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By E-Filing**ENTERED**

September 10, 2026

Hon. Jenifer J. Soulikias
 Administrative Law Judge
 Surface Transportation Board
 395 E Street, SW
 Washington, DC 20423-0001

Office of Chief Counsel
 September 10, 2026
 Part of
 Public Record

**Re: Docket No. FD 36873, *Union Pacific Corp., et al. - Control -
 Norfolk Southern Corp., et al.***

Dear Judge Soulikias:

This Motion asks Your Honor to require BNSF, CPKC, and CSX to honor the discovery commitments they made more than twelve weeks ago. In written responses, each railroad agreed to search for and produce specified categories of responsive documents. Yet CPKC and CSX have produced none of those documents, and BNSF has produced only datasets outside the categories it agreed to search for and produce. Applicants have repeatedly sought a firm schedule, but the railroads still will not commit to dates for beginning or completing production. Fair and orderly discovery requires parties to follow their written commitments and to proceed on a schedule that permits all parties as a meaningful opportunity to use the discovery produced. Applicants therefore respectfully request an order requiring immediate rolling productions of documents BNSF, CPKC, and CSX have agreed to produce, with completion by September 25, 2026.¹

Applicants served their First and Second Sets of Discovery Requests on BNSF, CPKC, and CSX on May 29 and June 1. Each railroad served written responses on June 15 and June 16. *See* Exs. A–F, BNSF’s, CPKC’s, and CSX’s Responses to Applicants’ First and Second Sets of Discovery. In their responses, each railroad committed to search for and produce a portion of the documents responsive to Applicants’ requests. Specifically, each railroad agreed to search for and produce certain documents in response to certain requests as reflected below:

¹ To be clear, the set of documents that BNSF, CPKC, and CSX committed to producing in their written discovery responses exclude numerous responsive documents that BNSF, CPKC, and CSX are obligated to produce in response to Applicants’ discovery requests. While Applicants continue to confer with the other railroads regarding production of these additional documents, and will raise related disputes for Your Honor’s resolution to the extent necessary, there is no basis for BNSF, CPKC, and CSX to continue delaying production of the documents that they have already agreed they must produce.

COVINGTON

September 10, 2026

Page 2

- **BNSF:** Request Nos. 4, 6–8, 16, and 22. (Exs. A and B).
- **CPKC:** Request Nos. 2–4, 6–10, 12–14, and 16–17. (Exs. C and D).
- **CSX:** Request Nos. 2–4 (Exs. E and F).²

Since serving their responses, CPKC and CSX have not produced any documents in response to Applicants' discovery requests. BNSF has not produced any of the documents it promised to search for in response to Request Nos. 4, 6–8, 16, and 22. BNSF has produced some data to Applicants after Applicants filed a motion to compel production of the data, but this data was not within the universe of material BNSF committed to producing in its written responses.³

Applicants have requested updates regarding the expected date of production of the promised documents, but BNSF, CPKC, and CSX have failed to make any firm commitments regarding the dates they will commence or complete production. Prior to filing this Motion, on September 9, 2026, Applicants again asked BNSF, CPKC, and CSX to commit to a firm production schedule—requesting that the railroads commit to commence rolling productions no later than September 11, 2026 (more than 100 days after the discovery requests were served), and to complete their productions by September 25, 2026. BNSF, CPKC, and CSX declined to make any firm commitments regarding their production schedule. *See* Ex. H, September 10, 2026 Email from N. Stern to K. Kelly; Ex. I, September 10, 2026 Email from E. Fanchiang to K. Kelly.

There is no reasonable basis to permit BNSF, CPKC, and CSX to continue to delay production of documents that they committed to producing more than twelve weeks ago.

For the foregoing reasons, Applicants respectfully request that Your Honor order BNSF, CPKC, and CSX to immediately commence rolling productions of the materials that they have committed to search for and produce and complete production of such materials no later than September 25, 2026.

Respectfully submitted,

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² CSX subsequently confirmed that it would also produce certain documents responsive to Requests 7–8. *See* Ex. G, July 16, 2026 Email from E. Fanchiang to J. Magcale.

³ Each railroad has agreed (or been ordered) to make reciprocal productions of data in response to Requests 18–21. *See* Decision No. 31 at 2–3. These requests are not at issue in this Motion.

COVINGTON

September 10, 2026

Page 3

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cc: All Parties of Record

EXHIBIT A

BEFORE THE
SURFACE TRANSPORTATION BOARD

DOCKET NO. FD 36873

**UNION PACIFIC CORPORATION, ET AL.
—CONTROL—
NORFOLK SOUTHERN CORPORATION, ET AL.**

**BNSF RAILWAY COMPANY'S
RESPONSES AND OBJECTIONS TO APPLICANTS' FIRST SET OF
DISCOVERY REQUESTS**

**BNSF Railway Company designates these responses
and objections Confidential pursuant to the Protective Order.**

Pursuant to 49 C.F.R. § 1114 and other applicable rules and authority, BNSF Railway Company (“BNSF”) hereby provides responses and objections to Applicants’ First Set of Discovery Requests to BNSF (“Requests”) served by Union Pacific and Norfolk Southern (together, “Applicants”) on May 29, 2026.

All responses set forth herein are subject to and without waiver of (i) BNSF’s General Objections and Specific Responses, (ii) any objections to the relevance, materiality, or admissibility for any purpose of the information sought, (iii) the right to object on any ground at any time to a demand for further responses to the Requests; or (iv) the right to revise, correct, add to, supplement, or clarify any of its responses.

SPECIFIC RESPONSES AND OBJECTIONS

REQUEST 1:

Describe all railroad mergers, acquisitions, or other control transactions involving You and any other Class I railroad that You are considering or have

considered within the last 12 months, whether in response to the Proposed Transaction or otherwise.

RESPONSE TO REQUEST 1:

Subject to and without waiving its objections, BNSF states the following:

Within the last 12 months, BNSF analyzed the characteristics of other Class I railroads. Any such analyses were conducted at the direction of counsel and are privileged. Within the last 12 months, BNSF did not take steps to acquire another Class I railroad.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, as it seeks information about transactions that BNSF or any of its employees “are considering or have considered within the last 12 months.” BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF also objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 2:

Produce all Documents and Communications relating to all railroad mergers, acquisitions, or other control transactions involving You and any other Class I

railroad that You are considering or have considered within the last 12 months, whether in response to the Proposed Transaction or otherwise.

RESPONSE TO REQUEST 2:

Subject to and without waiving its objections, BNSF states the following:

Within the last 12 months, BNSF analyzed the characteristics of other Class I railroads. Any such analyses were conducted at the direction of counsel and are privileged. Within the last 12 months, BNSF did not take steps to acquire another Class I railroad. BNSF has not identified any responsive, non-privileged documents responsive to this request after a reasonable search.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, as it seeks information about transactions that BNSF or any of its employees “are considering or have considered within the last 12 months.” BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, or documents containing information non-responsive to the Request, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF also objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 3:

Produce all Documents and Communications relating to the Proposed Transaction’s impacts or potential impacts on potential future mergers involving

Class I railroads, including but not limited to any mergers You have considered executing with any other Class I railroads.

RESPONSE TO REQUEST 3:

BNSF conducted a reasonable search for documents and has not identified any non-privileged documents responsive to this request after that reasonable search. BNSF may provide expert disclosures and other evidence and argument in opposition to the merger at the agreed time(s).

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including to the extent it seeks “all Documents and Communications” related to any “impact” the Proposed Transaction may have on any future merger involving Class I railroads, without limitation. BNSF further objects to the term “impacts” as vague in this context and not subject to a common understanding. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, or documents containing information non-responsive to the Request, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF also objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 4:

Produce all Documents and Communications relating to any potential or actual transaction, combination, joint venture, alliance, partnership, initiative, other form of cooperative arrangement or other strategic response that You have considered or

implemented, or are considering or are implementing, as a result of the Proposed Transaction.

RESPONSE TO REQUEST 4:

BNSF regularly evaluates on-going commercial relationships with other railroads and other entities. BNSF has engaged in such commercial relationships recently and over time. BNSF will search for and produce final, non-privileged analyses related to commercial relationships it has entered into since July 29, 2025. To do so, BNSF will conduct a reasonable search of the files of the principal individuals responsible for evaluating such commercial relationships.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including to the extent it seeks “all Documents and Communications relating to any potential or actual transaction, combination, joint venture, alliance, partnership, initiative, other form of cooperative arrangement or other strategic response that” BNSF or any of its employees have ever considered or implemented, or are considering or implementing. BNSF further objects to this Request to the extent that it is vague and ambiguous, including as to the terms “considered” and “considering”, as well as “combination,” “alliance,” “initiative” and “other form of cooperative arrangement or other strategic response,” which are all undefined and may not be subject to a common understanding. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, or documents containing information non-responsive to the Request, including information subject to existing or continuing confidentiality agreements or

obligations with third parties. BNSF also objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

GENERAL OBJECTIONS AND SPECIFIC RESPONSES

BNSF makes the following additional responses to Applicants' First Set of Discovery Requests to BNSF.

1. BNSF objects to the Requests, including the instructions and definitions, to the extent they seek to impose upon BNSF duties and/or responsibilities greater than those imposed by 49 C.F.R. § 1114.21, 49 C.F.R. § 1114.26, 49 C.F.R. § 1114.30, any applicable orders of this proceeding, or any stipulation or agreement between BNSF and the Applicants.

2. BNSF objects to these Requests to the extent they seek the disclosure of information, documents, or communications protected by the attorney-client privilege, the work product exemption from discovery, and/or any other applicable constitutional, statutory, or common law privilege. No privileged information, Document, or Communication will intentionally be provided in response to these Requests. By responding to any particular Request, BNSF does not intend to nor does it waive any applicable privilege that it may have, and BNSF specifically intends to assert the same. Inadvertent production of any document that is privileged or was prepared in anticipation of litigation shall not constitute waiver of any privilege or of any other ground for objection of discovery of such document, the information

contained therein, the subject matter thereof, or of BNSF's right to object to the use of that Document or the information contained therein.

3. BNSF objects to each Request to the extent it seeks proprietary or confidential business information, trade secrets, other sensitive information, or documents containing information non-responsive to the Request, including information subject to existing or continuing confidentiality agreements or obligations with third parties.

4. BNSF objects to the Requests to the extent they request documents or seek information already known to the Applicants, in the Applicants' possession, or that is published, publicly available, or otherwise generally accessible to all parties.

5. BNSF objects to the Requests to the extent they presume facts. BNSF does not agree to the Applicants' characterizations of any documents, facts, theories, or conclusions, and its responses shall not be construed as an admission that any definition or characterization provided by the Applicants is either factually accurate or legally binding. BNSF responds to the Requests without waiving any right to object to any requested discovery, and without affirming any conclusory or argumentative statements made by the Applicants in the Requests.

6. BNSF objects to these Requests to the extent they request BNSF to provide information not in its possession, custody, or control, including any documents from any third parties. Any such Request is overbroad, unduly burdensome, and inconsistent with (and imposes obligations beyond) the obligations required under 49 C.F.R. § 1114.21, 49 C.F.R. § 1114.26, or 49 C.F.R. § 1114.30.

7. BNSF objects to these Requests to the extent they require BNSF to create, compile, or develop new documents or data compilations not maintained in the ordinary course of business.

8. BNSF's responses are based upon the knowledge, information, and belief that it has acquired to present. BNSF reserves its right to amend these responses, assert additional objections, and supplement any information.

9. BNSF objects to the definitions of "You" and "Your" as overly broad and unduly burdensome, irrelevant, and not proportional to the needs of this proceeding, because the definitions encompass "present and former directors, officers, employees, agents, managing agents, representatives, attorneys, parents, subsidiaries, [and] affiliates," including those that are not involved in the proceeding. BNSF further objects to the definitions of "You" and "Your" to the extent they purport to require BNSF to provide information from persons or entities outside of its possession, custody, or control. BNSF will construe "You" and "Your" to mean BNSF Railway Company and responds to the Requests on behalf of BNSF Railway Company only.

10. BNSF objects to the definition of "Communication" as overbroad and unduly burdensome insofar as it encompasses any "transmission or receipt of information" and communications that are outside of BNSF's possession, custody or control, or that cannot be located with a reasonably diligent search, or that exceed the scope of permissible discovery pursuant to 49 C.F.R. § 1114.21 and 49 C.F.R. § 1114.30.

11. BNSF objects to the definition of “Document” as overbroad and unduly burdensome insofar as it encompasses documents that are outside of BNSF’s possession, custody or control, or that cannot be located with a reasonably diligent search, or that exceed the scope of permissible discovery under 49 C.F.R. § 1114.21 and 49 C.F.R. § 1114.30. In responding to Requests that incorporate this term, unless otherwise specified, BNSF will construe the term “Documents” to be synonymous in meaning and equal in scope to the term as defined under 49 C.F.R. § 1114.30.

12. BNSF objects to Instruction 1 because extending references to “railroads, shippers, consultants, or companies (including Applicants)” to “include affiliates, subsidiaries, predecessors, successors, officers, directors, employees, attorneys, agents, and representatives thereof” makes the requests overly broad and unduly burdensome; they encompass persons and entities not relevant or proportional to this proceeding; and they refer to unknown persons and entities. BNSF further objects to the extent that Instruction 1 purports to require BNSF to provide information from persons or entities outside of its possession, custody, or control.

13. BNSF objects to the definition of “Produce” as well as Instruction 3 to the extent that Applicants seek to impose on BNSF any discovery obligation greater than or different from those imposed by 49 C.F.R. § 1114.21, 49 C.F.R. § 1114.26, 49 C.F.R. § 1114.30, or any other governing law or rule, or the Protective Order entered August 5, 2025.

14. Regarding Instruction 5, BNSF responds to Request No. 1 from May 29, 2025 to May 29, 2026; responds to Request No. 2 from May 29, 2025 to May 29, 2026;

responds to Request No. 3 from July 29, 2025 to May 29, 2026; and responds to Request No. 4 from July 29, 2025 to May 29, 2026.

Respectfully submitted,

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Counsel for BNSF Railway Company

June 15, 2026

CERTIFICATE OF SERVICE

I hereby certify that on this 15th day of June 2026, I caused the foregoing *BNSF Railway Company's Responses and Objections to Applicants' First Set of Discovery Requests to BNSF* to be served electronically or by first class mail, postage pre-paid, on all parties of record in this proceeding.

/s/ Onika K. Williams

Onika K. Williams

Attorney for *BNSF Railway Company*

EXHIBIT B

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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

CPKC’S RESPONSES AND OBJECTIONS TO APPLICANTS’ FIRST SET OF DISCOVERY REQUESTS

Pursuant to 49 C.F.R. Part 1114, Subpart B, Canadian Pacific Railway Company d/b/a Canadian Pacific Kansas City and CPKC, on behalf of itself and its U.S. rail carrier subsidiaries (collectively “CPKC”),¹ hereby responds and objects as follows to Applicants’ First Set of Discovery Requests to CPKC (referred to herein as the “Requests”) served on May 29, 2026 in connection with the above-captioned proceeding. Pursuant to the terms of the Protective Order in this proceeding, this Response is designated as Highly Confidential.

The following enumerated objections apply to the Requests collectively and to each Definition, Instruction, and individual Request, and, unless otherwise stated, shall have the same force and effect as if set forth in full in response to each individual Request. These general objections are not exhaustive and are not exclusive to specific objections that CPKC may raise. Any objection to a Definition shall also apply equally to any other Definition, Instruction, or Request that incorporates that Definition. CPKC’s objections shall not waive, limit, or prejudice

¹ CPKC’s U.S. rail carrier subsidiaries include Soo Line Railroad Company; Central Maine & Quebec Railway US Inc.; Dakota, Minnesota & Eastern Railroad Corporation; Delaware & Hudson Railway Company, Inc.; The Kansas City Southern Railway Company; Gateway Eastern Railway Company; and The Texas Mexican Railway Company.

REDACTED PUBLIC VERSION

any objections that it may later assert. Without waiving any objection herein, CPKC is willing to meet and confer with Applicants regarding the Requests and CPKC's responses and objections to resolve any matters in dispute with respect to the Requests.

GENERAL OBJECTIONS

All of CPKC's responses are subject to and without waiver of the following General Objections:

1. CPKC's investigation related to the Requests is ongoing, and, as a result, this response is based on information presently available to CPKC. CPKC reserves the right to rely upon facts, documents, or other evidence that it may develop or that may subsequently come to its attention; to assert additional objections; and to supplement or amend these responses at any time as this proceeding continues. A statement in this response to the effect that CPKC may produce non-privileged, responsive documents or information located after a reasonable search in response to a Request shall not be construed as a representation that such documents or information exist. To the extent CPKC produces documents or information responsive to the Requests, CPKC will produce relevant, responsive, non-privileged documents or information only to the extent they may be found following a reasonable search and only subject to CPKC's other objections.

2. CPKC objects to the Requests to the extent they purport to impose upon CPKC burdens or duties that are greater than, or otherwise conflict with, the requirements or the permissible scope of discovery under 49 C.F.R. Part 1114, Subpart B, or under other Surface Transportation Board (the "Board"), rules, precedents, or orders in the above-captioned proceeding (collectively, the "Applicable Rules") or are otherwise not proportional to the needs of the above-captioned proceeding and imposes an undue burden on CPKC.

REDACTED PUBLIC VERSION

3. CPKC objects to the Requests to the extent that they are not proportional to the needs of the above-captioned proceeding and impose an undue burden or duty on CPKC, particularly in light of CPKC's status as a non-applicant participant in the above-captioned proceeding.

4. CPKC objects to the Requests to the extent that they purport to require CPKC to conduct anything beyond a reasonable search for documents and information that are reasonably available to CPKC from CPKC sources in which responsive, non-privileged documents would likely be found. Where CPKC produces (or agrees to produce) documents, or states that it does not have responsive documents, CPKC is stating that conclusion based upon the reasonable search it conducted.

5. CPKC objects to the Requests to the extent they purport to seek information and/or documents that are not relevant to the issues raised in the above-captioned proceeding.

6. CPKC objects to the Requests to the extent they purport to seek information and/or documents on subjects that are not yet at issue in the above-captioned proceeding.

7. CPKC objects to the Requests to the extent that they are premature, including because they call for documents or information relating to potential future responsive application(s) that CPKC may or may not file in the above-captioned proceeding. CPKC will produce documents and information concerning any responsive application(s) CPKC may file consistent with a procedural schedule to be set by the Board.

8. CPKC objects to the Requests to the extent that they seek, or may be construed to seek, information protected from disclosure by the attorney-client privilege, attorney work product doctrine, joint defense or common interest privilege, and/or any other applicable privilege, protection, immunity, doctrine, statute, regulation, agreement, or protective order (each

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a “Privilege”). CPKC hereby asserts all applicable privileges and protections and excludes privileged and protected information from its responses. Nothing contained herein is a waiver of any Privilege. In the event that CPKC produces a privileged document, such production is inadvertent and will not constitute a waiver of any Privilege. CPKC reserves all rights under applicable law to demand and/or require the return of all copies thereof and non-use by Applicants or any other person or entity in this or any other proceeding.

9. CPKC objects to the Requests to the extent that they seek the production of documents prepared in connection with, or information relating to, possible settlement or mediation of this or any other proceeding.

10. CPKC objects to the Requests to the extent they call for information or documents that are confidential, proprietary, or commercially or competitively sensitive. Consistent with its responses and objections, CPKC will make available information and documents subject to the Board’s Protective Order issued in this proceeding on August 5, 2025, and all responses and documents should be treated in accordance with that Order.

11. CPKC objects to the Requests to the extent that they purport to seek documents or information not in CPKC’s possession, custody or control.

12. CPKC objects to the Requests to the extent they purport to seek the production of documents that are unreasonably cumulative or duplicative of documents already in Applicants’ possession, custody or control, or that are publicly available or otherwise readily accessible to Applicants, or that are otherwise obtainable in a more convenient, less burdensome or less expensive manner than from CPKC.

13. CPKC objects to the Requests as unduly burdensome and oppressive, particularly in light of CPKC’s status as a non-applicant, to the extent that they purport to require CPKC to

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create, generate, compile, or develop documents, data, or other materials not kept, or in a form not kept, in the ordinary course of CPKC's business, or to undertake anything more than a reasonable search for responsive information.

14. CPKC objects to the Requests to the extent that they are unduly burdensome in failing to allow for a reasonable time for compliance. CPKC also objects to Applicants' demand to the extent that they purport to require CPKC to complete production of records in response to Applicants' Requests by June 15, 2026 on the basis that the request is unduly burdensome and fails to allow for a reasonable time for compliance. CPKC is providing the below written responses and objections and, to the extent that it agrees to conduct a reasonable search for records, will produce responsive documents or information as it is able to locate or identify through a reasonable search and which are not otherwise subject to an applicable privilege or other protection without undue burden.

15. CPKC reserves the right to provide responsive materials on a rolling basis.

16. CPKC objects to the Requests to the extent they call for categories of documents or information Applicants themselves have failed or refused to Produce in response to any discovery request to which such documents or information are responsive. As the parties that initiated this proceeding and are seeking approval of the proposed transaction from the Board, Applicants are subject to substantially greater discovery obligations than a non-applicant such as CPKC.

17. CPKC objects to the Requests to the extent they purport to prohibit CPKC from redacting information that might reveal its commercially sensitive or long-term corporate strategies, is not relevant to this proceeding, or is non-responsive to the Request. CPKC

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accordingly reserves the right to redact non-responsive material from any document provided in response to the Requests.

18. CPKC reserves the right to challenge the competency, relevance, materiality, authenticity, or admissibility of, or to object on any ground to, the use of information requested in the Requests and in any responses CPKC may provide thereto, in any subsequent proceeding, or further proceedings in this matter. To the extent that CPKC produces responsive information or documents, CPKC does not concede that such information is relevant, material, or admissible into evidence, and any such production is not intended to waive any of CPKC's objections to any of the Requests.

19. CPKC objects to the Requests to the extent that they purport to require CPKC to produce "all" or "any" responsive documents, communications, or information as unduly burdensome to the extent it requests that CPKC conduct an unreasonably broad collection and review of records to identify each and every document that may possibly be responsive, where a subset of documents would be sufficient to provide the pertinent information. CPKC objects to the Requests as unduly burdensome to the extent it seeks production from the files of all current and former CPKC employees, including those who are not reasonably likely to possess non-duplicative relevant documents.

20. CPKC objects to the Requests to the extent it seeks or may result in the use, disclosure, or dissemination of any confidential, proprietary, or commercially or competitively sensitive information produced in response to the Requests for the purpose of training, fine-tuning, evaluating, or otherwise interacting with artificial intelligence (AI) models or systems in a manner that violates the terms of the Protective Order entered in this case. This objection includes, but is not limited to, any use of such materials in connection with large language

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models (LLMs), machine learning algorithms, or generative AI tools, regardless of whether such use is direct or indirect, manual or automated, or anonymized or de-identified. CPKC does not consent to the use of any of its discovery materials for purposes unrelated to this proceeding, including but not limited to AI training.

OBJECTIONS TO DEFINITIONS

21. CPKC objects to the Definitions as unduly burdensome and disproportionate to the needs of the above-captioned proceeding to the extent the Definitions seek to impose obligations on CPKC that are greater than or otherwise inconsistent with those Applicants have agreed to undertake in discovery in the above-captioned proceeding.

22. CPKC objects to Definition No. 2 (“Communication”) to the extent this Definition seeks to expand upon and conflicts with 49 C.F.R. Part 1114, Subpart B. CPKC objects to Definition No. 2 as unduly burdensome and as seeking information that is not proportional to the probative value the information sought may have in this proceeding to the extent that it seeks production of information on “telephone conversations” or “in-person conversations.” CPKC further objects to Definition No. 2 as unduly burdensome and as seeking information that is not proportional to the probative value the information sought may have in this proceeding to the extent it would require production of information from sources that are not reasonably accessible and to the extent that it purports to require production of material that was not reduced to writing. CPKC will not search for or produce these categories of “Communications.”

23. CPKC objects to Definition No. 3 (“Document”) to the extent this Definition seeks to expand upon and conflicts with 49 C.F.R. Part 1114, Subpart B. CPKC further objects to Definition No. 3 as unduly burdensome and as seeking information that is not proportional to

REDACTED PUBLIC VERSION

the probative value the information sought may have in this proceeding to the extent that it would require production of draft electronic communications, electronic meeting invites, meeting change or cancellation notices, and Communications to the extent addressed in General Objection 22. CPKC will not search for or produce these categories of “Documents.”

24. CPKC objects to Definition No. 9 (“Produce”), to the extent it purports to impose obligations inconsistent with the Applicable Rules, or to specify a form, manner or method of production that is unreasonable and unduly burdensome.

25. CPKC objects to Definition No. 14 (“You” and “Your”), on the grounds that (i) it is unduly burdensome to the extent that it purports to impose on CPKC burdens and obligations that exceed those imposed by the Applicable Rules, and (ii) it is overbroad, disproportionate to the needs of this case, and not reasonably calculated to lead to the discovery of admissible evidence to the extent that it purports to include entities other than CPKC and calls for information or documents that are neither relevant to the claims, defenses, or subject matter of, nor proportional to the needs of, the above-captioned proceeding.

OBJECTIONS TO INSTRUCTIONS

26. CPKC objects to the Instructions as unduly burdensome to the extent the Instructions seek to impose obligations on CPKC that are greater than or otherwise inconsistent with those Applicants have agreed to undertake in discovery in the above-captioned proceeding.

27. CPKC objects to Instruction No. 1 on the grounds that it is overly broad and unduly burdensome, in particular because it seeks discovery of information from “agents,” “attorneys,” and “representatives.”

28. CPKC objects to Instruction No. 5 on the grounds that it references a time period that extends beyond the scope of reasonable discovery, and is overly broad, unduly burdensome,

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and disproportionate to the needs of the proceeding. Where CPKC agrees to conduct a search in response to any particular Request, CPKC will meet and confer with Applicants regarding the appropriate date range of such search.

RESPONSES AND OBJECTIONS TO SPECIFIC REQUESTS

Subject to the General Objections, CPKC responds to the Requests as follows. To the extent that objections are specifically set forth in response to an individual Request, it is because they are believed to be particularly appropriate to that Request, and they do not constitute a waiver or limitation of any General Objection or other objection applicable to that or any other Request.

Request No. 1:

Describe all railroad mergers, acquisitions, or other control transactions involving You and any other Class I railroad that You are considering or have considered within the last 12 months, whether in response to the Proposed Transaction or otherwise.

Response to Request No. 1:

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that it is vague, ambiguous, and overbroad insofar as it fails to define the terms “considering” or “considered.” CPKC further objects to this Request on the grounds that it is vague, ambiguous, and overbroad insofar as the term “You” is defined to include every agent and employee of CPKC; any number of low-level employees or agents may, in theory, have given thought to (*i.e.*, “considered”) a potential transaction, even if such individuals lacked any authority or responsibility with respect to CPKC pursuing any such transaction. CPKC further objects to this Request on the grounds that it is vague, ambiguous, and overbroad insofar as it fails to define the term “other control transaction,” which could include routine trackage rights,

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leases and other similar arrangements. CPKC will construe this Request as limited to discussions within the last 12 months among CPKC Officers or Directors concerning potential mergers, acquisitions, or other forms of combinations that CPKC might propose or enter into with another Class I railroad.

Subject to and without waiver of any of the foregoing objections, CPKC states that, in response to the Proposed Transaction, [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Request No. 2:

Produce all Documents and Communications relating to all railroad mergers, acquisitions, or other control transactions involving You and any other Class I railroad that You are considering or have considered within the last 12 months, whether in response to the Proposed Transaction or otherwise.

Response to Request No. 2:

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that it is vague, ambiguous, and overbroad insofar as it fails to define the terms “considering” or “considered.” CPKC further objects to this Request on the grounds that it is vague, ambiguous, and overbroad insofar as the term “You” is defined to include every agent and employee of CPKC; any number of low-level employees or agents may, in theory, have given thought to (*i.e.*, “considered”) a potential transaction, even if such individuals lacked any authority or responsibility with respect to CPKC pursuing any such transaction. CPKC further objects to this Request on the grounds that it is vague, ambiguous, and overbroad insofar as it fails to define the term “other control transaction,” which could include routine trackage rights,

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leases and other similar arrangements. CPKC further objects to this Request to the extent that it calls for records that are privileged, protected attorney work product, or otherwise protected from disclosure as it relates to potential forthcoming responsive application(s) or comments on the application for the Proposed Transaction.

Subject to and without waiver of any of the foregoing objections, CPKC will produce any non-privileged Documents and Communications exchanged between CPKC's executives and the CPKC Board of Directors concerning potential combinations between CPKC and other Class I railroads, that can be located based on a reasonable search of executive-level custodial files.

Request No. 3:

Produce all Documents and Communications relating to the Proposed Transaction's impacts or potential impacts on potential future mergers involving Class I railroads, including but not limited to any mergers You have considered executing with any other Class I railroads.

Response to Request No. 3:

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that it is overly broad, unduly burdensome, and not proportionate to the needs of these proceedings, in light of CPKC's non-applicant status, because it calls for all Documents and Communications about the Proposed Transaction's impacts or potential impacts on potential future mergers involving Class I railroads. CPKC further objects that the undefined phrase "relating to" is vague, ambiguous and further compounds the overbreadth of this Request. CPKC further objects to this Request on the grounds that it is vague, ambiguous, and overbroad in that the term "You" is defined to include every agent and employee of CPKC; any number of low-level employees or agents may, in theory, have given thought to (*i.e.*, "considered") the potential impacts of the Proposed Transaction and potential responsive mergers a potential transaction, even if such individuals lacked any authority or responsibility with respect to CPKC

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pursuing any such transaction. CPKC further objects to this Request to the extent that it calls for records that are privileged, protected attorney work product, or otherwise protected from disclosure as it relates to potential forthcoming responsive application(s) or comments on the application for the Proposed Transaction.

Subject to and without waiver of any of the foregoing objections, CPKC will produce non-privileged Documents and Communications exchanged between CPKC's executives and the CPKC Board of Directors analyzing the Proposed Transaction's impacts or potential impacts on potential future mergers involving Class I railroads, that can be located based on a reasonable search of executive-level custodial files.

Request No. 4:

Produce all Documents and Communications relating to any potential or actual transaction, combination, joint venture, alliance, partnership, initiative, other form of cooperative arrangement or other strategic response that You have considered or implemented, or are considering or are implementing, as a result of the Proposed Transaction.

Response to Request No. 4:

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that it is overly broad, unduly burdensome, and not proportionate to the needs of these proceedings, in light of CPKC's non-applicant status, because it calls for all Documents and Communications relating in any way to CPKC's actual or potential response to the Proposed Transaction, without regard to their relevance to these proceedings. CPKC further objects that the terms "transaction," "initiative," and "other strategic response" are vague and ambiguous, as it is unclear whether these terms are meant to include only joint-initiatives or responses with other railroads, consistent with the other terms in the list, or instead are meant to encompass actions that might be taken by CPKC alone. CPKC further objects to this Request on the

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grounds that it is vague, ambiguous, and overbroad in that the term “You” is defined to include every agent and employee of CPKC; any number of low-level employees or agents may have given thought to (i.e., “considered”) potential transactions, combinations, joint ventures, alliances, partnerships, initiatives, other forms of cooperative arrangements or other strategic responses, even if such individuals lacked any authority or responsibility with respect to CPKC doing so. CPKC further objects to this Request to the extent that it calls for records that are privileged, protected attorney work product, or otherwise protected from disclosure as it relates to potential forthcoming responsive application(s) or comments in the above-captioned proceeding. CPKC will construe the Request as encompassing only potential strategic responses to the Proposed Transaction that involve some form of collaboration with other Class I railroads.

Subject to and without waiver of any of the foregoing objections, CPKC will produce non-privileged Documents and Communications created or received since July 29, 2025 regarding new strategic collaborations with other Class 1 railroads that CPKC has analyzed or taken steps to implement in response to the Proposed Transaction, that can be located based on a reasonable search of executive-level custodial files.

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Respectfully submitted,



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Attorneys for CPKC

Dated: June 15, 2026

CERTIFICATE OF SERVICE

I hereby certify that on this 15th day of June 2026, I caused a copy of the foregoing response to be served by email or by first-class mail, postage prepaid, on all parties of record in this proceeding.

/s/ Noah P.M. Stern

Noah P.M. Stern

EXHIBIT C

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

CSXT'S RESPONSES AND OBJECTIONS
TO UNION PACIFIC'S AND NORFOLK SOUTHERN'S
FIRST SET OF DISCOVERY REQUESTS

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Attorneys for CSX Transportation, Inc.

CSX Transportation (“CSXT”) responds to the First Set of Discovery Requests (the “Requests” and individually, a “Request”) of Union Pacific Railroad Company, Union Pacific Corporation, Norfolk Southern Corporation and Norfolk Southern Railway Company (collectively, “Applicants”), served on May 29, 2026, as follows.

GENERAL RESPONSES AND OBJECTIONS

1. CSXT’s responses and objections to these Requests are based on CSXT’s present knowledge, information, and belief. CSXT reserves the right to rely upon facts, documents, and other evidence that it may develop or that may subsequently come to its attention; to assert additional objections; and to supplement or amend these responses at any time as this proceeding continues.

2. CSXT objects to these Requests to the extent they seek to impose on CSXT discovery obligations similar to those applicable to Applicants. Applicants are seeking approval from the Surface Transportation Board (“STB”) of the Proposed Transaction—CSXT is not. Applicants therefore should and do face a significantly larger burden in discovery than entities such as CSXT that are not parties to the Proposed Transaction.

3. In providing these responses, CSXT reserves all objections as to competency, relevancy, materiality, authenticity, and admissibility of any information requested in the Applicants’ Requests and in any responses or productions CSXT may provide thereto, in any subsequent proceeding, or further proceedings in this matter. To the extent that CSXT provides responsive information or documents, CSXT does not concede that such information is relevant,

material, or admissible into evidence, and any such production is not intended to waive any of CSXT's objections to any of Applicants' Requests.

4. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, to the extent they impose upon CSXT burdens or duties that are greater than, or otherwise conflict with, the requirements, or the permissible scope, of discovery under 49 C.F.R. Part 1114, Subpart B or under other Surface Transportation Board rules or precedents; are not proportional to the needs of the above-captioned proceeding; or impose an undue burden on CSXT.

5. CSXT objects to each and every Request that asks that CSXT produce "all" documents, communications, or information as unduly burdensome to the extent it requests that CSXT engage in an unreasonably broad document and information search, collection and review in order to identify each and every document or piece of information that may possibly be responsive. To the extent CSXT agrees to produce responsive documents or information, CSXT will only produce reasonably accessible, non-privileged, responsive documents or information that it is able to locate or identify after a reasonable search.

6. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, that request information, documents, or communications that are: (a) already in the possession of Applicants; (b) publicly available or otherwise readily available or accessible to Applicants from other sources; (c) unreasonably cumulative or duplicative of documents already in

Applicants' possession, custody, or control; or (d) otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT.

7. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, as unduly burdensome to the extent they seek production from the files of all current and former CSXT employees, including those who are not reasonably likely to possess non-duplicative responsive documents. Unless specifically stated otherwise, by stating that it will produce documents responsive to these Requests, CSXT represents that it will produce documents from files most likely to contain materials responsive to the Request without undue burden.

8. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, as unduly burdensome to the extent they purport to require CSXT to conduct a special study or to undertake anything more than a reasonable search for responsive information. In responding to Applicants' Requests, CSXT will conduct a reasonable search of those accessible files in its possession in which information responsive to Applicants' Requests, as limited by CSXT's Objections, is likely to be located.

9. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, to the extent they purport to prohibit CSXT from redacting information that might reveal CSXT's commercially sensitive or long-term corporate strategies and is not relevant to this proceeding or is non-responsive to the Request. CSXT will redact any such information and reserves the right to redact

any non-responsive information from otherwise responsive documents produced to Applicants.

10. CSXT objects to the production of, and is not producing, documents or information subject to any attorney-client privilege, work-product doctrine, or other applicable privilege or protection. CSXT reserves the right to redact privileged information from materials that it produces in response to the Requests. Any production of privileged documents or information is inadvertent and should not be deemed as a waiver of any privilege. CSXT reserves all rights under applicable law, including the Protective Order entered in this case, to demand or require the return of all copies thereof and non-use by Applicants or by any other person or entity in this or any other proceeding.

11. CSXT objects to these Requests, and to each Request contained therein, as unduly burdensome and disproportionate to the needs of this case to the extent that Applicants have themselves refused to respond or refused to produce adequate materials or information in response to discovery requests served on them that seek similar or identical information.

12. CSXT objects to the production of documents that constitute or disclose confidential, proprietary, or commercially or competitively sensitive information. CSXT will produce such information, if not otherwise objectionable, designated “Confidential” or “Highly Confidential,” subject to the terms of the Protective Order entered in this case. CSXT reserves the right to seek additional protections as needed.

13. CSXT objects to Applicants' Definition No. 2 defining "Communication" and any Request that uses the term to the extent this Definition seeks to expand upon and conflicts with 49 C.F.R. Part 1114, Subpart B. CSXT further objects to Definition No. 2 and any Request that uses the term as unduly burdensome and as seeking information that is not proportional to the probative value the information sought may have in this proceeding. CSXT also objects to Definition No. 2 and any Request that uses the term to the extent it seeks information not in the possession, custody, or control of CSXT.

14. CSXT objects to Applicants' Definition No. 3 defining "Document" and any Request that uses the term to the extent this Definition seeks to expand upon and conflicts with 49 C.F.R. Part 1114, Subpart B. CSXT further objects to Definition No. 3 and any Request that uses the term as unduly burdensome and as seeking information that is not proportional to the probative value the information sought may have in this proceeding. CSXT also objects to Definition No. 3 and any Request that uses the term to the extent it seeks information not in the possession, custody, or control of CSXT.

15. CSXT objects to Applicants' Definition No. 4 defining "Produce" and any Request that uses the term to the extent this Definition seeks to expand upon and conflicts with 49 C.F.R. Part 1114, Subpart B. CSXT further objects to Definition No. 4 and any Request that uses the term as unduly burdensome and as seeking information that is not proportional to the probative value the information sought may have in this proceeding. CSXT also objects to Definition No. 4 and any

Request that uses the term to the extent it seeks information not in the possession, custody, or control of CSXT. CSXT also objects to Definition No. 4 and any Request that uses the term to the extent it seeks information or materials that CSXT does not keep in its ordinary course of business or would require CSXT to modify or alter documents from the way they are kept in the ordinary course of business.

16. CSXT objects to Definition No. 6 defining “You” and “Your” and any Request that uses the term as overly broad, unduly burdensome, disproportionate to the needs of this case, and not reasonably calculated to lead to the discovery of admissible evidence to the extent that it purports to require CSXT to respond to the Requests with respect to CSXT’s “predecessors and successors in interest, as well as its present and former directors, officers, employees, agents, managing agents, representatives, attorneys, parents, subsidiaries, affiliates, divisions, area offices, and regional offices, as well as all persons acting or purporting to act on its behalf.” CSXT will respond to the Requests only with respect to CSXT.

17. CSXT objects to each and every Instruction as unduly burdensome to the extent the Instruction seeks to impose obligations on CSXT that are greater than or otherwise inconsistent with those imposed under 49 C.F.R. Part 1114, Subpart B.

18. CSXT objects to Instruction No. 3 to the extent it purports to impose obligations on CSXT that are greater than or otherwise inconsistent with those imposed under 49 C.F.R. Part 1114, Subpart B. CSXT further objects to Instruction

No. 3 as overbroad and unduly burdensome in asking for additional information about any information or Document that is “otherwise not discoverable.”

19. CSXT objects to Instruction No. 5 to the extent it purports to require CSXT to collect documents or information for an unduly burdensome period of time from January 1, 2019 to the present, particularly since Applicants have themselves objected to a similar time range for discovery requests served on them. Discovery is ongoing, and CSXT reserves the right to supplement this response and/or negotiate a “time period” at a later time as appropriate.

20. CSXT objects to each and every Instruction as unduly burdensome to the extent the Instruction seeks to impose obligations on CSXT that are greater than or otherwise inconsistent with the instructions that Applicants have agreed to in responding to discovery requests served on them.

DISCOVERY REQUESTS AND RESPONSES

REQUEST NO. 1

Describe all railroad mergers, acquisitions, or other control transactions involving You and any other Class I railroad that You are considering or have considered within the last 12 months, whether in response to the Proposed Transaction or otherwise.

CSXT RESPONSE TO REQUEST NO. 1

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to

those required of Applicants. CSXT further objects to this Request to the extent it seeks information protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad, unduly burdensome, and not relevant to the STB's review of the Proposed Transaction, to the extent it seeks information about mergers, acquisitions, or other control transactions that may not qualify as a Major Transaction as defined by the STB. CSXT additionally objects to this Request as vague and ambiguous with respect to the terms "considering," "have considered" and "other control transactions." CSXT also objects to this Request on the grounds that it is vague, ambiguous, and overbroad with regard to the term "other control transactions," which could include routine trackage rights, leases and other similar arrangements. CSXT further objects to this Request on the grounds that it is vague, ambiguous, and overbroad to the extent the term "You" is defined to include every agent and employee of CSXT, many of whom may have "considered" a potential transaction but had no authority or responsibility to pursue any such transaction for CSXT.

Subject to and without waiving the foregoing objections and its General Objections, CSXT is investigating whether any responsive, non-privileged information exists and will respond once its investigation is complete.

REQUEST NO. 2

Produce all Documents and Communications relating to all railroad mergers, acquisitions, or other control transactions involving You and any other Class I

railroad that You are considering or have considered within the last 12 months, whether in response to the Proposed Transaction or otherwise.

CSXT RESPONSE TO REQUEST NO. 2

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad, unduly burdensome, and not relevant to the STB's review of the Proposed Transaction, to the extent it seeks information about mergers, acquisitions, or other transactions that may not qualify as a Major Transaction as defined by the STB. CSXT additionally objects to this Request as vague and ambiguous with respect to the terms "considering," "have considered" and "other control transactions." CSXT also objects to this Request on the grounds that it is vague, ambiguous, and overbroad with regard to the term "other control transactions," which could include routine trackage rights, leases and other similar arrangements. CSXT further objects to this Request on the grounds that it is vague, ambiguous, and overbroad to the extent the term "You" is defined to include every agent and employee of CSXT, many of whom may have "considered" a potential transaction but had no authority or responsibility to pursue any such

transaction for CSXT. CSXT additionally objects to this Request to the extent it seeks materials not within CSXT's possession, custody, or control.

Subject to and without waiving the foregoing objections and its General Objections, CSXT is investigating whether any responsive, non-privileged materials exist and will produce such materials if they exist, are within CSXT's possession, custody, or control and are reasonably accessible.

REQUEST NO. 3

Produce all Documents and Communications relating to the Proposed Transaction's impacts or potential impacts on potential future mergers involving Class I railroads, including but not limited to any mergers You have considered executing with any other Class I railroads.

CSXT RESPONSE TO REQUEST NO. 3

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad and unduly burdensome to the extent it seeks information about mergers that may not qualify as a Major Transaction as defined by the STB. CSXT additionally objects to this Request as vague and ambiguous with respect to the terms "impacts," "potential impacts," and

“considered.” CSXT further objects to this Request to the extent it seeks materials not within CSXT’s possession, custody, or control.

Subject to and without waiving the foregoing objections and its General Objections, CSXT is investigating whether any responsive, non-privileged materials exist and will produce such materials if they exist, are within CSXT’s possession, custody, or control and are reasonably accessible.

REQUEST NO. 4

Produce all Documents and Communications relating to any potential or actual transaction, combination, joint venture, alliance, partnership, initiative, other form of cooperative arrangement or other strategic response that You have considered or implemented, or are considering or are implementing, as a result of the Proposed Transaction.

CSXT RESPONSE TO REQUEST NO. 4

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. CSXT additionally objects to this Request as duplicative of Requests Nos. 1-3 with respect to the terms “transaction” and “combination,” and as vague and ambiguous with respect to the terms “cooperative arrangement,” “initiative,” “strategic response,”

“considered,” “considering,” “implemented,” and “implementing,” and as overly broad and unduly burdensome to the extent it seeks discovery of any potential transaction, initiative, or other “response” CSXT may have considered, regardless of scope or significance, “as a result” of the merger. CSXT also objects to this Request on the grounds that it is vague, ambiguous, and overbroad with regard to the term “other strategic response,” which could include nearly every action taken by CSXT. CSXT further objects to this Request on the grounds that it is vague, ambiguous, and overbroad to the extent the term “You” is defined to include every agent and employee of CSXT, many of whom may have “considered” a potential transaction or actual transaction, combination, joint venture, alliance, partnership, initiative, other form of cooperative arrangement or other strategic response but had no authority or responsibility to pursue any such transaction, combination, joint venture, alliance, partnership, initiative, other form of cooperative arrangement or other strategic response for CSXT. CSXT further objects to this Request to the extent it seeks materials not within CSXT’s possession, custody, or control.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it understands this Request seeks materials concerning joint marketing agreements, interline partnerships, alliances, and other cooperative arrangements short of merger with other Class I railroads that CSXT has considered or implemented, in response to the Proposed Transaction, and will respond on that basis. CSXT further responds that it is investigating whether any responsive, non-privileged materials exist and will produce such materials if they

exist, are within CSXT's possession, custody, or control and are reasonably accessible.

Respectfully submitted,

/s/ Eric P. Enson

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Attorneys for CSX Transportation, Inc.

Dated: June 15, 2026

CERTIFICATE OF SERVICE

I hereby certify that, on this 15th day of June, 2026, I caused a true and correct copy of the foregoing CSX Transportation, Inc.'s Responses and Objections to Applicants' First Set of Discovery Requests to be served by first-class mail or email on all parties of record in this proceeding, the Secretary of Transportation, the Attorney General of the United States, and Administrative Law Judge Jenifer Soulikias.

/s/ Eric P. Enson

Eric P. Enson

Attorney for CSX Transportation, Inc.

EXHIBIT D

BEFORE THE
SURFACE TRANSPORTATION BOARD

DOCKET NO. FD 36873

**UNION PACIFIC CORPORATION, ET AL.
—CONTROL—
NORFOLK SOUTHERN CORPORATION, ET AL.**

**BNSF RAILWAY COMPANY'S
RESPONSES AND OBJECTIONS TO APPLICANTS' SECOND SET OF
DISCOVERY REQUESTS**

**BNSF Railway Company designates these responses
and objections Confidential pursuant to the Protective Order.**

Pursuant to 49 C.F.R. § 1114 and other applicable rules and authority, BNSF Railway Company (“BNSF”) hereby provides responses and objections to Applicants’ Second Set of Discovery Requests to BNSF (“Requests”) served by Union Pacific and Norfolk Southern (together, “Applicants”) on June 1, 2026.

All responses set forth herein are subject to and without waiver of (i) BNSF’s General Objections and Specific Responses, (ii) any objections to the relevance, materiality, or admissibility for any purpose of the information sought, (iii) the right to object on any ground at any time to a demand for further responses to the Requests; or (iv) the right to revise, correct, add to, supplement, or clarify any of its responses.

BNSF is available to meet and confer regarding the Requests and BNSF’s responses and objections to them.

SPECIFIC RESPONSES AND OBJECTIONS

REQUEST 5:

Produce all Documents and information that You produce or have previously produced in response to discovery requests submitted by other participants in this proceeding.

RESPONSE TO REQUEST 5:

Subject to and without waiving its objections, BNSF will cross-produce to Applicants any documents that BNSF formally produces to other parties in the above-captioned proceeding (subject to the Protective Order).

REQUEST 6:

Produce all Documents and Communications relating to the Proposed Transaction that You have sent to, received from, or submitted to any persons other than Applicants, including but not limited to customers, shippers, industry groups, labor organizations, labor officials, government agencies or officials, other rail carriers, public officials, ports, rail industry suppliers, the Surface Transportation Board, the United States Department of Justice, the United States Department of Transportation, the Federal Railroad Administration, the governor of any state, the attorney general of any state, the White House, or any other federal or state government agency.

RESPONSE TO REQUEST 6:

Subject to and without waiving its objections, BNSF will (1) produce marketing materials that BNSF has publicly disseminated on its website; and (2) conduct a reasonable search for letters BNSF sent to third parties regarding the Proposed Transaction.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, as it seeks “all Documents and Communications” that BNSF has sent to any third party regarding the Proposed Transaction, without limitation. BNSF further objects to this Request

to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 7:

Produce all Documents concerning or consisting of any talking points or prepared messaging relating to the Proposed Transaction that You used for communications to persons other than Applicants, including but not limited to customers, shippers, industry groups, labor organizations, labor officials, government agencies or officials, other rail carriers, public officials, ports, rail industry suppliers, the Surface Transportation Board, the United States Department of Justice, the United States Department of Transportation, the Federal Railroad Administration, the governor of any state, the attorney general of any state, the White House, or any other federal or state government agency.

RESPONSE TO REQUEST 7:

BNSF incorporates its objections and responses to Request No. 6.

REQUEST 8:

Identify all individuals and/or entities from whom You have sought, solicited, or discussed a potential comment, letter, or statement of opposition relating to the Proposed Transaction.

RESPONSE TO REQUEST 8:

Subject to and without waiving its objections, BNSF will provide a list of third parties to whom BNSF's Chief Marketing Officer sent letters regarding the Proposed Transaction and BNSF will produce exemplar copies of the final versions of those letters. BNSF otherwise incorporates its objections to Request No. 6.

REQUEST 9:

Produce all Documents and Communications relating to any discounts, contract extensions, or any other economic value or concession requested or offered

in connection with or related to any discussion with a customer or stakeholder related to its opposition to or non-support for the Proposed Transaction.

RESPONSE TO REQUEST 9:

Subject to and without waiving its objections, BNSF states that it has not offered any discounts, contract extensions, or any other economic value or concession to a customer or stakeholder related to its opposition to or non-support for the Proposed Transaction.

REQUEST 10:

Produce all Documents and Communications that You have created or received from January 1, 2019, to the present relating to potential railroad mergers, acquisitions, or other control transactions (collectively, “mergers”) involving BNSF, CSX, NS or UP, or discussing railroad mergers or alternatives to railroad mergers generally, including any mergers between BNSF, CSX, NS, or UP and any other Class I railroads and any mergers You have considered executing with BNSF, CSX, NS, or UP.

RESPONSE TO REQUEST 10:

Subject to and without waiving its objections, BNSF states the following:

Within the last 12 months, BNSF analyzed the characteristics of other Class I railroads. Any such analyses were conducted at the direction of counsel and are privileged. Within the last 12 months, BNSF did not take steps to acquire another Class I railroad.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications” relating to “potential railroad mergers, acquisitions, or other control transactions,” over a seven-year period. BNSF further objects to this Request to the extent that it is vague and ambiguous, including the

terms “potential” and “alternatives to railroad mergers generally.” BNSF further objects to this request as duplicative of Request No. 1 and Request No. 2. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF further objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 11:

Produce all Documents and Communications relating to competition in the railroad industry, consolidation in the railroad industry, Your position in the railroad industry, UP’s or NS’s position in the railroad industry, Your growth or strategies for growth, and UP’s or NS’s growth or strategies for growth.

RESPONSE TO REQUEST 11:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF may provide expert disclosures and other evidence and argument in opposition to the merger at the agreed time(s).

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications” relating to “competition in the railroad industry, consolidation in the railroad industry,” and BNSF’s “position in the railroad

industry” over a multi-year period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF further objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 12:

Produce all Documents and Communications relating to the Proposed Transaction’s potential impacts on Your, the Applicants’, or any other rail carrier’s rates, routes, services, revenues, costs, expenses, operations, investments, traffic volumes, service offerings, markets, market shares, growth, financial viability, competitive position, relationships with other railroads, or relationships with customers.

RESPONSE TO REQUEST 12:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF may provide expert disclosures and other evidence and argument in opposition to the merger at the agreed time(s).

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications relating to the Proposed Transaction’s potential impacts on...rates, routes, services, revenues, costs, expenses, operations, investments, traffic volumes, service offerings, markets, market shares, growth,

financial viability, competitive position, relationships with other railroads, or relationships with customers.” BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information. BNSF further objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 13:

Produce all Documents and Communications relating to the Potential Transaction’s potential impacts on Class II or Class III railroads, including but not limited to KCT, PPU, TRRA, or TTX.

RESPONSE TO REQUEST 13:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF may provide expert disclosures and other evidence and argument in opposition to the merger at the agreed time(s).

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications” relating to the Proposed Transaction’s “potential impacts” on Class II or Class III railroads, without specifying the “impacts” or the specific railroads at issue. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF further objects to

this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 14:

Produce all Documents and Communications relating to the Proposed Transaction's potential or projected public benefits, diversions of railroad or truck traffic, operating efficiencies, or cost savings; the Proposed Transaction's potential or projected impacts on railroad or truck competition, You or other Class I railroads, short line railroads, or ports; and the potential or projected impacts of the Applicants' proposed Committed Gateway Pricing program.

RESPONSE TO REQUEST 14:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF may provide expert disclosures and other evidence and argument in opposition to the merger at the agreed time(s).

BNSF further objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks "all Documents and Communications" relating to any "potential or projected public benefits," among other subjects, related to the Proposed Transaction. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF further objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity,

including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 15:

Produce all Documents and Communications relating to potential requests for conditions or responsive applications relating to the Proposed Transaction.

RESPONSE TO REQUEST 15:

Subject to and without waiving its objections, BNSF will address this Request according to the procedural schedule. BNSF objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 16:

Produce all Documents and Communications relating to any actual or potential joint ventures, alliances, partnerships, initiatives, or other forms of cooperative arrangements between You and any other Class I railroad, regardless of whether such arrangements were implemented.

RESPONSE TO REQUEST 16:

Subject to and without waiving its objections, BNSF states the following:

BNSF regularly evaluates on-going commercial relationships with other railroads and other entities. BNSF has engaged in such commercial relationships recently and over time. BNSF will search for and produce final, non-privileged analyses related to commercial relationships it has entered into since July 29, 2025.

To do so, BNSF will conduct a reasonable search of the files of the principal individuals responsible for evaluating such commercial relationships.

BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications” relating to “any actual or potential joint ventures, alliances, partnerships, initiatives, or other forms of cooperative arrangements between You and any other Class I railroad” over a multi-year time period. BNSF further objects to this Request because, in the context of this Request, the terms “potential” and “cooperative arrangements” are not defined and may not be subject to a common understanding. BNSF further objects to this Request as duplicative of Request No. 4. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF further objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 17:

Produce all Documents and Communications relating to the Proposed Transaction’s impact or potential impact on interchange arrangements; interline or joint line rates, services, or routes; interline or joint line routing options; or

cooperation with UP, NS, or other rail carriers, including but not limited to potential changes in interchange volumes, gateway usage, or service offerings.

RESPONSE TO REQUEST 17:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF may provide expert disclosures and other evidence and argument in opposition to the merger at the agreed time(s).

BNSF further objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications” relating to the “impact” of the Proposed Transaction on several different aspects of the business of BNSF and unidentified third parties. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF further objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 18:

Produce system-wide car and, where applicable, container, movement event data for all Your traffic. Car event data should be sufficient to identify all events and the sequence of cars within a train for each applicable event. Container event data

should be sufficient to identify the car conveying the container for each applicable event and all events, including in-gate, out-gate, ramp, and deramp events.

RESPONSE TO REQUEST 18:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, because it seeks “data for all Your traffic” over a multi-year period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information.

REQUEST 19:

Produce system-wide train event data for all Your trains.

RESPONSE TO REQUEST 19:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, because it seeks “data for all Your trains” over a multi-year period. BNSF further objects to this Request to

the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information.

REQUEST 20:

Produce data relating to reciprocal switching for the period from January 1, 2019, through December 31, 2025, including but not limited to car-level movement records, switch lists, interchange logs, line-segment level usage data, and any other records or communications reflecting reciprocal switching arrangements or traffic. To the extent not otherwise encompassed by this request, Your response should include: (1) waybill date, number, and identifiers associated with the switch operation; (2) the switching locations where the actual car switching between roads occur (FSAC, SPLC, Rule 260 junction code, station name, and state/province); (3) local customer information where the switched cars are picked-up or delivered in the switching terminal area (CIF, Parent Customer Name, FSAC, SPLC, station name, and state/province); (4) payment information for that switch; and (5) date of operation.

RESPONSE TO REQUEST 20:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks multiple types and levels of reciprocal switching data over a seven-year period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information.

REQUEST 21:

Produce data sufficient to show all interchange volumes with other rail carriers, broken down by line, location, and counterparty, together with any associated payments, settlements, or charges between carriers for haulage, switching, or other car handling (including waybill identifiers, car initials and numbers, dates and times,

service type, payment types, and amounts), for the period from January 1, 2019, through December 31, 2025.

RESPONSE TO REQUEST 21:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “data sufficient to show all interchange volumes with other rail carriers, broken down by line, location, and counterparty, together with any associated payments, settlements, or charges” over a seven-year period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information.

REQUEST 22:

Produce all studies, analyses, or presentations from the past ten years created by You relating to the 1997 I-5 Proportional Rate Agreement, including but not limited to any studies or analyses relating to competition in the geographic areas covered by the 1997 I-5 Proportional Rate Agreement after the agreement was entered into, any studies or analyses relating to your profits or losses on routes in the geographic areas covered by the 1997 I-5 Proportional Rate Agreement, and any

studies or analyses relating to Your compliance with the terms of the 1997 I-5 Proportional Rate Agreement.

RESPONSE TO REQUEST 22:

Subject to and without waiving its objections, BNSF will conduct a reasonable search for and produce non-privileged analyses related to the 1997 I-5 Proportional Rate Agreement over a reasonably recent time period.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all studies, analyses, or presentations from the past ten years” about a significant portion of BNSF’s business. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF further objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

REQUEST 23:

Produce Documents sufficient to show how You determine the rates that You establish for rail transportation for each route, commodity, and customer, including

but not limited to any pricing models, pricing systems, or internal pricing formulas You have utilized.

RESPONSE TO REQUEST 23:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks information about how BNSF determines the rates for every one of its routes over a multi-year time period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties.

REQUEST 24:

Produce all Documents relating to Your calculations of movement-related costs for the rail transportation services You provide, including detailed breakdowns of cost (such as by route, commodity, car type, and customer) in documents and/or a computer-readable database or electronic spreadsheet.

RESPONSE TO REQUEST 24:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents” related to the costs to serve all of BNSF’s business over a multi-

year time period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties.

REQUEST 25:

Produce all Documents and Communications relating to Your policies or strategies for the pricing of Your rail transportation services, including without limitation the level of returns that You require when pricing rail traffic.

RESPONSE TO REQUEST 25:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications” related to BNSF’s “policies or strategies” for pricing rail traffic over a multi-year time period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade

secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties.

REQUEST 26:

Produce all Documents and Communications relating to Your strategies for growing Your rail traffic.

RESPONSE TO REQUEST 26:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications” related to BNSF’s “strategies for growing” its rail traffic over a multi-year time period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties.

REQUEST 27:

Produce all Documents and Communications relating to Your strategies for obtaining or maintaining business from customers with multiple facilities on Your rail lines, including with respect to pricing, bundling, tying, or linking rates or

services, and providing discounts or otherwise reducing fees for customers that have multiple facilities.

RESPONSE TO REQUEST 27:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications” related to BNSF’s “strategies for obtaining or maintaining business from customers with multiple facilities on Your rail lines” over a multi-year time period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties.

REQUEST 28:

Produce all Documents and Communications relating to instances in which You made offers (such as bids on Request for Proposals) to customers opening new facilities that could be served by a rail carrier.

RESPONSE TO REQUEST 28:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it

seeks “all Documents and Communications” related to BNSF making offers to customers opening new facilities over a multi-year time period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties.

REQUEST 29:

Produce all Documents prepared on a weekly, monthly, quarterly, annual, or other regular basis that discuss Your plans or strategies for retaining or increasing the revenues obtained from rail customers (whether by growing traffic, increasing prices, or otherwise).

RESPONSE TO REQUEST 29:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents” discussing BNSF’s “plans or strategies for retaining or increasing the revenues obtained from rail customers” over a multi-year period. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including

information subject to existing or continuing confidentiality agreements or obligations with third parties.

REQUEST 30:

Produce all Documents and Communications that concern, discuss, or support any aspect of Your claims in the following publications:

- a. “The UP-NS Merger: Still a Monopoly in the Making,” available at <https://www.bnsf.com/ship-with-bnsf/preserve-rail-competition/bnsf-flyer-the-up-ns-merger-a-monopoly-in-the-making.pdf>;
- b. “The Case Against the UP-NS Merger: Preserve Competition,” available at <https://www.bnsf.com/ship-with-bnsf/preserve-rail-competition/index.html#preserve-competition>;
- c. “The Case Against the UP-NS Merger: Protect the Supply Chain,” available at <https://www.bnsf.com/ship-with-bnsf/preserve-rail-competition/index.html#protect-supply-chain>;
- d. “Opposing the UP-NS Merger How to Make Your Voice Heard,” available at <https://www.bnsf.com/ship-with-bnsf/preserve-rail-competition/page2.html>, including the section regarding “What to Include in Your Letter”; and
- e. “Costly, Unnecessary, Anti-Competitive and Bad for the U.S. Economy,” available at <https://www.bnsf.com/bnsf-resources/news-media/customer-notifications/pdf/2025-09-29%20BNSF%20Merger%20Position.pdf>.

RESPONSE TO REQUEST 30:

Subject to and without waiving its objections, BNSF is willing to meet and confer regarding the relevance and basis for this Request to a non-applicant, including the scope of this Request.

BNSF may provide expert disclosures and other evidence and argument in opposition to the merger at the agreed time(s).

BNSF objects to this Request, as stated, as overbroad, unduly burdensome, not relevant, and not proportional to the needs of this proceeding, including because it seeks “all Documents and Communications” related to statements in four articles

about the merger proposal. BNSF further objects to this Request to the extent it seeks proprietary or confidential business information, trade secrets, or other sensitive information, including information subject to existing or continuing confidentiality agreements or obligations with third parties. BNSF further objects to this Request to the extent it seeks documents protected by any applicable privilege, exemption, or immunity, including attorney-client privilege, common interest privilege, and the work product doctrine.

GENERAL OBJECTIONS AND SPECIFIC RESPONSES

BNSF makes the following additional responses to Applicants' Second Set of Discovery Requests to BNSF.

1. BNSF objects to the Requests, including the instructions and definitions, to the extent they seek to impose upon BNSF duties and/or responsibilities greater than those imposed by 49 C.F.R. § 1114.21, 49 C.F.R. § 1114.26, 49 C.F.R. § 1114.30, any applicable orders of this proceeding, or any stipulation or agreement between BNSF and the Applicants.

2. BNSF objects to these Requests to the extent they seek the disclosure of information, documents, or communications protected by the attorney-client privilege, the work product exemption from discovery, and/or any other applicable constitutional, statutory, or common law privilege. No privileged information, Document, or Communication will intentionally be provided in response to these Requests. By responding to any particular Request, BNSF does not intend to nor does it waive any applicable privilege that it may have, and BNSF specifically intends

to assert the same. Inadvertent production of any document that is privileged or was prepared in anticipation of litigation shall not constitute waiver of any privilege or of any other ground for objection of discovery of such document, the information contained therein, the subject matter thereof, or of BNSF's right to object to the use of that Document or the information contained therein.

3. BNSF objects to each Request to the extent it seeks proprietary or confidential business information, trade secrets, other sensitive information, or documents containing information non-responsive to the Request, including information subject to existing or continuing confidentiality agreements or obligations with third parties.

4. BNSF objects to the Requests to the extent they request documents or seek information already known to the Applicants, in the Applicants' possession, or that is published, publicly available, or otherwise generally accessible to all parties.

5. BNSF objects to the Requests to the extent they presume facts. BNSF does not agree to the Applicants' characterizations of any documents, facts, theories, or conclusions, and its responses shall not be construed as an admission that any definition or characterization provided by the Applicants is either factually accurate or legally binding. BNSF responds to the Requests without waiving any right to object to any requested discovery, and without affirming any conclusory or argumentative statements made by the Applicants in the Requests.

6. BNSF objects to these Requests to the extent they request BNSF to provide information not in its possession, custody, or control, including any

documents from any third parties. Any such Request is overbroad, unduly burdensome, and inconsistent with (and imposes obligations beyond) the obligations required under 49 C.F.R. § 1114.21, 49 C.F.R. § 1114.26, or 49 C.F.R. § 1114.30.

7. BNSF objects to these Requests to the extent they require BNSF to create, compile, or develop new documents or data compilations not maintained in the ordinary course of business.

8. BNSF's responses are based upon the knowledge, information, and beliefs that it has acquired to present. BNSF reserves its right to amend these responses, assert additional objections, and supplement any information.

9. BNSF objects to the definitions of "You" and "Your" as overly broad and unduly burdensome, irrelevant, and not proportional to the needs of this proceeding, because the definitions encompass "present and former directors, officers, employees, agents, managing agents, representatives, attorneys, parents, subsidiaries, [and] affiliates," including those that are not involved in the proceeding. BNSF further objects to the definitions of "You" and "Your" to the extent they purport to require BNSF to provide information from persons or entities outside of its possession, custody, or control. BNSF will construe "You" and "Your" to mean BNSF Railway Company and responds to the Requests on behalf of BNSF Railway Company only.

10. BNSF objects to the definition of "Communication" as overbroad and unduly burdensome insofar as it encompasses any "transmission or receipt of information" and communications that are outside of BNSF's possession, custody or control, or that cannot be located with a reasonably diligent search, or that exceed

the scope of permissible discovery pursuant to 49 C.F.R. § 1114.21 and 49 C.F.R. § 1114.30.

11. BNSF objects to the definition of “Document” as overbroad and unduly burdensome insofar as it encompasses documents that are outside of BNSF’s possession, custody or control, or that cannot be located with a reasonably diligent search, or that exceed the scope of permissible discovery under 49 C.F.R. § 1114.21 and 49 C.F.R. § 1114.30. In responding to Requests that incorporate this term, unless otherwise specified, BNSF will construe the term “Documents” to be synonymous in meaning and equal in scope to the term as defined under 49 C.F.R. § 1114.30.

12. BNSF objects to Instruction 1 because extending references to “railroads, shippers, consultants, or companies (including Applicants)” to “include affiliates, subsidiaries, predecessors, successors, officers, directors, employees, attorneys, agents, and representatives thereof” makes the requests overly broad and unduly burdensome; they encompass persons and entities not relevant or proportional to this proceeding; and they refer to unknown persons and entities. BNSF further objects to the extent that Instruction 1 purports to require BNSF to provide information from persons or entities outside of its possession, custody, or control.

13. BNSF objects to the definition of “Produce” as well as Instruction 3 to the extent that Applicants seek to impose on BNSF any discovery obligation greater than or different from those imposed by 49 C.F.R. § 1114.21, 49 C.F.R. § 1114.26, 49 C.F.R. § 1114.30, or any other governing law or rule, or the Protective Order entered August 5, 2025.

14. BNSF objects to Instruction 5 because it seeks a time period that, as directed to BNSF, is overly broad and unduly burdensome and does not seek relevant or proportional discovery.

[Signature page follows.]

Respectfully submitted,

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Counsel for BNSF Railway Company

June 16, 2026

CERTIFICATE OF SERVICE

I hereby certify that on this 16th day of June, 2026, I have caused the foregoing *BNSF Railway Company's Responses and Objections to Applicants' Second Set of Discovery Requests to BNSF* to be served electronically or by first class mail, postage pre-paid, on all parties of record in this proceeding.

/s/ Onika Williams

Onika K. Williams

Attorney for BNSF Railway Company

EXHIBIT E

Filed under seal pursuant to the Protective Order

EXHIBIT F

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

CSXT'S RESPONSES AND OBJECTIONS
TO UNION PACIFIC'S AND NORFOLK SOUTHERN'S
SECOND SET OF DISCOVERY REQUESTS

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CSX Transportation (“CSXT”) responds to the Second Set of Discovery Requests (the “Requests” and individually, a “Request”) of Union Pacific Railroad Company, Union Pacific Corporation, Norfolk Southern Corporation and Norfolk Southern Railway Company (collectively, “Applicants”), served on June 1, 2026, as follows.

GENERAL RESPONSES AND OBJECTIONS

1. CSXT’s responses and objections to these Requests are based on CSXT’s present knowledge, information, and belief. CSXT reserves the right to rely upon facts, documents, and other evidence that it may develop or that may subsequently come to its attention; to assert additional objections; and to supplement or amend these responses at any time as this proceeding continues.

2. CSXT objects to these Requests to the extent they seek to impose on CSXT discovery obligations equivalent to those applicable to Applicants. Applicants are seeking approval from the Surface Transportation Board (“STB”) of the Proposed Transaction—CSXT is not. Applicants therefore should and do face a significantly larger burden in discovery than entities such as CSXT that are not parties to the Proposed Transaction.

3. CSXT objects to these Requests as premature, as information from CSXT is not relevant to the case that Applicants chose to present in their Application. That Application reflects Applicants’ affirmative case and has already been filed, and CSXT has not submitted any responsive comments or application.

4. CSXT also objects to these Requests as premature in that CSXT and other parties served discovery requests on Applicants starting months ago, and to date, Applicants have produced very little in response to those requests. It is unreasonable for Applicants to demand large scale discovery from CSXT before they have yet to fully engage with their own discovery obligations.

5. In providing these responses, CSXT reserves all objections as to competency, relevancy, materiality, authenticity, and admissibility of any information requested in the Applicants' Requests and in any responses or productions CSXT may provide thereto, in any subsequent proceeding, or further proceedings in this matter. To the extent that CSXT provides responsive information or documents, CSXT does not concede that such information is relevant, material, or admissible into evidence, and any such production is not intended to waive any of CSXT's objections to any of Applicants' Requests.

6. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, to the extent they impose upon CSXT burdens or duties that are greater than, or otherwise conflict with, the requirements or the permissible scope of discovery under 49 C.F.R. Part 1114, Subpart B or under other Surface Transportation Board rules or precedents; are not proportional to the needs of the above-captioned proceeding; or impose an undue burden on CSXT.

7. CSXT objects to each and every Request that asks that CSXT produce "all" documents, communications, or information as unduly burdensome to the extent it requests that CSXT engage in an unreasonably broad document and

information search, collection, and review in order to identify each and every document or piece of information that may possibly be responsive. To the extent CSXT agrees to produce responsive documents or information, CSXT will only produce reasonably accessible, non-privileged, responsive documents or information that it is able to locate or identify after a reasonable search.

8. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, that request information, documents, or communications that are: (a) already in the possession of Applicants; (b) publicly available or otherwise readily available or accessible to Applicants from other sources; (c) unreasonably cumulative or duplicative of documents already in Applicants' possession, custody, or control; or (d) otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT.

9. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, as unduly burdensome to the extent they seek production from the files of all current and former CSXT employees, including those who are not reasonably likely to possess non-duplicative responsive documents. Unless specifically stated otherwise, by stating that it will produce documents responsive to these Requests, CSXT represents that it will produce documents from files most likely to contain materials responsive to the Request without undue burden.

10. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, as unduly burdensome to the extent they purport to

require CSXT to conduct a special study or to undertake anything more than a reasonable search for responsive information. In responding to Applicants' Requests, CSXT will conduct a reasonable search of those accessible files in its possession in which information responsive to Applicants' Requests, as limited by CSXT's Objections, is likely to be located.

11. CSXT objects to these Requests, and to each Definition, Instruction, and Request contained therein, to the extent they purport to prohibit CSXT from redacting information that might reveal CSXT's commercially sensitive or long-term corporate strategies and is not relevant to this proceeding or is non-responsive to the Request. CSXT will redact any such information and reserves the right to redact any non-responsive information from otherwise responsive documents produced to Applicants.

12. CSXT objects to these Requests, and to each Request contained therein, as unduly burdensome and disproportionate to the needs of this case to the extent that Applicants have themselves refused to respond or refused to produce adequate materials or information in response to discovery requests served on them that seek similar or identical information.

13. CSXT objects to the production of, and is not producing, documents or information subject to any attorney-client privilege, work-product doctrine, or other applicable privilege or protection. CSXT reserves the right to redact privileged information from materials that it produces in response to the Requests. Any production of privileged documents or information is inadvertent and should not be

deemed as a waiver of any privilege. CSXT reserves all rights under applicable law, including the Protective Order entered in this case, to demand or require the return of all copies thereof and non-use by Applicants or by any other person or entity in this or any other proceeding.

14. CSXT objects to the production of documents that constitute or disclose confidential, proprietary, or commercially or competitively sensitive information. CSXT will produce such information, if not otherwise objectionable, designated “Confidential” or “Highly Confidential,” subject to the terms of the Protective Order entered in this case. CSXT reserves the right to seek additional protections as needed.

15. CSXT objects to Applicants’ Definition No. 2 defining “Communication” and any Request that uses the term to the extent this Definition seeks to expand upon and conflicts with 49 C.F.R. Part 1114, Subpart B. CSXT further objects to Definition No. 2 and any Request that uses the term as unduly burdensome and as seeking information that is not proportional to the probative value the information sought may have in this proceeding. CSXT also objects to Definition No. 2 and any Request that uses the term to the extent it seeks information not in the possession, custody, or control of CSXT.

16. CSXT objects to Applicants’ Definition No. 3 defining “Document” and any Request that uses the term to the extent this Definition seeks to expand upon and conflicts with 49 C.F.R. Part 1114, Subpart B. CSXT further objects to Definition No. 3 and any Request that uses the term as unduly burdensome and as

seeking information that is not proportional to the probative value the information sought may have in this proceeding. CSXT also objects to Definition No. 3 and any Request that uses the term to the extent it seeks information not in the possession, custody, or control of CSXT.

17. CSXT objects to Applicants' Definition No. 4 defining "Produce" and any Request that uses the term to the extent this Definition seeks to expand upon and conflicts with 49 C.F.R. Part 1114, Subpart B. CSXT further objects to Definition No. 4 and any Request that uses the term as unduly burdensome and as seeking information that is not proportional to the probative value the information sought may have in this proceeding. CSXT also objects to Definition No. 4 and any Request that uses the term to the extent it seeks information not in the possession, custody, or control of CSXT. CSXT also objects to Definition No. 4 and any Request that uses the term to the extent it seeks information or materials that CSXT does not keep in its ordinary course of business or would require CSXT to modify or alter documents from the way they are kept in the ordinary course of business.

18. CSXT objects to Definition No. 6 defining "You" and "Your" and any Request that uses the term as overly broad, unduly burdensome, disproportionate to the needs of this case, and not reasonably calculated to lead to the discovery of admissible evidence to the extent that it purports to require CSXT to respond to the Requests with respect to CSXT's "predecessors and successors in interest, as well as its present and former directors, officers, employees, agents, managing agents, representatives, attorneys, parents, subsidiaries, affiliates, divisions, area offices,

and regional offices, as well as all persons acting or purporting to act on its behalf.” CSXT will respond to the Requests only with respect to CSXT.

19. CSXT objects to each and every Instruction as unduly burdensome to the extent the Instruction seeks to impose obligations on CSXT that are greater than or otherwise inconsistent with those imposed under 49 C.F.R. Part 1114, Subpart B.

20. CSXT objects to each and every Instruction as unduly burdensome to the extent the Instruction seeks to impose obligations on CSXT that are greater than or otherwise inconsistent with the instructions that Applicants have agreed to in responding to discovery requests served on them.

21. CSXT objects to Instruction No. 3 to the extent it purports to impose obligations on CSXT that are greater than or otherwise inconsistent with those imposed under 49 C.F.R. Part 1114, Subpart B. CSXT further objects to Instruction No. 3 as overbroad and unduly burdensome in asking for additional information about any information or Document that is “otherwise not discoverable.”

22. CSXT objects to Instruction No. 5 as purporting to seek documents or information for an unduly burdensome time period from CSXT, which is not an Applicant, and particularly since Applicants have themselves objected to a similar time period. Discovery is ongoing, and CSXT reserves the right to supplement this response and/or negotiate a relevant time period for its responses at a later time as appropriate.

DISCOVERY REQUESTS AND RESPONSES

REQUEST NO. 5

Produce all Documents and information that You produce or have previously produced in response to discovery requests submitted by other participants in this proceeding.

CSXT RESPONSE TO REQUEST NO. 5

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request as vague and ambiguous with respect to the term “produced.” CSXT also objects to this Request to the extent it seeks materials not within CSXT’s possession, custody, or control.

Subject to and without waiving the foregoing objections and its General Objections, CSXT will provide Applicants with a copy of or access to the information and documents that CSXT produces in response to discovery requests in this proceeding and will serve its responses and objections to discovery requests in this proceeding on all parties of record.

REQUEST NO. 6

Produce all Documents and Communications relating to the Proposed Transaction that You have sent to, received from, or submitted to any persons other than Applicants, including but not limited to customers, shippers, industry groups,

labor organizations, labor officials, government agencies or officials, other rail carriers, public officials, ports, rail industry suppliers, the Surface Transportation Board, the United States Department of Justice, the United States Department of Transportation, the Federal Railroad Administration, the governor of any state, the attorney general of any state, the White House, or any other federal or state government agency.

CSXT RESPONSE TO REQUEST NO. 6

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad and unduly burdensome in asking CSXT to produce “all” Documents and Communications. CSXT likewise objects to this Request as vague and ambiguous with respect to the terms “relating” and “submitted to.” CSXT additionally objects to this Request to the extent it seeks materials not within CSXT’s possession, custody, or control. CSXT also objects to this Request on the grounds that it is vague, ambiguous, and overbroad to the extent the term “You” is defined to include every agent and employee of CSXT, many of whom may have discussed the Potential Transaction but had no authority or responsibility in relation to the Potential

Transaction. CSXT further objects to this Request to the extent it seeks materials that are readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT's Documents or Communications relating to the Proposed Transaction, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 7

Produce all Documents concerning or consisting of any talking points or prepared messaging relating to the Proposed Transaction that You used for communications to persons other than Applicants, including but not limited to customers, shippers, industry groups, labor organizations, labor officials, government agencies or officials, other rail carriers, public officials, ports, rail industry suppliers, the Surface Transportation Board, the United States Department of Justice, the United States Department of Transportation, the Federal Railroad Administration, the

governor of any state, the attorney general of any state, the White House, or any other federal or state government agency.

CSXT RESPONSE TO REQUEST NO. 7

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad and unduly burdensome in asking CSXT to produce “all” Documents. CSXT likewise objects to this Request as vague and ambiguous with respect to the terms “concerning,” “consisting,” “talking points,” “prepared messaging,” and “relating.” CSXT also objects to this Request on the grounds that it is vague, ambiguous, and overbroad to the extent the term “You” is defined to include every agent and employee of CSXT, many of whom may have discussed the Potential Transaction but had no authority or responsibility in relation to the Potential Transaction. CSXT additionally objects to this Request to the extent it seeks materials that are readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to

produce similar Documents in response to discovery requests they have received.

CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT's talking points or prepared messaging relating to the Proposed Transaction, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 8

Identify all individuals and/or entities from whom You have sought, solicited, or discussed a potential comment, letter, or statement of opposition relating to the Proposed Transaction.

CSXT RESPONSE TO REQUEST NO. 8

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT further objects to this Request as overly broad and unduly burdensome in asking CSXT to identify "all" individuals and/or

entities. CSXT further objects to this Request as vague and ambiguous with respect to the terms “sought,” “solicited,” and “discussed.” CSXT also objects to this Request on the grounds that it is vague, ambiguous, and overbroad to the extent the term “You” is defined to include every agent and employee of CSXT, many of whom may have discussed the Potential Transaction but had no authority or responsibility in relation to the Potential Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 9

Produce all Documents and Communications relating to any discounts, contract extensions, or any other economic value or concession requested or offered in connection with or related to any discussion with a customer or stakeholder related to its opposition to or non-support for the Proposed Transaction.

CSXT RESPONSE TO REQUEST NO. 9

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other

applicable privileges or immunities. CSXT also objects to this Request as overly broad and unduly burdensome in asking CSXT to produce “all” Documents and Communications. CSXT additionally objects to this Request as vague and ambiguous with respect to the terms “discounts,” “contract extensions,” “other economic value or concession,” “requested,” “offered in connection,” “stakeholder,” and “non-support.” CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT.

Subject to and without waiving the foregoing objections and its General Objections, CSXT will conduct a reasonable investigation into whether any responsive, non-privileged materials exist and will produce such materials identified after a reasonable search.

REQUEST NO. 10

Produce all Documents and Communications that You have created or received from January 1, 2019, to the present relating to potential railroad mergers, acquisitions, or other control transactions (collectively, “mergers”) involving BNSF, CSX, NS or UP, or discussing railroad mergers or alternatives to railroad mergers generally, including any mergers between BNSF, CSX, NS, or UP and any other Class I railroads and any mergers You have considered executing with BNSF, CSX, NS, or UP.

CSXT RESPONSE TO REQUEST NO. 10

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT additionally objects to this Request as duplicative of the Requests contained in Applicants' First Set of Discovery Requests. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT further objects to this Request as overly broad and unduly burdensome in asking CSXT to produce "all" Documents and Communications. CSXT also objects to this Request as vague and ambiguous with respect to the terms "relating to," "involving," "discussing," "alternatives," "considered," and "executing," and as vague, ambiguous, overly broad and unduly burdensome with respect to the term "other control transactions." CSXT further objects to this Request on the grounds that it is vague, ambiguous, and overbroad to the extent the term "You" is defined to include every agent and employee of CSXT, many of whom may have "discuss[ed]" or "consider[ed]" a potential transaction but had no authority or responsibility to pursue any such transaction for CSXT. CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this

Request as overly broad, unduly burdensome, and not relevant to the STB's review of the Proposed Transaction, to the extent it seeks information about mergers, acquisitions, or other transactions that may not qualify as a Major Transaction as defined by the STB. CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT's Documents or Communications relating to potential railroad mergers, acquisitions, or other control transactions, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT refers Applicants to CSXT's Responses and Objections to Applicants' First Set of Discovery Requests.

REQUEST NO. 11

Produce all Documents and Communications relating to competition in the railroad industry, consolidation in the railroad industry, Your position in the railroad industry, UP's or NS's position in the railroad industry, Your growth or strategies for growth, and UP's or NS's growth or strategies for growth.

CSXT RESPONSE TO REQUEST NO. 11

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT,

which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT further objects to this Request as overly broad and unduly burdensome in asking CSXT to produce “all” Documents and Communications. CSXT also objects to this Request as overly broad and unduly burdensome in seeking exceptionally broad topics that as stated could potentially encompass countless documents concerning CSXT’s business operating a railroad, in the possession of every CSXT employee at every level. CSXT also objects to this Request as vague and ambiguous with respect to the terms “competition,” “consolidation,” “position,” “growth,” and “strategies for growth.” CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT’s Documents or Communications relating to competition in the railroad industry, consolidation in

the railroad industry, and the other topics listed in this Request, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it is willing to meet and confer with Applicants regarding the relevance to the Application and scope of this Request.

REQUEST NO. 12

Produce all Documents and Communications relating to the Proposed Transaction's potential impacts on Your, the Applicants', or any other rail carrier's rates, routes, services, revenues, costs, expenses, operations, investments, traffic volumes, service offerings, markets, market shares, growth, financial viability, competitive position, relationships with other railroads, or relationships with customers.

CSXT RESPONSE TO REQUEST NO. 12

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad and unduly burdensome in asking CSXT to produce "all" Documents and Communications. CSXT additionally objects to this Request as vague and ambiguous with respect to the terms "potential impacts," "markets," "market

shares,” “growth,” “financial viability,” “competitive position,” and “relationships.” CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT’s Documents or Communications relating to the Proposed Transaction’s potential impacts, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it is willing to meet and confer with Applicants regarding the relevance to the Application and scope of this Request.

REQUEST NO. 13

Produce all Documents and Communications relating to the Potential Transaction’s potential impacts on Class II or Class III railroads, including but not limited to KCT, PPU, TRRA, or TTX.

CSXT RESPONSE TO REQUEST NO. 13

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT,

which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad and unduly burdensome in asking CSXT to produce “all” Documents and Communications. CSXT additionally objects to this Request as vague and ambiguous with respect to the term “potential impacts.” CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT’s Documents or Communications relating to the Proposed Transaction’s potential impacts on Class II or Class III railroads, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it is willing to meet and confer with Applicants regarding the relevance to the Application and scope of this Request.

REQUEST NO. 14

Produce all Documents and Communications relating to the Proposed Transaction's potential or projected public benefits, diversions of railroad or truck traffic, operating efficiencies, or cost savings; the Proposed Transaction's potential or projected impacts on railroad or truck competition, You or other Class I railroads, short line railroads, or ports; and the potential or projected impacts of the Applicants' proposed Committed Gateway Pricing program.

CSXT RESPONSE TO REQUEST NO. 14

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad and unduly burdensome in asking CSXT to produce "all" Documents and Communications. CSXT additionally objects to this Request as vague and ambiguous with respect to the terms "potential or projected public benefits," "potential or projected impacts," and "railroad or truck competition." CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT.

CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT's Documents or Communications relating to the Proposed Transaction's potential public benefits, diversions, operating efficiencies, cost savings, or potential impacts, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it is willing to meet and confer with Applicants regarding the relevance to the Application and scope of this Request.

REQUEST NO. 15

Produce all Documents and Communications relating to potential requests for conditions or responsive applications relating to the Proposed Transaction.

CSXT RESPONSE TO REQUEST NO. 15

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT has not submitted any comments or responsive application to the Proposed Transaction. CSXT objects to this Request in that it seeks the premature disclosure, outside the deadlines to be set by the STB if and when it issues a procedural schedule in these proceedings, of any requests for

conditions or responsive applications that CSXT may request. CSXT further objects to this Request in that it seeks a category of materials that, at least at this time, is very likely to be protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad and unduly burdensome in asking CSXT to produce “all” Documents and Communications. CSXT additionally objects to this Request as vague and ambiguous with respect to the term “potential requests for conditions or responsive applications.” CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT.

REQUEST NO. 16

Produce all Documents and Communications relating to any actual or potential joint ventures, alliances, partnerships, initiatives, or other forms of cooperative arrangements between You and any other Class I railroad, regardless of whether such arrangements were implemented.

CSXT RESPONSE TO REQUEST NO. 16

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it

seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT further objects to this Request as overly broad and unduly burdensome in asking CSXT to produce “all” Documents and Communications. CSXT also objects to this Request as vague and ambiguous with respect to the terms “partnerships,” “initiatives,” “arrangements,” and “implemented.” CSXT further objects to this Request to the extent it is duplicative of Request No. 4. CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT’s Documents or Communications relating to potential joint ventures, alliances, partnerships, initiatives, or other forms of cooperative arrangements, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it is willing to meet and confer with Applicants regarding the relevance to the Application and scope of this Request.

REQUEST NO. 17

Produce all Documents and Communications relating to the Proposed Transaction's impact or potential impact on interchange arrangements; interline or joint line rates, services, or routes; interline or joint line routing options; or cooperation with UP, NS, or other rail carriers, including but not limited to potential changes in interchange volumes, gateway usage, or service offerings.

CSXT RESPONSE TO REQUEST NO. 17

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT also objects to this Request as overly broad and unduly burdensome in asking CSXT to produce "all" Documents and Communications. CSXT additionally objects to this Request as vague and ambiguous with respect to the terms "impact" or "potential impact." CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar

Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT's Documents or Communications relating to the Proposed Transaction's impacts or potential impacts and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it is willing to meet and confer with Applicants regarding the relevance to the Application and scope of this Request.

REQUEST NO. 18

Produce system-wide car and, where applicable, container, movement event data for all Your traffic. Car event data should be sufficient to identify all events and the sequence of cars within a train for each applicable event. Container event data should be sufficient to identify the car conveying the container for each applicable event and all events, including in-gate, out-gate, ramp, and deramp events.

CSXT RESPONSE TO REQUEST NO. 18

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT also objects to this Request as overly broad and unduly burdensome to the extent Applicants have not themselves produced the same data fields requested. CSXT additionally objects to this Request as overly

broad and unduly burdensome in seeking data relating to “all” traffic and events. CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT’s system-wide car, container, or movement data, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it is willing to meet and confer with Applicants regarding the relevance to the Application and scope of this Request.

REQUEST NO. 19

Produce system-wide train event data for all Your trains.

CSXT RESPONSE TO REQUEST NO. 19

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT also objects to this Request as overly broad and unduly burdensome to the extent Applicants have not themselves produced the same data fields requested. CSXT additionally objects to this Request as overly broad and unduly burdensome in seeking data relating to “all” trains. CSXT likewise objects to this Request to the extent it seeks materials that are otherwise

readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT's train event data, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it is willing to meet and confer with Applicants regarding the relevance to the Application and scope of this Request.

REQUEST NO. 20

Produce data relating to reciprocal switching for the period from January 1, 2019, through December 31, 2025, including but not limited to car-level movement records, switch lists, interchange logs, line-segment level usage data, and any other records or communications reflecting reciprocal switching arrangements or traffic. To the extent not otherwise encompassed by this request, Your response should include: (1) waybill date, number, and identifiers associated with the switch operation; (2) the switching locations where the actual car switching between roads occur (FSAC, SPLC, Rule 260 junction code, station name, and state/province); (3) local customer information where the switched cars are picked-up or delivered in the switching terminal area (CIF, Parent Customer Name, FSAC, SPLC, station name, and state/province); (4) payment information for that switch; and (5) date of operation.

CSXT RESPONSE TO REQUEST NO. 20

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT also objects to this Request as overly broad and unduly burdensome in that Applicants have not themselves produced the same data fields requested. CSXT also objects to this Request as overly broad and unduly burdensome including because it seeks data that is not kept in a readily collectable format and would require CSXT to perform a special study to collect the data, to the extent it exists. CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT, including from Applicants themselves. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT's reciprocal switching data, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT responds that it is willing to meet and confer with Applicants regarding the relevance to the Application and scope of this Request.

REQUEST NO. 21

Produce data sufficient to show all interchange volumes with other rail carriers, broken down by line, location, and counterparty, together with any associated

payments, settlements, or charges between carriers for haulage, switching, or other car handling (including waybill identifiers, car initials and numbers, dates and times, service type, payment types, and amounts), for the period from January 1, 2019, through December 31, 2025.

CSXT RESPONSE TO REQUEST NO. 21

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT also objects to this Request as overly broad and unduly burdensome to the extent Applicants have not themselves produced the same data fields requested. CSXT also objects to this Request as overly broad and unduly burdensome including because it seeks data that is not kept in a readily collectable format and would require CSXT to perform a special study to collect the data, to the extent it exists. CSXT further objects to this Request as overly broad and unduly burdensome in seeking data relating to “all” interchange volumes regardless of their relationship to the issues posed in these proceedings. CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT, including from Applicants themselves. CSXT also objects to this Request as premature. The case Applicants have presented in their Application

does not rely on CSXT's interchange volume data, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 22

Produce Documents sufficient to show how You determine the rates that You establish for rail transportation for each route, commodity, and customer, including but not limited to any pricing models, pricing systems, or internal pricing formulas You have utilized.

CSXT RESPONSE TO REQUEST NO. 22

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT also objects to this Request as vague and ambiguous with respect to the terms “rates,” “pricing models,” “pricing systems,” and “internal pricing formulas.” CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants

have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT's internal methodology for determining rates for each route, commodity, and customer or its Documents showing how it determines such rates, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 23

Produce all Documents relating to Your calculations of movement-related costs for the rail transportation services You provide, including detailed breakdowns of cost (such as by route, commodity, car type, and customer) in documents and/or a computer-readable database or electronic spreadsheet.

CSXT RESPONSE TO REQUEST NO. 23

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request as seeking data that is not relevant, overly broad, unduly burdensome, and not proportional to the needs of this case. Applicants themselves rely on the STB's Uniform Rail Costing

System data in their Application for calculations of their costs and have not themselves produced their internal movement-related costing data. CSXT also objects to this Request as overly broad and unduly burdensome including because it seeks data that is not kept in a readily collectable format and would require CSXT to perform a special study to collect the data, to the extent it exists. CSXT likewise objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to Applicants from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from CSXT, including from Applicants themselves.

REQUEST NO. 24

Produce all Documents and Communications relating to Your policies or strategies for the pricing of Your rail transportation services, including without limitation the level of returns that You require when pricing rail traffic.

CSXT RESPONSE TO REQUEST NO. 24

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT additionally objects to this Request as overly broad and unduly burdensome in seeking “all” Documents and

Communications. CSXT also objects to this Request as vague and ambiguous with respect to the terms “policies,” “strategies,” “pricing,” and “level of returns.” CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT’s particular pricing policies and strategies or its Documents and Communications concerning those policies and strategies, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 25

Produce all Documents and Communications relating to Your strategies for growing Your rail traffic.

CSXT RESPONSE TO REQUEST NO. 25

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it

seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT additionally objects to this Request as overly broad and unduly burdensome in seeking “all” Documents and Communications. CSXT also objects to this Request as vague and ambiguous with respect to the terms “strategies” and “growing.” CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT’s particular growth strategies or its Documents and Communications concerning those strategies, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 26

Produce all Documents and Communications relating to Your strategies for obtaining or maintaining business from customers with multiple facilities on Your rail lines, including with respect to pricing, bundling, tying, or linking rates or

services, and providing discounts or otherwise reducing fees for customers that have multiple facilities.

CSXT RESPONSE TO REQUEST NO. 26

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT additionally objects to this Request as overly broad and unduly burdensome in seeking “all” Documents and Communications. CSXT also objects to this Request as vague and ambiguous with respect to the terms “obtaining or maintaining business,” “pricing,” “bundling,” “tying,” “linking rates or services,” and “discounts.” CSXT additionally objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT’s particular strategies for pricing for customers with multiple facilities or Documents or Communications concerning any such strategies, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 27

Produce all Documents and Communications relating to Your changes (including without limitation reductions) in service or service frequency occasioned by implementation of Precision Scheduled Railroading.

CSXT RESPONSE TO REQUEST NO. 27

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT additionally objects to this Request as overly broad and unduly burdensome in seeking “all” Documents and Communications. CSXT also objects to this Request as vague and ambiguous with respect to the terms “changes” and “implementation.” CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this

Request as premature. The case Applicants have presented in their Application does not rely on CSXT's Precision Scheduled Railroading-related service changes or Documents and Communications concerning any such changes, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 28

Produce all Documents and Communications relating to instances in which You made offers (such as bids on Request for Proposals) to customers opening new facilities that could be served by a rail carrier.

CSXT RESPONSE TO REQUEST NO. 28

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT additionally objects to this Request as overly broad and unduly burdensome in seeking "all" Documents and Communications. CSXT also objects to this Request as vague and ambiguous with

respect to the term “offers.” CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case Applicants have presented in their Application does not rely on CSXT’s offers to customers opening new facilities or Documents or Communications concerning any such offers, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

REQUEST NO. 29

Produce all Documents prepared on a weekly, monthly, quarterly, annual, or other regular basis that discuss Your plans or strategies for retaining or increasing the revenues obtained from rail customers (whether by growing traffic, increasing prices, or otherwise).

CSXT RESPONSE TO REQUEST NO. 29

CSXT incorporates all General Responses and Objections as if stated fully herein. CSXT specifically objects to this Request in that it seeks to impose on CSXT, which is not an Applicant in this proceeding, discovery obligations equivalent to those required of Applicants. CSXT further objects to this Request to the extent it

seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the common interest privilege, or any other applicable privileges or immunities. CSXT additionally objects to this Request as overly broad and unduly burdensome in seeking “all” Documents and Communications. CSXT also objects to this Request as vague and ambiguous with respect to the terms “prepared,” “regular basis,” “plans,” “strategies,” and “retaining.” CSXT also objects to this Request as unduly burdensome and not proportional to the needs of this case to the extent Applicants have refused to produce similar Documents and Communications in response to discovery requests they have received. CSXT also objects to this Request as premature. The case that Applicants have presented in their Application does not rely on CSXT’s particular revenue growth plans or strategies or its Documents and Communications concerning such plans or strategies, and CSXT has not submitted any responsive comments or application to the Proposed Transaction.

Subject to and without waiving the foregoing objections and its General Objections, CSXT reserves the right to modify or supplement this response in the event the requested information becomes relevant after CSXT has filed any responsive comments or application.

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Respectfully submitted,

/s/ Eric P. Enson

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Attorneys for CSX Transportation, Inc.

Dated: June 16, 2026

CERTIFICATE OF SERVICE

I hereby certify that, on this 16th day of June, 2026, I caused a true and correct copy of the foregoing CSX Transportation, Inc.'s Responses and Objections to Applicants' Second Set of Discovery Requests to be served by first-class mail or email on all parties of record in this proceeding, the Secretary of Transportation, the Attorney General of the United States, and Administrative Law Judge Jenifer Soulikias.

/s/ Eric P. Enson

Eric P. Enson

Attorney for CSX Transportation, Inc.

EXHIBIT G

RE: FD 36873 - Applicants' 2nd Set of Discovery Requests

From Fanchiang, Eric <EFanchiang@crowell.com>

Date Thu 7/16/2026 11:41 AM

To Magcale, Jamie Dominique U <JMagcale@cov.com>; Thompson, McClain <mcclain.thompson@kirkland.com>; Kelly, Kevin <Kkelly@cov.com>; *AEllis@stblaw.com2 <AEllis@stblaw.com>; Matelis, Joseph (NON-SIDLEY @SULLCROM.COM) <Matelisj@sullcrom.com>; Donovan, Daniel T. <ddonovan@kirkland.com>; McCarrick, T.J. <tj.mccarrick@kirkland.com>; Razi, Sara Y. <Sara.Razi@stblaw.com>; Bohl, Lindsey C. <Lindsey.Bohl@stblaw.com>; David Meyer <david@meyerlawdc.com>; *pdenton@steptoe.com <pdenton@steptoe.com>; *tstrafford@steptoe.com <tstrafford@steptoe.com>; Cunningham, Rich <rich.cunningham@kirkland.com>; Scheib, John M. <scheib@gentrylocke.com>; Gardiner, Kent <KGardiner@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Aluise, Dylan M. <alused@sullcrom.com>; Hynes, Samantha F. <hyness@sullcrom.com>; Golden, Nathan H. <goldenn@sullcrom.com>; Joseph, Neil <neil.joseph@kirkland.com>

Cc Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Damitio, Daniel <DDamitio@cov.com>; Warren, Matthew J. <mjwarren@sidley.com>; Korman, Marc <mkorman@sidley.com>; ratkins <ratkins@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; William Mullins <wmullins@mullinslawgroup.net>; Spencer Naake <snaake@mullinslawgroup.net>; OpalDisco <OpalDisco@cov.com>

[EXTERNAL]

Counsel,

Regarding Applicants' Request Nos. 7 and 8 from their Second Set of Discovery Requests, CSXT has considered your position based on our meet and confer last week and is willing to respond as follows: CSXT published a public-facing webpage expressing its position on the proposed transaction and is willing to search for any centralized tracking or similar document(s) compiling any responses or engagement with it. By making this proposal, CSXT is not waiving its objections and reserves all rights with respect to Request Nos. 7 and 8 should Applicants not agree.

Best,

Eric Fanchiang

Eric Fanchiang

Pronouns: he/him/his

Crowell & Moring LLP

efanchiang@crowell.com

+1.949.798.1338 direct

From: Magcale, Jamie Dominique U <JMagcale@cov.com>

Sent: Wednesday, July 8, 2026 12:17 PM

To: Thompson, McClain <mcclain.thompson@kirkland.com>; Kelly, Kevin <Kkelly@cov.com>; *AEllis@stblaw.com2 <AEllis@stblaw.com>; Matelis, Joseph (NON-SIDLEY @SULLCROM.COM) <Matelisj@sullcrom.com>; Donovan, Daniel T. <ddonovan@kirkland.com>; McCarrick, T.J. <tj.mccarrick@kirkland.com>; Razi, Sara Y. <Sara.Razi@stblaw.com>; Bohl, Lindsey C. <Lindsey.Bohl@stblaw.com>; David Meyer <david@meyerlawdc.com>;

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Cc: Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Damitio, Daniel <DDamitio@cov.com>; Warren, Matthew J. <mjwarren@sidley.com>; Korman, Marc <mkorman@sidley.com>; ratkins <ratkins@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; William Mullins <wmullins@mullinslawgroup.net>; Spencer Naake <snaake@mullinslawgroup.net>; OpalDisco <OpalDisco@cov.com>
Subject: RE: FD 36873 - Applicants' 2nd Set of Discovery Requests

McClain,

Thank you again for providing your availability to meet and confer. We look forward to discussing Applicants' second set of discovery requests and our July 6 letter further during today's call. To address the points you raised below:

First, we appreciate your confirmation that BNSF has agreed to conduct a reasonable search for Requests Nos. 6–8, 16, and 22, and to meet and confer on Requests Nos. 11–14, 17–21, and 23–30. However, agreeing to take those steps is not the same as actually searching for, let alone producing, responsive documents. Indeed, we do not know whether BNSF has actually conducted any searches in response to these requests and, to date, BNSF has produced zero documents in response to any of Applicants' discovery requests. Has BNSF taken any steps to search in response to the referenced requests? If so, what are those steps for each request?

Second, with respect to BNSF's relevance, proportionality, and burden concerns, our July 6 letter and prior communications address these issues directly. Applicants' requests seek documents on topics that are directly relevant to this proceeding and that, in many cases, BNSF itself has placed at issue through the discovery it has sought from Applicants and its public statements regarding the Proposed Transaction. Any argument on burden or proportionality of burden to relevance is the responsibility of BNSF to make. BNSF has not articulated any specific burden. We disagree that the requests Applicants have made are disproportional or unduly burdensome, but we are hopeful that the parties can address any burden-related issues through the negotiation of appropriate search terms, custodians, and/or de-duplication. We look forward to discussing those with you.

Third, as to the question of reciprocity, we disagree with BNSF's framing. Applicants are seeking relevant, proportional discovery from a voluntary participant in this proceeding. BNSF elected to participate as a party, has launched a robust public relations campaign against the Proposed Transaction, has served extensive discovery requests on Applicants, and has indicated it may submit evidence and argument in opposition to the merger. As we discussed during our meet and confer on June 30, the Board's regulations provide for broad discovery, the Board's discovery rules apply to all parties, and nothing in those rules creates a lower standard for non-Applicant parties. *See* 49 C.F.R. § 1114.21(a)(1).; *see also Canadian Pac. Ry.—Control—Kan. City S.* (Decision No. 7), FD 36500, slip op. at 4 (Aug. 2, 2021); *CSX Transp. & Del. & Hudson Ry.—Joint Use Agreement*, FD 35348, slip op. at 3 (STB served Aug. 16, 2010). Thus, as parties, BNSF and the other non-Applicant railroads are subject to discovery. To the extent you possess relevant information, we are entitled to obtain it in discovery, subject to proportionality/burden analyses. As noted above, we disagree that the requests Applicants have made are disproportional or unduly burdensome, but any concerns can be addressed through negotiation of custodial search parameters. We look forward to discussing those with you.

Fourth, we recognize that targeted, non-custodial collections and searches may be appropriate for data-specific requests, such as Request Nos. 18–21. However, for all other requests – especially those seeking communications and documents that would not likely be housed in centralized, non-custodial repositories – we believe custodial searches are appropriate. We look forward to discussing this with you further.

Applicants reserve all rights.

Thanks,

Jamie

Jamie Magcale

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COVINGTON

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From: Thompson, McClain <mcclain.thompson@kirkland.com>

Sent: Tuesday, July 7, 2026 9:45 AM

To: Kelly, Kevin <Kkelly@cov.com>; *AEllis@stblaw.com2 <AEllis@stblaw.com>; Matelis, Joseph (NON-SIDLEY @SULLCROM.COM) <Matelisj@sullcrom.com>; Donovan, Daniel T. <ddonovan@kirkland.com>; McCarrick, T.J. <tj.mccarrick@kirkland.com>; Razi, Sara Y. <Sara.Razi@stblaw.com>; Bohl, Lindsey C. <Lindsey.Bohl@stblaw.com>; David Meyer <david@meyerlawdc.com>; *pdenton@steptoe.com <pdenton@steptoe.com>; *tstrafford@steptoe.com <tstrafford@steptoe.com>; Cunningham, Rich <rich.cunningham@kirkland.com>; Scheib, John M. <scheib@gentrylocke.com>; Gardiner, Kent <KGardiner@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Aluise, Dylan M. <aluised@sullcrom.com>; Hynes, Samantha F. <hyness@sullcrom.com>; Golden, Nathan H. <goldenn@sullcrom.com>; Joseph, Neil <neil.joseph@kirkland.com>; Volbrecht, Tate D. <tate.volbrecht@kirkland.com>; Enson, Eric <EEnson@crowell.com>; Fanchiang, Eric <EFanchiang@crowell.com>; *Avia.Gridi@stblaw.com <Avia.Gridi@stblaw.com>; Vaidya, Tushar <tushar.vaidya@kirkland.com>
Cc: Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel <DDamitio@cov.com>; Warren, Matthew J. <mjwarren@sidley.com>; Korman, Marc <mkorman@sidley.com>; ratkins <ratkins@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; William Mullins <wmullins@mullinslawgroup.net>; Spencer Naake <snaake@mullinslawgroup.net>; OpalDisco <OpalDisco@cov.com>

Subject: RE: FD 36873 - Applicants' 2nd Set of Discovery Requests

[EXTERNAL]

Kevin –

We write for BNSF in response to UP's July 6 letter. We disagree with it on several grounds.

First, UP's letter ignores that we have agreed to conduct a reasonable search in response to five of the requests (Nos. 6-8, 16, and 22) and offered to meet and confer on 17 of the other requests (Nos. 11-14, 17-21, 23-30). We also agreed to provide rolling productions and keep you apprised of the timing of those rolling productions. As a result, much of UP's letter—which is premised on a narrative that we are refusing to search—is not particularly relevant, productive, or even close to being true.

Second, UP's letter fails to specifically respond to any of the relevance, proportionality, and burden concerns that we raised. It would be more productive for UP to engage on the issues we raised rather than ignore them. For

example, Applicants seek information from BNSF about how it sets rates for every single one of its routes, for each individual customer, over a multi-year time-period. *See* Applicants' RFP No. 23; *see also, e.g.*, Applicants RFP No. 25 (seeking all documents relating to BNSF's strategy for pricing rail traffic); No. 26 (seeking all documents relating to BNSF's strategies for growing its rail traffic); No. 28 (seeking "all Documents and Communications relating to instances in which You made offers (such as bids on Request for Proposals) to customers opening new facilities that could be served by a rail carrier"). BNSF explained its relevance and proportionality objections to those requests (and others) in its responses and objections 21 days ago, but UP has not responded to any of those objections. Will UP be doing so, and if so, when?

Third, there is, in fact, a dispute whether some of the documents and information that UP seeks from BNSF are fairly subject to discovery. We note that others have repeatedly asked UP for authority to support its contention that UP and non-Applicant railroads are similarly situated as to all aspects of discovery. UP has never provided it, and there's not a single citation in UP's letter. Simply stated, there is not 1:1 reciprocity between BNSF and UP as to discovery in this proceeding. UP elected to enter into a merger and file a control application in which UP (not BNSF) bears the burden of proof. Further, UP elected to make hundreds of fact-based contentions in its application about the merits of its merger proposal, and BNSF is entitled to test those. UP's choices do not open BNSF up to 1:1 reciprocal discovery. BNSF and the other non-Applicant railroads are differently situated than UP and NS, and the discovery considerations are different.

Fourth, UP claims that for an unidentified set of its requests, BNSF must conduct custodial searches. UP does not identify which requests that UP believes require custodial searches or explain why custodial searches are necessary for those particular requests. What is your request-specific position?

We hope you will provide that information and responses in writing before our discussion. And which specific requests would you like to discuss? I am free most of Wednesday afternoon and before 11 AM ET on Thursday.

Thanks,

McClain

McClain Thompson

KIRKLAND & ELLIS LLP

1301 Pennsylvania Ave., N.W.

Washington, D.C. 20004

T +1 202 389 5292

M +1 917 545 6401

mcclain.thompson@kirkland.com

From: Kelly, Kevin <Kkelly@cov.com>

Sent: Monday, July 6, 2026 10:27 AM

To: Thompson, McClain <mcclain.thompson@kirkland.com>; *AEllis@stblaw.com2 <AEllis@stblaw.com>; Matelis, Joseph (NON-SIDLEY @SULLCROM.COM) <Matelisj@sullcrom.com>; Donovan, Daniel T. <ddonovan@kirkland.com>; McCarrick, T.J. <tj.mccarrick@kirkland.com>; Razi, Sara Y. <Sara.Razi@stblaw.com>; Bohl, Lindsey C. <Lindsey.Bohl@stblaw.com>; David Meyer <david@meyerlawdc.com>; *pdenton@steptoe.com <pdenton@steptoe.com>; *tstrafford@steptoe.com <tstrafford@steptoe.com>; Cunningham, Rich <rich.cunningham@kirkland.com>; Scheib, John M. <scheib@gentrylocke.com>; Gardiner, Kent <KGardiner@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Aluise, Dylan M. <aluised@sullcrom.com>; Hynes, Samantha F. <hyness@sullcrom.com>; Golden, Nathan H. <goldenn@sullcrom.com>; Joseph, Neil <neil.joseph@kirkland.com>; Volbrecht, Tate D. <tate.volbrecht@kirkland.com>; Enson, Eric <EEnson@crowell.com>; Fanchiang, Eric <EFanchiang@crowell.com>; *Avia.Gridi@stblaw.com <Avia.Gridi@stblaw.com>; Vaidya, Tushar <tushar.vaidya@kirkland.com>

Cc: *Iflahivewu@cov.com <Iflahivewu@cov.com>; *dludwin@cov.com <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel

<DDamitio@cov.com>; Warren, Matthew J. <mjwarren@sidley.com>; Korman, Marc <mkorman@sidley.com>;
ratkins <ratkins@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; William Mullins
<wmullins@mullinslawgroup.net>; Spencer Naake <snaake@mullinslawgroup.net>; OpalDisco
<OpalDisco@cov.com>

Subject: FD 36873 - Applicants' 2nd Set of Discovery Requests

Counsel,

Please see the attached correspondence.

Best,

Kevin

Kevin Kelly

Covington & Burling LLP
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Washington, DC 20001-4956
T +1 202 662 5613 | kkelly@cov.com
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EXHIBIT H

RE: FD 36873 - Productions in Response to Applicants' Requests

From Stern, Noah P. M. <sternn@sullcrom.com>

Date Thu 9/10/2026 4:05 PM

To Kelly, Kevin <Kkelly@cov.com>; Flahive Wu, Laura <lflahivewu@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Ludwin, Derek <dludwin@cov.com>; Maya, Michael <mmaya@cov.com>; OpalDisco <OpalDisco@cov.com>; Warren, Matthew J. <mjwarren@sidley.com>; Korman, Marc <mkorman@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; Mahan, Carrie <carrie.mahan@sidley.com>; ratkins <ratkins@sidley.com>

Cc William Mullins <wmullins@mullinslawgroup.net>; Spencer Naake <snaake@mullinslawgroup.net>; Thompson, McClain <mccclain.thompson@kirkland.com>; Donovan, Daniel T. <ddonovan@kirkland.com>; McCarrick, T.J. <tj.mccarrick@kirkland.com>; Cunningham, Rich <rich.cunningham@kirkland.com>; *pdenton@steptoe.com <pdenton@steptoe.com>; *tstrafford@steptoe.com <tstrafford@steptoe.com>; Matelis, Joseph J. <Matelisj@sullcrom.com>; Judge, Kiera S. <judgeks@sullcrom.com>; Fanchiang, Eric <EFanchiang@crowell.com>; Aluise, Dylan M. <aluised@sullcrom.com>; Enson, Eric <EEnson@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Hynes, Samantha F. <hyness@sullcrom.com>; Gardiner, Kent <KGardiner@crowell.com>; Golden, Nathan H. <goldenn@sullcrom.com>; David Meyer <david@meyerlawdc.com>; Scheib, John M. <scheib@gentrylocke.com>; Brier, Grace C. <grace.brier@kirkland.com>

[EXTERNAL]

Kevin,

As we told you the last time we spoke, CPKC is working on a custodial collection. As Applicants are no doubt aware, this is a time-consuming process: CPKC served its requests on Applicants almost ten months ago and Applicants have not completed their production. Indeed, a substantial majority of Applicants' custodial production was made in the last month, and we understand substantial additional productions are still due in advance of the upcoming depositions. We are working diligently on our own production and expect to produce documents on a more timely schedule than Applicants.

In terms of the targeted productions, CPKC anticipates making a production early next week that will include certain items identified through its targeted collection effort.

In addition, CPKC has been working diligently to collect data responsive to UP Requests 18 to 21 in order to produce those data consistent with the September 18 deadline. CPKC has already collected about 700 GB of event and interchange data that it intends to produce as soon as it is fully processed, along with an accompanying data dictionary.

Best,

Noah

From: Kelly, Kevin <Kkelly@cov.com>

Sent: Wednesday, September 9, 2026 10:01 AM

To: Thompson, McClain <mccclain.thompson@kirkland.com>; Donovan, Daniel T. <ddonovan@kirkland.com>; McCarrick, T.J. <tj.mccarrick@kirkland.com>; Cunningham, Rich <rich.cunningham@kirkland.com>; *pdenton@steptoe.com <pdenton@steptoe.com>; *tstrafford@steptoe.com <tstrafford@steptoe.com>; Matelis, Joseph J. <Matelisj@sullcrom.com>; Judge, Kiera S. <judgeks@sullcrom.com>; Fanchiang, Eric

<EFanchiang@crowell.com>; Aluise, Dylan M. <aluised@sullcrom.com>; Enson, Eric <EEnson@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Hynes, Samantha F. <hyness@sullcrom.com>; Gardiner, Kent <KGardiner@crowell.com>; Golden, Nathan H. <goldenn@sullcrom.com>; David Meyer <david@meyerlawdc.com>; Scheib, John M. <scheib@gentrylocke.com>; Stern, Noah P. M. <sternnn@sullcrom.com>; Brier, Grace C. <grace.brier@kirkland.com>; sara.razi@stblaw.com; zzExt-aellis <aellis@stblaw.com>; lindsey.bohl@stblaw.com; *Avia.Gridi@stblaw.com <Avia.Gridi@stblaw.com>
Cc: Flahive Wu, Laura <lflahivewu@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; zzExt-dludwin <dludwin@cov.com>; Maya, Michael <mmaya@cov.com>; OpalDisco <OpalDisco@cov.com>; Warren, Matthew J. <mjwarren@sidley.com>; Korman, Marc <mkorman@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; Mahan, Carrie <carrie.mahan@sidley.com>; ratkins <ratkins@sidley.com>; William Mullins <wmullins@mullinslawgroup.net>; Spencer Naake <snaake@mullinslawgroup.net>
Subject: [EXTERNAL] FD 36873 - Productions in Response to Applicants' Requests

Counsel,

We write regarding BNSF, CPKC, and CSX's failure to produce documents in response to Applicants' First and Second Sets of Discovery Requests, which were served on May 29 and June 1, and which non-Applicants railroads responded to on June 15 and June 16. In their responses, each non-Applicant railroad committed to producing a subset of the documents requested by Applicants, but more than twelve weeks later, BNSF, CPKC, and CSX have failed to produce any of the documents promised in their responses. CPKC and CSX have produced zero documents in response to Applicants' discovery requests, and BNSF has only produced datasets that were not among the items it committed to producing back in June.

BNSF, CPKC, and CSX's failure to live up to their discovery obligations is unacceptable. **Please confirm that BNSF, CPKC, and CSX will begin rolling productions of responsive documents no later than September 11 and complete production of the documents they previously agreed to produce no later than September 25.** Without a firm production commitment by Thursday at 1 PM ET, Applicants intend to raise this issue with Judge Soulikias.

Beyond the narrow subset of documents that non-Applicant railroads previously agreed to produce, Applicants have also raised disputes with BNSF, CPKC, and CSX regarding additional documents that must be produced in discovery and each railroad's obligation to undertake diligent searches of custodial and non-custodial sources for responsive documents. While BNSF, CPKC, and CSX have indicated a willingness to address some of these concerns, they have failed to provide any substantive updates regarding the status of their production efforts, including the custodial parameters being applied (if any), the sources being searched, the expected date of production, or any other information that would allow Applicants to assess the scope of the searches purportedly underway. The absence of any such update—combined with the lack of production to date—raises serious concerns regarding BNSF, CPKC, and CSX's compliance with their discovery obligations. We will be in touch separately with each railroad to further address these concerns.

Best,

Kevin

Kevin Kelly

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EXHIBIT I

RE: FD 36873 - Productions in Response to Applicants' Requests

From Fanchiang, Eric <EFanchiang@crowell.com>

Date Thu 9/10/2026 5:05 PM

To Kelly, Kevin <Kkelly@cov.com>; Thompson, McClain <mcclain.thompson@kirkland.com>; Donovan, Daniel T. <ddonovan@kirkland.com>; McCarrick, T.J. <tj.mccarrick@kirkland.com>; Cunningham, Rich <rich.cunningham@kirkland.com>; *pdenton@steptoe.com <pdenton@steptoe.com>; *tstraftford@steptoe.com <tstraftford@steptoe.com>; Matelis, Joseph J. <Matelisj@sullcrom.com>; Judge, Kiera S. <judgeks@sullcrom.com>; Aluise, Dylan M. <aluised@sullcrom.com>; Enson, Eric <EEnson@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Hynes, Samantha F. <hyness@sullcrom.com>; Gardiner, Kent <KGardiner@crowell.com>; Golden, Nathan H. <goldenn@sullcrom.com>; David Meyer <david@meyerlawdc.com>; Scheib, John M. <scheib@gentrylocke.com>; Stern, Noah P. M. <sternn@sullcrom.com>; Brier, Grace C. <grace.brier@kirkland.com>; sara.razi@stblaw.com <sara.razi@stblaw.com>

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[EXTERNAL]

Kevin,

CSXT objects to Applicants' unilateral imposition of these arbitrary deadlines. As we told you during our meet and confer earlier this week, CSXT is working diligently on collecting documents and will begin productions soon. CSXT is also working diligently on collecting data and will begin producing data soon. There is simply no reason for the imposition of these deadlines, particularly given the STB's procedural schedule—Applicants' response to CSXT's responsive application and comments is not due until February of next year. I will also note that our meet and confer this week was the first time we had heard from Applicants on any of Applicants' discovery requests in weeks, and the first time at all about major parts of Applicants' Second Set of Requests. While Applicants may have been meeting and conferring with others, those meet and confers which *did not* include CSXT cannot be counted as engagement with CSXT.

Nonetheless, CSXT can represent that it will likely begin producing data early next week and will likely be producing documents shortly thereafter.

Best,

Eric Fanchiang

Eric Fanchiang

Crowell & Moring LLP

efanchiang@crowell.com

+1.949.798.1338 direct

From: Kelly, Kevin <Kkelly@cov.com>

Sent: Wednesday, September 9, 2026 10:01 AM

To: Thompson, McClain <mccclain.thompson@kirkland.com>; Donovan, Daniel T. <ddonovan@kirkland.com>; McCarrick, T.J. <tj.mccarrick@kirkland.com>; Cunningham, Rich <rich.cunningham@kirkland.com>; *pdenton@steptoe.com <pdenton@steptoe.com>; *tstrafford@steptoe.com <tstrafford@steptoe.com>; Matelis, Joseph J. <Matelisj@sullcrom.com>; Judge, Kiera S. <judgeks@sullcrom.com>; Fanchiang, Eric <EFanchiang@crowell.com>; Aluise, Dylan M. <aluised@sullcrom.com>; Enson, Eric <EEnson@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Hynes, Samantha F. <hyness@sullcrom.com>; Gardiner, Kent <KGardiner@crowell.com>; Golden, Nathan H. <goldenn@sullcrom.com>; David Meyer <david@meyerlawdc.com>; Scheib, John M. <scheib@gentrylocke.com>; Stern, Noah P. M. <sternn@sullcrom.com>; Brier, Grace C. <grace.brier@kirkland.com>; sara.razi@stblaw.com; *AEllis@stblaw.com2 <AEllis@stblaw.com>; lindsey.bohl@stblaw.com; *Avia.Gridi@stblaw.com <Avia.Gridi@stblaw.com>

Cc: Flahive Wu, Laura <lflahivewu@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Ludwin, Derek <dludwin@cov.com>; Maya, Michael <mmaya@cov.com>; OpalDisco <OpalDisco@cov.com>; Warren, Matthew J. <mjwarren@sidley.com>; Korman, Marc <mkorman@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; Mahan, Carrie <carrie.mahan@sidley.com>; ratkins <ratkins@sidley.com>; William Mullins <wmullins@mullinslawgroup.net>; Spencer Naake <snaake@mullinslawgroup.net>

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Best,

Kevin

Kevin Kelly

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CERTIFICATE OF SERVICE

I hereby certify that, on this 10th day of September, 2026, the foregoing document was served by first-class mail or email on all parties of record in this proceeding, the Secretary of Transportation, the Attorney General of the United States, and Administrative Law Judge Jenifer Soulikias.

/s/ Daniel Damitio
Daniel Damitio