



Surface Transportation Board
Washington, D.C. 20423-0001

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July 23, 2021

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July 23, 2021
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The Honorable Lindsey Graham
290 Russell Senate Office Bldg.
Washington, D.C. 20510

Dear Senator Graham,

Thank you for your recent letter regarding 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, Finance Docket No. 36514. I appreciate hearing your views concerning this matter.

As you may be aware, on May 17, 2021, the Board determined that the proposed transaction would be reviewed under the agency's revised regulations for major mergers issued in 2001, and denied a motion for approval of the applicants' proposed voting trust agreement without prejudice, as incomplete. On May 26, 2021, the applicants filed a joint motion for approval of their voting trust and on June 8, 2021, the Board directed them to file additional documentation related to the voting trust agreement. Comments regarding the proposed agreement were due by June 28, 2021, and the applicants' reply was due on July 6, 2021. Because this case is pending, I cannot comment further. However, please be assured that the Board will give full and fair consideration to all comments and submissions in this proceeding.

A copy of your letter has been placed in the public docket. If you or your staff have any questions, please contact Mr. Michael Higgins, Acting Director of the Board's Office of Public Assistance, Governmental Affairs, and Compliance, at 202-245-0238.

Sincerely,

Martin J. Oberman
Chairman