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SERVICE DATE – FEBRUARY 22, 2022

SURFACE TRANSPORTATION BOARD

DECISION

Docket No. FD 36500

CANADIAN PACIFIC RAILWAY LIMITED; CANADIAN PACIFIC RAILWAY COMPANY; SOO LINE RAILROAD COMPANY; CENTRAL MAINE & QUEBEC RAILWAY US INC.; DAKOTA, MINNESOTA & EASTERN RAILROAD CORPORATION; AND DELAWARE & HUDSON RAILWAY COMPANY, INC.

—CONTROL—

KANSAS CITY SOUTHERN; THE KANSAS CITY SOUTHERN RAILWAY COMPANY; GATEWAY EASTERN RAILWAY COMPANY; AND THE TEXAS MEXICAN RAILWAY COMPANY

Decision No. 14

Decided: February 22, 2022

In Decision No. 11, served November 23, 2021, and published in the Federal Register on November 26, 2021 (86 Fed. Reg. 67,571), the Board accepted for consideration the control application (Application) filed in this docket and established a procedural schedule for the proceeding.¹ Canadian Pac. Ry.—Control—Kan. City S., FD 36500 (STB served Nov. 23, 2021). Under the procedural schedule, comments, protests, requests for conditions, and any other evidence and argument in opposition to the Application are due on February 28, 2022.

On February 18, 2022, the Commuter Rail Division of the Regional Transportation Authority, d/b/a Metra (Metra), filed a request for a 30-day extension, until March 30, 2022, to file its comments regarding the proposed Transaction. Metra states that, on November 24, 2021, it requested from CP documents necessary to understand what, if any, Rail Traffic Controller modeling CP relied on in making its assertions in the Application, regarding the Transaction's

¹ The application was filed by Canadian Pacific Railway Limited (Canadian Pacific), Canadian Pacific Railway Company, and their U.S. rail carrier subsidiaries, Soo Line Railroad Company, Central Maine & Quebec Railway US Inc., Dakota, Minnesota & Eastern Railroad Corporation, and Delaware & Hudson Railway Company, Inc. (collectively, CP) and Kansas City Southern and its U.S. rail carrier subsidiaries, The Kansas City Southern Railway Company (KCSR), Gateway Eastern Railway Company, and The Texas Mexican Railway Company (collectively, KCS) (CP and KCS collectively, Applicants). The Application seeks Board approval for the acquisition of control by Canadian Pacific, through its indirect, wholly owned subsidiary Cygnus Merger Sub 2 Corporation, of Kansas City Southern, and through it, of KCSR and its railroad affiliates, and for the resulting common control by Canadian Pacific of its U.S. railroad subsidiaries, and KCSR and its railroad affiliates (Transaction).

lack of impact on Metra's service. (Metra Request 3.) Despite "lengthy engagement between Metra and CP," including a motion to compel, Metra states that CP only recently, on February 15, 2022, "provided a delayed and incomplete production of requested documents that are responsive to Metra's previous requests and that are necessary to assess the impact of the Transaction."² (Id. at 2, 4, 5.) Metra asserts that additional time is necessary for it to conduct an adequate analysis of the Transaction and provide complete and informative comments on the Transaction. (Id. at 8.)

In view of the February 28, 2022 deadline for replies to the Application, and in order for the Board to expeditiously consider the merits of Metra's request, replies or responses to Metra's extension request from any parties will be due no later than February 23, 2022.

It is ordered:

1. Replies to Metra's extension request are due no later than February 23, 2022.
2. This decision is effective on its service date.

By the Board, Jonathon P. Binet, Acting Director, Office of Proceedings.

² On February 22, 2022, Metra filed an amended extension request, correcting the date on which CP provided Metra with the requested documents.