

VERMONT RAIL SYSTEM

FREIGHT TARIFF VTR 4000-G (Cancels Freight Tariff VTR 4000-F)

CONTAINING
JOINT, LOCAL AND PROPORTIONAL RATES

ON
GRAIN AND GRAIN PRODUCTS
FROM, TO AND BETWEEN STATIONS

ON
VERMONT RAIL SYSTEM LINES
(AS SHOWN HEREIN)

NOTICE: FUEL SURCHARGE PROVISIONS:
Subject to Fuel Surcharge Tariff VTR 9020 (mileage based fuel surcharge tariff);
NOT subject to Supplemental Fuel Surcharge Tariff VTR 9021

This tariff is also applicable on intrastate traffic, except where expressly provided to the contrary in connection with particular items.

ISSUED: July 30, 2008

EFFECTIVE: September 1, 2008

ISSUED BY
Ed Fitzgerald, VP Marketing
One Railway Lane
Burlington, VT 05478

(The provisions published herein, if effective, will not result in an effect on the quality of the human environment.)

Freight Tariff VTR 4000-G

NOTICE

For the purposes of this tariff, Vermont Rail System lines is comprised of the following carriers:

Vermont Railway - VTR
Green Mountain Railroad - GMRC
Clarendon & Pittsford Railroad - CLP
New York & Ogdensburg Railway - NYOG
Washington County Railroad - WACR

RULES AND OTHER GOVERNING PROVISIONS GENERAL RULES AND REGULATIONS

ITEM 5

DESCRIPTION OF GOVERNING CLASSIFICATION AND EXCEPTIONS

The terms "Uniform Classification" and "Exceptions thereto," when used herein, mean, Uniform Freight Classification UFC 6000-series, Uniform Classification Committee Agent. (Rates will not be subject to Rule 24 of Uniform Freight Classification or Exceptions thereto.)

ITEM 10

STATION LIST AND CONDITIONS

This tariff is governed by the "Official Railroad Station List," OPSL 6000-series, issued by Railinc, Agent, to the extent shown below:

For additions and abandonments of stations, and, except as otherwise shown herein, for prepay requirements, change in names of stations, restrictions as to acceptance or delivery of freight, and changes in station facilities.

When a station is abandoned as of a date specified in the above named tariff, the rates from and to such station as published in this tariff are inapplicable on and after that date.

GEOGRAPHICAL LIST OF STATIONS

For geographical locations of stations referred to in this tariff by station numbers.

STATION NUMBERS

For the identification of stations when stations are shown or referred to by numbers in this tariff.

ITEM 20

REFERENCE TO TARIFFS, ITEMS, NOTES, RULES, ETC.

Where reference is made in this tariff to tariffs, items, notes, rules, etc., such references are continuous and include supplements to and successive issues of such tariffs and reissues of such items, notes, rules, etc.

RULES AND OTHER GOVERNING PROVISIONS GENERAL RULES AND REGULATIONS

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METHOD OF CANCELLING ITEMS

As this tariff is supplemented, numbered items with letter suffixes cancel correspondingly numbered items in the original tariff, or in a prior supplement. Letter suffixes will be used in alphabetical sequence starting with A. Example: Item 445-A cancels Item 445 and Item 365-B cancels Item 365-A in a prior supplement, which, in turn, cancelled Item 365.

ITEM 110

FREE TIME AND DETENTION RULES AND CHARGES

Freight cars used for moving traffic on rates and charges named in this tariff will be subject to Car Demurrage Rules and Charges provided for in Freight Tariff VTR 6000, supplements thereto or successive issues thereof.

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CARRIERS LIMITED LIABILITY

Carriers will not be responsible for loss due to natural shrinkage and/or difference between origin and destination weights, except where loss results from defective equipment.

ITEM 130

PAYMENT AND COLLECTION OF CHARGES

Except as otherwise provided, rates and charges in this tariff are in U.S. Funds. Payments on all items are on a Collect basis.

ITEM 140

OVERWEIGHT CARS

For cars that exceed 263,000 lbs., \$168.00 will be assessed for cars moving over the Vermont Rail System lines. Cars in excess of 263,000 lbs. must first be cleared through the Vermont Rail System Customer Service located in Burlington, VT before movement can be made. For cars that exceed their weight limit, a charge of \$64.00 per ton will be assessed for every ton over the car limit. Any movement of car in excess of their weight limit must first be cleared through the Vermont Rail System Customer Service located in Burlington, VT.

ITEM 150

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WEIGH CHARGES

The charge for weighing cars at Rutland, VT or Riverside, VT will be \$200.00 per car. Additional freight rates may apply.

ITEM 175

JUNCTION POINTS - EXPLANATION OF

Junction codes used in connection with routes are those in Railway Accounting Rules (Freight Mandator Rule 260) published by the Association of American Railroads.

For explanation of abbreviations and reference marks not explained herein, see concluding page of this tariff.

Freight Tariff VTR 4000-G

RULES AND OTHER GOVERNING PROVISIONS GENERAL RULES AND REGULATIONS

ITEM 180
SHIPPER OWNED CARS, MILEAGE PAYMENTS AND CREDITS

Rates in this tariff apply on Shipper Owned and Railroad Supplied equipment. Zero mileage payouts will apply on Shipper Owned equipment.

SECTION 1 LOCAL /PROPORTIONAL AND JOINT RATES AND CHARGES

(Rates in dollars and cents per 100 pounds, except as noted)

ITEM 1000

[I]
COMODITY: Grain products, NEC

FROM: Whitehall, NY

| TO: | ROUTE: | RATE [PC]: |
|------------|---------------|------------|
| VTR Points | CLP-Rutla-VTR | 653.00 |
| CLP Points | CLP Direct | 653.00 |

ITEM 1500

COMMODITY: Grain products, NEC

FROM: Rutland, VT TO:

| TO: | ROUTE: | RATE [PC]: |
|-------------|-------------|------------|
| GMRC Points | GMRC Direct | 555.00 |

ITEM 2000

COMMODITY: Grain products, NEC

FROM: Bellows Falls, VT

| TO: | ROUTE: | RATE [PC] |
|-------------|---|-----------|
| VTR Points | GMRC-Rutla-VTR | 753.00 |
| GMRC Points | GMRC Direct | 553.00 |
| WACR Points | WACR Direct (Item 7000, Note 1 applies) | 779.00 |
| WACR Points | WACR Direct (Item 7000, Notes 1,2 apply) | 595.00 |

ITEM 3000

COMMODITY: Grain products, NEC

FROM: Burlington, VT

| TO: | ROUTE: | RATE [PC]: |
|-------------|----------------|------------|
| VTR Points | VTR Direct | 653.00 |
| GMRC Points | VTR-Rutla-GMRC | 753.00 |
| CLP Points | VTR-Rutla-CLP | 703.00 |

SECTION 1 LOCAL /PROPORTIONAL AND JOINT LINE RATES AND CHARGES

(Rates in dollars and cents per 100 pounds, except as noted)

ITEM 4000

[I] COMMODITY: Grain products, NEC

FROM: Palmer, MA

| TO: | ROUTE: | RATE [PC]: |
|-------------|----------------|------------|
| VTR Points | GMRC-Rutla-VTR | 1010.00 |
| GMRC Points | GMRC Direct | 1010.00 |
| CLP Points | GMRC-Rutla-CLP | 1010.00 |

ITEM 5000

COMMODITY: Grain products, NEC

FROM: Norwood, NY

| TO: | ROUTE: | RATE [PC]: |
|------|-------------|------------|
| NYOG | NYOG Direct | 373.00 |

ITEM 6000

[I]
COMMODITY: Grain products, NEC

FROM: Montpelier, VT

| TO: | ROUTE: | RATE [PC]: |
|-------------|--|------------|
| WACR Points | WACR Direct (Item 7000, Note 3 applies) | 402.00 |

ITEM 6100

[I]
COMMODITY: Grain products, NEC

FROM: White River Jct., VT

| TO: | ROUTE: | RATE [PC]: |
|------|--|------------|
| WACR | WACR Direct (Item 7000, Note 1 applies) | 490.00 |

ITEM 6200

[I]
COMMODITY: Grain products, NEC

FROM: Newport, VT

| TO: | ROUTE: | RATE [PC]: |
|-------------|--|------------|
| WACR Points | WACR Direct (Item 7000, Note 1 applies) | 430.00 |

ITEM 7000

The following conditions apply to certain rates in Items 1000-6200, as indicated under the route descriptions:

- 1) Rate applies to the following VT stations only:
GMRC Points VTR-Rutla-GMRC 551.00 Barnett, Bradford, Orleans, St. Johnsbury, Wells River
- CLP Points VTR-Rutla-CLP 551.00
- 2) Rate applies to Soybean Meal only.
- 3) Applies to the following VT stations only:

For explanation of abbreviations and reference marks not explained herein, see concluding page of this tariff.

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Item 7050

FUEL SURCHARGE:

The rates in this tariff are subject to the provisions of Vermont Rail System's Fuel Surcharge Tariff VTR 9020 which provides for a mileage based fuel surcharge on rail cars handle by Vermont Rail System. The rates in this tariff are NOT subject to the flat fee per car Supplemental Fuel Surcharge as published in Tariff VTR 9021.

EXPLANATION OF REFERENCE MARKS

NEC - Not elsewhere classified (not otherwise indexed by name, not otherwise specified, or not otherwise indexed).

CLP - Clarendon & Pittsford Railroad

GMRC - Green Mountain Railroad

MA - Massachusetts

NY -New York

NYOG - New York and Ogdensburg Railway

VTR - Vermont Railway

VT-Vermont

WACR - Washington County Railroad

[A] - Addition.

[PC] - Rates in dollars and cents Per Car.

[I] - Increase.

[R] - Reduction.

[NC] - No change.

END