



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

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April 22, 2022

The Honorable James P. McGovern
370 Cannon House Office Building
Washington, DC 20515

Dear Congressman McGovern,

Thank you for your recent letter regarding CSX Corporation and CSX Transportation, Inc. – Control and Merger – Pan Am Systems, Inc., Docket No. FD 36472. The Board appreciates hearing your views on the transaction between CSX Transportation, Inc. (CSX) and Pan Am Systems, Inc. and its subsidiaries (Pan Am), and its impact on passenger rail service in the Northeast.

As you may be aware, on April 14, 2022, the Board issued a decision approving the revised merger application of CSX to acquire control of Pan Am. After considering the full record in the proceeding, the Board found that CSX's control of and subsequent merger with Pan Am would not likely cause a substantial lessening of competition or create a monopoly or restraint of trade. The Board further found that any anticompetitive effects that might be caused by the transaction, in the unlikely event they were to occur, would be outweighed by the public interest in meeting significant transportation needs.

As part of its analysis, the Board recognized the parties' demonstrated willingness to work together with respect to the agreed upon passenger rail conditions and encouraged continued partnership moving forward. Given the significant presence of passenger rail on the lines at issue, the Board stated that it expects CSX to continue to partner with passenger rail and work together in good faith as the parties address future growth in the region.

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

Sincerely,

Martin J. Oberman
Chairman