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Office of Chief Counsel
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Hon. Jenifer J. Soulikias
 Administrative Law Judge
 Surface Transportation Board
 395 E Street S.W.
 Washington, D.C. 20423-0001

Re: Finance Docket No. 36873, *Union Pac. Corp. – Control – Norfolk S. Corp.*

Dear Judge Soulikias:

Applicants' Motion to Compel (the "Motion") CPKC and other non-Applicant Railroads to complete productions of documents responsive to certain of Applicants' requests by September 25, 2026 (UP-102/NS-101) should be denied. Applicants request that Your Honor impose an arbitrary deadline of September 25 to respond to requests that CPKC has already told Applicants that CPKC will be responding to. CPKC is preparing to respond to these and other requests and is willing to discuss discovery milestones with Applicants through the meet-and-confer process. But Applicants' request to impose an arbitrary deadline of September 25 is unnecessary and unjustified. Instead of being based on any demonstrated need, through their Motion Applicants instead seek to impose an unnecessary burden during the most intensive period of case preparation for non-applicants.

BACKGROUND

Applicants served their First and Second Sets of Discovery Requests on CPKC on May 29 and June 1, 2026. CPKC timely served its responses and objections on June 15 and 16, 2026. Subject to its objections, CPKC agreed to conduct reasonable searches for and produce certain responsive, non-privileged documents. Relevant to Applicants' Motion, CPKC agreed to produce responsive, non-privileged documents in response to Requests 2-4, 6-10, 12-14, and 16-17. (*See* Exs. A-B.) CPKC has since been working to identify, collect, review, and prepare responsive documents for production through both a targeted collection effort and a broader custodial collection.

At the same time, CPKC has been in discussions with Applicants regarding CPKC's responses. During a meet and confer on August 6, Applicants requested CPKC expand the scope of its responses and respond to certain additional requests. CPKC informed Applicants on August 24 that CPKC would agree to expand the scope of the documents it intends to produce beyond what was initially identified in its responses. In light of that agreement, CPKC also informed Applicants that it intended to conduct a custodial search to identify and produce responsive documents, and that CPKC would provide updates to Applicants on the parameters of that search as they became available.

On September 9, without any further discussion, Applicants issued an ultimatum, demanding CPKC make a production by September 11 and complete its production of "documents [it] previously agreed to produce no later than September 25." (Ex. C.) CPKC responded that CPKC was in the process of establishing its custodial production process, and it intended to make an initial production of documents from its non-custodial collections in the near future. (See Ex. C.) Instead of engaging further with CPKC, Applicants filed the instant Motion just hours later.

DISCUSSION

CPKC has told Applicants that it intends to produce documents on a rolling basis. CPKC anticipates that it will make its initial production of responsive documents by no later than Monday, September 21. CPKC has also agreed to conduct a broader custodial search to respond to these and other requests, which CPKC anticipates will identify additional responsive documents. As Applicants' own production timeline demonstrates, setting up a custodial search does not happen overnight. Notwithstanding that reality, Applicants request that CPKC be ordered to complete production of all documents responsive to Requests 2-4, 6-10, 12-14, and 16-17 by the arbitrary deadline of September 25. If Applicants are concerned about the timing of discovery, CPKC is willing to discuss discovery milestones with Applicants through the meet-and-confer process. But Applicants' request to impose the September 25 deadline should be denied.

First, the September 25 deadline Applicants request is untethered from any actual or demonstrated need. Applicants do not, and cannot, explain what urgency requires CPKC to complete its production of the requested documents by September 25. Applicants' next merits submission is not due until February 16, 2027, more than five months away, and they have not identified any other submission or filing due before then that might require discovery. See Decision No. 30 at 13. Applicants have only now begun producing the substantial majority of their own documents, with CPKC's deadline to file comments rapidly approaching. The arbitrary September 25 deadline Applicants seek to impose is in no way necessary to ensure Applicants have a "meaningful opportunity" to use the discovery they request. UP-102/NS-101 at 1.

Second, assuming Applicants had demonstrated some need for a more expedited production schedule, imposition of an arbitrary September 25 deadline would be inefficient and unproductive. As noted, CPKC intends to produce an initial set of responsive documents based on targeted collection. CPKC has also told Applicants that it will be making a custodial production. As Applicants have repeatedly emphasized, as the producing party, that determination by CPKC is entitled to deference. See UP-86 / NS-84, at 3 (relying on the "bedrock principle of e-discovery" that "[t]he party responsible for production will usually be most familiar with its own

records, and therefore will be ‘best situated to evaluate the procedures, methodologies, and technologies appropriate for preserving and producing their own electronically stored information.’” (quoting *L-3 Commc’ns Corp. v. Sparton Corp.*, 313 F.R.D. 661, 667 (M.D. Fla. 2015))).

CPKC is still determining the scope of its custodial search process, which it is willing to discuss with Applicants through the meet-and-confer process. But it would be impossible for CPKC to complete that custodial collection, review, and production by Applicants’ arbitrary September 25 deadline. Granting Applicants’ Motion would result in needless additional effort, as CPKC is forced to devote resources to identifying all documents responsive to these specific requests, only for CPKC to then conduct a further custodial search to address other similar requests it has received that would have more efficiently identified the same materials. This is particularly true because an efficient process for organizing CPKC’s custodial search process cannot be set at the least until Applicants inform CPKC whether they intend to serve additional discovery requests on CPKC following the Description of Anticipated Responsive Application CPKC filed on September 9. *See* CPKC-46.

Third, Applicants’ deadline would impose an unnecessary burden during the most intensive period for non-applicants. CPKC is currently reviewing Applicants’ belated productions of hundreds of thousands of documents, taking depositions, and preparing its comment and responsive application(s) due November 18. Notwithstanding these competing obligations, CPKC has also been diligently working to collect and produce responsive discovery at a pace more expeditious than Applicants’ own. Without any urgent need Applicants can identify, it is difficult to escape the conclusion that the request for the arbitrary September 25 deadline is nothing more than an attempt to impede CPKC and distract from its other ongoing efforts in this case.

Fourth, the requested deadline is unreasonable in view of the timeline for discovery that Applicants themselves have followed in this proceeding. Applicants served their First and Second Sets of Discovery Requests on CPKC on May 29 and June 1, less than four months ago. Applicants’ arbitrary September 25 deadline would require CPKC to complete production in 119 days from the date the first requests were served. By contrast, CPKC served its First Set of Discovery Requests to Applicants on December 18, 2025. Had Applicants complied with the same deadlines they now seek to impose on CPKC, Applicants would have completed their productions in April. Even accounting for the three-month stay of discovery, during which Applicants indicated they would continue their discovery efforts, *see* UP-24/NS-23 at 6-7, Applicants would have completed their productions by July. Yet, almost ten months have passed since CPKC served its requests and Applicants still have not completed their responsive productions, and CPKC has received no indication Applicants’ productions are anywhere near complete. CPKC is well ahead of the discovery curve set by Applicants. CPKC has already begun formulating its custodial search process more quickly than Applicants did, and CPKC is on track to begin producing the results of its targeted collection in the near future. Applicants provide no justification for insisting that CPKC be held to a much more stringent schedule than Applicants, given that CPKC is a non-applicant, and has not yet filed its comment or responsive application(s).

CONCLUSION

CPKC recognizes Applicants' desire to ensure they receive responsive productions with adequate time to prepare any responsive submission. But imposing an arbitrary deadline of September 25 to complete responses to an arbitrarily identified set of requests, without any demonstrated need for those documents by the deadline, is not the correct way to achieve that end. Instead, these issues are best addressed through the meet-and-confer process, through which the parties can work to establish discovery milestones that ensure responsive discovery is produced in an orderly and efficient manner, with sufficient time to allow Applicants to utilize the discovery. CPKC respectfully requests that Your Honor deny Applicants' Motion as to CPKC.

Respectfully submitted,

/s/ Joseph J. Matelis
Joseph J. Matelis
Attorney for CPKC

cc: All Parties of Record

CERTIFICATE OF SERVICE

I hereby certify that, on this 15th day of September 2026, a true and correct copy of the foregoing 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 J. Soulikias.

/s/ Noah P.M. Stern
Noah P.M. Stern

EXHIBIT A

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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.

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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.

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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

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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 B

**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’ SECOND 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 respond and object as follows to Applicants’ Second Set of Discovery Requests to CPKC (referred to herein as the “Requests”) served on June 1, 2026 in connection with the above-captioned proceeding. Pursuant to the terms of the Protective Order in this proceeding, this Response is designated as 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.

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.

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

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

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 16, 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. CPKC reserves the right to withhold the production of any such categories of documents or information until such time as Applicants comply with their discovery obligations with respect to the same.

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 accordingly reserves the right to redact non-relevant and 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.

20. CPKC objects to the Requests as unduly burdensome to the extent they seek production from the files of all current and former CPKC employees, including those who are not reasonably likely to possess non-duplicative relevant documents. 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 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. 3 (“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. 3 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. 3 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. 5 (“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. 5 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 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 specifying 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, and disproportionate to the needs of the proceeding. Where CPKC agrees to conduct a search in response to any particular Request, unless otherwise indicated, 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. 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 No 5.

Subject to and without waiver of any of the foregoing objections, CPKC states that it does not currently possess any documents or information responsive to this Request that has not already been produced to Applicants. CPKC will provide Applicants with a copy of or access to the records CPKC produces in response to discovery requests in this proceeding.

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.

Response to Request No 6.

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, particularly in light of CPKC's non-applicant status, because it calls for all Documents and Communications about the Proposed Transaction, including by all agents and employees of CPKC, regardless of their relevance to these proceedings. CPKC further objects that the undefined phrase "relating to" is vague, ambiguous and potentially overbroad. CPKC further objects to the extent that the Request purports to call for information that is publicly available. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

Subject to and without waiver of any of the foregoing objections, CPKC will produce non-privileged (1) form letters relating to the Proposed Transaction that were sent by CPKC to third parties and (2) materials provided as part of any formal presentations relating to the Proposed Transaction to government entities, and produce records responsive to this Request, that can be located based on a reasonable search. CPKC otherwise refers Applicants to CPKC's filings on the docket in the above-referenced proceeding and its public website, including <https://www.cpkcr.com/en/media/Rail-Consolidation-Updates>.

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.

Response to Request No 7.

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, particularly in light of CPKC's non-applicant status, because it calls for all Documents concerning or consisting of talking points or prepared messaging relating to the Proposed Transaction, including by all agents and employees of CPKC, regardless of their relevance to these proceedings. CPKC further objects that the undefined phrase "relating to" is vague, ambiguous and potentially overbroad. CPKC further objects to this Request on the grounds that the phrase "prepared messaging" is vague and ambiguous, as it is unclear who must have "prepared" the messaging or for what purpose. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

Subject to and without waiver of any of the foregoing objections, CPKC will produce Documents sufficient to show prepared messaging for use by CPKC executives for third-party outreach regarding the merits of the Proposed Transaction, that can be located based on a reasonable search of executive-level custodial files.

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.

Response to Request No 8.

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that this Request is overly broad, unduly burdensome, and not proportionate to the needs of these proceedings insofar as it calls for a list of any individual any agent of CPKC has “discussed” any “comment, letter, or statement” relating to the Proposed Transaction with, without regard to the discussion or the nature of the letter or comment. CPKC further objects that the undefined phrase “relating to” is vague, ambiguous and potentially overbroad. 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 have “discussed” the Proposed Transaction with parties outside of CPKC, even if such individuals lacked any authority or responsibility with respect to CPKC’s response to the Proposed Transaction. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

Subject to and without waiver of any of the foregoing objections, CPKC will investigate whether there is a centralized tracker reflecting CPKC outreach to third parties soliciting filing of a comment, letter, or statement of opposition relating to the Proposed Transaction.

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.

Response to Request No 9.

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that it is vague and ambiguous, including because it uses the phrases “relating to” and “related to.” CPKC further objects to this Request to the extent it calls for information concerning discounts, contract extensions, or any other economic value or concession requested from or offered by Applicants, as such information is already in Applicants’ possession, custody or control, or may be obtained from a more convenient source than CPKC. CPKC will construe this request as seeking Documents and Communications reflecting a request submitted to CPKC for, or an offer by CPKC to, provide a discount, contract extensions, or any other economic value or concession to a customer or stakeholder to induce that customer or stakeholder to oppose or refrain from supporting the Proposed Transaction.

Subject to and without waiver of any of the foregoing objections, CPKC will conduct a reasonable search for and produce non-privileged Documents and Communications reflecting any instance in which an individual authorized to speak on behalf of CPKC has received a request, or made an offer, to provide a discount, contract extension, or any other offer of economic value or concession to a customer or stakeholder to induce that customer or

stakeholder to oppose or refrain from supporting the Proposed Transaction, to the extent any such Documents and Communications exist.

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.

Response to Request No 10.

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that, is overly broad, unduly burdensome, and not proportionate to the needs of these proceedings, particularly in light of CPKC’s non-applicant status, because it seeks all Documents and Communications “discussing railroad mergers or alternatives to railroad mergers” in any way, without limitation or qualification from a more than seven-year period, regardless of their relevance to these proceedings. 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 potential forthcoming responsive application(s) or comments on the application for the Proposed Transaction. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. CPKC further objects to this Request on the grounds that it is vague and ambiguous whether this Request, and in particular the phrase “discussing railroad mergers or

alternatives to railroad mergers generally,” encompasses Documents and Communications relating to the combination of CP and KCS or CN’s proposed acquisition of KCS. CPKC will construe this request as not seeking Documents or Communications relating to the CP/KCS transaction or CN’s proposed acquisition of KCS.

Subject to and without waiver of any of the foregoing objections, CPKC will produce non-privileged Documents and Communications created since the announcement of the Proposed Transaction presented to the CPKC Board of Directors discussing potential specific mergers or combinations involving BNSF, CSX, NS, or UP, as well as combinations involving those railroads generally that can be located based on a reasonable search of executive-level custodial files. Additionally, CPKC refers Applicants to the records and information it has produced, or intends to produce, in response to Requests 1 through 4.

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.

Response to Request No 11.

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 to the extent that it calls for “all” Documents and Communications from a more than seven-year period related to the sweeping topics identified in this Request, as virtually any Document or Communication in CPKC’s possession could be construed as responsive to this Request (*e.g.*, because the document “relat[es] to competition in the railroad industry” or “relat[es] to . . . [CPKC’s] position in the railroad industry”). CPKC further objects that the

undefined phrase “relating to” is vague, ambiguous and further compounds the extreme overbreadth of this Request. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC’s business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding.

Subject to and without waiver of any of the foregoing objections, CPKC refers Applicants to its Responses to the other, more particularized, Requests Applicants have propounded in this proceeding, but CPKC otherwise stands on its objections to 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.

Response to Request No 12.

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, particularly in light of CPKC's non-applicant status, because it calls for CPKC to identify and produce all Documents and Communications that relate in any way to the impact of the Proposed Transaction. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, who have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. 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 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 analyzing the potential impact of the Proposed Transaction on CPKC's business and operations that can be located based on a reasonable search of executive-level custodial files. Additionally, CPKC refers Applicants to the records and information it has produced, or intends to produce, in response to Requests 1 through 4.

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.

Response to Request No 13.

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that this Request is vague and ambiguous because it uses the capitalized but undefined term "Potential Transaction." CPKC will construe this Request as seeking Documents and Communications discussing the Proposed Transaction's potential impacts on Class II or Class III railroads. CPKC further objects that the undefined phrase "relating to" is vague, ambiguous and potentially overbroad. 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 potential forthcoming responsive application(s) or comments on the application for the Proposed Transaction. CPKC further objects to this Request to the extent it suggests TTX is a Class II or Class III railroad.

Subject to and without waiver of any of the foregoing objections, CPKC will produce non-privileged Documents and Communications analyzing the impact of the Proposed Transaction on TTX or Class II and Class III railroads, including KCT, PPU, and TRRA, that can be located based on a reasonable search of executive-level custodial files.

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.

Response to Request No 14.

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, particularly in light of CPKC's non-applicant status, because it calls for CPKC to identify and produce all Documents and Communications that relate in any way to the impact of the Proposed Transaction. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. 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 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 analyzing the potential impact of the Proposed

Transaction on CPKC's business and operations and on rail and truck competition more generally, that can be located based on a reasonable search of executive-level custodial files. Additionally, CPKC refers Applicants to the records and information it has produced, or intends to produce, in response to Requests 1 through 4.

Request No. 15.

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

Response to Request No 15.

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds prematurely calls for all Documents and Communications relating to any potential requests for conditions or responsive application(s) that may be filed but that are not yet at issue in the above-captioned proceeding. 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 potential forthcoming responsive application(s) or comments on the application for the Proposed Transaction.

CPKC stands on its objections to this Request. CPKC will consider a new set and appropriately tailored of discovery requests at the appropriate time concerning matters that may be relevant as a result of potential responsive application(s) or comments CPKC may choose to file in this proceeding, consistent with the procedural schedule to be set by the Board.

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.

Response to Request No 16.

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, particularly in light of CPKC's non-applicant status, because it seeks all Documents and Communications about all CPKC interline services and potential interline services dating back over seven years, without limitation or qualification and without regard to their relevance to these proceedings. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. CPKC further objects that the undefined phrase "relating to" is vague, ambiguous and further compounds the overbreadth of this Request. CPKC further objects that the term "initiative" is vague and ambiguous, as it is unclear whether this term is meant to include only joint-initiatives or responses with other railroads, consistent with the other terms in the list, or instead is meant to encompass responses by CPKC alone. CPKC will construe this Request as encompassing only strategic responses to the Proposed Transaction that involve some form of collaboration with other railroads or interline initiatives with other Class I railroads implemented since January 1, 2023. CPKC further objects to this Request on the grounds that it is unreasonably cumulative or duplicative, and not proportional, insofar as it seeks information already in Applicants' possession, custody or control (including as it relates to the Meridian Speedway LLC arrangements with NS), or that is publicly available, or that Applicants could obtain through a more convenient source.

Subject to and without waiver of any of the foregoing objections, CPKC will produce non-privileged Documents sufficient to show (1) potential or actual new strategic collaborations with other Class I railroads that CPKC has analyzed or taken steps to implement in response to the Proposed Transaction or (2) strategic interline collaborations with other Class I railroads implemented since January 1, 2023, that can be located based on a reasonable search of executive-level custodial files.

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.

Response to Request No 17.

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, particularly in light of CPKC's non-applicant status, because it calls for CPKC to identify and produce all Documents and Communications that relate in any way to the impact of the Proposed Transaction. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. 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 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 Documents sufficient to show CPKC’s non-privileged analysis of the potential impacts of the Proposed Transaction on CPKC’s business and operations that can be located based on a reasonable search of executive-level custodial files.

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.

Response to Request No 18.

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that is overly broad, unduly burdensome, and not proportionate to the needs of these proceedings, particularly in light of CPKC’s non-applicant status. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC’s business that CPKC, as a non-

Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. The Request is overly broad, unduly burdensome, and not proportionate to the needs of these proceedings because it calls for CPKC to produce substantial additional data from a more than seven-year period, even though CPKC has already produced 100% traffic tapes, consistent with 49 CFR § 1180.4(b)(iii). CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. CPKC further objects to this Request to the extent it seeks information in a form not maintained by CPKC in the ordinary course of business.

CPKC stands on its objections to this Request.

Request No. 19.

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

Response to Request No 19.

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that is overly broad, unduly burdensome, and not proportionate to the needs of these proceedings, particularly in light of CPKC's non-applicant status, because it calls for CPKC to produce substantial additional data from a more than seven-year period, even though CPKC has already produced 100% traffic tapes, consistent with 49 CFR § 1180.4(b)(iii). CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC,

as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. CPKC further objects to this Request to the extent it seeks information in a form not maintained by CPKC in the ordinary course of business.

CPKC stands on its objections to 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.

Response to Request No 20.

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that is overly broad, unduly burdensome, and not proportionate to the needs of these proceedings, particularly in light of CPKC's non-applicant status, because it calls for CPKC to produce substantial additional data from a more than seven-year period, even though CPKC has already produced 100% traffic tapes, consistent with 49 CFR § 1180.4(b)(iii). CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. CPKC further objects to this Request to the extent it seeks information in a form not maintained by CPKC in the ordinary course of business.

CPKC stands on its objections to 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.

Response to Request No 21.

In addition to the General Objections set forth above, CPKC objects to this Request on the grounds that is overly broad, unduly burdensome, and not proportionate to the needs of these proceedings, particularly in light of CPKC's non-applicant status, because it calls for CPKC to produce substantial additional data from a more than seven-year period, even though CPKC has already produced 100% traffic tapes, consistent with 49 CFR § 1180.4(b)(iii). CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. CPKC further objects to this Request to the extent it seeks information in a form not maintained by CPKC in the ordinary course of business.

Subject to and without waiver of any of the foregoing objections, CPKC refers Applicants to the previously produced waybill data, but otherwise CPKC stands on its objections to this Request.

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.

Response to Request No 22.

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, particularly in light of CPKC's non-applicant status, because it calls for highly sensitive information about CPKC's pricing decisions dating back over seven years for every single route, commodity and customer combination, regardless of their relevance to these proceedings. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

CPKC stands on its objections to this Request.

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.

Response to Request No 23.

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, particularly in light of CPKC's non-applicant status, because it calls for all Documents dating back over seven years relating to the highly competitively sensitive topic of CPKC's cost calculations, regardless of their relevance to these proceedings. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests. CPKC further objects to this Request on the grounds that it is vague, ambiguous, and overbroad insofar as the term "Your" is defined to include every

agent and employee of CPKC, without regard to whether they possess meaningful decision-making authority or relevant information. CPKC further objects to this Request to the extent it seeks information in a form not maintained by CPKC in the ordinary course of business.

CPKC stands on its objections to this Request.

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.

Response to Request No 24.

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, particularly in light of CPKC's non-applicant status, because it calls for all Documents and Communications dating back over seven years relating to the highly competitively sensitive topic of CPKC's policies or strategies for the pricing, regardless of their relevance to these proceedings. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to

request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

CPKC stands on its objections to this Request.

Request No. 25.

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

Response to Request No 25.

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, particularly in light of CPKC's non-applicant status, because it calls for all Documents and Communications dating back over seven years relating to the highly competitively sensitive topic of CPKC's strategies for growth, regardless of their relevance to these proceedings. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

CPKC stands on its objections to this Request.

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.

Response to Request No 26.

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, particularly in light of CPKC's non-applicant status, because it calls for all Documents and Communications dating back over seven years relating to CPKC's treatment of multi-facility customers, regardless of their relevance to these proceedings. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

CPKC stands on its objections to this Request.

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.

Response to Request No 27.

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, particularly in light of CPKC's non-applicant status, because it calls for all Documents and Communications dating back over seven years relating to changes (including without limitation reductions) in service or service frequency occasioned by implementation of Precision Scheduled Railroading, regardless of their relevance to these proceedings. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 the capitalized, but undefined, phrase "Precision Scheduled Railroading" is vague and ambiguous. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to request that CPKC produce records or categories of records that

Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

CPKC stands on its objections to this Request.

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.

Response to Request No 28.

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, particularly in light of CPKC's non-applicant status, because it calls for all Documents and Communications relating to the highly competitively sensitive topic of CPKC's offers to customers opening new facilities over a more than seven-year period, regardless of their relevance to these proceedings. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 the "offers" is vague and ambiguous. CPKC further objects to this Request as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to

request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

CPKC stands on its objections to this Request.

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).

Response to Request No 29.

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, particularly in light of CPKC's non-applicant status, because it calls for all Documents prepared on a periodic basis over a more than seven-year period that discuss the highly competitively sensitive topic of CPKC's growth plans or strategies, regardless of their relevance to these proceedings. CPKC further objects to this Request as overbroad, unduly burdensome, not proportional to the needs of the above-captioned proceeding, insofar as it seeks information about CPKC's business that CPKC, as a non-Applicant, has not put in issue in this proceeding, and which Applicants, which have framed the issues in this proceeding, did not require in order to submit the April 30, 2026 Application that they chose to put forward in support of their Proposed Transaction; such requests are at minimum premature unless and until CPKC puts facts regarding its business in issue in this proceeding. 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 as overbroad, unduly burdensome, and not proportional to the needs of the above-captioned proceeding, to the extent that it purports to

request that CPKC produce records or categories of records that Applicants themselves have not yet produced or agreed to produce in response to substantively similar requests.

CPKC stands on its objections to this Request.

Respectfully submitted,



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Attorneys for CPKC

Dated: June 16, 2026

CERTIFICATE OF SERVICE

I hereby certify that on this 16th 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

From: Stern, Noah P. M.
Sent: Thursday, September 10, 2026 4:05 PM
To: Kelly, Kevin; Flahive Wu, Laura; Rosenthal, Michael; zzExt-dludwin; Maya, Michael; OpalDisco; Warren, Matthew J.; Korman, Marc; Laudone, Stephen S.; Mahan, Carrie; ratkins
Cc: William Mullins; Spencer Naake; Thompson, McClain; Donovan, Daniel T.; McCarrick, T.J.; Cunningham, Rich; *pdenton@steptoe.com; *tstrafford@steptoe.com; Matelis, Joseph J.; Judge, Kiera S.; Fanchiang, Eric; Aluise, Dylan M.; Enson, Eric; van Houwelingen, Luke; Hynes, Samantha F.; Gardiner, Kent; Golden, Nathan H.; David Meyer; Scheib, John M.; Brier, Grace C.; sara.razi@stblaw.com; zzExt-aellis; lindsey.bohl@stblaw.com; *Avia.Gridi@stblaw.com
Subject: RE: FD 36873 - Productions in Response to Applicants' Requests

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 <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>; *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; 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

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