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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

ENTERED
Office of Proceedings
April 29, 2021
Part of
Public Record

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

On April 26, just four business days after Canadian National Railway Company ("CN") publicly announced its proposed combination with KCS, CN submitted 409 stakeholder letters supporting the transaction. Today, CN submits letters from numerous port authorities and terminal operators in CN's current network.¹ These port authorities and terminal operators strongly support the CN-KCS combination, and the resulting connection of the American heartland to multiple ports in Canada, Mexico, and the United States to create a true USMCA railway. Based on their experience and relationships with CN, these ports tout the benefits of this combination not only for themselves, but for their customers, communities, employees and the environment. Indeed, as a result of the proposed CN-KCS combination,

¹ Of these 16 letters, five were included in the April 26, 2021 submission. We gather the port letters to highlight the unique benefits the CN-KCS combination would confer on ports, their customers, employees, communities, and on international trade.

both CN and KCS customers will gain seamless access to multiple new international container terminals, driving growth in international trade from all coasts of the continent. The map below, which is reproduced from Attachment 1, identifies ports in the combined system.



Both the Canadian and U.S. container ports in CN's current network support the proposed CN-KCS combination based on the potential and expanded reach of the combined network and CN's long and successful track record of partnering with ports, including investing in their infrastructure and participating in joint projects that increase traffic, support port customers, and facilitate international trade. As the Port of New Orleans and its Public Belt Railroad summarized, "[t]his merger offers a unique opportunity to fuel economic growth across North America while reducing freight congestion, helping the environment, and increasing transportation efficiencies." Ex. J.

The enclosed support letters come from ports in differing situations with differing customer bases and markets, but they address several common themes.

First, many ports recognize the intrinsic benefits of the resulting expansion of single-system service for port customers. For example, the Prince Rupert Port Authority notes that a CN-KCS railway would offer "faster, safer, and more direct service for North-South trade." Ex. M. The Alabama State Port Authority, which has authority over the Port of Mobile, states that the merger would enhance "end to end single owner, single-operator service resulting in a faster, safer, and more economical rail option for our shippers, while retaining the port's competitive posture in the markets we serve." Ex. A. The Montreal Gateway Terminals partnership concurs and adds that the combined railroad is a "more economical rail

option for us where we currently rely on trucks and provide shorter distances on many key routes.” Ex. G; *see also* Ex. H (Montreal Port Authority). Ceres, the co-owner of New Orleans terminals, cited the ability of CN-KCS “to provide a seamless North South network [to] provide[] better services for Latin America activity.” Ex. B; *see also* Ex. C (Canadian port operator citing access to markets south of Kansas City “that were previously inaccessible from British Columbia or Saint John”); Ex. E (Port Halifax citing the merger as providing “efficient and seamless cross-border transportation); Ex. K (Vancouver Fraser Port Authority citing merger’s provision of “greater North American reach to importers and exporters” through its port); Ex. I (similar from Ports America, New Orleans operator).²

Second, ports support CN due to its track record of partnership with ports in enhancing port infrastructure to increase their business, competitiveness and employment. The Prince Rupert Port Authority explains that it “collaborates [with CN] on infrastructure investments to our mutual benefit.” Ex. M. *See also id.* (“CN has demonstrated a strong commitment to invest in network capacity to support future growth”). Ports like Prince Rupert also “provide[] US importers and exporters much needed resiliency in their supply chains during periods of port congestion on the

² Several CN customers have already commented on the benefits of single-line connection to ports in Mexico, see Letters from Canadian Meat Council & Canadian Pork Council, Dicex Logistica, and Aurora Wood, submitted April 26, 2021, and of general access to markets in Mexico, see, *e.g.*, Letters from Active Warehousing, Alberta Industrial Heartland Association, Assumption Cooperative Grain Co., and Winoa, submitted April 26, 2021.

west coast.” Ex. M. Ceres, which co-owns the New Orleans Terminals, characterizes CN as “the railroad that puts in the time and effort to work closely with customers and vendors to support the needed collaboration to build volumes.” Ex. B. And the Port of Halifax describes CN as “a key investor in [the Port’s] rail solution project, a National Trade Corridor Fund project that will significantly reduce the number of port-related trucks in the downtown core of our city.” Ex. E. CN’s partnership with these ports recognizes their importance to U.S. supply chains and the U.S. economy.

Third, a number of ports supported CN’s vision that its integrated USMCA railway could be more competitive with trucks and reduce truck traffic. As a result, it will support environmental efforts and compliance by CN-KCS and its customers. *See, e.g.*, Exs. O (Quebec); H (Montreal); C (DP World Americas); *see also* Ex. M (“The CN system linking Asia to the heartland of North America via the Port of Prince Rupert represents the lowest carbon intensity of any west coast trade route to the US Midwest”).

Fourth, several ports also observed that CN’s successful integration of prior acquired railroads provides assurance that a new CN partnership with KCS would also thrive. *See, e.g.*, Exs. O (Quebec); H (Montreal); E (Halifax); M (Prince Rupert).

Fifth, CN’s successful experience partnering with the Canadian ports of Halifax, Quebec, Prince Rupert, and Vancouver will serve it well in integrating and developing infrastructure and growth at KCS’s Mexican ports. The Prince Rupert Port Authority observed that it has partnered with

CN “for decades, and [that] much of our success can be attributed to the special working relationship we have.” Ex. M. And the Montreal Port Authority cited “CN’s significant experience providing seamless intermodal service through their network and across borders” as providing a significant advantage to the combined railroad. Ex. H. The combined CN-KCS railroad will enhance and protect existing international supply chains, benefiting customers and consumers.

CN thanks each of these ports for their support and looks forward to continued conversations with our customers and other interested parties about the proposed CN-KCS combination and why it presents the best solution for the continued growth, development and prosperity of the North American economy.

Respectfully submitted,

Sean Finn
Olivier Chouc
CN
935 de La Gauchetière Street West,
16th Floor
Montreal, QC H3B 2M9
CANADA

Kathryn J. Gainey
CN
601 Pennsylvania Ave, NW
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/s/ Raymond A. Atkins
Raymond A. Atkins
Terence M. Hynes
Matthew J. Warren
Sidley Austin LLP
1501 K Street, N.W.
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*Counsel for Canadian National Railway Company, Grand Trunk Corporation, and
CN’s Rail Operating Subsidiaries*

Dated: April 29, 2021

ATTACHMENT 1

CONNECTING THE CONTINENT ILLUSTRATION

Connecting the Continent

We have a long history of helping ports to grow, and we will continue to do so. This is evidenced by the support we have received.

Our combination has been supported by:

Alabama State Port Authority, Halifax Port Authority, Montreal Port Authority, Port of New Orleans, Prince Rupert Port Authority, Quebec Port Authority, Saint John Port Authority and Vancouver Fraser Port Authority.

In addition, we have received support from:

Ceres Terminal Holdings, DP World Americas, GCT Global Container Terminals, Hutchison Ports, Montreal Gateway Terminals Partnership, New Orleans Public Belt Railroad, Ports America, PSA Halifax and Termont Montreal.



INDEX OF ENCLOSED SUPPORT STATEMENTS

- A: Alabama State Port Authority (Port of Mobile)
- B: Ceres Terminals Holdings (New Orleans terminals)
- C: DP World Americas
- D: Global Container Terminals
- E: Halifax Port Authority
- F: Hutchison Ports
- G: Montreal Gateway Terminals Partnership
- H: Montreal Port Authority
- I: Ports America (Port of New Orleans)
- J: Port of New Orleans & New Orleans Public Belt Railroad
- K: Port of Vancouver Frasier Port Authority
- L: Port Saint John
- M: Prince Rupert Port Authority
- N: PSA Halifax
- O: Quebec Port Authority
- P: Termont Montreal

CERTIFICATE OF SERVICE

I hereby certify that on this 29th day of April, 2021, a copy of the foregoing Submission of Port and Terminal Operators' Statements Supporting Proposed Transaction was served by email on the service list to Finance Docket No. 36514.

/s/ Matthew J. Warren
Matthew J. Warren

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

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**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit A



April 23, 2021

Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown:

The Alabama State Port Authority holds statutory authority over the State of Alabama's only seaport – the Port of Mobile. The Port Authority also owns the public seaport terminals, which are accessible to five Class I railroads, including the CN and KCS, three regional railroads, and the Port Authority's owned and operated Terminal Railway (TASD). Midwest and West Gulf shippers rely on both the KCS and the CN to service their freight or container intermodal shipments in and out of the Port of Mobile.

The Alabama State Port Authority supports CN's acquisition of KCS. A CN-KCS railway preserves safe and cost-effective transportation solutions for shippers currently utilizing Mobile's gateway to access Asian, European, and North-South American trade routes. The Port Authority's public seaport investments top \$1.3 billion in both landside and waterside transportation infrastructure, and by 2025, the Port of Mobile will provide ocean carriers 50 ft. navigation depths bringing capacity and economies of scale common to the larger ships positioning into North American service lanes. These investments have provided capacity, attracted new customers, and diversified the port's cargo portfolio. Couple the investments with near balanced trade and reliable and efficient terminals, both shippers and carriers are expanding volume and services at Mobile making it one of the fastest growth ports in North America.

CN's strong track record of success gives us confidence that a combined CN-KCS railroad would be best positioned to serve our current service levels and future growth needs. The combined company creates a network with enhanced end-to-end single-owner, single-operator service resulting in a faster, safer, and more economical rail option for our shippers, while retaining the port's competitive posture in the markets we serve. We are hopeful about this transaction, as a CN-KCS rail transportation solution would not be available through KCS should it move forward with an alternative combination.

For these reasons, the Alabama State Port Authority strongly supports CN's proposed acquisition of KCS, and we hope to see the acquisition successfully completed.

Sincerely,

John C. Driscoll
Director & Chief Executive Officer

C: Parties of Record

**BEFORE THE
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**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
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Exhibit B



April 21, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation,
and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the
Kansas City Southern Railway Company, Gateway Eastern Railway Company,
and the Texas Mexican Railway Company

Dear Ms. Brown:

Ceres Terminals Holdings (CTH) is one of two owners of New Orleans Terminals, a container port terminal operator. We work closely with the CN to expedite the import and export of international containers through the Port of New Orleans. Through the many years of working with the CN, we are proud of what has been accomplished and have developed a strong working relationship built on operational capabilities.

CTH supports CN's acquisition of KCS because of the superior benefits a CN-KCS railway would bring by offering faster, safer, cleaner and more direct service for North-South trade.

We believe that a combination of CN and KCS would help us to win in our markets. CN's strong track record of success with superior service, intermodal and safety gives us confidence that a combined CN-KCS would be best positioned to serve our needs. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

New Orleans is served by all the significant class 1 railroads – BNSF, UP, NS, CSX, CN as well as KCS. CTH has relationships in place to ensure we continue to grow the business. CN is the railroad that puts in the time and effort to work closely with customers and vendors to support the needed collaboration to build volumes.



The combined company would create network with enhanced end-to-end single-owner, single-operator service which will result in a faster, safer and more economical rail option for us where we currently rely on trucks and provide shorter distances on many key routes. We are hopeful about this transaction as a CN-KCS rail will be able to provide the seamless transportation and service that would not be available through KCS should it go forward with an alternative combination.

For example:

- The combined company's single-owner, single-operator service would enhance our ability to be competitive in the markets in which we operate, benefiting our shipments of products from the Midwest to International destinations via New Orleans.
- CN's significant experience providing seamless intermodal service throughout their network and across borders.
- The ability to provide a seamless North South network which is unique noting the other railroads focus on East West networks. This provides better services for Latin American activity.
- Provide options to use rail or vessel for products flowing between Mexico and the United States and Canada. Vessels can flow product from Mexico via New Orleans and Mobile whereas the rail can be used landside.

CTH is confident in and strongly supports CN's proposed acquisition of KCS for all of the reasons as stated above. We hope to see the premier 21st century railway come to life.

Sincerely,

A handwritten signature in black ink, appearing to read "Craig Mygatt".

Craig Mygatt
CEO
Ceres Terminals Holdings

cc: Parties of Record

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MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit C

Regional Office

DP World ARO
5605 Carnegie Blvd., Suite 200
Charlotte, NC 28209

T: + 704-246-0343
F: + 704-246-0344

dpworld.com

April 21, 2021

Ms. Cynthia T. Brown
Chief of the Section Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S. W.
Washington, D. C. 20423

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown:

My name is Matthew Wells Leech and my business address is 5605 Carnegie Blvd Suite 200, Charlotte, NC 28209. I am the Chief Executive Officer of DP World - Americas. In my role, I am responsible for DP World's network of marine terminals and logistics business across North America and South America.

DP World and CN are very close transportation partners. CN provides highly reliable rail connectivity for containers and other cargoes being imported and exported through four of our Canadian marine terminals. Of particular relevance are our terminals in Prince Rupert, Vancouver and Fraser Surrey in British Columbia and our facility in Saint John (New Brunswick). DP World and CN have enjoyed a very close working relationship

DP World supports CN's acquisition of KCS because of the superior benefits a CN-KCS railway would bring by offering faster, safer, cleaner and more direct service for North-South trade.

We believe that a combination of CN and KCS would help us to win in our markets. CN's strong track record of success with superior service, intermodal and safety gives us confidence that a combined CN-KCS would be well positioned to serve our needs. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

The combined company would create a network with enhanced end-to-end single-owner, single-operator service which will result in a faster, safer and more economical rail option for us where we currently rely on trucks and provide shorter distances on many key routes.

For example:

- It will provide new, more efficient and reliable rail service options. This will strengthen competition against the other, larger rail carriers and trucks that serve our markets
- The combined company's single-owner, single-operator service would enhance our ability to be competitive in the markets in which we operate, benefiting our shipments markets south of Kansas City, that were previously inaccessible from British Columbia or Saint John.
- CN's significant experience providing seamless intermodal service throughout their network and across borders.

DP World is confident in and strongly supports CN's proposed acquisition of KCS for all of the reasons as stated above. We hope to see the premier 21st century railway come to life.

Sincerely,

A handwritten signature in black ink, appearing to read 'M. Leech', with a long horizontal flourish extending to the right.

Matthew Wells Leech
CEO - Americas
DP World

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**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit D



GCT Global Container Terminals Inc.
Suite 610, 375 Water Street
Vancouver, BC, Canada V6B 5C6

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globalterminals.com

April 21, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

RE: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown:

GCT Global Container Terminals Inc. operates marine terminals in Canada and United States. Our facilities provide on-dock rail connectivity via two Class 1 Railways that includes CN Rail into Eastern Canada and US Midwest.

GCT supports CN's acquisition of KCS because of the benefits a CN-KCS railway would bring by offering fast, safe, clean, and more direct service for North-South trade.

The combination of CN and KCS would help the industry be successful in our markets. CN's strong track record of success with excellent service, intermodal and safety gives confidence that a combined CN-KCS would be well positioned to serve the industry's needs. Additionally, we understand CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

CN's service has enabled growth in the Ports where we operate terminals, bringing a high level of connectivity across the supply chain. Therefore, the combined company presents the ability to create a network with enhanced end-to-end single-owner, single-operator service that will likely result in a fast, safe and economical rail option for shippers where they currently rely on trucks and provide shorter distances on many key routes. We are hopeful about this transaction as a CN-KCS rail will be able to provide seamless transportation and service.

For example:

- The combined company's single-owner, single-operator service would enhance the industry's ability to be competitive in the markets in which we operate, linking shippers between Canada, USA, and Mexico.
- CN's experience and resources in providing intermodal service throughout their network and across borders fits the structure.

GCT does not oppose CN's proposed acquisition of KCS for all of the reasons as stated above.

Yours sincerely,

Doron Grosman
President and CEO

**BEFORE THE
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**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
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Exhibit E



April 23, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown:

The Halifax Port Authority has a longstanding relationship with CN that dates to the beginning of both our organizations. As our sole rail provider in Halifax, CN is a very important partner, and we work closely with CN, as we do with all our key stakeholders, to develop and promote trade growth through our international gateway.

The role that our railway system plays in shaping Canada's commerce and its communities cannot be underestimated. This is especially true in Nova Scotia, where the Port of Halifax, an international gateway, depends on rail to move vast quantities of goods throughout the province, and then across the entire country.

The Port of Halifax is primarily a container cargo port and the only Eastern Canadian container port capable of handling ultra-class container vessels over 10,000 TEU/350 metres overall length. Over 60% of our supply chain throughputs move with CN. During the last five years, CN has handled 778,000 loaded containers, or 1,347,135 loaded TEU, and during that same time, 22,227,745 ft of CN intermodal loaded rail cars have moved through the Port of Halifax.

CN continues to build on the critical links between Nova Scotia and the global marketplace. Streamlining supply chain infrastructure continues to cement CN's position as a world leader in intermodal transport and, in doing so, solidifies Nova Scotia's place in the North American economy.

The Halifax Port Authority and CN share many of the same Environmental, Social, and Sustainability goals. CN is a key investor in our rail solution project, a National Trade Corridor Fund project that will significantly reduce the number of port-related trucks in the downtown core of our city. We would also like to highlight CN's recent involvement in a new initiative we are developing. We are in the process of converting one of our existing building into "*The PIER*" at the Seaport, a living lab for the transportation industry. PIER is short for Port Innovation, Engagement & Research. This will be a collaborative space where we bring partners together to work on problem-solving and explore new technologies in a live environment. CN is a founding partner and major contributor.

Halifax Port Authority	Administration portuaire de Halifax
PO Box 336, Halifax	CP Box 336, Halifax
Nova Scotia B3J 2P6	Nouvelle-Écosse B3J 2P6

T 902.426.8222 F 902.426.7335 www.portofhalifax.ca ISO 14001:2004 Reg: 1040847

The word "Canada" in a bold, black, sans-serif font, with a small Canadian flag to its right.



The Port of Halifax has the highest level of intermodal fluidity in North America. In 2017, CN, the Halifax Port Authority and its terminal operators agreed upon a new industry standard of managing import container dwell to no longer than 90% in 72 hours and 100% in 96 hours. The achievement in 2018 averaged 2.4 days, in 2019 1.8 days and 2020 in 3.7 days. CN provides competitive intermodal pricing and customer service. Between 2015 to 2019 our Intermodal CAGR was 8.35%.

We believe that the combination of CN and KCS would help us to further develop our key markets which include Europe, the Mediterranean, South East Asia, Canada, and the upper US Midwest States. A combined CN-KCS would provide single access to USMCA markets for Atlantic Canadian provinces with short sea shipping services to Halifax connecting to CN. A combined CN-KCS would create or enhance direct connectivity to Minneapolis -St Paul, Omaha, Kansas City, St Louis, Dallas, Houston, Mexico City and Vera Cruz. This would allow shippers and cargo owners to leverage the Port of Halifax position with a seven-day transit time between Europe into a mini-land bridge service to the US. Gulf and Mexico for faster transit than all water service.

We are hopeful about this transaction as a CN-KCS rail will be able to provide the seamless transportation and service that would not be available through KCS should it go forward with an alternative combination.

The Halifax Port Authority strongly supports CN's proposed acquisition of KCS.

Sincerely,

A handwritten signature in black ink, appearing to read "A. Gray".

Allan Gray, Cpt.
President and CEO

cc. JJ Ruest, President and CEO, CN
Keith Reardon, Senior Vice President, Consumer Product Supply Chain, CN
Dan Bresolin, Vice President, Intermodal, CN

Halifax Port Authority Administration portuaire de Halifax
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Nova Scotia B3J 2P6 Nouvelle-Ecosse B3J 2P6

T 902.426.8222 F 902.426.7335 www.portofhalifax.ca ISO 14001:2004 Reg: 1040847

The word "Canada" in a bold, black, sans-serif font, with a small red Canadian flag icon to its right.

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**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
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Exhibit F

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown

Hutchison Ports is the world's leading port network, with over 30,000 employees, operating 53 ports and terminals in 27 countries in Asia, the Middle East, Africa, Europe, the Americas and Australasia.

In 2019 Hutchison Ports partnered with CN Rail and Quebec Port Authority to announce the signing of a long-term concession agreement to develop a new deep water container terminal in Quebec City, to serve the U.S. Midwest and Ontario.

Hutchison Ports supports CN's acquisition of KCS because of the superior benefits a CN-KCS railway would bring by offering faster, safer, cleaner and more direct service for North-South trade.

We strongly believe there are a number of benefits to be achieved by a combination of CN and KCS. The combination would help us to offer better services to customers and extend their supply chain reach and competitiveness throughout North America. CN's strong track record of success with superior service, intermodal and safety gives us confidence that a combined CN-KCS would be best positioned to serve our needs. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

The combined company would create network with enhanced end-to-end single-owner, single-operator service which will result in a faster, safer and more economical rail option for customers on many key routes.

Hutchison Ports is confident in and strongly supports CN's proposed acquisition of KCS for all of the reasons as stated above. We hope to see the premier 21st century railway come to life.

Yours sincerely

A handwritten signature in blue ink, appearing to read 'Clemence Cheng', with a large, stylized initial 'C'.

Clemence Cheng

Executive Director

Hutchison Port Holdings

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Exhibit G



April 22, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown:

I am writing you today to express our support regarding Canadian National Railway's (CN) acquisition of KCS. Montreal Gateway Terminals Partnership (MGT) supports the acquisition because of the superior benefits a CN-KCS railway would bring by offering faster, safer, cleaner and more direct service for North-South trade.

MGT is the leading container terminal operator at the Port of Montreal, the international port closest to America's industrial heartland. Strategically positioned 1,600 kilometers inland on the St. Lawrence River, MGT is the shortest route connecting the US Northeast and Midwest market of 100 million consumers to Northern Europe and the Mediterranean. MGT has a diversified customer base and has been handling container volume for global shipping companies since 1971.

We believe that a combination of CN and KCS would help us to win in our markets. CN's strong track record of success with superior service, intermodal and safety gives us confidence that a combined CN-KCS would be best positioned to serve our needs. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

MGT believes a CN and KCS combination will create a transcontinental railroad with the scale and reach to deliver improved levels of service to us and enable us to better serve our own customers and communities, while improving safety and enhancing competition.

The combined company would create network with enhanced end-to-end single-owner, single-operator service which will result in a faster, safer and more economical rail option for us where we currently rely on trucks and provide shorter distances on many key routes. We are hopeful about this transaction as a CN-KCS rail will be able to provide the seamless transportation and service that would not be available through KCS should it go forward with an alternative combination.

305 Curatteau
Montréal, Québec H1L 6R6
514-257-3040
www.mtrtml.com

Partnership
Efficacité
Respect
Intégrité
Efficiency
Partenariat
Service
Integrity



For example:

- The combined company's single-owner, single-operator service would enhance our ability to be competitive in the markets in which we operate, benefiting our shipments of marine containers moving between international markets abroad and the North American industrial heartland.
- CN's significant experience providing seamless intermodal service throughout their network and across borders.

MGT is confident in and strongly supports CN's proposed acquisition of KCS for all the reasons as stated above. We hope to see the premier 21st century railway come to life.

Sincerely,

Michael Fratianni
President and Chief Executive Officer
Montreal Gateway Terminals Partnership

cc. Dan Bresolin
Vice President, Intermodal Sales and Marketing
Canadian National Railway

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit H

Administration portuaire de Montréal
2100, avenue Pierre-Dupuy, aile 1
Montréal (Québec) Canada H3C 3R5
T 514.283.7011

Montreal Port Authority
2100 Pierre-Dupuy Avenue, Wing 1
Montreal, Quebec Canada H3C 3R5
T 514.283.7011

April 23, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown:

The Montreal port Authority is a major international port, serviced by class one railway companies, connecting the movement of cargo in bulk and intermodal containers between Europe and North America's industrial heartland. CN has been operating at the Port of Montreal since the port's beginnings in the year 1830.

The Montreal Port Authority supports CN's acquisition of KCS because of the superior benefits a CN-KCS railway would bring by offering faster, safer, cleaner and more direct service for North-South trade.

We believe that a combination of CN and KCS would help us win in our markets. CN's strong track record of success with superior service, intermodal and safety gives us confidence that a combined CN-KCS would be best positioned to serve our needs. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

The acquisition of KCS by CN will facilitate cargo movements between Europe, and KCS's existing markets through combined CN/KCS services.

...2

April 23, 2021

- 2 -

Cynthia T. Brown

The combined company would create network with enhanced end-to-end single-owner, single-operator service, which will result in a faster, safer and more economical rail option for us where we currently rely on trucks and provide shorter distances on many key routes. We are hopeful about this transaction as a CN-KCS rail will be able to provide the seamless transportation and service that would not be available through KCS should it go forward with an alternative combination. For example:

The combined company's single-owner, single-operator service would enhance our ability to be competitive in the markets in which we operate, benefiting shipments of "freight all kinds" (fak) in intermodal containers between Europe and KCS's existing network.

CN's significant experience providing seamless intermodal service throughout their network and across borders.

The Montreal Port Authority is confident in and strongly supports CN's proposed acquisition of KCS for all the reasons stated above. We hope to see the premier 21st century railway come to life.

Sincerely,

A handwritten signature in black ink, appearing to read 'M. Imbleau', with a stylized flourish at the end.

Martin Imbleau
President and Chief Executive Officer

Cc: Jean-Jacques Ruest, President and Chief Executive Officer - CN

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit I



April 27th, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown:

Ports America, the largest marine terminal operator and stevedore in the US, plays an integral role in the nation's supply chain. Ports America works closely with CN in the Port of New Orleans, specifically in support of the Napoleon Avenue container terminal operation. This partnership has been a productive endeavour for both parties and as a result has provided an expansive service offerings that has benefited several of the country's largest shippers.

Ports America supports CN's acquisition of KCS because of the superior benefits a CN-KCS railway would bring by offering faster, safer, cleaner and more direct service for the North-South trade.

We believe that a combination of CN and KCS would help us expand the reach of our service offering and become more attractive to more shippers. CN's strong track record of success with superior service, intermodal and safety gives us confidence that a combined CN-KCS would be best positioned to serve our needs. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

By actively managing several of the country's largest marine terminals, Ports America interfaces with intermodal rail providers and motor carries on a daily basis to meet the transportation needs of our nation. The rapid acceleration of international trade has emphasized the benefits that intermodal rail offers in terms of efficiency, safety, and environmental benefits. The increasing cargo flows in the Gulf, specifically in Port of New Orleans, will benefit in the expanded network of origin-destination pairing the proposed merger will provide, enhancing the services that Ports America can offer as well as expanding the reach of the Port of New Orleans to new markets, previously unavailable.

Ports America
525 Washington Boulevard · Suite 1660 · Jersey City, NJ 07310
Telephone: 732-635-3899 · Fax: 201-216-9366 · Website: www.portsamerica.com

The combined company would create a network with enhanced end-to-end single-owner, single-operator service which will result in a faster, safer and more economical rail options for us where we currently rely on trucks and provide shorter distances on many key routes. We are hopeful about this transaction as a CN-KCS rail will be able to provide the seamless transportation and service that would not be available through KCS should it go forward with an alternative combination.

For example:

- The combined company's single-owner, single-operator service would enhance our ability to be competitive in the markets of Mexico / Latin-America that are currently not accessible by rail today.
- CN's significant experience providing seamless intermodal service throughout their network and across borders provides a level of confidence our shippers are seeking.
- Additional opportunities to utilize intermodal rail aligns with the corporate responsibility goals of Ports America which supports reduced air emissions that intermodal rail provides compared to over the road truck options to the same origin / destination.

Ports America is confident in and strongly supports CN's proposed acquisition of KCS for all of the reasons as stated above. We hope to see the premier 21st century railway come to life.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Mark Montgomery', with a large, stylized loop at the end.

Ports America
Mark Montgomery - CEO

cc: Parties of Record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit J

BRANDY D. CHRISTIAN
CHIEF EXECUTIVE OFFICER



M. D. (MIKE) STOLZMAN
GENERAL MANAGER

NEW ORLEANS PUBLIC BELT RAILROAD

April 25, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Dear Ms. Brown:

The Port of New Orleans (Port NOLA) is a diverse deep-water port strategically located on the Mississippi River near the Gulf of Mexico -- with access to 30-plus major inland hubs such as Dallas, Memphis, Chicago and Canada via 14,500 miles of waterways, six Class I railroads and interstate roadways. Port NOLA works jointly with both the CN and KCS on international intermodal business moving in and out of the Port of New Orleans and the CN rail terminals in Memphis, Chicago and Toronto and the KCS rail terminal in Wylie, TX serving the Dallas-Fort Worth market. Additionally, both the CN and KCS provide rail service to the Port of New Orleans' industrial real estate tenants via the New Orleans Public Belt Railroad. New synergies would be created between Port NOLA and the combined CN-KCS railroad for markets like Kansas City and St. Louis due to enhanced intermodal networks and customer relationships.

The New Orleans Public Belt Railroad Corporation (NOPB) is a Class III switching railroad with a mission of serving the Port of New Orleans, local customers, and the New Orleans Rail Gateway. The NOPB connects six Class I railroads to each other and to properties in and near the Port complex. The NOPB interchanges with both CN and KCS on a daily basis.

Both Port NOLA and NOPB support CN's acquisition of KCS because of the strong benefits a CN-KCS railway would bring by offering faster, safer, cleaner and more direct service for the North-South trade.

We believe that a combination of CN and KCS would have benefit our intermodal marketing efforts. CN's strong track record of success with superior service, intermodal and safety gives us confidence that a combined CN-KCS would be best positioned to serve our needs. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

This merger offers a unique opportunity to fuel economic growth across North America while reducing freight congestion, helping the environment, and increasing transportation efficiencies.

April 25, 2021

Page 2

For these reasons, Port NOLA and NOPB are voicing strong support for the combination of CN and KCS, because it will provide expanded options and drive efficiencies for customers of all sizes. Port NOLA and NOPB urge the STB to approve CN's acquisition of KCS as swiftly as possible so that these systems can be integrated and the benefits of this deal can be realized for the benefit of all stakeholders.

Sincerely,



Brandy D. Christian
Chief Executive Officer

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit K

April 27, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Dear Ms. Brown:

Re: **FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company**

My name is Robin Silvester and I serve as the President and Chief Executive Officer of the Vancouver Fraser Port Authority. The port authority manages the lands and waters of Canada's largest port, the Port of Vancouver. Our mission is to enable Canada's trade objectives, ensuring safety, environmental protection and consideration for local communities. Our vision is for the Port of Vancouver to be the world's most sustainable port. Our definition of a sustainable port is one that delivers economic prosperity through trade, maintains a healthy environment, and enables thriving communities through collective accountability, meaningful dialogue and shared aspirations.

About the Vancouver Fraser Port Authority

Accountable to the federal minister of transport, Canada Port Authorities manage federal lands and waters in support of national trade objectives for the benefit of all Canadians. We do this by leasing the federal lands that make up the Port of Vancouver to independent terminal operators who handle trade through the port, and by providing marine, road and other infrastructure to support port growth and function. Canada Port Authority operations are not financed by tax dollars. We receive revenues from terminal and tenant leases as well as fees charged to shipping companies that call at the port.

As outlined in our enabling legislation, the *Canada Marine Act*, we are required to facilitate Canada's trade objectives, ensuring goods are moved safely, while protecting the environment and considering local communities. Canada's trade through the port has been increasing steadily for a decade, and is forecasted to keep growing at about 3.5% annually, so we are planning for sustainable port growth to ensure Canada remains competitive on the global stage.

About the Port of Vancouver: Canada's largest port

Located on the southwest coast of British Columbia, the Port of Vancouver extends from Roberts Bank and the Fraser River up to and including Burrard Inlet. Geographically, the Port of Vancouver includes more than 16,000 hectares (40,000 acres) of water, more than 1,500 hectares (3,700 acres) of land and hundreds of kilometres (miles) of shoreline, bordering 16 municipalities and intersecting the traditional territories and treaty lands of several Coast Salish First Nations.

The Port of Vancouver is about the same size as the next five largest Canadian ports combined. Home to 29 major marine terminals, the port can handle the most diversified range of cargo and passengers in North America: bulk, containers, breakbulk, liquid bulk, automobiles and cruise. As the country's gateway to more than 170 trading economies around the world, the port handles \$1 of every \$3 of Canada's trade in goods outside of North America. Enabling the trade of approximately \$240 billion in goods, port activities sustain 115,300 jobs, \$7 billion in wages, and \$11.9 billion in GDP across Canada.

Operations and activity at the Port of Vancouver are complex and include many organizations beyond the port authority. The federal government sets trade policy and decides which goods and commodities Canada trades. Private terminal operators manage loading and unloading cargo through the port terminals. Shipping lines operate commercial vessels that call at the port, and railways and trucking companies deliver goods by land to and from the port. Shippers such as retailers, resource companies and freight forwarders contract and pay for the movement of goods.

The port authority's role is to ensure goods are moved safely, efficiently and sustainably, and we do this by maintaining and building the land on which terminals are located and the roadways throughout the port, ensuring navigation channels and anchorages are safe and available, and setting traffic control measures. The port authority is also responsible for overseeing port development as Canada's trade grows, which we do by building infrastructure and by reviewing and permitting development projects in the port, such as terminal expansions.

2020 Volumes through the Port of Vancouver

Overall, cargo through the port increased by 1% from 144.2 to 145.5 million metric tonnes (MMT) over 2019, with new annual records set for grain, potash, and container trade.

Grain shipped both in bulk ships and containers increased 24% to a new annual record of 35.1 MMT. Potash exports increased by 11% from last year's record and sulphur increased by 8%. Growth in total foreign exports resulted in a year-end record of 99.0 MMT, up 3%, due to increases in grain, fertilizers and petroleum. Auto imports were down 18%, export breakbulk forest products were down 14%, and coal declined by 15% from the previous year.

Container quantities, measured by 20-foot equivalents or TEUs, were a record 3.5 million TEUs, an increase of 2%. The port authority recently updated its container forecasts, and expects continued growth in this sector. In response to growing international trade demand, the port authority is continuing to advance the critical infrastructure required to accommodate this growth through the port. Working with industry and government partners, the port authority is leading the development of more than \$1 billion worth of infrastructure projects, including two container terminal projects and a number of road and rail projects.

Railway competition at the Port of Vancouver

The Port of Vancouver is currently served by three Class 1 Railways. More than ninety per cent of all long haul rail traffic into and from the Vancouver gateway is handled by CN and CP. BNSF handle a range of industrial traffic with the largest volume being US thermal coal for export through one terminal in the Port of Vancouver's jurisdiction. KCS currently has no access to the Port of Vancouver.

CN's proposed acquisition of KCS

The port authority is responsible for ensuring that goods are moved safely, efficiently and sustainably, while planning for, investing in and delivering billions of dollars in port growth. The port authority's interest in any railway merger lies in improved, consistent and fluid service offering to a diverse group of port users, as well as investment by financially healthy railway partners in critical enabling infrastructure in the region. The Vancouver Fraser Port Authority supports CN's proposed merger with KCS because an expanded railway network would bring greater North American reach to importers and exporters through the Port of Vancouver.

Yours truly,

VANCOUVER FRASER PORT AUTHORITY



Robin Silvester
President and Chief Executive Officer

cc: JJ Ruest, President & CEO, Canadian Pacific Railway
Peter Xotta, VP, Operations, Vancouver Fraser Port Authority

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit L



April 27th, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown,

I am the President and Chief Executive Officer of the Saint John Port Authority, located in Atlantic Canada in the Province of New Brunswick. Port Saint John is one of 17 Canadian Port Authorities across Canada. The federal government owns the lands that the Port Authorities manage as landlords on their behalf.

I am writing this letter in reference to Canadian National (CN) Railway's expression of interest to acquire Kansas City Southern (KCS) Railway. I had previously written in support of what I understand to be Canadian Pacific (CP) Railway's and KCS's collaborative intention to combine into a single entity.

For many decades and up until the mid 1990's, Port Saint John enjoyed being serviced by both of Canada's Class 1 railways, CP on the West side of the Port and CN on the East side. CP, through their acquisition of the Central Maine Quebec Railway in 2019 has re-established their service on the West side of our Port. This area of the Port is the location of our container terminal operated by DP World. Both of our Class 1 railways access this terminal through the short line New Brunswick Southern Railway (NBSR). This again places Port Saint John in the unique position of being the only Atlantic Canadian port that connects to both of Canada's Class 1 railways, dramatically improving the uncongested and competitive position of our Port in contributing to the more efficient and competitive flow of trade from and into the North American marketplace, ultimately benefiting businesses and consumers.

As your agency considers the merger of CN or CP with KCS I would respectfully suggest that streamlined and competitive factors that enhance trade advantages contemplated under the Canada-United States-Mexico free trade agreement be important prisms through which proposals are viewed.

I would also respectfully submit that the importance of creating enhanced, non-duplicative and competitive transportation channels that will contribute to ensuring our North America logistic channels drive efficiencies for shippers, receivers and consumers are of primary importance. This matter is of particular importance to Port Saint John as we are currently engaged in a \$205 million infrastructure improvement project to modernize and expand our container terminal. With this investment we are poised to experience tremendous growth as we are uniquely positioned with the aforementioned rail optionality for importers and exporters to reach markets across North America and around the world.



A competitive North American rail network connecting ports across the continent from Canada, through the US and into Mexico would benefit Port Saint John and the beneficial cargo owners who use the Port. As the transaction moves forward, we hope that regulators view integrated and seamless operations through a prism that embraces the principle of competition that ensures innovative approaches to driving economic growth throughout our continental economies.

Regards,

A handwritten signature in black ink, appearing to read "Jim Quinn", written in a cursive style.

Jim Quinn
CEO

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit M

April 21, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown:

The Prince Rupert Port Authority (PRPA) is responsible for the overall planning, development, marketing, and management of the commercial port facilities within the Port of Prince Rupert, one of the fastest growing gateways in North America. Served exclusively by CN, the Port of Prince Rupert is a strategic gateway to enable trade between Asia and North America, facilitating more than \$70 billion in trade annually.

The Port of Prince Rupert's container terminal, owned and operated by DP World, is a key point of entry for US imports of retail goods, consumer products, and auto parts to Chicago, Memphis and the entire US Midwest. The second expansion of the container terminal has just commenced which will establish nearly 2 million TEUs of capacity by 2024, and a second 2M TEU container terminal is in the early stages of investigation culminating to establish significant capacity for US import and export activity. The many strategic advantages of the Prince Rupert gateway have contributed to a strong value proposition of speed and reliability of service for US importers in addition to adding capacity for US export industries. In addition, the capacity at the Port of Prince Rupert has provided US importers and exporters much needed resiliency in their supply chains during periods of port congestion on the west coast.

PRPA and CN have been supply chain partners for decades, and much of our success can be attributed to the special working relationship we have together. PRPA and CN collaborate on infrastructure investments to our mutual benefit and approach common challenges and opportunities as a team to best serve the import and export industries we serve together. PRPA and CN regularly collaborate on joint marketing efforts and work together on everything from long term strategy to day-to-day operations to better the current and future needs of the industries we support and the economic benefits they create.

PRPA supports CN's acquisition of KCS because of the superior benefits a CN-KCS railway would bring by offering faster, safer, and more direct service for North-South trade. In addition, the CN system linking Asia to the heartland of North America via the Port of Prince Rupert represents the lowest carbon intensity of any west coast trade route to the US Midwest assisting US importers in achieving their own carbon reduction objectives in their supply chains.

We believe that a combination of CN and KCS would help us better serve the needs of US import and export sectors. CN's strong track record of success with superior service, operational

excellence and safety gives us confidence that a combined CN-KCS would be best positioned to serve the needs of US industry. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

The combined company would create a network with enhanced end-to-end single-owner, single-operator service which will result in a faster, safer, and more economical service into key US markets. We are hopeful about this transaction as a CN-KCS rail will be able to provide the seamless transportation and service that would not be available through KCS should it go forward with an alternative combination.

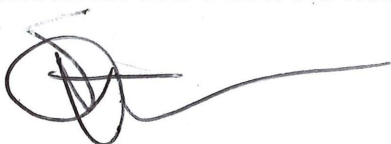
For example:

- The combined company's single-owner, single-operator service would enhance our ability to be competitive in the markets in which we operate, benefiting our shipments of auto parts, footwear and apparel, furniture, appliances, electronics and other consumer goods into KCS's intermodal terminals in Kansas City, Dallas, Jackson, Kendleton and West Monroe.
- CN's significant experience providing seamless intermodal service throughout their network and across borders.
- Importers in the US Midwest and South are too reliant on the Ports of Los Angeles and Long Beach and suffer from significant delays due to port congestion, as clearly demonstrated over the last 6 months. The Port of Prince Rupert offers importers the opportunity to diversify their port of entry, mitigate supply chain risks and ensure fast, reliable service.
- Transpacific sailing times are 3 days faster in Prince Rupert compared to the Ports of Los Angeles and Long Beach, meaning that containers are already in-transit to their final destination before they are unloaded in California.
- CN has demonstrated a strong commitment to invest in network capacity to support future growth, which has been a critical success factor in the growth and development of the Port of Prince Rupert.
- The CN system linking Asia to the heartland of North America via the Port of Prince Rupert represents the lowest carbon intensity of any west coast trade route to the US Midwest.

PRPA is confident in and strongly supports CN's proposed acquisition of KCS for all of the reasons as stated above. We hope to see the premier 21st century railway come to life.

Sincerely,

PRINCE RUPERT PORT AUTHORITY



Shaun Stevenson
President & Chief Executive Officer

CC: Parties of Record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit N



PSA Halifax Limited Partnership

577 Marginal Road
Halifax, Nova Scotia
Canada B3H 4P6
www.psahalifax.com
www.globalpsa.com
Company Registration No: 82886 2128 RT0001

24 April 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Re: FD 36514, Canadian National Railway Company (CN), Grand Trunk Corporation, and CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown:

PSA Halifax is Eastern Canada's Atlantic hub - a thriving container terminal operation in the port city of Halifax, Nova Scotia. As the first port of call on North America's east coast for ships transiting the Atlantic from Europe and South Asia, PSA Halifax offers a key gateway for United States and Canadian exporters and importers and the beginning of the line in the east for CN's railroad.

Owned by PSA International, PSA Halifax is part of a global portfolio comprising more than 60 deep-sea, rail and inland terminals, as well as affiliated businesses in distriparks, warehouses and marine services.

PSA Halifax supports CN's acquisition of KCS due to the superior benefits we believe that a CN-KCS railway would bring for our mutual customers – particularly as it is expected to offer faster, safer, cleaner and more direct service for North-South intermodal trades.

Where PSA Halifax offers its mutual customers a regular and effective daily intermodal connection to Chicago and Detroit with CN today, we believe that a combination of CN and KCS would help to reduce friction in the supply chain at critical rail interchanges points and allow us to extend the range of attractive US source and destination hubs offered to global carriers over Halifax, NS. We see improved access to key intermodal terminals and the advantage of single-line connections into important US markets as key value-add opportunities offered by the acquisition.

CN's strong track record of success with superior intermodal service and safety, gives us confidence that a combined CN-KCS would be best positioned to serve North America's east coast needs. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.



PSA Halifax Limited Partnership

577 Marginal Road
Halifax, Nova Scotia
Canada B3H 4P6
www.psahalifax.com
www.globalpsa.com
Company Registration No: 82886 2128 RT0001

p2 / 24 April 2021

The combined company would create a network with enhanced end-to-end single-owner, single-operator service offering the potential for faster, safer and more economical rail options for our customers. We anticipate that this transaction creates a CN-KCS rail that is able to provide for efficient and seamless cross-border transportation, building on CN's vast experience of networked intermodal service coast-to-coast across North America.

PSA Halifax is confident in and supports CN's proposed acquisition of KCS for the reasons stated above.

Yours sincerely,

J.P. 

Jan van Mossevelde
Chief Executive Officer
PSA Halifax Limited Partnership

cc: Jean-Jacques Ruest, President and CEO, CN
Keith Reardon, Senior VP Consumer Product Supply Chain, CN
Lonny Kubas, Assistant VP, Supply Chain, CN
Dan Bresolin, VP, Intermodal Sales & Marketing, CN
Andy Herriott, Chief Commercial Officer, PSA Halifax

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit O



April 21st, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

Object: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and C.N.'s Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company

Dear Ms. Brown,

The Québec Port Authority (QPA) is one of Canada's five largest port gateways handling over 28 million tons of cargo annually. It is, in fact, the last deep-water port on the St-Lawrence and is a strategic partner to a significant portion of American business using the seaway to reach the world.

CN is the main rail operator at the Port of Québec and serves all sectors of our marine community. More significantly, CN is now a partner in a joint venture to develop a new container terminal at the Port of Québec that will create a new and integrated North American supply chain for intermodal goods. In light of this close and interconnected relationship, QPA fully supports C.N.'s acquisition of Kansas City Southern (KCS) because of the superior benefits a CN-KCS railway would bring by offering faster, safer, cleaner and more direct service for North-South trade. This would significantly help our customers gain superior access to new markets.

We believe that a combination of C.N. and KCS would help our operators at the Port of Québec gain greater penetration of the North American marketplace and be more competitive. But also, in the opposing direction, QPA believes that existing KCS customers would benefit from direct access to the Port of Québec to enhance their competitiveness using the C.N. network to reach our installations.

As a major Canadian port, our operators are quite diversified and handle multiple cargos in dry bulk, liquid bulk and general cargo coming from or going to approximately 50 countries every year. For example, we transship iron ore for the U.S. market, export grain and agribulk products worldwide, receive petroleum products and chemical products, fertilizers, cement, and other by-products, and many more. All products and commodities have different logistical requirements and need good access to a rail network to complement marine services. For the majority of the cargo handled at the Port of Québec, rail service is a basic and essential complement to a fully integrated supply chain, and a combined CN-KCS network would provide significant benefits to the system.

The combined company would create a network with enhanced end-to-end single-owner, single-operator service, which will result in a faster, safer and more economical rail option for our customers. We currently rely on trucks and provide shorter distances on many key routes. We are hopeful about this transaction as a CN-KCS rail network will provide seamless transportation and service to the Port of Québec that would not be available through any alternative KCS combination with any other rail operator.

For example:

- A combined CN-KCS will improve the North American Transportation Network and create a true USMCA railway;
- Create new market reach (expand market options) for both sourcing of inbound and outbound opportunities;
- The merger will provide seamless North-South connectivity, which helps further integrate North American supply chains and then benefit the user of the Port;
- Seamless operation equals speed for the customer – for service, customer service, billing, customs, notifications, one logistic platform.

QPA is confident in and strongly supports C.N.'s proposed acquisition of KCS for all the reasons stated above. We hope to see the premier 21st-century railway come to life.

Sincerely,



Mario Girard,
President and CEO

cc: Parties of Record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 36514

**CANADIAN NATIONAL RAILWAY COMPANY, GRAND TRUNK
CORPORATION, AND CN'S RAIL OPERATING SUBSIDIARIES – CONTROL
– KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY
COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS
MEXICAN RAILWAY COMPANY**

**SUBMISSION OF PORT AND TERMINAL OPERATORS' STATEMENTS
SUPPORTING PROPOSED TRANSACTION**

Exhibit P



Termont Montréal Inc.
Port de Montréal, Section 68
P.O. Box 36, Station K
Montréal, Québec H1N 3K9

Phone (514) 254-0526
Fax (514) 251-1952

Termont Montreal inc.
450 De Boucherville
Montréal, Québec, Canada
H1N 0C6

April 27th 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423-0001

**Re: FD 36514, Canadian National Railway Company, Grand Trunk Corporation, and
CN's Rail Operating Subsidiaries—Control—Kansas City Southern, the Kansas City
Southern Railway Company, Gateway Eastern Railway Company, and the Texas
Mexican Railway Company**

Dear Ms. Brown:

Termont Montreal operates two terminals in the Port of Montreal and moves annually around 800,00 TEUs through its installations. Of these volumes about half moves via CN's network to reach various destinations across North America.

Termont supports CN's acquisition of KCS because of the superior benefits a CN-KCS railway would bring by offering faster, safer, cleaner and more direct service for North-South trade.

We believe that a combination of CN and KCS would help us to win in our markets. CN's strong track record of success with superior service, intermodal and safety gives us confidence that a combined CN-KCS would be best positioned to serve our needs. Additionally, CN's successful track record of acquisitions over the past 25+ years also provides assurance that CN will effectively and seamlessly be able to integrate and partner with KCS.

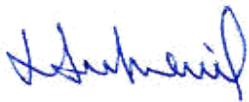
We believe that the resulting network from a CN-KCS merger would increase the potential markets served via the Port of Montreal, therefore through our terminals as well, and increase the hinterlands accessible via the Port of Montreal.



The combined company would create network with enhanced end-to-end single-owner, single-operator service which will result in a faster, safer and more economical rail option for us where we currently rely on trucks and provide shorter distances on many key routes. We are hopeful about this transaction as a CN-KCS rail will be able to provide the seamless transportation and service that would not be available through KCS should it go forward with an alternative combination.

Termont Montreal is confident in and strongly supports CN's proposed acquisition of KCS for all of the reasons as stated above. We hope to see the premier 21st century railway come to life.

Sincerely,



Julien Dubreuil
General Manager
Termont Montreal inc.

cc: Parties of Record

