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April 30, 2026

Danielle Gosselin
Director
Office of Environmental Analysis
Surface Transportation Board
395 E Street, SW
Washington, DC 20423

Re: Docket No. FD 36873, Response to Information Request No. 3

Dear Ms. Gosselin:

I am writing on behalf of Union Pacific Railroad Company (UP) to respond to the Office of Environmental Analysis's (OEA) Information Request No. 3 (IR3). The substantive answers to OEA's requests are included in the accompanying Master Data Tables as well as the Map Series. The Applicants are submitting both PDF and Excel versions of the Master Data Tables (Master Data Tables for Req3.xlsx). In addition to providing responses to IR3, UP is resubmitting updated versions of all the data tables previously submitted in response to OEA Information Request No. 1 and Information Request No. 2 (IR1 and IR2, respectively).

The proposed transaction is an end-to-end combination of the two rail systems and UP/NS have modeled the impact of the transaction on the combined system's traffic levels and used those traffic forecasts to build a combined Operating Plan detailed in the Amended Application submitted to the Surface Transportation Board (Board) on April 30, 2026. The accompanying Master Data Tables includes all rail line segments included in the Amended Application's Electronic Appendix M, as well as manifest rail yards, intermodal ramps, and automotive ramps that exceed relevant Board thresholds or otherwise fall within scope of IR1-IR3, including data tables for public roadway/rail at-grade crossings and existing quiet zones associated with rail line segments exceeding Board thresholds. UP/NS are also including separate Master Data Tables for rail line segments with transaction related increases that identify: 1) segments with an increase of at least one freight train per day that have current passenger trains and 2) description of operations for rail line segments where freight moves via trackage rights or haulage agreements. As requested in IR3, UP/NS are providing Map Series and geospatial files of both main line and yard/terminal facility capital improvement projects as outlined in Section IV of the Service Assurance Plan in the Amended Application.

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All data in this submittal supersedes any previous submittals and is aligned with the updated Operating Plan in the Amended Application submitted on April 30. This letter supplements those Master Data Tables and Map Series by explaining how they were prepared. UP developed this data package in cooperation with its co-applicant, Norfolk Southern Corporation and Norfolk Southern Railway Company (NS).

Transaction-Related Growth

Requests IR1, IR2, and IR3 ask about places on the combined UP/NS network where transaction-related traffic would exceed the Board's thresholds per 49 C.F.R. § 1105.7(e)(5). OEA specified, in IR2, that the calculations include organic growth and provide a year five forecast without a merger transaction. UP/NS have isolated the impact of transaction-related growth as compared to organic growth over five years. For clarity, the methodology for each data column, representing traffic volumes in the "Master Rail Line Segments" table, is described below:

- **Baseline [Annual mGTMs or Trains per Day]¹** – pre-merger operating Volume Measure of a combined UP/NS network, which does not include any effects of a merger transaction.
- **5 Years Organic Growth [Annual mGTMs or Trains per Day]¹** – projected organic growth compounded annually for five-years on the baseline Volume Measures using organic growth rates based on long-term standalone revenue growth assumptions for volume by each railroad. Passenger train operations were excluded from organic growth calculations (see Footnote 3 in the Master Data Tables). The only passenger train per day growth included relates to NS agreements that predate this Transaction (see Footnote 4 in the Master Data tables).
- **Year 5 [Annual mGTMs or Trains per Day]¹ No Transaction** – projected Volume Measures five years after baseline year assuming no transaction (Baseline Annual "Volume Measure" + 5 Years Organic Growth "Volume Measure").
- **Transaction Growth [Annual mGTMs or Trains per Day]¹** – reflects incremental Volume Measure increases Applicants expect will occur as outlined in the Amended Application Operating Plan, post-transaction.
- **Year 5 [Annual mGTMs or Trains per Day]¹ with Transaction** – reflects fully integrated UP/NS network operations five-years post-transaction (Baseline "Volume Measure" + 5 Years Organic Growth "Volume Measure" + Transaction Growth "Volume Measure").
- **% Transaction [Annual mGTMs or Trains per Day]¹ Change (when applicable)** – percentage of traffic change due to transaction as reflected in fully integrated UP/NS network (Transaction Growth "Volume Measure"/[Baseline "Volume Measure" + 5 Years Organic Growth "Volume Measure"]).

¹ For Master Data Tables A3 and A4, the applicable volume measures are Carloads per Day and Trucks per Day, respectively.

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Rail Line Segments

UP and NS are providing a complete data table of rail line segments, included in the Amended Application's Electronic Appendix M of the Operating Plan, with organic growth calculations.²

Table "Rail Line Segments"

Rail line segments with transaction-related traffic increases in gross ton miles (GTM) or trains per day (TPD) exceeding the Board's thresholds are identified in column "Exceeds Board Threshold for 49 CFR 1105.7(e)(5)" with a value of "YES". All other rail line segments in the table do not exceed the Board's thresholds for GTM or TPD. This data table is supplemented by the following Map Series.

A1A2_SEGMENTS_MAP_SERIES

UP and NS are providing 207 maps showing rail line segments exceeding the Board's thresholds of either: 1) a 100% increase in GTM or an increase of 8 TPD for segments in attainment areas or 2) a 20% increase in GTM or an increase of 3 TPD for segments in nonattainment areas. The individual maps include a table with baseline and year 5 post-transaction million gross ton miles (mGTM) annually and TPD as well identification of nonattainment and Class 1 areas.

F_HAZMAT_MAT_SERIES

There are 414 rail line segments with an increase of at least one hazardous material carload per day.

Rail Yards & Terminals

Table "Manifest Yards (A3)"

UP/NS define manifest yards as locations with at least 1 car per day of yard activity (i.e., intermediate switching and/or block swapping) that is not at a foreign yard (other than UP or NS), a Port, a customer facility, a run-through interchange, or an Intermodal and/or Auto Ramp only (e.g., no manifest activity). UP/NS assessed transaction-related activity in manifest yards accounting for organic growth and identified the facilities that exceed Board thresholds of either: 1) 100% increase in carloads per day (CPD) for yards in attainment areas or 2) 20% increase in CPD for yards in nonattainment areas. This data table is supplemented by the following Map Series.

² Mileages reported in these tables for certain segments differ from mileages reported in Applicants' Electronic Appendix M associated with the Operating Plan in the Amended Application. To prepare maps required for environmental review purposes (i.e., to more precisely identify areas of potential environmental impacts), Applicants supplemented network mileage data used in the ordinary course of business for operations planning with GIS data where they determined GIS data were more precise.

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A3_MANIFEST_MAP_SERIES

UP and NS are providing 37 maps showing manifest rail yards that exceed the Board's thresholds.

Table "Intermodal & Auto Ramps (A4)"

UP/NS forecasted truck per day changes, accounting for organic growth, at Intermodal and Automotive Ramps and identified those that exceed Board thresholds due to the Transaction of either: 1) a 10% increase in trucks or 2) an increase of 50 trucks per day. This data table is supplemented by the following Map Series.

A4_INTERMODAL_AUTO_MAP_SERIES

UP and NS are providing 64 maps of Intermodal & Automotive Ramps based on the Board's criteria.

Table "Roadway&At-Grade Crossings (G1)"

UP and NS are providing the Master Data Table listing public roadway/rail at-grade crossings associated with rail line segments that exceed the Board's thresholds under 49 C.F.R. § 1105.7(e)(5). The data table includes the assigned Federal Railway Administration (FRA) grade crossing inventory number for crossings associated with rail line segments, manifest yards, and Intermodal/Auto Ramps exceeding the Board's thresholds for 49 C.F.R. § 1105.7(e)(5).

Table "Quiet Zones (G2)"

UP and NS cross-referenced public FRA data with the rail networks to create maps that show public at-grade crossings that are designated as being in a quiet zone. Quiet zones are associated with rail line segments, manifest yards, and Intermodal/Auto Ramps exceeding the Board's thresholds for 49 C.F.R. § 1105.7(e)(5).

G2_QUIET_ZONE_MAP_SERIES

UP and NS are providing 37 maps of 208 crossings within quiet zones.

Table "Haulage & Trackage Rights"

UP and NS have identified the rail line segments exceeding the Boards thresholds for 49 C.F.R. § 1105.7(e)(5) which have trackage right & haulage operating agreements. In this Master Data Table, the specific rail line segments operating under one of these agreements are identified as well as the owner railroad and the railroad(s) who operate as tenants. Additional notes on the trackage/haulage agreements are included.

Table "Passenger Segments"

UP/NS are including, in addition to the Master Data Table, the geospatial files for rail line segments that are forecasted to experience a transaction-related increase of one or more freight trains per day. The table includes the Segment Key, Segment Name, Average Current Passenger TPD, and notes for segments where the current passenger

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train volumes vary across a segment or do not use the entirety of a segment. To more precisely identify passenger traffic on these segments UP and NS used the average weekly passenger operations divided by 7, including trains that run on all or a portion of the given rail which may differ from passenger train counts included in the Amended Application's workpapers and Appendices.

Capital Improvements

IR3 asks for information about capital improvements related to the proposed transaction as outlined in Section IV of the Service Assurance Plan. The capital improvement projects outlined in the Amended Application are in various stages of design from very early (10%) to early (30%). UP and NS expect the design of these projects to continue to develop as more information becomes available. For purposes of this environmental review, UP and NS conducted an initial desktop and field review of the proposed capital improvements sites and are offering the best available information, recognizing that future conditions in the field may require some of the capital improvement projects to be adjusted.

Mainline Capital Improvements

UP/NS are providing Map Series and geodatabase files for 23 mainline capital improvement projects that show:

1. Existing right-of-way and the expected post-construction right-of-way at each planned capital improvement location;
2. Existing track centerline(s) and the expected post-construction track centerline(s) at each planned capital improvement location; and
3. The extent of the expected temporary construction footprint (e.g., equipment staging and laydown areas) and the expected permanent footprint for each of the main line capital improvements.

Yard & Terminal Facility Capital Improvements

UP/NS are providing maps and geodatabase files for 9 yard and terminal facility capital improvement projects that include:

1. Existing developed footprint/areas of the yards and terminal facilities; and
2. The extent of the expected temporary construction footprint (e.g., equipment staging and laydown areas) and the expected permanent footprint of the proposed capital improvements for each of the yards and terminal facilities.

UP and NS intend to access construction locations associated with capital improvements using the existing rail right-of-way and existing roads and road crossings, including existing road rights-of-way where the road right-of-way is adjacent to the rail right-of-way. Included in our submittal are the geospatial files for all proposed capital improvement projects, including mainline and yard/terminal, referenced in Section IV of the Service Assurance Plan. The PTC/CTC projects referenced in Section IV of the Service Assurance plan are not included in this submittal.

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Please do not hesitate to contact me if you have any questions.

Sincerely,

A handwritten signature in blue ink, appearing to read 'T Brugato', with a long horizontal flourish extending to the right.

Thomas Brugato