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By E-Filing and Email

November 6, 2026

Administrative Law Judge Soulikias
Parties of Record
Docket No. FD 36873

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

Administrative Law Judge Soulikias and Parties of Record:

Please find attached a corrected version of Applicants' Motion to Compel (UP-130/NS-124), filed yesterday, November 5, 2026. The version originally filed inadvertently omitted copies of the exhibits cited in the motion. The corrected version includes those exhibits and is otherwise unchanged. We apologize for any inconvenience.

Respectfully submitted,

/s/ Laura Flahive Wu

Laura Flahive Wu

Attorney for Union Pacific Corporation and Union Pacific Railroad Company

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November 5, 2026

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

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

Dear Judge Soulikias:

This Motion asks Your Honor to order CSX to conduct its custodial document searches using the custodians, date ranges, and search terms that Applicants have proposed, as set forth in **Appendix A**. Despite an extensive meet-and-confer process, the searches that CSX has agreed to conduct are deficient in three principal respects: (1) they exclude the files of multiple custodians with relevant documents; (2) they use an unreasonable time period for requests seeking ordinary course documents; and (3) they rely on an insufficient set of search terms.

I. BACKGROUND

On September 11, Applicants asked CSX to disclose its search parameters and identified fourteen individuals likely to possess responsive documents: Messrs. Angel, Boone, Cory, Smith, Livingston, Flippin, Bezar, Foote, Hinrichs, Pelkey, Harris, Boychuk, and Wallace, and Ms. Kenney. *See* Ex. A at 5. CSX responded that it "has not agreed that custodial searches are required" and that Applicants' requests were "extremely premature." *Id.* at 3. After Applicants sought relief, Your Honor ordered CSX to disclose its proposed search parameters and hit counts. *See* UP-110/NS-111; Decision No. 41 at 3.

On October 13, CSX proposed collecting documents from three custodians Applicants had identified (Mr. Angel, Ms. Kenney, and Mr. Smith) and one other individual (Christopher Maffett). Ex. B at 1. CSX confirmed that "there is data for the CSXT custodians identified in [Applicants'] September 11, 2026 email, including for former employees," but stated that it was "still exploring the burden associated with collecting and producing data from former employees." *Id.* CSX proposed six search strings, only one of which was intended to identify documents responsive to impacts of the Proposed Transaction and which CSX proposed to run only on documents dated July 29, 2025, to February 17, 2026. *Id.* at 1–2. CSX proposed a date range of July 29, 2024, to February 17, 2026, for other searches. *Id.*

On October 22, after Applicants had made a counterproposal, CSX agreed to add three more custodians (Mr. Boone, Mr. Hinrichs, and Casey Albright, whom CSX proposed in lieu of Mr. Cory), and agreed to a date range of July 29, 2024, to February 17, 2026, for all agreed-upon search terms. *See* Ex. C. On November 2, CSX confirmed that its "internal name for its merger analysis was 'Project Max,'" and provided hit counts for Applicants' proposed search terms, along with terms that CSX "may agree to conduct." Ex. D. CSX stated that it was "willing to consider going back through 2023 on specific requests," but maintained that its custodian list was sufficient. *Id.* at 1. Because CSX's final proposal remains insufficient, this Motion followed.

Non-Applicants' responsive applications and "comments, protests, requests for conditions, and any other evidence and argument in opposition to" the proposed merger are due on November 18, 2026, and Applicants' responses and rebuttals are due on February 16, 2027. Decision No. 30 at 13. Applicants have noticed depositions of CSX witnesses beginning in December 2026, and CSX has offered January 12 and January 21 for the depositions of Mr. Maffett and Ms. Kenney, respectively. *See* UP-110/NS-111 at 2; Ex. B. CSX has not offered deposition dates for any other witnesses.

II. ARGUMENT

CSX's proposed search parameters are deficient in multiple respects, as set forth below.

A. CSX Omits Custodians With Unique, Relevant Documents.

Former Senior Executives. Your Honor should direct CSX to produce documents from the key former executives Applicants have identified. Mr. Pelkey served as CSX's Chief Financial Officer from January 2022 until October 2025. *See* App'x A. He held that position when the Proposed Transaction was announced on July 29, 2025, and he therefore possesses documents relating to CSX's assessment of and response to it, in addition to ordinary course documents. *Id.* Mr. Bezar served as CSX's Chief Strategy Officer beginning in May 2019 and has documents relating to CSX's strategic assessment of the Proposed Transaction, as well as documents relating to rail industry competitive dynamics and consolidation. *See id.* Mr. Boychuk served as CSX's Executive Vice President of Operations from October 2019 until August 2023, and his files will reflect CSX's ordinary course assessment of network operations, service design, and the efficiencies achievable through operational improvements without a merger. *Id.* Mr. Harris preceded Mr. Boychuk as Executive Vice President of Operations, serving from January 2018 to 2020 with responsibility for mechanical, engineering, transportation, and network operations across CSX's network. *Id.*

CSX has not shown that retrieving these former employees' files would involve any technical issue that could not be resolved. *Cf.* Decision No. 31 at 2–3. Moreover, Your Honor ordered Union Pacific to search its former CEO's legacy files because the relevance of his "comments or observations" outweighed the burden. *Id.* at 9. That reasoning applies with equal force to Mr. Pelkey, who held the CFO position when the Proposed Transaction was announced, and to Mr. Cory, whom CSX proposes to replace with Ms. Albright only because Mr. Cory "has

announced his resignation from CSX." Ex. C at 1. A custodian's departure does not make his files any less relevant.

Government Affairs Personnel. As Vice President of Government and Community Affairs and Assistant Vice President of Federal Affairs, respectively, Messrs. Livingston and Flippin have documents relating to CSX's communications with the Board, members of Congress, and other government officials regarding the Proposed Transaction, including CSX's advocacy positions, regulatory strategy, and coordination with other stakeholders. *See* App'x A. Their files are relevant and should be searched.

B. CSX's Date Range Excludes Relevant Ordinary Course Materials.

CSX's July 29, 2024 start date is too late for searches seeking ordinary course documents, such as those responsive to Requests 11 and 22–29 concerning CSX's pricing and growth strategies, negotiating practices, and facilities. *See* Exs. B–E. Your Honor has held that information from "a few years before the proposed transaction was announced is relevant" and that "[c]orresponding information and data from non-Applicants is proportional." Decision No. 31 at 3. CSX has stated that it is "willing to *consider* going back through 2023 on specific requests," Ex. D, but that is neither a firm commitment nor sufficient because it would exclude four years of relevant materials. A January 1, 2019 start date should apply to all searches seeking ordinary course documents.

C. CSX's Search Terms Are Insufficient.

CSX initially proposed to conduct only a single search to identify documents responsive to requests concerning impacts of the Proposed Transaction (i.e., Requests 3–9, 12–15, and 17). Ex. B. That search was far too narrow and would have excluded documents relating to particular potential effects, such as effects relating to gateways, interchange volumes, traffic diversion, pricing, or service. Confirming the inadequacy of the single-search approach, CSX admitted that its search returned only 727 hits across four key custodians. Ex. E. For these reasons, Applicants proposed a series of subject-specific impact searches, which are akin to the searches Applicants ran on their own documents.

CSX's final proposal remains inadequate. Although CSX has agreed to run some of Applicants' impact terms, its restrictions on those terms would exclude key concepts. For example, CSX has objected to running searches concerning interline failures, interline pricing and efficiency, single-line and interline competition, and interchange alternatives, *see* App'x A, but all of those subjects are responsive to Request 17 (which seeks documents concerning the Proposed Transaction's impact on "interchange arrangements," "interline or joint line rates, services, or routes," and "interchange volumes, gateway usage") and to Request 12 (which encompasses impacts on CSX's "relationships with other railroads"). Similarly, searches concerning yard and facility rationalization and buffer capacity are responsive to other parts of Request 12 (impacts on CSX's "costs, expenses, operations, investments" and "service offerings") and Request 14 (projected "operating efficiencies" and impacts on CSX). Searches concerning board materials

and transcontinental and end-to-end combinations likewise are responsive to Requests 2–4 and Requests 10 and 11, which concern mergers CSX has considered, strategic responses to the Proposed Transaction, and rail industry consolidation. At CSX's request, Applicants agreed to run searches that mirrored many of these. *See* UP-64/NS-62 (attaching UP and NS custodial email search proposals) (CSX First Set Nos. 27–28).

CSX also has refused to run four broader impact searches (Searches 13, 14, 15, and 18) without offering narrower alternatives. Ex. D. Similar to the searches discussed above, nearly every component of these four searches tracks the text of Requests 11, 12, 14, and 17.

To address CSX's burden concerns, Applicants have narrowed multiple searches, including by replacing the "AND" connector with the twenty-five-word connector CSX proposed for other searches, and by cutting words that are most likely to generate irrelevant hits (such as "labor," "employment," "leverage," "shareholder*," "freight," and "trade"). *See* App'x A. Applicants additionally have removed the stand-alone term "UP" from every proposed string. *Id.*

CSX's remaining objections fare no better. For example:

- CSX insists on additional proximity connectors even for searches with modest hit counts—such as Search 6 (96 hits), Search 2 (195 hits), Search 5 (231 hits), Search 11 (826 hits), and Search 8 (1,257 hits)—where no narrowing is needed. Ex. D.

- CSX rejects Search 5 as duplicative of its narrower search relating to facilities and bids, but that search uses tighter connectors that would miss documents linking CSX's facility bids to UP or NS. *Id.*

- For Search 11, CSX's purported counterproposal simply repeats its Search 10 string and does not address interchange alternatives at all. *Id.*

- CSX refuses to run Search 16 concerning gateway traffic because a separate search addresses Committed Gateway Pricing, but Request 17 (to which this search is directed) expressly seeks documents concerning "gateway usage" and "interchange volumes," which a search limited to CGP and proportional rates would not capture. *Id.*

- Several of CSX's proposed search strings use proximity connectors narrower than those Applicants applied to their own documents. For example, CSX's growth strategy search requires "plan" or "strateg*" within ten words of a growth term, whereas Union Pacific's comparable search used a twenty-word connector. *Compare* Ex. D, *with* UP-73/NS-71, Ex. A. CSX also would narrow its pricing search to a three-word connector even though that search returned only 2,304 hits. Ex. D. CSX likewise proposes to narrow its search concerning other rail mergers from a ten-word connector—the connector CSX itself originally proposed—to five words. *Compare* Ex. B, *with* Ex. D.

* * *

For the reasons set forth above, Your Honor should order CSX to conduct its custodial document searches using Applicants' proposed parameters. Those parameters appropriately seek both transaction-related documents and ordinary course documents that Your Honor has recognized are "customary in Board merger proceedings." Decision No. 31 at 9. Applicants' proposed parameters also appropriately align with what Non-Applicants "sought and obtained from Applicants." *See id.* at 3. CSX, together with BNSF and CPKC, sought and obtained an order requiring Applicants to search the files of 36 Union Pacific custodians and 30 Norfolk Southern custodians. *See* BNSF-34/CSX-12/CPKC-28; Decision No. 25 at 2–3. Having demanded that discovery, CSX should not be permitted to limit its own search to seven custodians, a truncated period, and insufficient search strings.

III. CONCLUSION

For the foregoing reasons, Applicants respectfully request that Your Honor grant this Motion and enter an order directing CSX to conduct custodial document searches using the parameters in Appendix A.

Respectfully submitted,

/s/ Laura Flahive Wu

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cc: All Parties of Record

Appendix A
Applicants' Proposed Custodial Search Parameters[1]

I. Custodians

Name	Title	Relevance
Stephen Angel**	President and Chief Executive Officer	• As President and CEO, Angel has oversight of CSX's strategic direction, operations, and competitive positioning, including CSX's public opposition to the proposed transaction and its evaluation of alternative merger transactions. • Angel has knowledge of CSX's assessment of the merger's effects on eastern U.S. rail competition, CSX's evaluation of Applicants' claimed public benefits, and CSX's development of proposed competitive conditions and responsive applications. • Angel has publicly stated that CSX's customers "depend on a competitive and healthy freight rail system" and that the merger would create challenges and opportunities for CSX.
Kevin Boone**	Executive Vice President and Chief Financial Officer	• As CFO, Boone oversees CSX's financial operations, investor relations, procurement, tax, and treasury, and has extensive experience in finance, accounting, and mergers and acquisitions. • Boone has knowledge of CSX's financial and commercial assessment of the proposed merger, including CSX's evaluation of the merger's effects on rail pricing, shipper costs, and financial analyses supporting CSX's proposed competitive conditions and responsive applications. • Boone has publicly stated that the merger would affect CSX's established service partnerships, reasoning that those relationships have worked because there has not been one party in control.

[1] A double asterisk (**) indicates the aspects of these parameters that Applicants understand have been agreed upon with CSX.

Name	Title	Relevance
Michael Cory	Executive Vice President and Chief Operating Officer	• As COO, Cory oversees CSX's operations strategy and coordinates performance across the Transportation, Mechanical, and Engineering departments, with 39 years of railroad experience, including service as CN's EVP and COO. • Cory has knowledge of CSX's operational capabilities, network capacity, and service performance, and his experience implementing scheduled railroading at CN gives him unique knowledge of railroad integration and related service issues. • Cory has knowledge of CSX's assessment of the merger's operational effects, including impacts on interchange patterns, competitive service alternatives, network congestion, and potential service disruptions.
Eric Smith**	Head of Strategy	• As Head of Strategy, Smith leads CSX's response to the proposed UP-NS merger, with prior experience leading CSX's Industrial Products business and TRANSFLO transloading business. • Smith has knowledge of CSX's strategic assessment of the merger's impact, the analyses underlying CSX's characterization of the merger as causing "permanent, structural harm," and CSX's planned responsive applications, including the KC-ESL divestiture and Eastern Pennsylvania trackage rights.
Maryclare Kenney**	Senior Vice President and Chief Commercial Officer	• As CCO, Kenney leads CSX's commercial organization, overseeing growth strategies, customer service, and business development, with extensive experience in intermodal and automotive sales. • Kenney has knowledge of CSX's competitive position, customer relationships, pricing dynamics, and the alleged commercial impact the proposed merger would have on CSX's ability to compete for freight traffic, particularly intermodal movements. • Kenney has publicly stated that the merger would cause an imbalance in rail competition by eliminating options for shippers.

Name	Title	Relevance
Tom Livingston	Vice President, Government and Community Affairs	• Livingston serves as Vice President of Government and Community Affairs at CSX, overseeing the company's engagement with federal lawmakers, state legislatures, regulatory agencies, and community stakeholders across CSX's 23-state network. • Livingston has knowledge of CSX's communications with the STB, members of Congress, and other government officials regarding the proposed UP-NS merger, including CSX's advocacy positions, regulatory strategy, and coordination with other stakeholders.
Stephen Flippin	Assistant Vice President, Federal Affairs	• Flippin serves as Assistant Vice President of Federal Affairs at CSX, responsible for the company's engagement with federal legislators and regulatory bodies on transportation policy matters. • Flippin has knowledge of CSX's federal regulatory strategy and communications with the STB and Congress regarding the proposed UP-NS merger, including CSX's advocacy efforts and policy positions.
Farrukh Bezar	Former Senior Vice President and Chief Strategy Officer	• Bezar served as Senior Vice President and Chief Strategy Officer at CSX from May 2019, leading the development of strategic initiatives to support CSX's growth and value creation for customers and shareholders. • Bezar has more than 25 years of strategic leadership experience in the transportation and logistics industry, including prior experience at the Atchison, Topeka and Santa Fe Railway Company, giving him broad knowledge of rail industry competitive dynamics and consolidation. • Bezar has knowledge of CSX's strategic assessment of and response to the proposed UP-NS merger, including CSX's internal analyses of the merger's anticipated impact on CSX's competitive position and ability to serve its customers.
James Foote	Former President and Chief	• Foote served as President and CEO of CSX from December 2017 until September 2022, leading CSX through its

Name	Title	Relevance
	Executive Officer	implementation of precision scheduled railroading and achieving record operating and financial performance. • Foote had more than 40 years of diverse railroad industry experience in operations, marketing, and finance, including senior roles at Canadian National Railway, giving him direct experience with Class I railroad competitive dynamics and regulatory matters. • Foote has historical knowledge of CSX's strategic direction, competitive positioning, and assessment of rail industry consolidation, including CSX's evaluation of the merger landscape and competitive dynamics among Class I railroads.
Joseph Hinrichs**	Former President and Chief Executive Officer	• Hinrichs served as President and CEO of CSX from September 2022 until September 2025, succeeding James Foote and overseeing CSX's continued execution of its operating model and growth strategies. • Hinrichs has knowledge of CSX's assessment of and response to the proposed UP-NS merger, including CSX's strategic analysis of the merger's anticipated impact on CSX's competitive position, network operations, and ability to serve its customers. • Hinrichs has direct knowledge of the regulatory standards applicable to major rail mergers through his oversight of CSX's regulatory affairs and engagement with the STB and other government officials regarding industry consolidation matters.
Sean Pelkey	Former Executive Vice President and Chief Financial Officer	• Pelkey served as Executive Vice President and Chief Financial Officer at CSX from January 2022 until October 2025, overseeing all financial operations, including accounting, financial planning, investor relations, procurement, tax, and treasury. • Pelkey joined CSX in 2005 and held various positions in capital markets, performance analysis, IT finance, and investor relations, giving him deep institutional knowledge of CSX's financial operations and competitive position.

Name	Title	Relevance
		• Pelkey has knowledge of CSX's financial assessment of and response to the proposed UP-NS merger, including CSX's internal financial analyses of the merger's anticipated impact on revenues, pricing, shipper costs, and competitive position.
Edmond Harris	Former Executive Vice President of Operations	• Harris served as Executive Vice President of Operations at CSX from January 2018 to 2020, responsible for mechanical, engineering, transportation, and network operations across CSX's 20,000-mile network. • Harris has more than 40 years of railroad industry experience in an operating capacity, including nearly two decades at Illinois Central and Canadian National, and served as Chief Operating Officer at Canadian Pacific from 2010 to 2012, giving him direct experience implementing precision scheduled railroading at multiple Class I railroads. • Harris has knowledge of CSX's operational assessment of rail industry consolidation, including network operations, service performance, and competitive position.
Jamie Boychuk	Former Executive Vice President of Operations	• Boychuk served as Executive Vice President of Operations at CSX from October 2019 until August 2023, responsible for transportation, mechanical, engineering, intermodal, and network operations. • Boychuk joined CSX in 2017 and played a key role in the implementation of scheduled railroading, previously serving as Vice President of Scheduled Railroading and Senior Vice President of Network Operations, driving improvements in network fluidity and service performance. • In his role at CSX, Boychuk had knowledge of CSX's operational assessment of rail industry dynamics, including network operations, service design, and the efficiencies achievable through operational improvements without a merger.
Mark Wallace	Former Executive Vice	• Wallace served as Executive Vice President, Sales and Marketing at CSX from July 2018 until his passing in November 2021, delivering strategies that advanced CSX's

Name	Title	Relevance
	President, Sales and Marketing	sales and marketing organization and helping the company capitalize on service improvements. • Wallace worked in the railroad industry for 25 years, including service at Canadian National Railway and Canadian Pacific Railway alongside E. Hunter Harrison, giving him deep knowledge of Class I railroad commercial strategy, customer relationships, and competitive positioning. • In his role at CSX, Wallace had historical knowledge of CSX's commercial assessment of the rail industry landscape, including shipper options, pricing dynamics, and interline service arrangements.
Christopher Maffett**	Senior Director - Short Line & Intercarrier Strategy	• CSX proposed Maffett as a custodian on October 13, 2026, in addition to the custodians Applicants had identified.
Casey Albright**	Senior Vice President of Network Operations and Service Design	• CSX proposed Albright as a custodian on October 22, 2026, in lieu of Michael Cory.

II. Date Ranges

- **Start Date**:
  - July 29, 2024, for searches relating to the impact of the Proposed Transaction (Requests 3–9, 12–15, and 17).**
  - January 1, 2019, for all other requests (Requests 2, 10–11, 16, and 22–29).
- **End Date:** February 17, 2026.**

III. Search Terms

1. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) w/20 (merg* OR transaction OR combination OR acqui* OR control))[2]

2. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) AND (fail* w/25 interline))[3]

3. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) AND (((yard* OR shop* OR facilit*) w/25 (closing* OR closure* OR rationalize)) AND (price* OR cost*)))[4]

4. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) AND (interline w/25 (pric* OR quality OR efficien*)))[5]

5. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) AND ((facilit* w/25 new) w/20 (offer OR bid)))

6. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) AND (Buffer w/3 (capacity OR employee OR crew OR equipment OR locomotive)))[6]

7. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) w/10 ((invest* OR improv*) w/10 (interline OR interchange)))

8. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) AND ((Committed w/2 Gateway) OR CGP OR “prop rate*” OR “proportional rate*”))[7]

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[2] CSX proposes a w/5 connector in place of w/20.

[3] CSX proposes a w/25 connector in place of AND.

[4] CSX proposes a w/25 connector in place of the first AND.

[5] CSX proposes a w/25 connector in place of AND.

[6] CSX proposes a w/25 connector in place of AND.

[7] CSX proposes a w/10 connector in place of AND.

9. (("Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern OR "Project Max" OR "Proj Max") w/25 ((BNSF OR CPKC) w/5 rate))

10. (("Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern OR "Project Max" OR "Proj Max") AND ("single line" AND interline AND compet*))[8]

11. (("Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern OR "Project Max" OR "Proj Max") AND (interchange w/5 (alternat* OR compet*)))[9]

12. (("Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern OR "Project Max" OR "Proj Max") w/25 "Service Assurance")

13. (("Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern OR "Project Max" OR "Proj Max") w/25 (integrat* OR (operat* w/3 (plan* OR chang* OR impact* OR effect*)) OR divert* OR diversion* OR "rail service" OR (safety w/5 (integrat* OR merg* OR transaction)) OR ((passenger OR commuter) w/5 service) OR (yard w/2 control) OR (train w/2 build*) OR (transport* w/2 manag*)))

14. (("Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern OR "Project Max" OR "Proj Max") w/25 (debt OR revenue* OR earning* OR EBITDA OR (operating w/2 ratio) OR synerg* OR (market w/2 share*) OR concession* OR consolid* OR efficienc* OR ((cost* OR rate* OR invest* OR growth OR competit*) w/10 (merg* OR transaction OR combination OR acqui* OR control OR transcon*))))

15. (("Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern OR "Project Max" OR "Proj Max") w/25 (merg* OR transaction OR combination OR acqui* OR control)) AND ((Board w/5 Director*) OR (Board w/10 Committee))

16. (("Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern OR "Project Max" OR "Proj Max") AND (gateway* w/10 (traffic OR I-5)))

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[8] CSX proposes a w/10 connector in place of the first AND.

[9] CSX proposes running the string in Search 10 in place of this search.

17. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) w/25 (share* AND (TRRA OR (Terminal w/2 Railroad) OR PPU OR TTX)))

18. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) w/25 ((single w/2 (carrier OR line)) OR “parallel route*” OR (defens* w/5 (national OR military OR STRACNET)) OR Amtrak OR “partnership agreement” OR (transition* w/2 service) OR (port* w/5 (access OR traffic OR intermodal OR terminal)) OR “vertical effect*” OR (negot* w/20 contract*) OR (traffic w/2 (manifest OR level*)) OR “principal route*” OR (truck w/2 rail) OR (service* w/2 disrupt*) OR ((IT OR technolog*) w/5 (integrat* OR system* OR cutover))))

19. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) w/25 (“trackage right*” OR haulage OR (reciprocal w/2 switch*) OR “short line*” OR shortline OR “Class II” OR “Class III”))[10]

20. ((“Union Pacific” OR UNP OR UPRR OR “Norfolk Southern” OR NS OR NSC OR norfolksouthern OR “Project Max” OR “Proj Max”) AND ((transcon* OR (east* w/10 west*) OR end-to-end OR duopoly OR coast-to-coast OR first-mover OR downstream) w/30 (merg* OR transaction OR comb* OR acqui* OR control OR consolid* OR single-line)))[11]

21. (BNSF or “Burlington Northern” or CPKC* or “Norfolk Southern” or NS or “Union Pacific” or CN or “Canadian National”) w/10 (merg* OR combination OR acqui* OR “cooperative agreement” or “joint venture” or alliance)[12]

22. (pricing w/5 (formula OR model OR polic* OR strateg* OR system))[13]

23. (((plan OR strateg*) w/20 (grow* OR increas* OR retain)) w/5 (Volume OR Rail OR Traffic OR revenue))[14]

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[10] CSX proposes a w/10 connector in place of w/25.

[11] CSX proposes w/25 in place of AND, w/5 in place of w/10, and w/10 in place of w/30.

[12] CSX proposes a w/5 connector in place of w/10.

[13] CSX proposes a w/3 connector in place of w/5.

[14] CSX proposes a w/10 connector in place of w/20.

24. (negotiat* or strateg*) w/10 (bundl* OR tying OR tie OR link* OR leverag* OR "multiple facilit*" OR multi* OR refun* or discount* or waiv*)[15]

25. ((PSR OR "Precision Scheduled Railroading") w/10 service)

26. ((facilit* w/5 new) w/5 (offer OR bid))**

[15] CSX proposes a w/5 connector in place of w/10, and "(multiple w/1 facilit*)" in place of "multiple facilit*" and multi*.

EXHIBIT A

From: Fanchiang, Eric <EFanchiang@crowell.com>
Sent: Thursday, September 24, 2026 11:33 AM
To: Maya, Michael; Kelly, Kevin; Gardiner, Kent; van Houwelingen, Luke; Enson, Eric; Lesser, Rachel
Cc: Flahive Wu, Laura; Rosenthal, Michael; Damitio, Daniel; Magcale, Jamie Dominique U; Ludwin, Derek; Korman, Marc; Warren, Matthew J.; William Mullins; ratkins; Laudone, Stephen S.; Korman, Marc; Spencer Naake; OpalDisco
Subject: RE: FD 36873 - Applicants' Discovery Requests to CSX

[EXTERNAL]
Mike,

Thank you for your email. As discussed during this week's meet and confer, CSXT served its responses and objections to Applicants' discovery requests in June. Prior to Applicants' September 11 email, CSXT had not heard from Applicants in many weeks on those responses, including many where CSXT expressly indicated its willingness to meet and confer. We came to this week's meet and confer prepared to walk through Applicants' RFPs to discuss CSXT's objections and your positions with respect to each, including where we seek to better understand your position on the relevance of the information sought from CSXT. You were not willing to do that. Instead, Applicants asked that CSXT provide a comprehensive custodial search proposal covering custodians, search terms, date ranges, and hit reports, effectively skipping ahead several important steps.

Nevertheless, CSXT is willing to engage in a process along the lines of what Applicants request. The timeframe on which you request it do so is simply not workable, however. While we understand that Applicants have been meeting and conferring with BNSF and CPKC about their responses, including potential custodial searches, for a number of weeks now, those discussions did not include CSXT. You are thus asking CSXT, among other things, to stand up a process to reconsider each of your requests (without the benefit of discussions with Applicants), confer with our client to determine revised positions, investigate and identify appropriate custodians for each request, assess ESI processes including the technology and tools it may use, and develop search terms and parameters—and to do so all in a week-and-a-half. CSXT cannot reasonably be expected to complete that process in such a compressed timeframe, particularly during a period when it must review Applicants' large-volume—and tardy—discovery productions (including UP's most recent productions totaling over 200 GB of data), take depositions with limited time to review those materials, and prepare CSXT's upcoming comments to the Board. You have not identified any basis for CSXT to take on such an extraordinary burden, when Applicants' next evidentiary submission is five months away.

CSXT is willing to engage in this process in good faith and move it forward as efficiently as possible. With respect to items 1 through 5 in your email, we will do our best to provide our proposal during the week of October 13. We do not anticipate being in a position to provide hit reports on that same timeframe and will provide them as soon as we reasonably can thereafter.

Best,

Eric Fanchiang

Eric Fanchiang
Crowell & Moring LLP
efanchiang@crowell.com

+1.949.798.1338 direct

From: Maya, Michael <mmaya@cov.com>
Sent: Wednesday, September 23, 2026 3:22 PM
To: Fanchiang, Eric <EFanchiang@crowell.com>; Kelly, Kevin <Kkelly@cov.com>; Gardiner, Kent <KGardiner@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>
Cc: Flahive Wu, Laura <lflahivewu@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Damitio, Daniel <DDamitio@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Ludwin, Derek <dludwin@cov.com>; Korman, Marc <mkorman@sidley.com>; Warren, Matthew J. <mjwarren@sidley.com>; William Mullins <wmullins@mullinslawgroup.net>; ratkins <ratkins@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; Korman, Marc <mkorman@sidley.com>; Spencer Naake <snaake@mullinslawgroup.net>; OpalDisco <OpalDisco@cov.com>
Subject: RE: FD 36873 - Applicants' Discovery Requests to CSX

Eric,

Thank you for speaking yesterday. We write to follow up on our request that CSX commit to providing its proposal for custodial document searches in response to Applicants' First and Second Discovery Requests by a date certain. To move this process along, we request that CSX confirm that it will provide its proposal by October 5, 2026, and that the proposal will do the following:

1. Identify the RFPs in response to which you do and do not propose to conduct custodial searches (as well as any buckets or categories of otherwise responsive documents for which you do not intend to perform custodial searches);
2. Identify the search terms that you propose to use to search for responsive custodial documents;
3. Identify the date ranges that you propose to apply to your proposed searches;
4. Identify the custodians whose documents you propose to search;
5. Identify any custodians that we identified in our September 11, 2026 email for whom you do not possess ESI; and
6. Provide hit reports for the proposed search terms, dates, and custodians that you propose to use for your custodial searches.

We ask that you please provide the requested confirmation by 10 am Eastern tomorrow in light of the 6 pm Eastern filing deadline for the next round of discovery motions.

Thanks,

Mike

Michael Maya

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From: Fanchiang, Eric <EFanchiang@crowell.com>
Sent: Thursday, September 17, 2026 1:58 PM
To: Kelly, Kevin <Kkelly@cov.com>; Gardiner, Kent <KGardiner@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>
Cc: Maya, Michael <mmaya@cov.com>; Flahive Wu, Laura <lflahivewu@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Damitio, Daniel <DDamitio@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Ludwin, Derek <dludwin@cov.com>; Korman, Marc <mkorman@sidley.com>; Warren, Matthew J. <mjwarren@sidley.com>; William Mullins <wmullins@mullinslawgroup.net>; ratkins <ratkins@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; Korman, Marc <mkorman@sidley.com>; Spencer Naake <snaake@mullinslawgroup.net>; OpalDisco <OpalDisco@cov.com>
Subject: RE: FD 36873 - Applicants' Discovery Requests to CSX

[EXTERNAL]
Kevin,

Thanks for this e-mail. As mentioned on our call last week, CSXT has not agreed that custodial searches are required, nor have Applicants even sought to meet and confer about CSXT's responses to each of the RFPs in Applicants' Second Set of Requests until now, including many where CSXT expressed its willingness to do so. Prior to your last e-mail, CSXT had not heard from Applicants in weeks on any of this. To the extent Applicants have been meeting and conferring with BNSF or CPKC about their responses, including potential custodial searches, those meet and confers did not include CSXT and anything discussed during those meet and confers cannot be applied to CSXT. Your requests below are thus extremely premature.

That being said, we are of course open to begin meeting and conferring regarding Applicants' Second Set of Requests. We are available next Tuesday between 1 and 2 pm ET or after 3 pm ET.

Best,

Eric Fanchiang

Eric Fanchiang
Crowell & Moring LLP
efanchiang@crowell.com
+1.949.798.1338 direct

From: Kelly, Kevin <Kkelly@cov.com>
Sent: Thursday, September 17, 2026 10:42 AM
To: Fanchiang, Eric <EFanchiang@crowell.com>; Gardiner, Kent <KGardiner@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>
Cc: Maya, Michael <mmaya@cov.com>; Flahive Wu, Laura <lflahivewu@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Damitio, Daniel <DDamitio@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Ludwin, Derek <dludwin@cov.com>; Korman, Marc <mkorman@sidley.com>; Warren, Matthew J. <mjwarren@sidley.com>; William Mullins <wmullins@mullinslawgroup.net>; ratkins <ratkins@sidley.com>; Laudone,

Stephen S. <slaudone@sidley.com>; Korman, Marc <mkorman@sidley.com>; Spencer Naake <snaake@mullinslawgroup.net>; OpalDisco <OpalDisco@cov.com>
Subject: RE: FD 36873 - Applicants' Discovery Requests to CSX

Eric,

We have not received a response to the email below. Please let us know when you are available to meet and confer about this between mid-day on Tuesday and the end of the day on Wednesday.

On the same call, in addition to discussing the information we requested in our September 11 email, we also would like to discuss a schedule for (1) search term hit reports, (2) search term and custodian negotiations, (3) briefing and hearing of any disputes relating to the foregoing, (4) the commencement of custodial productions, and (5) substantial completion of custodial productions.

We look forward to receiving your availability for next Tuesday and Wednesday.

Best,

Kevin

Kevin Kelly

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Washington, DC 20001-4956
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www.cov.com

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From: Kelly, Kevin <Kkelly@cov.com>
Sent: Friday, September 11, 2026 5:07 PM
To: Fanchiang, Eric <EFanchiang@crowell.com>; Gardiner, Kent <KGardiner@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>
Cc: Maya, Michael <mmaya@cov.com>; Flahive Wu, Laura <lflahivewu@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Damitio, Daniel <DDamitio@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Ludwin, Derek <dludwin@cov.com>; Korman, Marc <mkorman@sidley.com>; Warren, Matthew J. <mjwarren@sidley.com>; William Mullins <wmullins@mullinslawgroup.net>; ratkins <ratkins@sidley.com>; Laudone, Stephen S. <slaudone@sidley.com>; Korman, Marc <mkorman@sidley.com>; Spencer Naake <snaake@mullinslawgroup.net>; OpalDisco <OpalDisco@cov.com>
Subject: FD 36873 - Applicants' Discovery Requests to CSX

Eric,

As discussed on our meet and confer call earlier this week, Applicants require information regarding the searches that CSX will be conducting for additional documents responsive to Applicants' discovery requests beyond the limited set of documents that CSX agreed to produce in its initial written responses. As we have previously stated, custodial searches in addition to searches of non-custodial locations are necessary to respond to Applicants' requests.

To ensure we understand CSX's position on Applicants' requests, please provide no later than Wednesday, September 16, information regarding the search parameters that CSX intends to use to identify documents responsive to Applicants' discovery requests. At a minimum, please:

1. Explain whether you are conducting custodial and/or non-custodial searches to identify responsive documents for each of Applicants' RFPs.
2. Explain whether you are limiting your searches to a subset of the documents requested by each RFP. If so, explain what limitations you are applying for each RFP.
3. Identify the custodians whose ESI you are collecting and processing to search.
4. Disclose the search terms you are using.
5. Disclose the date cutoffs you are using.
6. Explain whether you are employing TAR. If so, explain how you are employing TAR.

Although CSX has an independent obligation to identify custodians to search for responsive documents, Applicants have identified the following individuals likely to possess responsive documents who should be included as custodians. For the former employees that are listed, please confirm whether CSX still possesses custodial ESI for these employees. To the extent CSX no longer possesses custodial ESI for the former employees, we will need to identify other individuals to cover the relevant time periods and subject matter. Please let us know promptly if you are refusing to search these custodians' files for responsive documents.

- Stephen Angel
- Kevin Boone
- Michael Cory
- Maryclare Kenney
- Eric Smith
- Tom Livingston
- Stephen Flippin
- Ferrukh Bezar
- James Foote
- Joseph Hinrichs
- Sean Pelkey
- Kevin Boone
- Edmond Harris
- Jamie Boychuk
- Mark Wallace

Best,

Kevin

Kevin Kelly

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www.cov.com

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Exhibit B

From:	Lesser, Rachel
To:	Kelly, Kevin; William Mullins; Brown, Molly; Spencer Naake; Flahive Wu, Laura; Ludwin, Derek; Rosenthal, Michael; Magcale, Jamie Dominique U; Damitio, Daniel
Cc:	Enson, Eric; van Houwelingen, Luke; Fanchiang, Eric
Subject:	STB FC 36873 - CSXT Response on Search Terms and Custodians
Date:	Tuesday, October 13, 2026 7:41:27 PM

[EXTERNAL]

Counsel,

Please find below CSXT's initial proposal on search terms and custodians. We will provide hit counts by October 16, 2026. This information is provided without prejudice to, and expressly reserves, all of CSXT's previously stated objections to the Requests. CSXT further reserves the right to supplement or revise the below as its custodial search efforts progress.

Additionally, Christopher Maffett is available for his deposition on January 12, and Maryclare Kenney is available on January 21.

(A) The requests for production in connection with each railroad proposed to conduct and not conduct custodial searches.

The chart below identifies the Requests for Production for which CSXT will conduct custodian searches. CSXT also proposes to search for documents responsive to Request Nos. 2-4, 6-10, and 18-21 in its non-custodial search process. CSXT will also produce documents responsive to Request No. 5.

(B) The search terms.

The chart below identifies CSXT's proposed search terms.

(C) The date cutoffs.

The chart below identifies CSXT's proposed date ranges.

(D) For proposed custodians, confirm that it possesses ESI for each of the former employees on the list.

While we are still exploring the burden associated with collecting and producing data from former employees, CSXT can confirm there is data for the CSXT custodians identified in your September 11, 2026 email, including for former employees.

(E) Identify any proposed custodians whose documents it refuses to search.

CSXT proposes that Stephen Angel, Christopher Maffett, Maryclare Kenney, and Eric Smith are the responsive custodians.

Requests	Terms	Date Range
Nos. 3, 12-14, 17	(((UP or "Union Pacific") AND ("Norfolk	7/29/2025 to 2/17/2026

	Southern" or NS)) w/3 (merger OR transaction OR aquisi* OR combination)) OR (CGP or "Committed Gateway Pricing" or transcon* OR duopoly) w/5 (impact* OR harm* OR analys* OR evaluation* OR forecast*)	
Nos. 2, 4, 10, 16	(BNSF or "Burlington Northern" or CSX* or "Norfolk Southern" or NS or UP or "Union Pacific" or CN or "Canadian National") w/10 (merg* OR combination OR acqui* OR "cooperative agreement" or "joint venture" or alliance)	7/29/2024 to 2/17/2026
Nos. 11, 24	(pricing w/3 (formula OR model OR polic* OR strateg* OR system))	7/29/2024 to 2/17/2026
No. 11, 25, 29	(((plan OR strateg*) W/10 (grow* OR increas* OR retain)) W/3 (Volume OR Rail OR Traffic OR revenue))	7/29/2024 to 2/17/2026
No. 26	(negotiat* or strateg*) w/5 (bundl* OR tying OR tie OR link* OR leverag* OR (multiple w/1 facilit*) OR refun* or discount* or waiv*)	7/29/2024 to 2/17/2026
No. 28	(facilit* w/5 new) w/5 (offer OR bid)	7/29/2024 to 2/17/2026

Thank you,

Rachel

Rachel S. Lesser
Pronouns: she/her/hers
rlesser@crowell.com
+1.202.624.2572 direct

Crowell & Moring LLP
600 Fifth Street NW
Washington, DC 20001

Crowell

Collaboration Powers Success

crowell.com

Exhibit C

From:	Lesser, Rachel
To:	Maya, Michael; Kelly, Kevin; Brown, Molly; Flahive Wu, Laura; Ludwin, Derek; Rosenthal, Michael; Magcale, Jamie Dominique U; Gerson, Jessica M; William Mullins; Spencer Naake
Cc:	Fanchiang, Eric; Enson, Eric; van Houwelingen, Luke; OpalDisco
Subject:	RE: STB FC 36873 - CSXT Response on Search Terms and Custodians
Date:	Thursday, October 22, 2026 11:10:29 AM
Attachments:	image001.png

[EXTERNAL]

Hi Mike,

Thanks for your email. Below we provide some initial reactions to your counter-proposal. As we stated on the call yesterday, we believe the parties can continue to reach a resolution without the need for intervention from the ALJ, which we believe would be premature at this time, particularly given our productive ongoing discussions and the limited time we have been engaging on these issues. CSXT continues to reserve the right to supplement or revise the below as its custodial search efforts and these negotiations progress.

On custodians: In the interest of reaching a resolution, we can agree to expand our list so that Angel, Boone, Smith, Kenney, Hinrichs, and Maffett will be custodians. As we explained on the call, Michael Cory has announced his resignation from CSX; given that, we would propose that Casey Albright serve as a custodian in lieu of Michael Cory. We are evaluating your proposal as to Livingston and Flippin. Please note that any agreement on custodians is limited to an agreement for that individual to serve as a custodian, and not an agreement to produce that individual for a deposition.

Date ranges: Likewise, in the interest of reaching a resolution, CSXT will agree to the proposed date range of 7/29/24 to 2/17/26 for all agreed-upon search terms.

Search terms: To aid in the parties' negotiation, CSXT will provide hit counts for Applicants' proposed search terms for the above-listed custodians. As Applicants know, CSXT objected to Applicants' discovery request on PSR on relevance grounds. CSXT requests that Applicants explain why they believe this Request and the accompanying search term are relevant. Please note that CSXT's agreement to provide hit counts is not an agreement to those specific search terms. CSXT believes that both parties will be in a better place to evaluate Applicants' proposed search terms with hit counts.

Thank you,

Rachel

Rachel S. Lesser
Pronouns: she/her/hers
Crowell & Moring LLP
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+1.202.624.2572 direct

From: Maya, Michael <mmaya@cov.com>
Sent: Wednesday, October 21, 2026 3:41 PM
To: Lesser, Rachel <RLesser@crowell.com>; Kelly, Kevin <Kkelly@cov.com>; Brown, Molly <MBrown@cov.com>; Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Gerson, Jessica M <JGerson@cov.com>; William Mullins <wmullins@mullinslawgroup.net>; Spencer Naake <snaake@mullinslawgroup.net>
Cc: Fanchiang, Eric <EFanchiang@crowell.com>; Enson, Eric <EEnson@crowell.com>; van Houwelingen, Luke <LVanHouwelingen@crowell.com>; OpalDisco <OpalDisco@cov.com>
Subject: RE: STB FC 36873 - CSXT Response on Search Terms and Custodians

Rachel,

Thanks for the call earlier today. Below is our counter-proposal for purposes of trying to reach a negotiated resolution, reserving all rights to seek more or different relief if there is no negotiated resolution.

Custodians. Angel, Boone, Cory, Smith, Kenney, Bezar, Hinrichs, Pelkey, Boychuk, Maffett. This assumes that CSX agrees that UP need not produce custodial files of Andrew Brady.

Date Ranges. 7/29/24 to 2/17/26 for searches relating to potential impacts of the proposed transaction (attached). 1/1/19 to 2/17/26 for searches relating to ordinary course documents, which are laid out in numbered points 2-7 below. Documents of former employees who left before 7/29/24 need not be searched using the impact-related terms.

Search Terms.

1. Rather than trying to run a single search for documents relating to potential impacts of the transaction, we propose that CSX use a series of terms relating to specific potential impacts. A proposed list of such terms is attached.
2. (BNSF or "Burlington Northern" or CPKC* or "Norfolk Southern" or NS or UP or "Union Pacific" or CN or "Canadian National") w/10 (merg* OR combination OR acqui* OR "cooperative agreement" or "joint venture" or alliance)
3. (pricing w/5 (formula OR model OR polic* OR strateg* OR system))
4. (((plan OR strateg*) w/20 (grow* OR increas* OR retain)) w/5 (Volume OR Rail OR Traffic OR revenue))
5. (negotiat* or strateg*) w/10 (bundl* OR tying OR tie OR link* OR leverag* OR "multiple facilit*" OR multi* OR refun* or discount* or waiv*)
6. ((PSR OR "Precision Scheduled Railroading") w/10 service)
7. ((facilit* w/5 new) w/5 (offer OR bid))

Mike

Michael Maya

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Exhibit D

From:	Lesser, Rachel
To:	Maya, Michael; Kelly, Kevin; Brown, Molly; Flahive Wu, Laura; Ludwin, Derek; Rosenthal, Michael; Magcale, Jamie Dominique U; Gerson, Jessica M; William Mullins; Spencer Naake
Cc:	Fanchiang, Eric; Enson, Eric; van Houwelingen, Luke
Subject:	RE: STB FC 36873 - CSXT Response on Search Terms and Custodians
Date:	Monday, November 2, 2026 6:38:44 PM
Attachments:	image001.png CSXT - Applicants" Search Terms + Hit Counts.docx

[EXTERNAL]

Hi Mike,

We are following up on your questions and on other items in the parties' discussion regarding search terms and custodians.

First, we can confirm that CSXT's internal name for its merger analysis was "Project Max."

Second, attached to this email are the hit counts for Applicants' proposed search terms. That CSXT is providing these hit counts is not an agreement to conduct searches on any specific request. As you can see from the hit counts, many of these search terms are plainly overbroad and are returning an unreasonable and burdensome number of results. Moreover, though we understand your position to be that Applicants' added search terms generally relate to the impacts of the Proposed Transaction, many of these search terms are geared at uncovering documents or information that have no relevance to a specific request that has been served on CSXT. Nevertheless, in the interest of continuing to work toward a resolution, we have indicated in the attached document search terms that CSXT may agree to conduct and have proposed more appropriately tailored search strings for others. This is subject to an overall hit count that is reasonable, and CSXT reserves the right to further revise search terms.

Third, on custodians, CSXT continues to believe that the list of custodians previously provided is reasonable given the roles those individuals held during the relevant time period and the scope of Applicants' requests. We do not yet have a response on your proposal regarding Andrew Brady, but regardless believe the quantity and scope of custodians already agreed to is sufficient.

Fourth, on date ranges, we are willing to consider going back through 2023 on specific requests. In the interest of reaching a compromise, we have provided hit counts back through 2023 on the search terms where we are willing to consider this date range. As you can see, this has increased the hit counts significantly for some search terms.

Thank you,

Rachel

Rachel S. Lesser
Pronouns: she/her/hers
Crowell & Moring LLP
rlesser@crowell.com
+1.202.624.2572 direct

Search Terms

Custodians included in hit count report: Steve Angel, Kevin Boone, Joe Hinrichs, Chris Maffet, Maryclare Kenney, Eric Smith, Casey Albright

	Search	Date Range	Hit Count	CSXT Response
1	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (merg* OR transaction OR combination OR acqui* OR control))	7/29/2024 – 2/17/2026	67470	We need to have a proximity connector to avoid pulling in irrelevant materials. CSXT believes w/5 may be a more reasonable connector. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/5 (merg* OR transaction OR combination OR acqui* OR control))
2	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (fail* w/25 interline))	7/29/2024 – 2/17/2026	195	CSXT does not view this search as corresponding to any specific RFP served on CSXT. Applicants agreed to this search term in response to BNSF's specific request for documents relating to "failure of other rail carrier to interline with them." BNSF Second Set, No. 52. Notwithstanding, CSXT is willing to consider running this search in the interest of reaching a resolution. However, CSXT needs a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/25 (fail* w/25 interline))
3	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (((yard* OR shop* OR facilit*) w/25 (closing* OR closure* OR rationalize)) AND (price* OR cost*)))	7/29/2024 – 2/17/2026	1579	CSXT does not view this search as corresponding to any specific RFP served on CSXT. Applicants agreed to a similar search term in response to a specific request for documents relating to "facilities closed by UP or NS." BNSF Second Set, No. 54. Notwithstanding, CSXT is willing to consider running this search in the interest of reaching a resolution. However, CSXT needs a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/25 (((yard* OR shop* OR facilit*) w/25 (closing* OR closure* OR rationalize)) AND (price* OR cost*)))
4	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (interline w/25 (pric* OR quality OR efficien*)))	7/29/2024 – 2/17/2026	1330	CSXT does not view this search as corresponding to any specific RFP served on CSXT. Applicants agreed to a similar search term in response to BNSF's specific request for documents concerning "pricing, quality, and cost efficiencies related to interline arrangements." BNSF Second Set, No. 55.

				Notwithstanding, CSXT is willing to consider running this search in the interest of reaching a resolution. However, CSXT needs a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/25 (interline w/25 (pric* OR quality OR efficien*)))
5	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND ((facilit* w/25 new) w/20 (offer OR bid)))	7/29/2024 – 2/17/2026	231	CSXT does not view this search as corresponding to any specific RFP served on CSXT related to impacts of the Proposed Transaction. CSXT has already addressed RFP No. 28 with a separate search term.
6	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (Buffer w/3 (capacity OR employee OR crew OR equipment OR locomotive)))	7/29/2024 – 2/17/2026	96	CSXT does not view this search as corresponding to any specific RFP served on CSXT. Applicants agreed to a similar search term in response to a specific request for documents concerning "UP and NS's buffer capacity" and a specific contention made in the Application. BNSF Third Set, No. 4. Notwithstanding, CSXT is willing to consider running this search in the interest of reaching a resolution. However, CSXT needs a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/25 (Buffer w/3 (capacity OR employee OR crew OR equipment OR locomotive)))
7	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND ((invest* OR improv*) w/25 (interline OR interchange)))	7/29/2024 – 2/17/2026	2399	We need to have a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/10 ((invest* OR improv*) w/10 (interline OR interchange)))
8	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND ((Committed w/2 Gateway) OR CGP OR "prop rate*" OR "proportional rate*"))	7/29/2024 – 2/17/2026	1257	We need to have a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/10 ((Committed w/2 Gateway) OR CGP OR "prop rate*" OR "proportional rate*"))
9	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND ((BNSF OR CPKC) w/5 rate))	7/29/2024 – 2/17/2026	968	We need to have a proximity connector to avoid pulling in irrelevant materials.

				(UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/25 ((BNSF OR CPKC) w/5 rate))
10	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND ("single line" AND interline AND compet*))	7/29/2024 – 2/17/2026	1193	CSXT does not view this search as corresponding to any specific RFP served on CSXT. Applicants agreed to a similar search term in response to a specific request for documents showing "Applicants' analyses of the competitiveness of single line movements vs. interline movements." CSXT First Set, No. 27. Notwithstanding, CSXT is willing to consider running this search in the interest of reaching a resolution. However, CSXT needs a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/10 ("single line" AND interline AND compet*))
11	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (interchange w/5 (alternat* OR compet*)))	7/29/2024 – 2/17/2026	826	CSXT does not view this search as corresponding to any specific RFP served on CSXT. Applicants agreed to a similar search term in response to a specific request for documents concerning "interchange alternatives in all commodity sectors." CSXT First Set, No. 28. Notwithstanding, CSXT is willing to consider running this search in the interest of reaching a resolution. However, CSXT needs a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/10 ("single line" AND interline AND compet*))
12	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (pricing w/5 (formula OR model OR polic* OR strateg* OR system)))	7/29/2024 – 2/17/2026	1805	CSXT does not view this search as corresponding to any specific RFP served on CSXT related to impacts of the Proposed Transaction. CSXT has already addressed RFP No. 24 with a separate search term.
13	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND ((negotiat* OR strateg*) w/10 (bundl* OR tying OR tie OR link* OR leverag* OR multi* OR refun* OR discount* OR waiv*)))	7/29/2024 – 2/17/2026	3808	CSXT does not view this search as corresponding to any specific RFP served on CSXT related to impacts of the Proposed Transaction. CSXT has already addressed RFP No. 26 with a separate search term.
14	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND "Service Assurance")	7/29/2024 – 2/17/2026	239	CSXT does not view this search as corresponding to any specific RFP served on CSXT. Applicants agreed to a similar search term in response to a specific request for discovery on connections made about UP's "Service Assurance Plan." BNSF Third Set, No. 27.

				Notwithstanding, CSXT is willing to consider running this search in the interest of reaching a resolution. However, CSXT needs a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/25 "Service Assurance")
15	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (Integ* OR operat* OR diver* OR safety OR "rail service" OR labor OR employment OR ((passenger OR commuter) w/5 service) OR (yard w/2 control) OR (train w/2 build*) OR (transport* w/2 manag*)))	7/29/2024 – 2/17/2026	151256	CSXT does not view this overall search as corresponding to any specific RFP served on CSXT and it has returned an unreasonable number of hits. To the extent that there are specific searches within this overbroad search string that Applicants believe are connected to a specific request served on CSXT, CSXT is willing to consider those searches in a more narrowed proposal.
16	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (debt OR revenue OR earning* OR EBITDA OR leverage OR (operating w/2 ratio) OR cost* OR synerg* OR competit* OR rate* OR (market w/2 share*) OR concession* OR consolid* OR shareholder* OR invest* OR efficienc* OR growth))	7/29/2024 – 2/17/2026	129907	CSXT does not view this overall search as corresponding to any specific RFP served on CSXT and it has returned an unreasonable number of hits. To the extent that there are specific searches within this overbroad search string that Applicants believe are connected to a specific request served on CSXT, CSXT is willing to consider those searches in a more narrowed proposal.
17	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND ((Board w/5 Director*) OR (Board w/10 Committee)))	7/29/2024 – 2/17/2026	5301	CSXT does not view this search as corresponding to any specific RFP served on CSXT. CSXT will not agree to this search term request.
18	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (gateway* w/10 (traffic OR I-5)))	7/29/2024 – 2/17/2026	1233	CSXT does not view this search as corresponding to any specific RFP served on CSXT. Applicants' RFP related to CGP is already contained with a separate search term proposal. CSXT will not agree to this search term request.
19	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND (share* AND (TRRA OR (Terminal w/2 Railroad) OR PPU OR TTX)))	7/29/2024 – 2/17/2026	6097	We need to have a more reasonable proximity connector to avoid pulling in irrelevant materials. CSXT makes the below proposal. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/25 (share* AND (TRRA OR (Terminal w/2 Railroad) OR PPU OR TTX)))
20	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND ((single w/2 (carrier OR line)) OR "parallel route*" OR defens* OR Amtrak OR "partnership agreement" OR (transition* w/2 service) OR	7/29/2024 – 2/17/2026	203544	CSXT does not view this overall search as corresponding to any specific RFP served on CSXT and it has returned an unreasonable number of hits.

	freight OR port* OR trade OR "vertical effect*" OR (negot* w/20 contract*) OR (traffic w/2 (manifest OR level*)) OR "principal route*" OR (truck w/2 rail) OR IT OR tech* OR (service* w/2 disrupt*)))			To the extent that there are specific searches within this overbroad search string that Applicants believe are connected to a specific request served on CSXT, CSXT is willing to consider those searches in a more narrowed proposal.
21	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/25 ("trackage right*" OR haulage OR (reciprocal w/2 switch*) OR "short line*" OR shortline OR "Class II" OR "Class III"))	7/29/2024 – 2/17/2026	10173	We need to have a more reasonable proximity connector to avoid pulling in irrelevant materials. CSXT makes the below proposal. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/10 ("trackage right*" OR haulage OR (reciprocal w/2 switch*) OR "short line*" OR shortline OR "Class II" OR "Class III"))
22	((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) AND ((transcon* OR (east* w/10 west*) OR end-to-end OR duopoly OR coast-to-coast OR first-mover OR downstream) w/30 (merg* OR transaction OR comb* OR acqui* OR control OR consolid* OR single-line)))	7/29/2024 – 2/17/2026	5095	CSXT does not view this search as corresponding to any specific RFP served on CSXT. Notwithstanding, CSXT is willing to consider running this search in the interest of reaching a resolution. However, CSXT needs a proximity connector to avoid pulling in irrelevant materials. ((UP OR "Union Pacific" OR UNP OR UPRR OR "Norfolk Southern" OR NS OR NSC OR norfolksouthern) w/25 ((transcon* OR (east* w/5 west*) OR end-to-end OR duopoly OR coast-to-coast OR first-mover OR downstream) w/10 (merg* OR transaction OR comb* OR acqui* OR control OR consolid* OR single-line)))
23	(BNSF or "Burlington Northern" or CPKC* or "Norfolk Southern" or NS or UP or "Union Pacific" or CN or "Canadian National") w/10 (merg* OR combination OR acqui* OR "cooperative agreement" or "joint venture" or alliance)	7/29/2024 – 2/17/2026	30312	Given the volume of documents returned, CSXT believes a more narrow connector is reasonable. (BNSF or "Burlington Northern" or CPKC* or "Norfolk Southern" or NS or UP or "Union Pacific" or CN or "Canadian National") w/5 (merg* OR combination OR acqui* OR "cooperative agreement" or "joint venture" or alliance)
23	(BNSF or "Burlington Northern" or CPKC* or "Norfolk Southern" or NS or UP or "Union Pacific" or CN or "Canadian National") w/10 (merg* OR combination OR acqui* OR "cooperative agreement" or "joint venture" or alliance)	1/1/2023 – /17/2026	54182	CSXT has not yet agreed to a date range going back to 2023 but provides the hit counts to aid in the parties' discussion. As noted above, given the volume of hit counts returned, were CSXT to agree to this date range, we believe a more narrow connector would be reasonable.
24	(pricing w/5 (formula OR model OR polic* OR strateg* OR system))	7/29/2024 – 2/17/2026	2304	CSXT believes w/3 may be a more reasonable connector. (pricing w/3 (formula OR model OR polic* OR strateg* OR system))

25	(((plan OR strateg*) w/20 (grow* OR increas* OR retain)) w/5 (Volume OR Rail OR Traffic OR revenue))	7/29/2024 – 2/17/2026	4779	We need to have a more reasonable proximity connector to avoid pulling in irrelevant materials. CSXT makes the below proposal. (((plan OR strateg*) w/10 (grow* OR increas* OR retain)) W/5 (Volume OR Rail OR Traffic OR revenue))
25	(((plan OR strateg*) w/20 (grow* OR increas* OR retain)) w/5 (Volume OR Rail OR Traffic OR revenue))	1/1/2023 – /17/2026	10209	CSXT has not yet agreed to a date range going back to 2023 but provides the hit counts to aid in the parties' discussion. As noted above, given the volume of hit counts returned, were CSXT to agree to this date range, we believe a more narrow connector would be reasonable.
26	(negotiat* or strateg*) w/10 (bundl* OR tying OR tie OR link* OR leverag* OR "multiple facilit*" OR multi* OR refun* or discount* or waiv*)	7/29/2024 – 2/17/2026	5226	We need to have a more reasonable proximity connector to avoid pulling in irrelevant materials. CSXT maintains its initial proposal. (negotiat* or strateg*) w/5 (bundl* OR tying OR tie OR link* OR leverag* OR (multiple w/1 facilit*) OR refun* or discount* or waiv*)
27	((PSR OR "Precision Scheduled Railroading") w/10 service)	7/29/2024 – 2/17/2026	312	CSXT requested that Applicants provide an explanation for the relevance of the related RFP. Applicants did not respond. CSXT does not agree to this search term request.
28	((facilit* w/5 new) w/5 (offer OR bid))	7/29/2024 – 2/17/2026	79	This reflects CSXT's initial proposal, and CSXT will agree to this search term request.
28	((facilit* w/5 new) w/5 (offer OR bid))	1/1/2023 – 2/17/2026	92	CSXT has not yet agreed to a date range going back to 2023 but provides the hit counts to aid in the parties' discussion.

Exhibit E

From: Lesser, Rachel
To: Maya, Michael; Fanchiang, Eric; Enson, Eric; van Houwelingen, Luke
Cc: Kelly, Kevin; Brown, Molly; Flahive Wu, Laura; Ludwin, Derek; Rosenthal, Michael; Magcale, Jamie Dominique U; Gerson, Jessica M; William Mullins; Spencer Naake
Subject: Re: STB FD 36873 - CSXT Response on Search Terms and Custodians
Date: Friday, October 16, 2026 6:41:18 PM
Attachments: image001.png

[EXTERNAL]
All,

CSXT provides the below hit count reports for the custodians and search terms identified in its October 13, 2026 email. CSXT further reserves the right to supplement or revise the below as its custodial search efforts progress.

Search	Date Range	Hit Count
((((((UP OR "Union Pacific") AND ("Norfolk Southern" OR NS)) NEAR(3) (merger OR transaction OR acquisi* OR combination)) OR (CGP OR "Committed Gateway Pricing" OR transcon* OR duopoly)) NEAR(5) (impact* OR harm* OR analys* OR evaluation* OR forecast*)))	2025-07-29 to 2026-02-17	727
(((((plan OR strateg*) NEAR(10) (grow* OR increas* OR retain)) NEAR(3) (Volume OR Rail OR Traffic OR revenue)))	2024-07-29 to 2026-02-17	1811
((((BNSF OR "Burlington Northern" OR CSX* OR "Norfolk Southern" OR NS OR UP OR "Union Pacific" OR CN OR "Canadian National") NEAR(10) (merg* OR combination OR acqui* OR "cooperative agreement" OR "joint venture" OR alliance)))	2024-07-29 to 2026-02-17	11861
((((facilit* NEAR(5) new) NEAR(5) (offer OR bid))))	2024-07-29 to 2026-02-17	52
((((negotiat* OR strateg*) NEAR(5) (bundl* OR tying OR tie OR link* OR leverag* OR ("multiple NEAR(1) facilit*") OR refun* OR discount* OR waiv*)))	2024-07-29 to 2026-02-17	1167
(((pricing NEAR(3) (formula OR model OR polic* OR strateg* OR system)))	2024-07-29 to 2026-02-17	1004

The above hit counts include searches of the following custodial locations: mailboxes, OneDrive, and Teams. CSXT is still exploring whether other custodial sources may exist and the burdens associated with collecting from any additional sources to the extent that they exist.

In the interest of providing hit counts in a timely manner, the above hit count reports have not yet been de-duped.

Thank you,

Rachel

CERTIFICATE OF SERVICE

I hereby certify that, on this 6th day of November, 2026, the foregoing document was served by first-class mail or email on all parties of record in this proceeding, the Secretary of Transportation, the Attorney General of the United States, and Administrative Law Judge Jenifer J. Soulikias.

/s/ Jamie Dominique U. Magcale
Jamie Dominique U. Magcale