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September 9, 2026
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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**

DESCRIPTION OF ANTICIPATED RESPONSIVE APPLICATION

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The Wheeling & Lake Erie Railway Company (“WLE”) hereby submits this Description of Anticipated Responsive Application pursuant to the procedural schedule issued by the Surface Transportation Board (“Board” or “STB”) on August 18, 2026, in the above-captioned proceeding. WLE anticipates that it may file a Responsive Application that would ask the Board to condition any approval of the proposed acquisition of Norfolk Southern Corporation and Norfolk Southern Railway Company (collectively, “NS”) by Union Pacific Corporation and Union Pacific Railroad Company (collectively, “UP”) upon the granting of the trackage rights described herein. Any Responsive Application that may be filed by WLE seeking certain trackage rights would enhance rail-to-rail competition and serve the public interest.

I. Background.

In 2001, the Board fundamentally revised its merger rules imposing a “heavier burden” on merger applicants to show that their proposed transaction is “consistent with the public interest.”¹ The Board has broad authority under 49 U.S.C. § 11324(c) to incorporate conditions

¹ Major Rail Consolidation Procedures, 5 S.T.B. 539, 546 (2001).

on approval of major railroad consolidations, including the granting of trackage rights, “to mitigate or offset harm to the public interest.”² Under its 2001 Merger Rules, “[t]he Board seeks to enhance competition in ways that strengthen and sustain the rail network as a whole (including that portion of the network operated by Class II and III carriers).”³

II. Trackage Rights Description.

The trackage rights that WLE may seek consist of:

1. Overhead trackage rights on current NS⁴ track from WLE’s service area in northern Ohio to a connection to The Belt Railway Company of Chicago (“BRC”) in Chicago, Illinois. There are two routes for these trackage rights, namely:

- from Oak Harbor, Ohio (to which WLE already operates via preexisting trackage rights on NS) to the connection to BRC in Chicago.
- from Parkertown, Ohio (to which WLE already operates via preexisting trackage rights on NS) to the same connection to BRC in Chicago.

For purposes of operational flexibility benefitting both WLE and UP-NS and based on the record developed in this proceeding, any Responsive Application filed by WLE may seek either or both routes for the BRC connection from the WLE system in northern Ohio.

2. Overhead trackage rights on current NS track from Hagerstown, Maryland (to which WLE has authority to operate via preexisting trackage rights on CSX Transportation, Inc.) to a connection to the Conrail Shared Assets Operations (“CSAO”) of South Jersey / Philadelphia at Pavonia Yard in Camden, New Jersey.

² 49 C.F.R. § 1180.1(d).

³ 49 C.F.R. § 1180.1(d).

⁴ In this Description of Anticipated Responsive Application, WLE uses the name “NS” to refer to the post-acquisition portions of the combined UP-NS that are part of the current-day NS system.

3. Overhead trackage rights on current NS track from Oak Harbor, Ohio (to which WLE already operates via preexisting trackage rights on NS) to a connection to the CSAO of Detroit at River Rouge Yard in Ecorse, Michigan and River Rouge, Michigan.

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on this 9th day of September, 2026, a copy of the foregoing
“Description of Anticipated Responsive Application” was served by electronic mail or first class
mail on the service list for Finance Docket No. 36873.

/s/ Karyn A. Booth
Karyn A. Booth