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BEFORE THE
SURFACE TRANSPORTATION BOARD

STB FINANCE DOCKET NO. AB-290 (Sub-No. 425X)

NORFOLK SOUTHERN CORPORATION – ABANDONMENT EXEMPTION – IN ROCKINGHAM, WARREN, AND SHENANDOAH COUNTIES, VA

SHENANDOAH VALLEY BATTLEFIELDS FOUNDATION AND MANASSAS GAP RAILROAD LLC-- MOTION TO HOLD IN ABEYANCE

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Dated: October 14, 2026

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On September 9, 2026, the Shenandoah Valley Battlefields Foundation ("SVBF" or "Offeror"), and its wholly-owned subsidiary, the Manassas Gap Railroad LLC, filed a description of a responsive application in Finance Docket No. 36873, *Union Pac. Corp. and Union Pac. R.R. Co. --- Control – Norfolk S. Corp. and Norfolk S. Ry. Co.* That description revealed that Offeror intended to file a responsive application in that proceeding seeking the divestiture to it of the line that is now the subject of this abandonment proceeding, which extends from Milepost B51.0 near Riverton Junction (Front Royal, Virginia) to approximately Milepost B99.5–B100 near Broadway, Virginia, in Rockingham, Warren, and Shenandoah Counties of Virginia (the "Line") .

On September 22, 2026, Offeror served discovery on Norfolk Southern Corporation and Norfolk Southern Railway Company in Finance Docket No. 36873. NS provided initial responses, and Offeror has attempted to schedule to meet and confer with NS's counsel regarding certain deficiencies noted in NS's responses.

Subsequently, on October 5, 2026, Norfolk Southern Railway Company filed a class exemption seeking to abandon the Line. Offeror timely filed a notice of intent to file an OFA on October 14, 2026.

Good cause exists to hold this proceeding in abeyance. Abeyance is appropriate where it would promote efficiency and not be fundamentally unfair to any party. *See e.g., N. Cnty. Transit Dist.—Pet. for Declaratory Ord*., FD 36433, slip op. at 11 (STB served May 23, 2023); *Grafton & Upton R.R.—Pet. for Declaratory Ord*., FD 36518, slip op. at 3 (STB served Nov. 3, 2021). *N. Am. Freight Car Ass'n v. Union Pac. R.R.*, NOR 42144 et al., slip op. at 3 (STB served Mar. 31, 2017). NS will suffer no harm in holding the case in abeyance since parts of the line have been in discontinued status to the detriment of potential shippers on the Line. *See Norfolk Southern Railway Company—Discontinuance Exemption—In Shenandoah and Warren Counties, Va.*, Docket No. AB 290 (Sub-No. 421X) (STB served July 28, 2025) (receiving Board authority to discontinue service "between milepost B 51.0 +/- in Front Royal, Va., and Milepost B 62.0 +/- in Strasburg, Va."); *Norfolk Southern Railway Company—Discontinuance of Service Exemption—In Shenandoah County, Va.*, Docket No. AB 290 (Sub-No. 383X) (STB served July 15, 2016) (receiving Board authority to discontinue service "from milepost B 62.0 (at Strasburg, VA) to milepost B 78.9 (near Edinburg, VA)"); *Southern Railway Company—Discontinuance Exemption—Operations Between Mount Jackson and Edinburg, Va.*, Docket No. AB 290 (Sub-No. 51X) (ICC served February 14, 1989) (receiving Board authority to discontinue service "between milepost B-84.0 at Mount Jackson, VA and milepost B-78.9 at Edinburg, VA"); *Norfolk Southern Railway Company—Discontinuance of Service Exemption—In Rockingham and Shenandoah Counties, Va.*, Docket No. AB 290 (Sub-No. 391X) (STB served December 23, 2016). Compare 49 USC 11324(c) (providing the Board wide latitude merely to provide for

operating terms and compensation levels to ensure that such effects are alleviated) with 49 USC 11904 (imposing financial fitness and constitutional minimum value requirements) and compare 49 CFR 1180.1(d) with 49 CFR 1152.7.

Further, the requirements for acquisition of a line by filing a responsive application for divestiture of the line in the UP-NS merger proceeding are different and have fewer, less onerous requirements than the OFA process and therefore should be considered first. Abeyance would promote efficiency here while issues related to the Line are explored in the UP-NS transaction proceeding in which Offeror has been preparing and will file a responsive application for divestiture. If the Board rejects the UP-NS transaction or approved the transaction but denied the Offeror's responsive application, NS would be free to pursue abandonment of the Line thereafter. The related proceedings involve similar parties, subject matter, the same Line, requests for relief, and underlying facts. *CSX Transp. Inc. v. Norfolk S. Corp*., NOR 42183 et al., slip op. at 5-6 (STB served Sept. 25, 2025). Allowing the abandonment proceeding to move forward could moot the responsive application in the UP-NS transaction proceeding.

Respectfully submitted,

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Dated: October 14, 2026

CERTIFICATE OF SERVICE

I hereby certify that on the 14th day of October, 2026, a copy of the foregoing document was served by email on the following:

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Dated: October 14, 2026