



2013 ANNUAL REPORT

13

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2013

TO OUR RAIL INDUSTRY PARTNERS

Based on this year's results, I'm proud to report that Railinc is a high-performing company staffed with talented people working hard every day to support the North American freight rail system.

Over the last year, Railinc has met or exceeded its goals for product performance, completed its AAR freight rail industry projects as promised and delivered quality support for our end-user customers. Railinc has worked well with AAR committees to identify and develop solutions for longstanding and emerging challenges. Its people have engaged stakeholders throughout the freight rail industry to

further efforts related to asset health, major rail gateways and car hire processing.

For example, under the guidance of the AAR's Safety and Operations Management Committee (SOMC), the foundational projects of the Asset Health Strategic Initiative (AHSI) have progressed as planned, and task force members have focused on detailing future work, creating program measurements and updating the long-term asset health roadmap. While such a challenging effort generates much discussion among participants, it also generates positive momentum and confidence in the initiative for moving ahead.

Railinc also worked well with the AAR's Railinc Project Support Working Committee (RPSWC) and other AAR committees to address other challenges, too. Some of



E. ALLEN WEST
President & CEO

this work included reducing train departure delays in the Chicago Terminal, improving the usefulness of detector read information and improving mechanical inspection quality and efficiency. We are excited about this work and the value it returns to our customers.

Railinc also remains focused on internal improvements and operational excellence. The company has strengthened its core infrastructure, now moving into the last year of its mainframe migration, implementing more stringent security protocols and successfully meeting disaster recovery goals

MESSAGE FROM THE PRESIDENT





Over the past year, Railinc worked to strengthen its position as a reliable provider of data and software for the freight rail industry.

P R E S I D E N T ' S M E S S A G E

and passing related testing requirements. Despite significant system migrations from the mainframe and other application upgrades during the year, Railinc met or exceeded its system service level agreements for its customers.

The company also strengthened its security profile with upgraded systems and company-wide training to repel threats to system stability. And under the guidance of the Railinc Board, the company successfully advanced its disaster recovery (DR) and business continuity initiatives to ensure continued smooth operation of the freight rail industry.

In 2013, Railinc pursued a wide range of cost savings opportunities, from a new data center contract and building lease to a smaller office footprint to business process improvements. At the individual level, Railinc employees themselves rose to the challenge of keeping costs low.

Through 100 percent participation in the company's wellness program, Railinc employees reduced the growth rate of health insurance premiums, saving the company more than \$130,000. They also helped Railinc earn recognition as one of the region's "healthiest employers" by a local business publication.

The company is not without its challenges. Railinc continues to operate in a highly competitive market for technology workers. Ongoing changes in technology and growing customer needs require innovative ways of thinking and problem solving. Escalating concerns and operational

costs will continue to exert pressure on the company and employees. However, we are confident that we will successfully meet these challenges and press forward in service to the freight rail industry.

Overall Railinc is proud of all its achievements in the past year. We will build on them in the coming year to help make the freight railroad industry become more effective and efficient in its daily operations.

Please know that we are humbled by the greatness of this industry and recognize that our success is based in helping you achieve yours.

Thank you for the opportunity to serve you.

Sincerely,



E. Allen West
President & CEO



MISSION, VISION AND VALUES

Railinc's mission is to create valued solutions for rail industry problems using our people, processes and technologies.

Railinc's vision is to become the rail industry's innovative, go-to resource for data and information systems.

Railinc embraces three primary values:



SERVICE

We serve the changing needs of our customers and our industry to enhance the value they bring to our community, the environment and our economy.



COLLABORATION

We collaborate with our teams and our customers to get the job done, respecting individual ideas and contributions and moving forward in pursuit of shared goals.



RESULTS

We deliver on our promises to create value for the freight rail industry through talented people, good ideas, business leadership and great technology.

SERVICE, COLLABORATION AND RESULTS

Railinc is a **wholly-owned subsidiary**
of the Association of American Railroads.

In 2013, Railinc delivered 12 projects identified by the AAR's Railinc Project Support Working Committee. Four of these projects completed initial work as part of the Asset Health Strategic Initiative, a multi-year, multi-phase effort to create an industry-wide program for improving the life and health of railcars by

collecting and giving visibility into detailed railcar information. (See story on page 8.) The other eight projects delivered business process improvements, additional functionality to existing applications and technology standard upgrades. Here is a brief review of the projects:



■ **Mechanical Reference Repository**

This project created a common repository for current and historical operational reference data and provided an automated means for its use. This project was guided by the AAR's Equipment Health Monitoring Committee.

■ **Asset Information Repository (Phase 1)**

This project created the foundation for a comprehensive, equipment-level view of asset health and characteristic data. This project was completed under the guidance of the AAR's Asset Health Task Force.

■ **E-Train (Phase 1)**

The E-Train Phase One project created the foundation for a centralized database of train information that will enable real-time visibility and analysis of consist data to reduce manual work, improve efficiency and enable better decision making around maintenance and repair tasks. The effort was guided by the AAR's Asset Health Task Force.

■ **Detector Repository — Inspection Quality (Phase 1)**

This project completed initial work for a comprehensive database of detector reads to improve repair-work efficiency and enable the complete health monitoring of equipment. It was completed under the guidance of the AAR's Asset Health Task Force.

■ = *This project is a part of the Asset Health program.*

Locomotive Inspection and Repair Report

This project created an electronic locomotive inspection and repair report to reduce the time required to verify inspections. The AAR's Locomotive Repair Billing Committee provided guidance for this project.

Asset Health Data Summary Expansion

This project combined detector reads that do not reach the level of an alert in a summarized EHMS view to improve data analysis and reduce derailments. This project was completed under the guidance of the AAR's Equipment Health Monitoring Committee.

Shipper Reject Reason Visibility and Tracking

The Shipper Reject Reason Visibility and Tracking project expanded the Damaged and Defective Car Tracking (DDCT) system to include information from shipper rejects. This effort was guided by the AAR's Damaged and Defective Car Tracking TAG.

Car Hire Rate Negotiation Self-Service

This project enhanced the self-service capabilities of the Deprescription and Bid and Offer tools to improve ease-of-use, provide near real-time visibility into bids and offers, and perform validation checks with supporting data. It was overseen by the AAR's Equipment Assets Committee.

Car Hire Rule 4 Reclaim Centralization

This project removed the administrative burden associated with car hire reclaims. It was overseen by the AAR's Equipment Assets Committee.

Interline Settlement System® EDI 6040 Upgrade

This upgrade delivered business process improvements for the Interline Settlement System. This project was overseen by the AAR's Interline Revenue Committee.

Major Terminal Bulletin Exchange Automation

This project created an automated, easy-to-use bulletin request system for the Chicago Terminal. It will reduce train departure delays and enable expansion of the system to additional terminals. It was completed under the guidance of the Chicago Terminal Coordination Office.

Car Hire Liability File Expansion and Mileage

This project expanded the functionality in the current Car Hire Liability File to include car hire rates, mileage, loaded and empty cycles, and other data, with appropriate confidentiality protocols. It reduces the work required by railroads to calculate car hire. The project was completed under the guidance of the AAR's Equipment Assets Committee.

2013 HIGHLIGHTS IN REVIEW

Asset Health Strategic Initiative

In 2013, Railinc successfully completed the second year of the Asset Health Strategic Initiative (AHSI). This multi-year, multi-phase program is creating an industry-wide program for lengthening the life and improving the health of rail equipment by collecting and giving visibility into detailed railcar information. The AHSI will deliver data and IT infrastructure aimed at reducing mechanical service interruptions, improving the quality of railcar inspections, and increasing rail yard and repair shop efficiency.

Railinc worked closely over the past year with railroads, leasing companies, and other industry stakeholders and AAR committees to move the AHSI forward and deliver high-value asset health solutions to the freight rail industry. Railinc

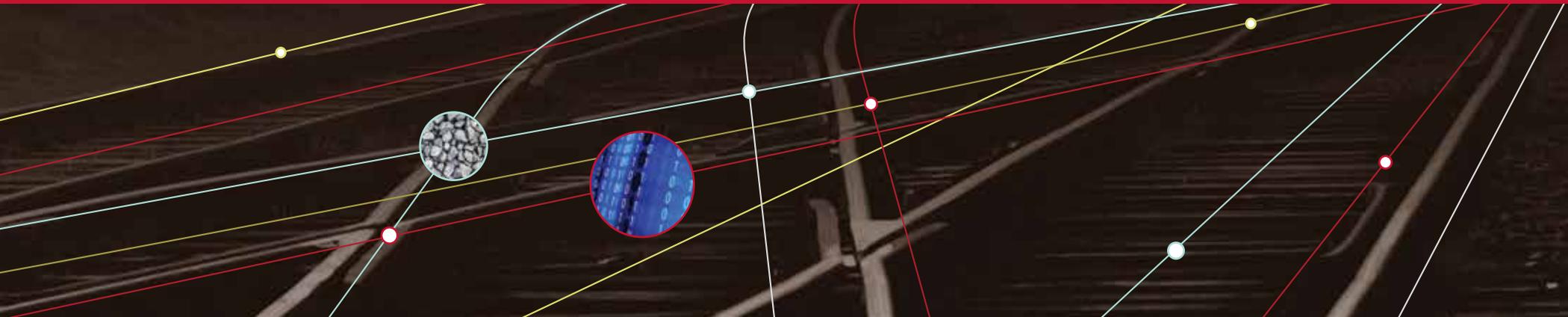
completed foundational Phase 1 work on the following AHSI projects in 2013:

- **Asset Information Repository:** a comprehensive data repository for railcar and locomotive health characteristics and related information
- **Detector Repository — Inspection Quality:** a comprehensive database of wayside and onboard data detector reads to help improve the quality of inspections
- **E-Train:** a consolidated source of train information that enables real-time visibility and analysis to help direct trains coming into a terminal

- **Mechanical Reference Repository:** a common repository for current and historical operational data, and an automated means for its use

The AAR's Safety and Operations Management Committee (SOMC) is providing guidance through the RPSWC, and the Asset Health Task Force is managing the AHSI. In 2014, Railinc will continue to work closely with its industry partners on developing Phase 2 of these and other AHSI projects. See related stories on page 6 and 14.

2013 HIGHLIGHTS



Railinc Cost-Savings Initiatives

Railinc continuously works to identify ways to improve its cost management and to offset the impact of inflation. Many Railinc initiatives and activities led to cost savings in 2013, including:

- Renegotiating data center, building lease and maintenance-vendor contracts
- Renovating the Railinc office space to accommodate more employees in a collaborative environment
- Realizing efficiencies through improved business processes and recycling code
- Reviewing technology purchases for optimal specifications and terms and conditions
- Claiming applicable tax credits, soliciting service provider fee reductions and conducting contract audits for fee integrity
- Slowing the growth rate of health insurance costs through a progressive, company-wide wellness program



Railinc *successfully* completed the second year of the Asset Health Strategic Initiative.

2013 HIGHLIGHTS IN REVIEW

Railinc Wellness Efforts Slow Insurance Costs, Create Lean Company

In 2012, Railinc launched a comprehensive health and wellness program for its employees to manage health insurance and benefits costs while fostering a healthy workplace culture that increases employee productivity and morale. Since then, the company has had 100 percent employee participation in the program, saving more than \$180,000 in health insurance costs over two years.

This voluntary program includes a health-risk assessment to give employees an idea of their rankings relative to their peers and offers personalized recommendations for improving their health and well-being. Employees were

also asked to participate in biometric screenings. These screenings set baseline measurements for employee health, provided important educational opportunities and kicked off an incentive program for reaching specific health goals like achieving a body-mass index of 28 or less.

Railinc supported employees through ongoing nutritional counseling, monthly fitness challenges, educational seminars and resources, and regular communication about the importance of health and wellness. The program has already realized the following successful outcomes:

- Health care insurance premium cost savings of \$50,000 in 2013 and \$134,000 in 2014

- Full employee participation (100 percent) in the health-risk assessment and biometric screenings, and significant employee involvement in other wellness activities throughout the year
- Recognition by the *Triangle Business Journal* as one of the “Healthiest Employers of the Triangle”

The wellness program will continue in 2014 with employee incentives and challenges to help Railinc keep benefits costs low and maintain a healthy and productive work environment.

2013 HIGHLIGHTS



Railinc saved more than **\$180,000**
in health insurance costs
over two years.



Railinc Launches Disaster Recovery Initiative

At the direction of the Board of Directors, Railinc began in 2013 a three-year initiative to establish a comprehensive Disaster Recovery (DR) program. In the first year, the company made infrastructure improvements to support the program and conducted successful DR exercises in meeting industry-established customer recovery time objectives for critical applications. In 2014, Railinc will focus on refining processes and documentation, conduct additional testing exercises and make further infrastructure enhancements.

Mainframe Migration Moves into Final Year

Railinc continues its move from a mainframe-based technology approach to a broader, flexible midrange solution. This four-year infrastructure improvement program, now in its final year, will enhance the security, reliability and performance of Railinc applications and systems. In 2013, Railinc migrated more than 10 applications, including the Forward & Store (F&S) application and the TRAINII event pre-processor, both critical industry applications with high transaction volumes. The company also began migrating customer connections from the mainframe queue to a midrange queue manager and built infrastructure and framework to support the remainder of the program. In 2014, Railinc will move the remaining applications off the mainframe and complete the customer MQ connection migration.



MOVING FROM A
MAINFRAME-BASED
INFRASTRUCTURE TO
**a more flexible
midrange solution**



2013 HIGHLIGHTS IN REVIEW

Customer Feedback Improves Railinc Processes

Railinc also improved its operational efficiency and the customer experience through a number of process improvements implemented in 2013. These improvements were the result of customer feedback on everyday tasks and included the following:

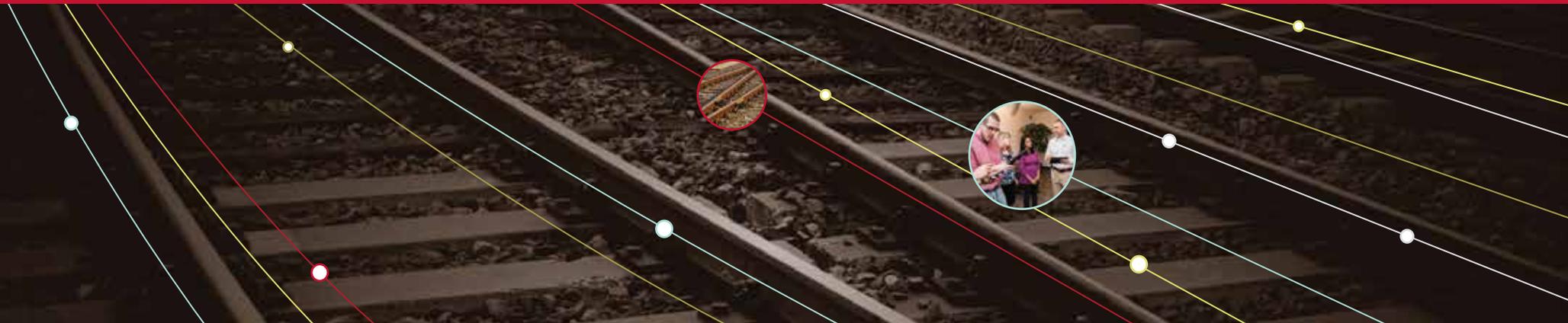
- **Single Sign-On (SSO) Unlock Process:** Railinc simplified an outdated process for unlocking an SSO account, which made up about 80 percent of all SSO-related calls to the Railinc Customer Support Center (CSC). Changes to the SSO system and user interface reduced the number of unlock requests CSC fielded by 30 percent in six months.
- **Letters of Authorization (LOA) E-Signature Process:** Customers expressed frustration with getting their LOA grantors to provide updated documentation that matched data in the LOA system. With customer input, Railinc developed a new e-signature process, eliminating attachments to an LOA, saving time and eliminating paperwork for industry participants. This new e-signature process cut the average time to close an LOA case by more than half, to four days.



CUSTOMER FEEDBACK

**improves
operational
efficiency**

2013 HIGHLIGHTS



Building Renovation Reduces Footprint, Promotes Collaboration

In 2013, Railinc negotiated a new lease agreement with its landlord to reduce the company's overall footprint and lower its overall lease rate. The lower rate provided the opportunity for Railinc to renovate its Cary, N.C., headquarters for the first time in a decade. The renovation created an open layout and more common areas to support employee communication and collaboration across the company.

With the renovation, Railinc moved from cubicles to bench-style seating, which increased the amount of natural light throughout the office. New glass boards went up on the walls in offices and common areas to facilitate daily stand-up meetings and team brainstorming. Team rooms

were refreshed with new TV monitors for better remote collaboration with customers. Smaller tables in the Training Room accommodate more people and allow for more efficient use of the available space.

The colors used in the project—from the paint on the walls to the fabric on the new furniture—reflect the color palette in Railinc's brand standards. Together, the changes help Railinc lower its cost of doing business and create a comfortable, flexible and productive office environment.



Railinc's footprint

REDUCED IN 2013



Railinc promotes **collaboration** with
daily stand-up meetings and
team brainstorming.

NEW FOR 2014: INDUSTRY-SPONSORED PROJECTS

Railinc works closely with the AAR's Railinc Project Support Working Committee to identify multi-year programs that will deliver the highest value from industry investments in 2014 and beyond. The following three programs hold promise to contribute significant value to the industry:

Asset Health Strategic Initiative (AHSI)

The multi-year, multi-phase AHSI program focuses on solving rail-network challenges related to asset health with the targets of reducing mechanical-service interruptions, improving inspection quality, and increasing yard and shop efficiency. The following projects, several of which are in their second year, are aligned with the 10-year AHSI roadmap and come under the guidance of the AAR's Asset Health Task Force.

- **Asset Information Repository (Phase 2)** — This foundational AHSI project builds on the 2013 project investment and continues foundational work for a comprehensive, equipment-level view of asset health and characteristic data. The result will be reduced manual work, reduced costs and more complete data for improved decision making.

- **E-Train (Phase 2)** — Phase 2 of this project builds on the foundational AHSI investments to create the groundwork for a centralized database of train information that enables real-time visibility and analysis of consist data. The project will improve data accuracy and timeliness to support increased safety, reduced service interruptions and increased yard and shop efficiency.
- **Inspection Quality (Phase 2)** — Inspection Quality Phase 2 continues the 2013 AHSI foundational work and project investment to create a comprehensive database of defect-detector reads. This work will support improved repair-work efficiency, the complete health monitoring of equipment and future condition-based inspections.
- **Asset Health and Mechanical Referential Data (Mechanical Reference Repository Phase 2)** — This project builds on the 2013 foundational AHSI investment to create a centralized and automated repository for current and historical operational reference data. The current project will provide access to the key data sets for the appropriate applications and stakeholders.
- **AEI Data Quality (AIR and Inspection Quality Roadmap)** — Automated Equipment Identification (AEI) defect detectors capture critical rail data from passing trains. This project will develop processes to improve AEI data quality that will enable better inspections, more efficient repair work and fewer mechanical-service interruptions.
- **Expand DDCT Rule Compliance (AIR Roadmap)** — Integrating new industry rules into the DDCT system can

be time consuming and costly. This project will create a flexible framework that will enable users to add, edit or remove industry rules with ease, increasing operational efficiency and reducing costs. The Damaged and Defective Car Tracking TAG is providing guidance for this project.

- **Location Master (AIR Roadmap)** — Industry participants have various ways of classifying location-based data. This project will pursue a standard classification system for this data to support future data sharing and related projects.
- **Component Tracking — Brake Valves (AIR Roadmap)** — A fully functional brake system is critical to railcar safety. Using the database framework developed as a part of the Comprehensive Equipment Performance Monitoring (CEPM) program, this project enables the emergency and service portion of the brake system to be registered and associated with a railcar. The Equipment Health Monitoring Committee is also providing guidance for this project.

Automated/Centralized Car Hire (CCH)

The CCH program aims to reduce the industry burden of processing car hire. Still in its infancy, this program will leverage existing Railinc processes to simplify, automate and centralize car hire administration and, ultimately, offer stakeholders an alternative to mainframe system replacement. The following project is part of the CCH program and comes under the guidance of the AAR's Equipment Assets Committee.

- **Centralized Car Hire User Foundation (User Support)** — Calculating car hire requires a significant investment of time and money. This project will deliver the initial work required to create an automated system for handling car-hire payments and provide state mileage reports. The long-term result will reduce costs from system maintenance and upgrades.

Gateway Operations Services

The Gateway Operations Services program aims to help rail operations personnel at gateways better manage traffic conditions. Railinc will deliver the following projects in 2014 under the guidance of the AAR's Chicago Planning Group and the Chicago Terminal Coordination Office:

- **Major Gateway Decision Support** — The Chicago Terminal issues a daily scorecard to railroads with critical operations information such as car inventories, dwell times, relief crew usage, held trains and other data. This project will automate the system to improve usability, visibility, and accuracy and enable proactive decision making around traffic issues.
- **Major Gateway Bulletin Exchange Automation — Phase 2 (Capturing Bulletins)** — This project will deliver additional functionality to the 2013 Clear Path™ System project investment by creating a secure database of electronic train bulletins. The result will be a reduction in train delays through the Chicago Terminal due to fewer missing or delayed bulletins.

In addition to the projects associated with multi-year programs, the RPSWC has also approved these technology upgrade projects for 2014:

- **Forward and Store 7010 EDI Upgrade** — When two or more railroads are involved in a shipment, timely notification of traffic to be interchanged must be provided to the participating railroads. This data quality compliance effort promotes improved communication by integrating changes to two message types. This project is overseen by the AAR's EDI Committee.
- **IRF 7010 EDI Upgrade** — Industry Reference Files (IRFs) ensure consistency in data interpretation and facilitate communication among industry partners. This upgrade will enable a new interchange type and enhancements to the Serving Carrier Reciprocal Switch file. This project is overseen by the AAR's Customer Location Task Force.
- **Car Hire Rate Negotiation EDI 432 7010 Upgrade** — Car owners negotiate railcar rates for car hire, which is the compensation paid for the use of a railcar. This data quality upgrade promotes greater process efficiencies by increasing the number of cars included in a single message. This project is overseen by the AAR's Equipment Assets Committee.



RAILINC AND AAR COMMITTEES

Much of Railinc's technology project work originates each year in committees sponsored by the Association of American Railroads. These committees work to ensure the smooth and efficient interline movement of freight, identifying common business problems that can be addressed through centralized data and technology resources. These committees give industry stakeholders the chance to provide input into rules, processes and technologies that contribute to the safe and efficient movement of freight by rail in North America.

Any of the 40+ industry committees in the AAR's committee system can sponsor a technology project. Railinc works with various committees each year, such as the Equipment Health Monitoring Committee, the Car Repair Billing Committee, the

Umler® Committee, the Equipment Assets Committee and the Interline Revenue Committee. The Safety and Operations Management Committee, which is made up of the chief operating officers of Class I railroads and the AAR, provides oversight of many AAR industry committees.

Planning for an upcoming calendar year's projects starts a year in advance, when committees begin to develop detailed proposals that define railroad operational requirements. The committees give input to the AAR Railinc Project Support Working Committee (RPSWC), which provides business representation and sponsorship for key initiatives that can facilitate common industry solutions for challenges related to IT and business processes. The goal is to gain consensus from railroads on reasonable solutions to those needs. The

RPSWC evaluates and prioritizes proposals from many AAR committees. Only a dozen or so of the many projects are selected for recommendation to the Railinc Board, which provides final approval.

Once a project begins, Railinc works with the sponsoring committee to ensure milestones are met, adjustments are made when necessary and that the resulting product provides measurable business benefits to the freight rail industry.

THE COMMITTEE PROCESS IN ACTION

1

AAR committee identifies operational need and presents technology proposal to RPSWC

2

RPSWC conducts initial proposal review and provides feedback

3

Committees refine technology proposal and resubmit to RPSWC

4

RPSWC reviews and prioritizes proposals then makes recommendation to Railinc Board of Directors

5

Railinc Board of Directors reviews recommendations and gives final approval

COMPANY OVERVIEW

Railinc is an innovative and reliable resource to the rail industry for rail data, IT and information services. We support business processes and provide business intelligence that help railroads, rail equipment owners, their customers and business partners increase productivity, achieve operational efficiencies and keep their assets moving. Railinc is the industry's largest source for accurate real-time interline rail data.

Railinc Board of Directors

Jo-ann Olsovsky, Chair

*Vice President, Technology Services and Chief Information Officer
BNSF Railway Company*

Kathleen Brandt

*President
CSX Technology*

Dave Ebbrecht

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*Sr. Vice President and Chief Information Officer
Union Pacific Corp.*

E. Allen West

*President and Chief Executive Officer
Railinc Corp.*

Railinc is grateful to **Jim Bright**, Canadian National Railway Company; **Frank Lonergo**, CSX Technology; and **Tom Werner**, Norfolk Southern Corp., for their service to the Railinc Board of Directors. All three executives left the Railinc Board in 2013.

Railinc Executive Team

E. Allen West

President and Chief Executive Officer

Yates Parker

Chief Financial Officer, Finance

Robert Simora

Chief Information Officer, Information Technology

Treadwell Davison

Assistant Vice President, Business Operations

Greg Smith

Assistant Vice President, Customer Experience

Kristen Sandstrom

Director, Human Resources

Patrick O'Neil

Director, Corporate Communications

Cathelene Thomas

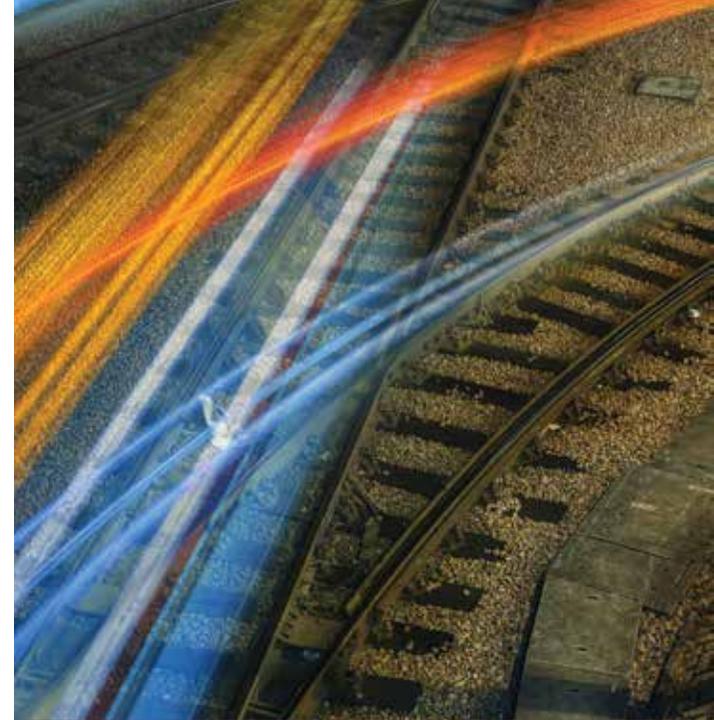
Manager, Office Administration and Facilities

RAILINC BUSINESS OVERVIEW

Railinc 2013 Customer Mix by Type



- 51.9%** Class I
- 21.9%** Private Car Owner
- 14.6%** Third Party
- 5.4%** Other Railroad
- 4.1%** Shipper
- 1.0%** Government
- 1.0%** Other Customers



Net Promoter Score – 2009-2013



RAILINC PRODUCTS AT A GLANCE

From equipment databases to financial settlement services, Railinc operates 32 product lines for the freight rail industry. Here is a brief overview:

Car Hire Liability File (CHLF)

CHLF is a single data resource that can simplify the calculation of car hire for railroads and car owners for more accurate business forecasting and reduced work.

Car Hire Rate Negotiation Self-Service (CHRNSS)

The CHRNSS application provides users with a convenient, single access point where they can participate in negotiations related to car hire.

Damaged and Defective Car Tracking (DDCT) System

DDCT is a centralized web application that automates the process for identifying, tracking and repairing damaged and defective railcars.

Equipment Health Management System (EHMS)

EHMS is a web application that communicates the condition of rail equipment and sends alerts to the responsible parties when repairs are needed.

Freight Rail 411

Freight Rail 411 (www.freightrail411.com) is a website that brings together seven different web applications to help rail shippers and other freight-rail users quickly and easily locate information about shipping freight by rail in North America.

Rail Service Finder (RSF)

RSF is a web application that gives rail shippers, railroads and other users seeking to ship freight by rail a quick and easy way to identify serving carriers for their own or their customer's location.

RailSight™ Track and Trace

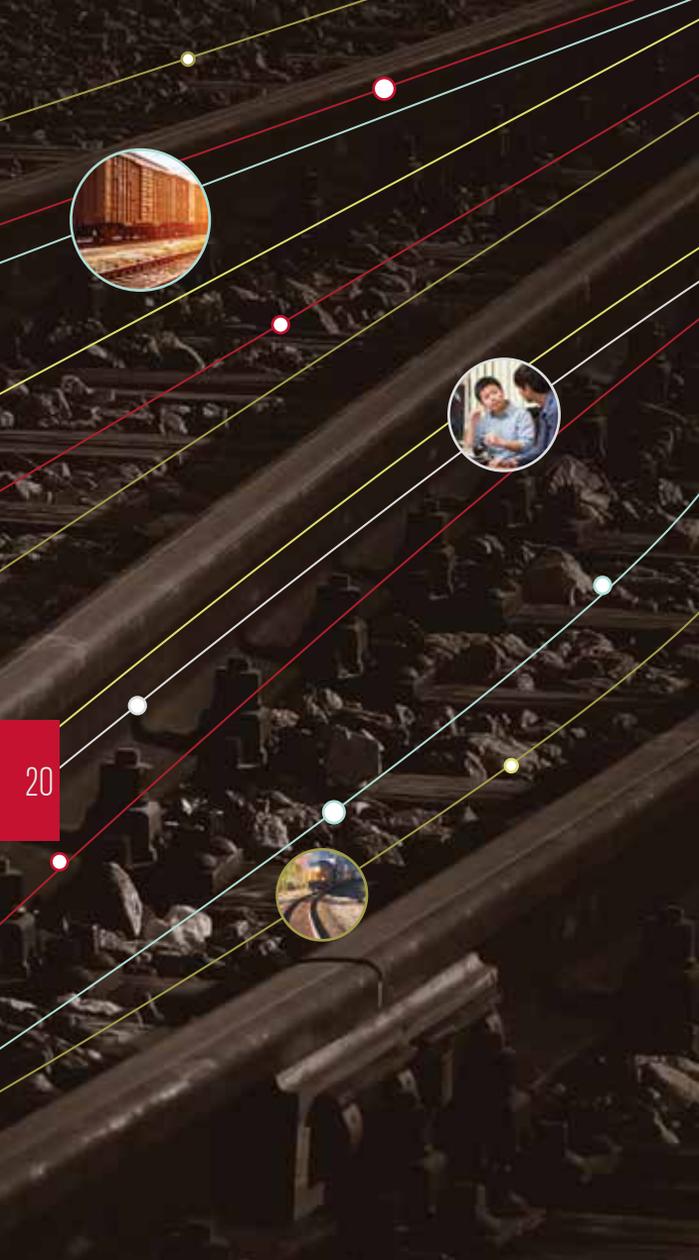
RailSight Track and Trace is a rail shipment and equipment management tracking resource that enables rail equipment owners, rail shippers and third-party service providers to better manage their businesses.

Umler® System

The Umler system is an electronic database containing detailed physical specifications and related data for over 2 million pieces of rail equipment in North America.

RAILINC PRODUCTS

Railinc operates
32 product lines for the
freight rail industry.



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