1 265.7
Change in cash position	136.2

Notes to the financial statements

With the changeover on 1 January 1999 from the state-controlled enterprise SBB to a public limited company established under a special law, the financial statements are now prepared according to the Swiss Accounting and Reporting Recommendations (ARR). The balance sheet of SBB AG has been newly established on 1 January 1999 according to ARR standards, and is comparable to the balance sheet as at 31 December 1999. However, the previous year's profit and loss account and the cash flow statement were not adjusted.

	1999 CHF m
1 Traffic revenues	
Passenger services	1 603.6
Freight services	1 012.5
Miscellaneous operations	113.8
Infrastructure	9.6
Grants for regional passenger services	557.9
Grants for intermodal services	125.0
Traffic revenues	3 422.4

	1999 CHF m
2 Additional income	
Contract staff	17.9
Services provided to third parties	53.8
Servicing, maintenance and investments	50.8
Rental revenues	41.1
Power supplies	92.4
Foreign currency exchange	38.8
Commissions	86.1
Sale of stationery and materials	42.9
Fees	21.5
Cost participations, contributions	27.5
Sundry additional income	15.1
Additional income	487.9

	1999 CHF m
3 Federal government grants	
Maintenance grants	711.0
Operating grants	562.0
Federal government grants	1 273.0

The maintenance grant serves to cover depreciation of existing infrastructure and of non-capitalisable investments in new infrastructure.

	1999 CHF m
4 Personnel costs	
Wages and salaries	2 415.7
Social insurance costs	531.5
Other personnel costs	43.1
Personnel costs	2 990.3

In addition to the ordinary contributions to the staff benefit institutions, the staff benefits expense also includes interest on the actuarial reserve deficit of the SBB Pension Fund amounting to CHF 200.7 m. This expense will decrease continuously up to the year 2001 as this shortfall is refinanced.

	1999 CHF m
5 Other operating expenses	
Rent paid for installations	20.2
Bought-in services for maintenance, repairs and replacements	144.7
Vehicle costs	64.3
Property insurances, duties, fees	55.6
Energy and waste disposal costs	255.0
Administration and information system costs	118.8
Publicity costs	21.5
Other operating costs	41.2
Third-party operating costs	238.5
Other operating expenses	959.8

6 Flat rate VAT charge/input tax reduction

The expenses listed in this position are mainly due to the VAT regulations negotiated for the public transport enterprises. Instead of making an across-the-board reduction for input taxes, SBB AG pays 2.7% turnover tax on the payments it receives. As the tax payable is contained in these amounts, this arrangement does not influence the profit and loss account of SBB AG.

1999
CHF m**7 Financial income**

from cash holdings and securities	11.3
from financial investments with third parties	23.8
from financial investments with group companies	3.2
from financial investments with associated companies	33.4
from financial investments with the shareholder	5.5
Other financial income	31.1

Financial income	108.3
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1999
CHF m**8 Financial expenses**

for commitments to third parties	144.0
for commitments to the shareholder	9.2
for commitments to social security institutions	16.7
Other financial expenses	8.6

Financial expenses	178.5
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"Financial expenses, third parties" relates mainly to interest payable on sums due to EUROFIMA.

9 Taxes

According to Art. 21 of the SBB Law of 20 March 1998, SBB AG is exempt from taxes.

31.12.1999
CHF m1.1.1999
CHF m**10 Trade accounts receivable**

Receivables from deliveries of goods and provision of services		
third parties	422.7	340.4
group companies	0.5	24.7
associated companies	2.8	0.1
Value adjustments	-25.9	-27.3
Trade accounts receivable	400.1	337.9

Trade accounts receivable from third parties comprise receivables from clients (CHF 397 m) and receivables from Swiss and foreign railway enterprises (CHF 25.7 m).

	Securities (fixed assets) CHF m	Participations CHF m	Long-term receivables from third parties CHF m	Long-term receivables from group companies CHF m	Long-term receivables from associated companies CHF m	Long-term receivables from shareholder CHF m	Total CHF m
11 Financial investments							
Historical cost							
Position at 1 Jan. 1999	349.8	327.3	571.8	60.2	463.8	5 156.8	6 929.7
Additions	0.0	5.7	20.5	0.7	12.4	0.0	39.3
Disposals	-48.4	-0.1	-8.9	-44.0	-6.0	-850.0	-957.4
Transfers	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Position at 31 Dec. 1999	301.4	332.9	583.4	16.9	470.2	4 306.8	6 011.6
Accumulated depreciation							
Position at 1 Jan. 1999	0.0	-67.6	-31.5	-2.9	0.0	0.0	-102.0
Additions	0.0	-5.0	0.0	0.0	0.0	0.0	-5.0
Disposals	0.0	0.1	0.0	2.9	0.0	0.0	3.0
Transfers	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Position at 31 Dec. 1999	0.0	-72.5	-31.5	0.0	0.0	0.0	-104.0
Net book value							
at 31 Dec. 1999	301.4	260.4	551.9	16.9	470.2	4 306.8	5 907.6

The decrease in long-term receivables from the shareholder is due to the payment modalities agreed in connection with the refinancing of the SBB Pension Fund deficit (cf. note 16).

	Vehicles (incl. leasing) CHF m	Engineering infrastructure and fixtures CHF m	Other tangible assets CHF m	Land CHF m	Buildings CHF m	Total tangible assets CHF m	Assets under construction CHF m	Assets under constr. + tangible assets CHF m
12 Assets under construction and tangible assets								
Historical cost								
Position at 1 Jan. 1999	9 737.7	9 856.4	3 787.6	1 482.4	3 128.9	27 993.1	5 586.6	33 579.7
Investments								
assets under constr.	0.0	0.0	0.0	0.0	0.0	0.0	1 772.2	1 772.2
Investments tangible assets	0.0	4.5	0.0	0.0	1.9	6.4	0.0	6.4
Reductions assets under constr./additions to tangible assets	420.9	980.3	318.2	35.1	320.1	2 074.5	-2 399.1	-324.6
Reductions tangible assets	-250.2	-49.2	-158.2	-17.8	-25.7	-501.1	0.0	-501.1
Transfers	-0.6	-621.0	-261.4	-35.8	-268.1	-1 186.9	1 185.5	-1.4
Position at 31 Dec. 1999	9 907.8	10 171.0	3 686.2	1 463.9	3 157.1	28 386.0	6 145.2	34 531.2
of which leasing	1 487.2					1 487.2		1 487.2
Accumulated depreciation								
Position at 1 Jan. 1999	-5 720.4	-3 202.9	-2 794.8	-19.7	-1 427.2	-13 165.0	-864.7	-14 029.7
Additions	-320.7	-304.6	-97.1	0.0	-55.6	-778.0	0.0	-778.0
Reductions	226.9	29.1	116.1	0.0	8.0	380.1	10.5	390.6
Transfers between accounts	-2.6	0.0	0.4	0.0	4.3	2.1	0.0	2.1
Position at 31 Dec. 1999	-5 816.8	-3 478.4	-2 775.4	-19.7	-1 470.5	-13 560.8	-854.2	-14 415.0
of which leasing	-360.1					-360.1		-360.1
Net book value								
on 31 Dec. 1999	4 091.0	6 692.6	910.8	1 444.2	1 686.6	14 825.2	5 291.0	20 116.2
of which leasing	1 127.1					1 127.1		1 127.1

Other fixed assets comprise all installations, information system and telecommunication equipment, and supply and disposal plant. Depreciation on leased vehicles in the year under review amounts to CHF 62.5 m.

	31.12.1999 CHF m	1.1.1999 CHF m
13 Trade accounts payable		
Liabilities from del. of goods and prov. of services		
third parties	648.4	487.1
group companies	4.3	4.5
associated companies	14.7	4.0
Trade accounts payable	667.4	495.6

Liabilities to third parties from deliveries of goods and provision of services include liabilities to suppliers (CHF 528.9 m) and liabilities to Swiss and foreign railway enterprises (CHF 119.5 m).

	31.12.1999 CHF m	1.1.1999 CHF m
14 Accrued charges		
Accruals, travel documents	286.3	275.4
Accruals, interest payable	68.7	68.1
Accruals, holidays and overtime	60.8	55.6
Other accruals	213.9	249.0
Accrued charges	629.7	648.1

Accruals for travel documents relate mainly to the General Abonnement, Half-Fare Card and point-to-point season tickets. They do not extend to individual tickets.

	31.12.1999 CHF m	1.1.1999 CHF m
15 Long-term financial liabilities		
Liabilities of banks	349.8	322.9
Leasing liabilities	1 841.8	1 783.0
Staff pension fund	1 428.6	1 441.6
Long-term financial liabilities	3 620.2	3 547.5

The EUROFIMA loans are shown on the balance sheet under liabilities to banks.

As the interest payable for leasing contracts are partly capitalised, the leasing liabilities have increased.

	31.12.1999 CHF m	1.1.1999 CHF m
16 Other long-term liabilities		
Liabilities to third parties	8.9	10.9
Liabilities to associated companies	0.0	5.0
Liabilities to federal government as shareholder	6 072.6	5 327.8
Liabilities to social security institutions	4 156.8	5 156.8
Other long-term liabilities	10 238.3	10 500.5

The refinancing of the SBB Pension Fund's actuarial reserve deficit is mirrored in the decrease in liabilities to employee benefit institutions. In accordance with the refinancing plan, the federal government has waived CHF 850 m of its credit balance due from SBB AG.

	31.12.1999 CHF m	1.1.1999 CHF m
17 Long-term provisions		
Staff benefits (ARR 16)	650.0	650.0
Restructuring costs, FS/SBB Joint Venture	120.0	0.0
Rolling stock maintenance	117.3	124.4
Site contamination commitments	100.0	100.0
Power consumption costs 2000	0.0	65.0
Miscellaneous	488.6	511.0
Long-term provisions	1 475.9	1 450.4

Notes on the provisions for employee benefit plans are contained in the consolidated financial statements.

The provision for rolling stock maintenance covers additional expenditures on vehicle overhaul arising from legal obligations (e.g. environmental protection). The restructuring costs of the joint venture will accrue in the next 1 to 3 years. Since measures to clean up contaminated sites were only initiated towards the end of the year under review, the related costs will only be debited to the provisions as of the 2000 accounts. The other provisions relate mainly to earnings from the sale of cable-laying rights and from US leasing transactions (CHF 138.5 m), provisions for the decommissioning of infrastructure (CHF 50.4 m) and other items of relevance to business operations. The provisions for electricity costs have been reassigned to the short-term provisions.

18 Legal information

(except where shown under the corresponding items)

	31.12.1999 CHF m	1.1.1999 CHF m
18.1 Sureties, guarantees and pledges in favour of third parties		
Sureties and guarantees	171.0	179.8
Liabilities from non paid-up share capital	153.3	153.3
Total	324.3	333.1

In addition, SBB AG has interests in a number of joint liability companies.

18.2 Fire insurance values of the fixed assets

The fire insurance values of the fixed assets correspond to the replacement or new value.

	31.12.1999 CHF m	1.1.1999 CHF m
18.3 Liabilities to staff benefit institutions		
Short-term liabilities	41.1	187.7
Long-term liabilities	4 156.8	5 156.8
Total	4 197.9	5 344.5

18.4 Major holdings

Group holdings and associated companies are listed on page 26 of the Annex to the consolidated financial statements.

Profit and Loss Account

	Operations 1999 CHF m	Infrastructure 1999 CHF m
Operating income		
Traffic income	3 339.2	83.0
Rental revenue from real estate	14.2	228.5
Additional income	225.1	230.3
Sundry earnings	3.4	3.0
Own services	91.2	279.9
Federal government grants	0.0	1 273.0
Earnings reductions	-69.8	0.2
Revenue from cross-charging	161.6	790.9
Operating income	3 764.9	2 888.8
Operating expenses		
Expenses for materials	-216.0	-82.8
Personnel costs	-1 707.3	-1 184.3
Other operating expenses	-324.2	-519.8
Depreciations	-321.0	-488.1
Non-capitalisable investments	22.2	-289.4
Flat rate VAT charge/input tax reduction	-25.2	-59.8
Expense from cross-charging	-892.4	-242.6
Attribution of overhead charges	-39.2	-28.1
Operating expenses	-3 503.1	-2 894.9
Operating result	261.8	-6.1
Financial income	4.2	46.9
Financial expenses	-95.5	-43.7
Net proceeds from the sale of assets	-1.2	41.5
Extraordinary income	5.7	50.3
Extraordinary expense	-133.1	-10.5
Profit before tax	41.9	78.4
Taxes	0.0	0.0
Annual profit	41.9	78.4

Balance sheets

Assets

	Operations 31.12.1999 CHF m	1.1.1999 CHF m	Infrastructure 31.12.1999 CHF m	1.1.1999 CHF m
Current assets				
Cash and cash equivalents	42.8	30.9	0.0	0.0
Short-term investments/securities	1.4	0.8	0.0	0.0
Trade accounts receivable	247.1	163.0	118.5	95.7
Receivables from cross-charging	1 715.1	2 135.9	757.5	249.7
Other receivables	1.0	12.6	2.1	15.2
Third party work in progress	13.0	25.0	19.8	12.5
Accrued income	55.7	81.7	16.6	22.0
Total current assets	2 076.1	2 449.9	914.5	395.1
Fixed assets				
Financial investments	22.9	29.1	655.4	682.6
Materials and spare parts for own use	90.2	101.0	128.1	134.2
Tangible assets	4 195.7	4 253.6	10 491.7	10 408.4
Assets under construction	603.1	378.9	4 495.9	4 164.8
Intangible assets	0.0	0.0	25.9	31.2
Total fixed assets	4 911.9	4 762.6	15 797.0	15 421.2
Total assets	6 988.0	7 212.5	16 711.5	15 816.3

Liabilities and equity

	Operations 31.12.1999 CHF m	1.1.1999 CHF m	Infrastructure 31.12.1999 CHF m	1.1.1999 CHF m
Liabilities				
Short-term financial liabilities	0.2	0.0	35.6	11.7
Trade accounts payable	223.2	105.7	407.8	354.2
Liabilities from cross-charging	641.5	1 081.0	7.0	0.0
Other short-term liabilities	2.8	40.2	33.7	13.9
Accrued charges	540.2	534.3	79.9	44.7
Short-term provisions	9.7	39.2	30.1	72.3
Total short-term liabilities	1 417.6	1 800.4	594.1	496.8
Long-term financial liabilities	1 889.0	1 864.0	1 428.7	1 433.2
Other long-term liabilities	0.0	0.0	5 953.8	5 329.6
Long-term provisions	639.5	548.1	656.5	556.7
Total long-term liabilities	2 528.5	2 412.1	8 039.0	7 319.5
Total liabilities	3 946.1	4 212.5	8 633.1	7 816.3
Equity				
Share capital	2 000.0	2 000.0	7 000.0	7 000.0
Legal reserves	1 000.0	1 000.0	1 000.0	1 000.0
Net profit	41.9	0.0	78.4	0.0
Total equity	3 041.9	3 000.0	8 078.4	8 000.0
Total liabilities and equity	6 988.0	7 212.5	16 711.5	15 816.3

The assets and liabilities of the Central Services are not included in the above balance sheets. They relate mainly to centrally managed cash balances as well as receivables and liabilities arising from the refinancing of the SBB Pension Fund.

Proposal of the Board of Directors
on the appropriation of the net profit

The Board of Directors proposes to the General Meeting
that the net profit be appropriated as follows:

	1999 CHF m
Net profit at the disposal of the General Meeting	120.3
Transfer to the free reserves	120.0
Carried forward to the new account	0.3

Report of the statutory auditors

→ Report of the statutory auditors to the General Meeting of Swiss Federal Railways SBB Berne

As statutory auditors, we have audited the accounting records and the financial statements (balance sheet, income statement, statement of cash flows and notes) of Swiss Federal Railways SBB for the year ended December 31, 1999, established for the first time according to the ARR standards.

These financial statements are the responsibility of the Board of Directors. Our responsibility is to express an opinion on these financial statements based on our audit. We confirm that we meet the legal requirements concerning professional qualification and independence.

Our audit was conducted in accordance with auditing standards promulgated by the profession, which require that an audit be planned and performed to obtain reasonable assurance about whether the financial statements are free from material misstatement. We have examined on a test basis evidence supporting the amounts and disclosures in the financial statements. We have also assessed the accounting principles used, significant estimates made and the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements give a true and fair view of the financial position, the results of operations and the cash flows in accordance with the Accounting and Reporting Recommendations (ARR) and comply, as well as the proposed appropriation of available earnings, with the law and the company's articles of incorporation under the following restrictions:

– An external subject matters opinion containing an assessment of the energy sector in connection with the opening balance sheet of SBB AG noted the need for special depreciation on production facilities and considered that a special overall provision should be set up. The provision for the SBB energy sector (with no impact on the results of SBB, i.e. charged to the Federal authorities) will be conducted at the end of this year once a new strategy has been defined with regard to a liberalized power market. The loss for the year 2000 is shown in the balance sheet as at December 31, 1999.

– An external subject matters opinion established the need for a special provision for existing environmental pollution costs of CHF 393 million as at January 1, 1999. Because of the Federal authorities to the effect that a full reserve would not be set up in the opening balance sheet but a special provision of CHF 110 million entered for

necessary improvement costs in the years 1999 to 2002. Further costs were accepted by the Federal authorities under the performance agreement applicable from the year 2003.

Despite the above restrictions, we recommend that the financial statements submitted to you be approved since the financial consequences of the insufficient provisions will be covered by the Federal authorities.

Berne, April 5, 2000
ATAG Ernst & Young Ltd

Hansueli Käser
Certified
accountant
(in charge of the
audit)

Rudolf Mahnig
Certified
accountant

