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BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 36873

UNION PACIFIC CORPORATION AND
UNION PACIFIC RAILROAD COMPANY

—CONTROL—

NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY

ENTERED
Office of Chief Counsel
March 27, 2026
Part of
Public Record

COMMENT

SUPER NEIGHBORHOOD 64 & 88

GREATER EASTWOOD, LAWDALE, & WAYSIDE

310611

ENTERED
Office of Chief Counsel
December 29, 2025
Part of
Public Record

December 29, 2025

Surface Transportation Board 395 E Street, SW Washington, DC 20423

RE: STB Finance Docket No. 36873 - Union Pacific-Norfolk Southern Merger Application - Formal Comment from Directly Impacted Community

To Mr. Fuchs and members of the Surface Transportation Board,

I am submitting this formal comment under STB procedures as President of Super Neighborhoods 64 and 88, representing approximately 23,000 residents in the Greater Eastwood, Lawndale, and Wayside neighborhoods in Houston's East End. Our community is directly traversed by the railroads involved in this merger and will bear disproportionate impacts from the proposed transaction. I urge the Board to deny this merger or, at a minimum, impose substantial mitigation requirements to address severe existing conditions that this merger will exacerbate.

Procedural Irregularities Undermine Public Trust

Union Pacific solicited letters of support during a period when the STB had explicitly requested comments only on the procedural hearing schedule—not on the merger's merits. Political consultants Griffin Communications circulated form letters to governmental officials on October 23, 2025, requesting endorsements and offering to "help place" supportive messages with local media. These officials were urged to support a merger before Union Pacific had even filed its application on December 19, 2025. (see Appendix I and II)

Bloomberg's December 29, 2025, article "Union Pacific Deploys Politicians, No Concessions in Merger Bid" documents that approximately 2,000 letters of support were submitted using identical template language. Organizations in Washington state echoed word-for-word the same claims as those in Texas. How can elected officials credibly endorse a transaction affecting Houston—already the nation's most impacted city for blocked crossings—without reviewing the 7,000-page application's scope, details, and projected impacts?

During the company's third-quarter earnings call, UP CEO Jim Vena himself criticized premature opposition, asking, "Why would you come out so strong when you haven't even read what the merger document is?" Yet Union Pacific simultaneously recruited premature support through form letters before anyone could review the actual proposal.

Moreover, the applicants withdrew their previously announced \$750 million in concessions. Most tellingly, Union Pacific's promotional website, www.up-nstranscontinental.com, initially featured a "For Our Communities" section that claimed support for rail-adjacent neighborhoods. **That section has been removed entirely.** Language signaling commitment to supporting railroad neighborhoods no longer appears anywhere on the site. Community considerations, once emphasized as a core stakeholder benefit, are apparently no longer worth highlighting.

Current Crisis

Our neighborhoods have endured decades of blocked crossings from stopped freight trains, a situation that has deteriorated significantly since 2020. In 2023, the Federal Railroad Administration confirmed that Houston experiences the most freight rail congestion in the United States. Union Pacific controls 95% of trackage rights in Houston, making it primarily responsible for this crisis.

According to TxDOT data, the rail lines traversing our neighborhoods currently experience:

- **West Belt: 65–75 trains daily**
- **East Belt: 80–90 trains daily**
- **Terminal Subdivision (Fifth Ward side): 80–90 trains daily**

Critically, **26% of trains on the Galveston Subdivision through our neighborhood stop**—essentially 1 in 3 trains. This means our entire north-south corridor is inaccessible for hours each day, even before accounting for trains that can block crossings for extended periods.

U.S. Representative Sylvia Garcia provided Federal Railroad Administration data to the STB showing her 29th Congressional District led the nation in reported blocked rail crossings in 2021. In the East End specifically, eight of the ten most blocked rail crossings in the entire United States are located in our communities.

Video Documented Recent Blockages Include:

- **December 18, 2025:** West Belt's Sampson to Cullen crossings blocked 4:56-6:22 a.m. The video shows a person abandoning their belongings to climb through idle rail cars.
- **December 15, 2025:** An individual climbed through the hopper car at Sampson Street after checking multiple crossings for access.
- **December 12, 2025:** Galveston Subdivision's Sampson to Eastwood crossings blocked 12:45-3:06 p.m. Resident missed an important health appointment.
- **December 10, 2025:** Blockage beginning 4:46 a.m. The video shows a person climbing over a tank car coupler.
- **December 4, 2025:** West Belt blocked 4:28-5:35 p.m. during peak hours. Video captured a cyclist and a pedestrian climbing over a tank car while another crawled beneath a different car.
- **December 3, 2025:** Malfunctioning grade-crossing gates activated 6:56-7:54 a.m. with no train present. Video shows an ambulance with lights and sirens maneuvering around gates to reach the emergency.
- **November 26, 2025:** Derailment of empty tank cars near Tower 85 came within feet of apartments.
- **November 22, 2025:** Hours-long blockage. Video shows a person crawling under a tank-hopper car and a pedestrian climbing between idle cars.
- **October 24, 2025:** Sampson to Eastwood crossings blocked 2:38-5:30 a.m. The video shows the driver repeatedly lifting the crossing gates to proceed.
- **October 21, 2025:** West Belt blocked 6:11-7:25 p.m. Video shows people climbing through hopper cars. Simultaneously, the Galveston Subdivision is blocked from 7:36-8:20 p.m.
- **October 17, 2025:** Marathon blockage shut down Milby to Dumble crossings 4:20-10:44 p.m. Video shows a person climbing through tank cars.

These are not isolated incidents. They represent routine, documented reality for our residents.

Life-Threatening Impacts

Our Super Neighborhood encompasses over 30 rail crossings. The Eastwood area experiences an "East End Triangle" configuration where residents become trapped when all three rail lines are simultaneously blocked—a regular occurrence.

The consequences are measured in lives:

- **Emergency Response Delays:** The national average first responder response time is 5-6 minutes. In the East End, it takes 11-12 minutes because first responders must navigate around trains, which is more than double the citywide average. At the Houston Road and Rail Safety Summit in mid-2025, officials confirmed citywide response times of 5-6 minutes, compared with 11-12 minutes in the East End.
- **2023:** A baby died because first responders could not reach the scene in time.
- **2024:** Police could not access a potential school shooting situation due to blocked crossings.
- **2024:** A student died attempting to reach school. We routinely document children crawling through and under stopped trains to attend classes.

As Harris County Precinct 2 Commissioner Adrian Garcia wrote to the STB: "These are not abstract policy concerns for me—they are the lived experiences of the community that raised me and the families I have represented throughout my political career."

The Merger Will Make This Catastrophically Worse

The applicants' own STB filings reveal the merger will increase daily train traffic on the Lafayette Subdivision—becoming the Terminal Subdivision inside Loop 610—by **36 percent within 5 years**. Norfolk Southern Executive Vice President Ed Elkins announced Houston will host one of six new "premium intermodal lanes operating seven days a week" and serve as a major hub linking northern cities with Gulf Coast ports. The combined intermodal business will grow by more than 1.4 million annual loads.

We project **8-10 additional trains daily** on lines directly impacting our communities. When trains use the Eureka line, two of our lines must wait for clearance before proceeding—blocking miles of intersections for hours.

Rice University Urban planner Christof Spieler explains the fundamental problem: "There has been no new significant railroad line built in Houston in nearly a century, even though the volume of rail cargo in the U.S. has tripled since then...we're running more trains than this system can handle without it having major impacts on the city."

Despite adding trains to already-congested lines, the applicants admit in their filing that they "have no specific plans to change local train services as part of their Growth Plan." That should raise alarms.

The Truck Traffic Deception

Union Pacific and Norfolk Southern have repeatedly pitched this merger as a way to reduce truck traffic. Houston At-Large City Council Member Twila Carter echoed this narrative, writing the transaction would result in "reduced congestion on our highways as more goods move by rail."

The railroads' own STB filings tell the opposite story. When asked to identify facilities experiencing transaction-related truck traffic increases exceeding 10 percent or 50 vehicles daily, the applicants

disclosed that Houston's **Settegast Yard would experience a 209.8 percent increase** in daily truck traffic by year five—from 246 trucks daily to 762 trucks daily, an increase of **516 freight trucks every day**. Among thousands of intermodal facilities nationwide, Settegast would sustain the **fifth-highest projected increase in truck traffic**.

Promises to take trucks off the road may hold true nationwide. In Houston, federal regulators are being told to expect the opposite: hundreds of additional freight trucks funneling daily through communities already overburdened by rail stoppages and roadway congestion.

Chicago Precedent Shows What Houston Can Expect

The Chicago Tribune reported that to make the merger work, Union Pacific plans to double train traffic on a two-mile stretch of Chicago's West Side. Illinois State Senator Seth Lewis stated, "I'm a capitalist, and I don't mind people making money. But when the residents have to bear the brunt of the costs, I have a problem with that."

Union Pacific spokesperson Kristen South declined to specify current train counts but claimed "localized impacts will be offset by the benefits of the merger"—the same vague assurance Houston is receiving.

Infrastructure Inadequacy and Delayed Improvements

No consideration has been given to alternative routings or distributing traffic away from the already-overwhelmed Houston Complex. Meanwhile, malfunctioning grade-crossing equipment remains a chronic problem.

Research shows that when warning systems malfunction regularly, people are more likely to disregard them—a dangerous pattern that contradicts the railroads' public insistence that safety is their top priority.

Required Mitigation Measures

This is an \$85 billion merger. We are asking for less than a fraction of that investment to address impacts on communities that make this transaction possible. The Board must require Union Pacific to implement:

1. **Grade Separations:** Fund the study and coordinate with Harris County Precinct 2 to incorporate community feedback on the 50 critical crossings identified by the county, including 15 in the East End and Fifth Ward. Fund and construct the resulting grade separation projects with binding completion deadlines.
2. **Blocked Crossing Time Limits:** Implement and enforce a maximum 10-minute blocked crossing rule for the West Belt, Galveston Subdivision, Clinton, and East Belt lines in Houston.
3. **Quiet Zones:** Fund and implement quiet zones throughout the East End and the Fifth Ward to reduce noise pollution in residential areas.
4. **Community Decision-Making Council:** Establish a community council with direct access to railroad decision-makers—not just liaisons like Richard Zientek and Clint Schileitski, who take notes but cannot implement operational changes. This council must have the authority to implement ongoing operational modifications to reduce community impacts.
5. **Emergency Response Protocol:** Develop and fund a real-time communication system to notify emergency services of blocked crossings and establish protocols for immediate train movement during emergencies.

6. **Grade Crossing Equipment Maintenance:** Establish binding standards and penalties for malfunctioning warning systems that create dangerous conditions for motorists and first responders.

Request for Board Action

I respectfully request that the Surface Transportation Board:

1. **Disregard compromised support letters:** Form letters solicited before the application was filed, during a period when comments were requested only on the procedural schedule, should carry no weight in your deliberations.
2. **Require comprehensive traffic analysis:** Demand detailed disclosure of projected train traffic increases by specific line and subdivision, including peak-hour impacts and blockage duration projections.
3. **Evaluate infrastructure capacity:** Require applicants to demonstrate how existing infrastructure can support added traffic, given Houston's status as the nation's most congested rail complex.
4. **Analyze alternative routing:** Require analysis of alternative routing options and traffic distribution strategies to avoid further concentrating traffic through residential neighborhoods.
5. **Mandate community hearings:** As requested by Harris County Attorney Christian Menefee, hold at least one public hearing in Harris County where residents, local officials, emergency response agencies, and other stakeholders can provide direct testimony.
6. **Condition approval on enforceable mitigation:** Any merger approval must include binding, enforceable commitments to implement all mitigation measures listed above, with completion deadlines and meaningful penalties for non-compliance.
7. **Require explanation of vanishing commitments:** Demand applicants explain why community commitments were removed from promotional materials and why the \$750 million in previously announced concessions were withdrawn.
8. **Address truck traffic contradictions:** Require clarification of contradictory claims about reduced truck traffic, given the 209.8% increase projected for Settegast Yard.

As Harris County Precinct 2 Commissioner Adrian Garcia warned: "Today, those challenges are reaching a breaking point." Texas House District 143 Representative Ana Hernandez urged the Board to ensure "Houston must have a voice—not as a footnote, but as the major hub it is—in shaping this historic decision."

Our residents deserve more than perfunctory consultation through pre-written endorsements drafted by political consultants. We deserve concrete solutions to a crisis that threatens our children's safety, impedes emergency response, and diminishes quality of life. Union Pacific's control of Houston's rail infrastructure gives it both the responsibility and capability to implement solutions. This merger must not proceed without enforceable commitments to do so.

Thank you for your consideration.



Lindsay Williams, President, Super Neighborhood 64 & 88

CC: All Parties of Record

Appendix I - email from firm soliciting letters of support before filing



Lindsay Williams <williamslindsay123@gmail.com>

FW: Support for the Union Pacific-Norfolk Southern Rail Merger

4 messages

Wolfthal, Leah - CNL <Leah.Wolfthal@houstontx.gov>
To: Lindsay Williams <williamslindsay123@gmail.com>

Thu, Oct 23, 2025 at 2:02 PM

For your interest

Leah Wolfthal

Chief of Staff

Office of Councilmember Julian Ramirez, At Large 1

Cell: 346-516-3256 – preferred, and feel free to text!

From: Droubi, Rania - CNL <Rania.Droubi@houstontx.gov>
Sent: Thursday, October 23, 2025 2:01 PM
To: Wolfthal, Leah - CNL <Leah.Wolfthal@houstontx.gov>
Subject: Fw: Support for the Union Pacific-Norfolk Southern Rail Merger

Wanted to check on your opinion of this?

Would you like me to respond?

From: Alexandra Rhone <alex@griffincomms.com>
Sent: Thursday, October 23, 2025 1:53 PM
To: CNL At Large 1 <ATLarge1@houstontx.gov>
Subject: Support for the Union Pacific-Norfolk Southern Rail Merger

[This message came from outside the City of Houston email system. Please be careful while clicking links, opening attachments, or replying to this email.]

Hello Council Member Ramirez,

In July, Union Pacific announced an agreement to merge with Norfolk Southern. This merger will create America's first transcontinental railroad, connecting over 50,000 route miles across 43 states to transform the U.S. supply chain, improve the competitiveness of the national rail network, and create new sources of economic growth and workforce opportunity.

The proposed combination is subject to Surface Transportation Board (STB) review and approval, customary closing conditions and shareholder approval.

To support the merger, we are asking for a letter from your office to submit as part of the merger application to the STB to help ensure Texas businesses and communities reap the full benefits of this historic opportunity.

In addition, I ask for permission to include your letter on the merger website.

The Mayor of Abilene has signed a letter of support, as have a few State Reps and a State Senator thus far.

We also encourage you to consider voicing support through a public statement, an op-ed/letter to the editor (which we can help place with local media), or even social media posts.

Griffin Comms is happy to draft up any of the above for you to review and edit as you see fit before taking it public. I am attaching a draft of a support letter for your review that can be modified.

Please let me know if you would be willing to sign a letter or demonstrate support via another medium (or both)!

Thank you,

Alexandra Rhone

Director of Operations & Copywriter



Griffin Communications

www.griffincomms.com

The below are required notices.

No Offer or Solicitation

This communication is for informational purposes only and does not constitute, or form a part of, an offer to sell or the solicitation of an offer to buy any securities or a solicitation of any vote or approval, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offer of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended (the "Securities Act"), and otherwise in accordance with applicable law.

CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS

Certain statements in this communication are "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, as amended. These statements relate to future events or future financial performance and involve known and unknown risks, uncertainties, and other factors that may cause Union Pacific's, Norfolk Southern's or the combined company's actual results, levels of activity, performance, or achievements or those of the railroad industry to be materially different from those expressed or implied by any forward-looking statements. In some cases, forward-looking statements may be identified by the use of words like "may," "will," "could," "would," "should," "expect," "anticipate," "believe," "project," "estimate," "intend," "plan," "pro forma," or any variations or other comparable terminology.

While Union Pacific and Norfolk Southern have based these forward-looking statements on those expectations, assumptions, estimates, beliefs and projections they view as reasonable, such forward-looking statements are only predictions and involve known and unknown risks and uncertainties, many of which involve factors or circumstances that are beyond Union Pacific's, Norfolk Southern's or the combined company's control, including but not limited to, in addition to factors disclosed in Union Pacific's and Norfolk Southern's respective filings with the U.S. Securities and Exchange Commission (the "SEC"): the occurrence of any event, change or other circumstance that could give rise to the right of one or both of the parties to terminate the definitive merger agreement between Union Pacific and Norfolk Southern providing for the acquisition of Norfolk Southern by Union Pacific (the "Transaction"); the risk that potential legal proceedings may be instituted against Union Pacific or Norfolk Southern and result in significant costs of defense, indemnification or liability; the possibility that the Transaction does not close when expected or at all because required Surface Transportation Board, shareholder or other approvals and

other conditions to closing are not received or satisfied on a timely basis or at all (and the risk that such approvals may result in the imposition of conditions that could adversely affect the combined company or the expected benefits of the Transaction); the risk that the combined company will not realize expected benefits, cost savings, accretion, synergies and/or growth from the Transaction, or that such benefits may take longer to realize or be more costly to achieve than expected, including as a result of changes in, or problems arising from, general economic and market conditions, tariffs, interest and exchange rates, monetary policy, laws and regulations and their enforcement, and the degree of competition in the geographic and business areas in which Union Pacific and Norfolk Southern operate; disruption to the parties' businesses as a result of the announcement and pendency of the Transaction; the costs associated with the anticipated length of time of the pendency of the Transaction, including the restrictions contained in the definitive merger agreement on the ability of Union Pacific and Norfolk Southern, respectively, to operate their respective businesses outside the ordinary course during the pendency of the Transaction; the diversion of Union Pacific's and Norfolk Southern's management's attention and time from ongoing business operations and opportunities on merger-related matters; the risk that the integration of each party's operations will be materially delayed or will be more costly or difficult than expected or that the parties are otherwise unable to successfully integrate each party's businesses into the other's businesses; the possibility that the Transaction may be more expensive to complete than anticipated, including as a result of unexpected factors or events; reputational risk and potential adverse reactions of Union Pacific's or Norfolk Southern's customers, suppliers, employees, labor unions or other business partners, including those resulting from the announcement or completion of the Transaction; the dilution caused by Union Pacific's issuance of additional shares of its common stock in connection with the consummation of the Transaction; the risk of a downgrade of the credit rating of Union Pacific's indebtedness, which could give rise to an obligation to redeem existing indebtedness; a material adverse change in the financial condition of Union Pacific, Norfolk Southern or the combined company; changes in domestic or international economic, political or business conditions, including those impacting the transportation industry (including customers, employees and supply chains); Union Pacific's, Norfolk Southern's and the combined company's ability to successfully implement its respective operational, productivity, and strategic initiatives; a significant adverse event on Union Pacific's or Norfolk Southern's network, including, but not limited to, a mainline accident, discharge of hazardous materials, or climate-related or other network outage; the outcome of claims, litigation, governmental proceedings and investigations involving Union Pacific or Norfolk Southern, including, in the case of Norfolk Southern, those with respect to the Eastern Ohio incident; the nature and extent of Norfolk Southern's environmental remediation obligations with respect to the Eastern Ohio incident; new or additional governmental regulation and/or operational changes resulting from or related to the Eastern Ohio incident; and a cybersecurity incident or other disruption to our technology infrastructure.

This list of important factors is not intended to be exhaustive. These and other important factors, including those discussed under "Risk Factors" in Norfolk Southern's Annual Report on Form 10-K for the year ended December 31, 2024 (available at: <https://www.sec.gov/ix?doc=/Archives/edgar/data/0000702165/000070216525000008/nsc-20241231.htm>) and Union Pacific's most recent Annual Report on Form 10-K for the year ended December 31, 2024, as filed with the SEC on February 7, 2025 (available at: <https://www.sec.gov/ix?doc=/Archives/edgar/data/0000100885/000010088525000042/unp-20241231.htm>) (the "Union Pacific Annual Report"), as well as Union Pacific's and Norfolk Southern's subsequent filings with the SEC, may cause actual results, performance, or achievements to differ materially from those expressed or implied by these forward-looking statements. References to Union Pacific's and Norfolk Southern's website are provided for convenience and, therefore, information on or available through the website is not, and should not be deemed to be, incorporated by reference herein. The forward-looking statements herein are made only as of the date they were first issued, and unless otherwise required by applicable securities laws, Union Pacific and Norfolk Southern disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as may be required by applicable law or regulation.

ADDITIONAL INFORMATION ABOUT THE TRANSACTION AND WHERE TO FIND IT

In connection with the Transaction, Union Pacific intends to file with the SEC a registration statement on Form S-4 (the "Registration Statement"), which will include a prospectus with respect to the shares of Union Pacific's common stock to be issued in the Transaction and a joint proxy statement for Union Pacific's and Norfolk Southern's respective shareholders (the "Joint Proxy Statement/Prospectus"). The definitive joint proxy statement (if and when available) will be mailed to shareholders of Union Pacific and Norfolk Southern. Each of Union Pacific and Norfolk Southern may also file with or furnish to the SEC other relevant documents regarding the Transaction. This communication is not a substitute for the Registration Statement, the Joint Proxy Statement/Prospectus or any other document that Union Pacific or Norfolk Southern may mail to their respective shareholders in connection with the Transaction.

INVESTORS AND SECURITY HOLDERS OF UNION PACIFIC AND NORFOLK SOUTHERN ARE URGED TO READ THE REGISTRATION STATEMENT AND THE JOINT PROXY STATEMENT/PROSPECTUS INCLUDED WITHIN THE REGISTRATION STATEMENT WHEN THEY BECOME AVAILABLE, AS WELL AS ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC IN CONNECTION WITH THE TRANSACTION OR INCORPORATED BY REFERENCE INTO THE REGISTRATION STATEMENT AND THE JOINT PROXY STATEMENT/PROSPECTUS (INCLUDING ANY AMENDMENTS OR SUPPLEMENTS THERETO), BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION REGARDING UNION PACIFIC, NORFOLK SOUTHERN, THE TRANSACTION AND RELATED MATTERS.

Investors and security holders of Union Pacific and Norfolk Southern may obtain free copies of these documents and other documents filed with the SEC by Union Pacific or Norfolk Southern through the website maintained by the SEC at <http://www.sec.gov> or from Union Pacific at its website, <https://investor.unionpacific.com/financials/sec-filings>, or from Norfolk Southern at its website, <https://norfolksouthern.investorroom.com/sec-filings>. Documents filed with the SEC by Union Pacific will be available free of charge by accessing Union Pacific's website at <https://investor.unionpacific.com/financials/sec-filings>, or alternatively by directing a request by mail to Union Pacific's Corporate Secretary, 1400 Douglas Street, Omaha, Nebraska 68179, and documents filed with the SEC by Norfolk Southern will be available free of charge by accessing Norfolk Southern's website at <https://investor.unionpacific.com/financials/sec-filings> or, alternatively, by directing a request by mail to Norfolk Southern's Corporate Secretary, 650 West Peachtree Street NW, Atlanta, Georgia 30308-1925.

PARTICIPANTS IN THE SOLICITATION

Union Pacific, Norfolk Southern and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of proxies from the shareholders of Norfolk Southern and Union Pacific in connection with the Transaction under the rules of the SEC.

Information about the interests of the directors and executive officers of Union Pacific and Norfolk Southern and other persons who may be deemed to be participants in the solicitation of shareholders of Union Pacific and Norfolk Southern in connection with the Transaction and a description of their direct and indirect interests, by security holdings or otherwise, will be included in the Joint Proxy Statement/Prospectus, which will be filed with the SEC.

Information about the directors and executive officers of Union Pacific and their ownership of Union Pacific common stock can also be found in the Union Pacific Annual Report, and its definitive proxy statement in connection with its 2025 annual meeting of shareholders, as filed with the SEC on March 25, 2025 (the "Union Pacific 2025 Proxy Statement") and other documents subsequently filed by Union Pacific with the SEC, which are available on its website at www.up.com. Information about the directors and executive officers of Union Pacific, their ownership of Union Pacific common stock, and Union Pacific's transactions with related persons is set forth in the sections entitled "Proposal Number 1 – Election of Directors—Directors/Nominees", "Director Compensation in Fiscal Year 2024", "Proposal Number 3 – Advisory Vote to Approve Executive Compensation", "A Letter From Our Compensation and Talent Committee" and "Compensation Discussion and Analysis" of the Union Pacific 2025 Proxy Statement. To the extent holdings of Union Pacific common stock by the directors and executive officers of Union Pacific have changed from the amounts of Union Pacific common stock held by such persons as reflected therein, such changes have been or will be reflected on Statements of Change in Ownership on Form 4 filed with the SEC, which are available at <https://www.sec.gov/edgar/browse/?CIK=100885&owner=exclude> under the tab "Ownership Disclosures".

Information about the directors and executive officers of Norfolk Southern and their ownership of Norfolk Southern common stock is also set forth in the definitive proxy statement for Norfolk Southern's 2025 Annual Meeting of Shareholders, as filed with the SEC on Schedule 14A on March 28, 2025 (which is available at <https://www.sec.gov/ix?doc=/Archives/edgar/data/0000702165/000119312525066914/d892357ddef14a.htm>) and other documents subsequently filed by Norfolk Southern with the SEC. Information about the directors and executive officers of Norfolk Southern, their ownership of Norfolk Southern common stock, and Norfolk Southern's transactions with related persons is set forth in the sections entitled "Norfolk Southern Director Nominees", "Corporate Governance and the Board—Item 1: Election of 13 Directors for a One-Year Term", "Corporate Governance and the Board—Director Nominees", "Corporate Governance and the Board—Compensation of Directors", "Executive Compensation" and "Stock Ownership Information" of such definitive proxy statement. Please also refer to Norfolk Southern's subsequent Current Report, as filed with the SEC on Form 8-K on June 3, 2025 (which is available at <https://www.sec.gov/ix?doc=/Archives/edgar/data/0000702165/000119312525133796/d35291d8k.htm>), regarding subsequent changes to Norfolk Southern's Board of Directors following the filing of such definitive proxy statement. To the extent holdings of Norfolk Southern common stock by the directors and executive officers of Norfolk Southern have changed from the amounts of Norfolk Southern common stock held by such persons as reflected in the definitive proxy statement, such changes have been or will be reflected on Statements of Change in Ownership on Form 4 filed with the SEC, which are available at <https://www.sec.gov/edgar/browse/?CIK=702165&owner=exclude> under the tab "Ownership Disclosures".



Houston Council Member Draft Letter of Support.docx

19K

Lindsay Williams <williamslindsay123@gmail.com>
To: Nate Lukefahr <natelukefahr@yahoo.com>

Thu, Oct 23, 2025 at 2:16 PM

SNEAKY!

Lindsay Williams
williamslindsay123@gmail.com

Begin forwarded message:

[Quoted text hidden]

[Quoted text hidden]

Investors and security holders of Union Pacific and Norfolk Southern may obtain free copies of these documents and other documents filed with the SEC by Union Pacific or Norfolk Southern through the website maintained by the SEC at <http://www.sec.gov> or from Union Pacific at its website, <https://investor.unionpacific.com/financials/sec-filings>, or from Norfolk Southern at its website, <https://norfolksouthern.investorroom.com/sec-filings>. Documents filed with the SEC by Union Pacific will be available free of charge by accessing Union Pacific's website at <https://investor.unionpacific.com/financials/sec-filings>, or alternatively by directing a request by mail to Union Pacific's Corporate Secretary, 1400 Douglas Street, Omaha, Nebraska 68179, and documents filed with the SEC by Norfolk Southern will be

available free of charge by accessing Norfolk Southern's website at <https://investor.unionpacific.com/financials/sec-filings> or, alternatively, by directing a request by mail to Norfolk Southern's Corporate Secretary, 650 West Peachtree Street NW, Atlanta, Georgia 30308-1925.

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Houston Council Member Draft Letter of Support.docx

19K

Lindsay Williams <williams Lindsay123@gmail.com>
To: "Wolfthal, Leah - CNL" <Leah.Wolfthal@houston.tx.gov>

Thu, Oct 23, 2025 at 2:21 PM

While I should say I am surprised, I am not. UP reps are telling people there won't be an increase in train numbers, which is why organizations like TAG were initially okay with it. On the UP Shareholder call today, they literally laughed, "we wouldn't be doing this merger if it didn't increase trains," and specifically called out the increase in O&G—reading the tea leaves, that's Houston.

I asked the reps last week:

UP announced a merged UP-NS would result in "10% traffic growth by 2030." How does UP plan to accommodate traffic growth on East End lines it wrote to the STB could not accommodate any additional traffic during the CPKC merger?

Y'all wrote that Houston terminal lines could not accommodate the additional 8-11 CPKC trains. Would lead to "gridlock." Well, that merger went through and UP announces a merged entity would result in 10% traffic growth by 2030. What has changed, and why?

Richard called me to say:

Richard said "our positioning was that we wanted to see investments from CP-KCS with the increase in the number of trains"

Then went on to talk about their investments in Englewood yard to increase capacity - Then said "that 10% increase is across our entire network, not specific to Houston"

I pressed on it:

I said "I am not playing down the work in the Englewood yard, but all you've done is increase the capacity within the yard that is pushing out to existing lines. What is the impact there?"

and also "on your shareholder call, you talk about the merger, seeing an increase in trains, and then O&G would see the biggest increase - and the O&G is primarily coming out of Houston. Reading the tea leaves, that looks like Houston will see the biggest increase."

He said, "I need to get with our marketing to see how we are working with our customers."

Lindsay Williams
williams Lindsay123@gmail.com

[Quoted text hidden]

[Quoted text hidden]

Investors and security holders of Union Pacific and Norfolk Southern may obtain free copies of these documents and other documents filed with the SEC by Union Pacific or Norfolk Southern through the website maintained by the SEC at <http://www.sec.gov> or from Union Pacific at

its website, <https://investor.unionpacific.com/financials/sec-filings>, or from Norfolk Southern at its website, <https://norfolksouthern.investorroom.com/sec-filings>. Documents filed with the SEC by Union Pacific will be available free of charge by accessing Union Pacific's website at <https://investor.unionpacific.com/financials/sec-filings>, or alternatively by directing a request by mail to Union Pacific's Corporate Secretary, 1400 Douglas Street, Omaha, Nebraska 68179, and documents filed with the SEC by Norfolk Southern will be available free of charge by accessing Norfolk Southern's website at <https://investor.unionpacific.com/financials/sec-filings> or, alternatively, by directing a request by mail to Norfolk Southern's Corporate Secretary, 650 West Peachtree Street NW, Atlanta, Georgia 30308-1925.

PARTICIPANTS IN THE SOLICITATION

Union Pacific, Norfolk Southern and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of proxies from the shareholders of Norfolk Southern and Union Pacific in connection with the Transaction under the rules of the SEC.

Information about the interests of the directors and executive officers of Union Pacific and Norfolk Southern and other persons who may be deemed to be participants in the solicitation of shareholders of Union Pacific and Norfolk Southern in connection with the Transaction and a description of their direct and indirect interests, by security holdings or otherwise, will be included in the Joint Proxy Statement/Prospectus, which will be filed with the SEC.

Information about the directors and executive officers of Union Pacific and their ownership of Union Pacific common stock can also be found in the Union Pacific Annual Report, and its definitive proxy statement in connection with its 2025 annual meeting of shareholders, as filed with the SEC on March 25, 2025 (the "Union Pacific 2025 Proxy Statement") and other documents subsequently filed by Union Pacific with the SEC, which are available on its website at www.up.com. Information about the directors and executive officers of Union Pacific, their ownership of Union Pacific common stock, and Union Pacific's transactions with related persons is set forth in the sections entitled "Proposal Number 1 – Election of Directors—Directors/Nominees", "Director Compensation in Fiscal Year 2024", "Proposal Number 3 – Advisory Vote to Approve Executive Compensation", "A Letter From Our Compensation and Talent Committee" and "Compensation Discussion and Analysis" of the Union Pacific 2025 Proxy Statement. To the extent holdings of Union Pacific common stock by the directors and executive officers of Union Pacific have changed from the amounts of Union Pacific common stock held by such persons as reflected therein, such changes have been or will be reflected on Statements of Change in Ownership on Form 4 filed with the SEC, which are available at <https://www.sec.gov/edgar/browse/?CIK=100885&owner=exclude> under the tab "Ownership Disclosures".

Information about the directors and executive officers of Norfolk Southern and their ownership of Norfolk Southern common stock is also set forth in the definitive proxy statement for Norfolk Southern's 2025 Annual Meeting of Shareholders, as filed with the SEC on Schedule 14A on March 28, 2025 (which is available at <https://www.sec.gov/ix?doc=/Archives/edgar/data/0000702165/000119312525066914/d892357ddef14a.htm>) and other documents subsequently filed by Norfolk Southern with the SEC. Information about the directors and executive officers of Norfolk Southern, their ownership of Norfolk Southern common stock, and Norfolk Southern's transactions with related persons is set forth in the sections entitled "Norfolk Southern Director Nominees", "Corporate Governance and the Board—Item 1: Election of 13 Directors for a One-Year Term", "Corporate Governance and the Board—Director Nominees", "Corporate Governance and the Board—Compensation of Directors", "Executive Compensation" and "Stock Ownership Information" of such definitive proxy statement. Please also refer to Norfolk Southern's subsequent Current Report, as filed with the SEC on Form 8-K on June 3, 2025 (which is available at <https://www.sec.gov/ix?doc=/Archives/edgar/data/0000702165/000119312525133796/d35291d8k.htm>), regarding subsequent changes to Norfolk Southern's Board of Directors following the filing of such definitive proxy statement. To the extent holdings of Norfolk Southern common stock by the directors and executive officers of Norfolk Southern have changed from the amounts of Norfolk Southern common stock held by such persons as reflected in the definitive proxy statement, such changes have been or will be reflected on Statements of Change in Ownership on Form 4 filed with the SEC, which are available at <https://www.sec.gov/edgar/browse/?CIK=702165&owner=exclude> under the tab "Ownership Disclosures".

<Houston Council Member Draft Letter of Support.docx>

Lindsay Williams <williams Lindsay123@gmail.com>

Thu, Oct 23, 2025 at 2:25 PM

To: Jack Hanagriff <jack@eastenddistrict.com>

Heads up - this is going around now. I know Julian Ramirez and Mario Castillo have received it - I am assuming others have too.

Lindsay Williams
williams Lindsay123@gmail.com

[Quoted text hidden]

Investors and security holders of Union Pacific and Norfolk Southern may obtain free copies of these documents and other documents filed with the SEC by Union Pacific or Norfolk Southern through the website maintained by the SEC at <http://www.sec.gov> or from Union Pacific at its website, <https://investor.unionpacific.com/financials/sec-filings>, or from Norfolk Southern at its website, <https://norfolksouthern.investorroom.com/sec-filings>. Documents filed with the SEC by Union Pacific will be available free of charge by accessing Union Pacific's website at <https://investor.unionpacific.com/financials/sec-filings>, or alternatively by directing a request by mail to Union Pacific's Corporate Secretary, 1400 Douglas Street, Omaha, Nebraska 68179, and documents filed with the SEC by Norfolk Southern will be available free of charge by accessing Norfolk Southern's website at <https://investor.unionpacific.com/financials/sec-filings> or, alternatively, by directing a request by mail to Norfolk Southern's Corporate Secretary, 650 West Peachtree Street NW, Atlanta, Georgia 30308-1925.

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Houston Council Member Draft Letter of Support.docx

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Appendix II - template provided for elected officials to fill in

[Date]

The Honorable Patrick J. Fuchs
Chairman
Surface Transportation Board
395 E Street SW
Washington, DC 20423
Subject: Support for Union Pacific and Norfolk Southern Merger

Dear Chairman Fuchs:

As a member of the Houston City Council, I am writing to express my strong support for the proposed merger between Union Pacific and Norfolk Southern railways. This merger represents a strategic opportunity to strengthen our national rail network and deliver significant economic and logistical benefits to the City of Houston.

Houston is one of the nation's most important transportation and logistics hubs. Our economy depends on efficient rail service to move goods to and from our ports, refineries, and manufacturing centers. The combination of Union Pacific's western network with Norfolk Southern's eastern routes would create a more seamless, coast-to-coast rail system—enhancing connectivity for Houston's industries, reducing supply chain bottlenecks, and improving overall service reliability.

Additionally, the merger is expected to generate local economic growth through increased freight efficiency, job creation, and reduced congestion on our highways as more goods move by rail. This is a win for our city's economy, our environment, and the millions of Texans who benefit from a stronger transportation infrastructure.

For these reasons, I urge the Surface Transportation Board to approve the Union Pacific–Norfolk Southern merger. It is an investment in the future of American commerce and a clear benefit for the people of Houston.

Sincerely,
[Name]
Houston City Council Member

cc: Member Schultz
Member Hedlund

CERTIFICATE OF SERVICE

I hereby certify that I have caused the foregoing *Procedural Comment* to be served electronically or by first-class mail, postage prepaid, on the Secretary of Transportation, the Attorney General of the United States, Applicants' representatives, Administrative Law Judge Jenifer Soulikias, and all parties of record in this proceeding.

/s/

Lindsay Williams

President, Super Neighborhood 64 & 88

President, Eastwood Civic Association

Chair, Trains Committee

Community Advisory Board Member, Houston Area Rail
Transformative

Member, East End District Rail Safety Task Force

March 27, 2026