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BEFORE THE
SURFACE TRANSPORTATION BOARD

ENTERED
Office of Proceedings

April 30, 2021

Part of
Public Record

Finance Docket No. 36514

CANADIAN NATIONAL RAILWAY COMPANY, ET AL. – CONTROL –
KANSAS CITY SOUTHERN, ET AL.

**UNION PACIFIC RAILROAD COMPANY'S OPPOSITION TO WAIVER OF THE
REGULATIONS CONTAINED IN CURRENT SUBPART A OF 49 CFR PART 1180**

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In its prefiling notification, CN said the Board’s current merger rules should govern its proposed transaction with KCS, unless the Board waives the application of those rules to the CP-KCS transaction proposed in Docket No. FD 36500. *See* CN-1 at 4 n.5.¹ More recently, CN said that, despite the Board’s decision to waive the application of the current merger rules in FD 36500, CN “will submit an application that fully complies with the current major merger rules.” CN-5 at 3. For the same reasons Union Pacific discussed in its opposition to a waiver of the current merger rules in FD 36500, Union Pacific agrees with CN that the current merger rules should apply to the transaction proposed in this docket. *See* Union Pacific Railroad Company’s Opposition to Waiver, Docket No. FD 36500, *Canadian Pac. Ry. Ltd., et al. – Control – Kansas City Southern, et al.* (Apr. 1, 2021). Union Pacific believes the need to apply the current merger rules is even greater in this docket, given the larger scope and scale of a potential CN-KCS transaction.

¹ Union Pacific adopts the abbreviations CN used in its Notice of Intent, CN-1.

Respectfully submitted,

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April 30, 2021

CERTIFICATE OF SERVICE

I hereby certify that on this 30th day of April, 2021, I caused a copy of the foregoing document to be served by email or first-class mail, postage prepaid, on all parties of record in Finance Docket No. 36514.

/s/ Michael L. Rosenthal