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REDACTED VERSION – TO BE PLACED ON PUBLIC RECORD

CSXT-38

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October 22, 2026

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October 22, 2026
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Public Record

By E-Filing

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

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

Dear Judge Soulikias:

CSX Transportation, Inc. ("CSXT") submits this letter to move to compel UP to produce documents and communications responsive to CSXT's discovery requests seeking UP and CN's[1] agreement, announced on July 22, 2026 and since publicly lauded by both parties,[2] that will provide UP with expanded operating rights over CN's Elgin, Joliet & Eastern ("EJ&E") Railway corridor through Chicago and CN will receive new rights over UP's network between Memphis, Tennessee, and Eagle Pass, Texas (referred to herein as the "EJ&E and Chicago Agreement"). *See* Ex. A, at 25. As set forth below, documents and communications related to the EJ&E and Chicago Agreement are highly relevant to the competitive effects of UP and NS's proposed merger, including their claimed benefits and supposed need for the merger, as well as its implications for the future structure of the rail industry as required by the Board's consolidation procedures.

CSXT requested documents and communications related to the EJ&E and Chicago Agreement in CSXT's Third Set of Discovery Requests to Applicants, Request No. 24. *Id*. On

[1] Grand Trunk Corporation and its U.S. rail operating subsidiaries, Bessemer and Lake Erie Railroad Company, Cedar River Railroad Company, Chicago, Central & Pacific Railroad Company, Grand Trunk Western Railroad Company, Illinois Central Railroad Company, Iowa Northern Railway Company, The Pittsburgh & Conneaut Dock Company, and Wisconsin Central Ltd., are referred to collectively as "CN" in this motion.

[2] *E.g.*, Press Release, *Union Pacific & CN Announce Agreement to Improve Rail Connectivity*, Union Pacific (July 22, 2026), https://www.up.com/press-releases/growth/up-cn-connectivity-260722; Press Release, *Record Results and Expanded Options for You*, Union Pacific (July 23, 2026), https://www.up.com/announcements/customer-news/2026/CN2026-19.

October 13, 2026, UP produced only the Memorandum of Understanding ("MOU") reflecting the EJ&E and Chicago Agreement itself. But UP continues to object to production of the related documents and communications between UP and CN related to their Agreement.[3]

As the ALJ knows, the Board's discovery rules provide for broad discovery "regarding any matter, not privileged, which is relevant to the subject matter involved in a proceeding[.]" 49 C.F.R. § 1114.21(a)(1); *see also Union Pac. Corp.–Control–Norfolk S. Corp.*, Decision No. 20, FD 36873 (S.T.B. served May 12, 2026), slip op. at 3-5 (confirming that "the scope of discoverable evidence in a major merger includes the potential benefits and harms of the proposed transaction"). Documents and communications related to the EJ&E and Chicago Agreement are highly relevant to the Board's analysis of the merits and competitive implications of the proposed merger between UP and NS, including whether the claimed benefits can be attributed to the merger or could instead be achieved by closer interline collaboration, and to the adequacy of Applicants' Operating Plan. The interline collaboration between UP and CN reflected in the EJ&E and Chicago Agreement is thus directly relevant to the Board's evaluation of the proposed merger. According to UP, this is an interline agreement intended to "[i]mprove North American [r]ail [c]onnectivity" and enhance "both railroads' ability to serve customers." Press Release, *Union Pacific & CN Announce Agreement to Improve Rail Connectivity*, Union Pacific (July 22, 2026), https://www.up.com/press-releases/growth/up-cn-connectivity-260722. The EJ&E and Chicago Agreement is distinct from the July 22, 2026 agreement related to KCT, TRRA, and CN's access to Kansas City, which is expressly "contingent on" STB "approval and closing of the merger[.]" Press Release, *Union Pacific and CN Reach Agreement to Expand Customer Opportunities in Connection with Merger*, Union Pacific (July 22, 2026), https://www.up.com/press-releases/growth/up-cn-customer-opportunities-260722. {{

}}. UP_3344397 at -397.[4]

[3] On October 21, 2026, UP notified CSXT that it had unilaterally conducted a narrow search, using its own highly-circumscribed parameters—and unilaterally determined none were responsive to its parameters. *See* Ex. B, at 1 (According to UP, it conducted a search only for "communications between UP and CN regarding the commercial MOU's impact on future rail operations or capacity of the merged UP-NS entity[.]"). UP conducted this search without seeking prior agreement from CSXT on search terms or parameters, and artificially narrowed CSXT's request to just one of the several bases of relevance for these communications. Such a search cannot suffice, when as explained below, the requested documents and communications are highly relevant on multiple grounds. UP also claimed that the MOU itself was sufficient for CSXT to "make [the] argument" that UP and CN's interline collaboration "demonstrates that interline agreements can achieve the benefits of the merger[.]" *Id.* As shown above, UP's documents and communications with CN concerning their Agreement are highly relevant, full stop, and UP cannot seriously contest that relevance. UP cannot dictate how CSXT is able to make its argument on these central factors under the Board's rules.

[4] Because the EJ&E and Chicago Agreement is an arms-length deal reached between UP and CN, and is not conditioned on approval of the merger or otherwise part of the settlement resolving CN's opposition to the merger, UP does not and could not claim any privilege from discovery for related documents and communications. Moreover, there can be little burden to UP in producing such documents and communications, which should be readily identifiable.

In other words, the EJ&E and Chicago Agreement reflects the very kind of closer interline collaboration that could occur absent any merger, casting doubt on Applicants' contention that all purported benefits claimed could not otherwise be achieved through such efforts. In relevant part, the EJ&E and Chicago Agreement provides for {{

}}. UP_3344397 at -397 to -399. Such a reciprocal interline agreement bears directly on the Board's ultimate consideration of "whether the benefits claimed by [Applicants] could be realized by means other than the proposed consolidation[,]" 49 C.F.R. § 1180.1(c), and that independent interline partners lack the incentives to enter into such collaboration. *See* App. Vol. 1, at 41; *see also* 49 C.F.R. § 1180.6(b)(11) (requiring merger applicants to discuss "whether the particular benefits they are relying upon could be achieved short of merger."). UP's documents and communications with CN related to the EJ&E and Chicago Agreement are thus directly relevant to the Board's assessment of whether the purported benefits of the proposed merger could be achieved through independent interline collaboration, as the MOU itself demonstrates is possible.

Further, documents and communications related to the EJ&E and Chicago Agreement are highly relevant to the Operating Plan that Applicants have submitted in connection with their proposed merger. The Agreement grants reciprocal operating rights over key corridors that will necessarily affect post-merger rail operations, including traffic flows, routing, and capacity utilization across the network. Brian Barr, NS' Chief Operating Officer and NS' sponsor of the Operating Plan following John Orr's departure, testified that {{

}}. *See* Barr Dep. Tr. at 299:1-300:3, 303:4-9. Without access to the documents and communications related to the EJ&E and Chicago Agreement—including potential discussions regarding anticipated traffic volumes, capacity requirements, and operational integration—other parties and the Board cannot meaningfully evaluate the Operating Plan or the operational impact of the proposed merger.

These documents and communications are also relevant to the Board's evaluation of the competitive effects of the proposed merger, including their implications for the end-state industry structure the Board's 2001 Rules require it to assess. The Board must "look down the road and determine whether approving not just the immediate proposal that may be before us, but others like it, would ultimately result in a rail industry structure that continues to provide at least the existing level of competitive options for shippers." *Major Rail Consolid. Procs.*, 5 S.T.B. 539, 549-50 (2001); *see also* 49 C.F.R. § 1180.1(i) ("Because there are so few remaining Class I carriers and the railroad industry constitutes a network of competing and complementary components, the Board cannot evaluate the merits of a major transaction in isolation. The Board must also consider the cumulative impacts and crossover effects likely to occur as rival carriers react to the proposed combination."). Applicants' {{

}}. *See* CSXT-19, at 46-48 (citing UP slide deck {{ }} UP-STB-D13-0000623, at 635-39). The EJ&E and Chicago Agreement would deepen the operational integration between UP/NS and CN along precisely those lines, confirming that the prospect of further alignment or consolidation between UP/NS and CN is more than hypothetical. *See* CSXT-19, at 48-49. These documents and communications are thus highly relevant to the Board's assessment of the future

structure of the Class I rail industry, and whether that structure would be good for shippers and competition.

For the foregoing reasons, CSXT respectfully requests that the ALJ order UP to produce UP's documents and communications with CN related to the EJ&E and Chicago Agreement.

Sincerely,

Eric P. Enson
Attorney for CSX Transportation, Inc.

cc: Counsel of Record

CERTIFICATE OF SERVICE

I hereby certify that on this 22nd day of October, 2026, I have caused the foregoing document to be served electronically or by first-class mail, postage pre-paid, on the Secretary of Transportation, the Attorney General of the United States, Applicants' representatives, Administrative Law Judge Jenifer Soulikias, and all parties of record in this proceeding.

Eric P. Enson
Attorney for CSX Transportation, Inc.

EXHIBIT A

PUBLIC VERSION

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

UNION PACIFIC'S RESPONSES AND OBJECTIONS TO CSXT'S THIRD SET OF DISCOVERY REQUESTS

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August 21, 2026

Union Pacific Railroad Company and Union Pacific Corporation (collectively, "Union Pacific"), through undersigned counsel, respond to the third set of discovery requests of CSX Transportation Inc. ("CSXT"), served on August 14, 2026 ("CSXT Requests" or "Discovery Requests" or "Requests"). Union Pacific notes that many of the Requests are duplicative or cumulative of discovery previously propounded by other parties in this proceeding, notwithstanding Administrative Law Judge Soulikias's explicit instruction during the June 15, 2026 hearing that parties should refrain from serving duplicative or cumulative discovery requests. Nevertheless, and without waiving any objections, Union Pacific is committed to responding to each Request, with its responses as follows.

GENERAL RESPONSES

The following General Responses apply to each of CSXT's Requests:

1. Union Pacific is conducting a reasonable search for information and documents responsive to CSXT's Requests. Where Union Pacific states that it will produce documents, Union Pacific will conduct a reasonable search for responsive, non-privileged documents, subject to the specific and general objections stated below.

2. Production of information or documents does not necessarily imply that the information or documents are relevant to or admissible in this proceeding and is not to be construed as waiving any of the general or specific objections stated below.

3. Union Pacific's responses and objections to these Requests are based on Union Pacific's present knowledge, information, and belief. Union Pacific 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.

REQUESTS FOR PRODUCTION OF DOCUMENTS

REQUEST NO. 1

Produce all Documents and communications, created between January 1, 2025 and the present, Relating to any instance in which UP or NS discussed NS offering Rates without profit margins, profit margins of less than ten percent, or discussing reallocating profits from NS to UP.

Union Pacific Response

Union Pacific directs CSXT to its ongoing custodial document review, which includes search terms and responsiveness criteria related to pricing strategy, and the documents it has produced and will produce from its custodial review.

Union Pacific objects to this Request because it is vague, including in its use of "profit margins," "profit margins of less than ten percent," and "reallocating profits." Union Pacific further objects to this request as overly broad, unduly burdensome, and disproportionate to the needs of this proceeding, including to the extent it seeks "any instance" without reference to any customer, position, department, or other limiting conditions. Union Pacific further objects to this Request as seeking information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks

materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities.

REQUEST NO. 2

Produce all Documents and communications, created between January 1, 2025 and the present, Relating to any instance in which CSXT and NS were competing to participate in interline movement(s) to or from the same UP-served destination or origin, and UP's offer:

a) for its interline Rate, factor, or division to NS was lower than for its interline Rate, factor, or division to CSXT; or
b) of a Rule 11 Rate to a shipper was lower if NS participated in the movement(s) (a) than its Rule 11 Rate if CSXT participated in the movement(s), or (b) than its interline Rate, factor, or division to CSXT.

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific will produce data sufficient to identify the through rate relationships Union Pacific published between January 1, 2025 and April 30, 2026 for NS and CSXT for the same customer opportunity (i.e., same origin and final destination) to CSXT, to the extent such data can be identified without undue burden. Union Pacific will also produce data sufficient to identify Union Pacific's published Rule 11 rates to shippers from between January 1, 2025 and April 30, 2026 for which there was a rate condition that specifies the rate applied based on whether NS or CSXT participated in the movement, to the extent such data can be identified without an undue burden.

Union Pacific objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks

information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to this Request as seeking commercially sensitive Rate, factor, and division information. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control.

REQUEST NO. 3

Describe in detail any instance since January 1, 2025 in which CSXT and NS were competing to participate in interline movement(s) to or from the same UP-served destination or origin, and UP's offer:

a) for its interline Rate, factor, or division to NS was lower than for its interline Rate, factor, or division to CSXT; or
b) of a Rule 11 Rate to a shipper was lower if NS participated in the movement(s) (a) than its Rule 11 Rate if CSXT participated in the movement(s), or (b) than its interline Rate, factor, or division to CSXT.

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific directs CSXT to its response to Request No. 2.

Union Pacific objects to this Interrogatory because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to this Interrogatory as duplicative of Request No. 2 above, seeking the same information in narrative form. Union Pacific further objects to this Interrogatory to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control.

REQUEST NO. 4

Produce all communications, created between January 1, 2025 and the present, between Applicants reflecting or Relating to actual or proposed Rule 11 or interline Rates, divisions, or factors to serve {{ }}.

Union Pacific Response

Union Pacific objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, including to the extent it requests "all" communications between Applicants. Union Pacific further objects to this Request as seeking commercially sensitive rate, division, and factor information. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. Union Pacific is willing to meet and confer with CSXT regarding the relevance and burden of this Request.

REQUEST NO. 5

Produce all communications, created between January 1, 2025 and the present, between Applicants or between UP and/or NS and {{ }} Relating to Applicants' actual or proposed provision of interline rail transportation service to {{ }}.

Union Pacific Response

Union Pacific objects to this Request because it is overly broad, unduly

burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, including to the extent it requests "all" communications between Applicants. Union Pacific further objects to use of the term {{ }} as vague and undefined. Union Pacific further objects to this Request as seeking commercially sensitive customer and service information. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. Union Pacific is willing to meet and confer with CSXT regarding the relevance and burden of this Request.

REQUEST NO. 6

Produce all contracts, private price quotes, or other agreements that were created or were in effect between January 1, 2025 and the present between UP and/or NS and {{ }} governing the provision of interline rail transportation services {{ }}.

Union Pacific Response

Union Pacific objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific objects to the term "other agreements" because it is vague and undefined. Union Pacific objects to this

Request to the extent it seeks materials regarding Norfolk Southern that are not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request as seeking confidential, proprietary, or commercially sensitive contract and pricing information. Union Pacific is willing to meet and confer with CSXT regarding the relevance and burden of this Request.

REQUEST NO. 7

Produce Documents or data sufficient to show Your actual pricing and complete routing, including interchange location, for rail transportation services provided to {{ }} for interline movements between {{ }} between January 1, 2025 and the present.

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific directs CSXT to Union Pacific's traffic tapes and combined waybill data previously produced in discovery, which reflect actual routing and interchange information for the movements described in this Request, to the extent such movements occurred.

Union Pacific further objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to this request as seeking commercially sensitive pricing information. Union Pacific also objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to CSXT from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner

than from Union Pacific, including through Union Pacific's previously produced traffic tapes and combined waybill data. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control.

REQUEST NO. 8

Produce all Documents and communications, created between January 1, 2025 and the present, Relating to any instance in which NS was competing to participate in interline movement(s) for {{ }} then served by UP and CSXT.

Union Pacific Response

Union Pacific objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, including to the extent it requests "all" Documents and communications. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control, including to the extent it assumes that Union Pacific knows of "any instance in which NS was competing to participate in interline movement(s)." Union Pacific further objects to this Request as seeking commercially sensitive customer and competitive information. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. Union Pacific is willing to meet and confer with CSXT regarding the relevance and burden of this Request.

REQUEST NO. 9

Produce all communications, created between January 1, 2025 and the present, between Applicants reflecting or Relating to actual or proposed Rule 11 or interline Rates, divisions, or factors to serve {{ }}, including interline movement(s) then served by UP and CSXT.

Union Pacific Response

Union Pacific objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, including to the extent it requests "all" communications between Applicants. Union Pacific further objects to this Request as seeking commercially sensitive Rate, division, and factor information. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. Union Pacific is willing to meet and confer with CSXT regarding the relevance and burden of this Request.

REQUEST NO. 10

Produce all communications, created between January 1, 2025 and the present, between Applicants or between UP and/or NS and {{ }} Relating to Applicants' actual or proposed provision of interline rail transportation service to {{ }}, including for interline movements then served by UP and CSXT.

Union Pacific Response

Union Pacific objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, including to the extent it requests "all" communications between Applicants. Union Pacific further objects to this Request as seeking commercially sensitive customer and service information. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. Union Pacific is willing to meet and confer with CSXT regarding the relevance and burden of this Request.

REQUEST NO. 11

Produce all contracts, private price quotes, or other agreements that were created or were in effect between January 1, 2025 and the present between UP and/or NS and {{ }} governing the provision of interline rail transportation services.

Union Pacific Response

Union Pacific objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific objects to the term "other agreements" because it is vague and undefined. Union Pacific objects to this Request to the extent it seeks materials regarding Norfolk Southern that are not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request as seeking confidential, proprietary, or commercially sensitive contract and pricing information. Union Pacific is willing to meet and confer with CSXT regarding the relevance and burden of this Request.

REQUEST NO. 12

Produce Documents or data sufficient to show Your actual pricing and complete routing, including interchange location, for rail transportation services provided to {{ }} for interline movements involving UP and CSXT or UP and NS.

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific directs CSXT to Union Pacific's traffic tapes and combined waybill data previously produced in discovery, which reflect actual routing and interchange information for the movements described in this Request, to the extent such movements occurred.

Union Pacific objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to this Request to the extent it seeks materials that are otherwise readily available or accessible to CSXT from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from Union Pacific, including through Union Pacific's previously produced traffic tapes and combined waybill data. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control.

REQUEST NO. 13

Produce all Documents and communications, created between January 1, 2025 and the present, Relating to Union Pacific's actual or proposed participation in rail transportation services for {{ }} vehicles or automotive parts pursuant to interline partnership with CSXT, including:

a) any pricing, Rate, factor, division, or other commercial terms proposed, quoted, authorized, modified, or withdrawn by UP in connection with such service or proposal, including the internal basis and approval process for any change in price or terms; and
b) any communications with NS regarding any actual or proposed interline or joint service between UP and CSXT for automotive or auto parts.

Union Pacific Response

Union Pacific objects to this request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, including to the extent it asks for "all"

Documents and communications. Union Pacific further objects to this Request as seeking commercially sensitive pricing information. Union Pacific also objects to this Request to the extent it requests documents and communications already in the possession, custody, and control of CSXT. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific is willing to meet and confer with CSXT regarding the relevance and burden of this Request.

REQUEST NO. 14

Produce Documents sufficient to show Applicants' pre- and post-Proposed Transaction Plans Relating to the shipping of any of the following products, including Applicants' revenues, Rates, and contribution margin from any movements Relating to such products:

a) Chemicals
b) Petrochemicals
c) Plastics
d) Manufactured products
e) Liquified [*sic*] petroleum gases
f) Petroleum products

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific refers CSXT to the documents it has already produced in response to requests related to pricing, revenue, and merger integration, including UP_0097551, UP_0105721, and UP_0395084.

Union Pacific objects to this request as duplicative of CSXT 1st Set, Request No. 3, BNSF 2nd Set, Request No. 56, CPKC 1st Set, Request Nos. 16 and 20, BNSF 1st Set, Request No. 5, and BNSF 2nd Set Request Nos. 32 and 34. Union Pacific further objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, including to the extent it asks for documents relating to "any movements" for "any of the following products." Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities.

REQUEST NO. 15

Produce Documents sufficient to show the Applicants' pre- and post-Proposed Transaction Plans Relating to rail service through and between the following locations, Including investments in infrastructure and capacity, traffic forecasts, density charts, capacity studies or reports, changes expected to result from the Proposed Transaction that would impact any Person's costs to provide rail service through and between the locations, and all studies, Analyses, and reports regarding expected or potential impacts of the Proposed Transaction on Rates and service for traffic moving through and between the locations:

a) Back Belt line in New Orleans, Louisiana
b) NOLA Gateway in New Orleans, Louisiana
c) The Joint Line from Dolton, IL to Woodland Junction, IL

Union Pacific Response

Subject to and without waiving the below objections and its General

Objections, Union Pacific directs CSXT to Applicants' Amended Application, Vol. 2 at pages 688–89, 715–16, 875–76 and 908, as well as the documents related to traffic forecasts, rail density, and merger integration that have already been produced, including UP_0094431, UP_0097144, UP_1717220, UP_0103855, and UP_0100372.

Union Pacific objects to this Request as duplicative of BNSF 1st Set, Request No. 21, BNSF 2nd Set Request No. 37, CSXT 1st Set, Request No. 3, BNSF 2nd Set, Request No. 56, CPKC 1st Set, Request Nos. 16 and 20, BNSF 1st Set, Request No. 5, BNSF 2nd Set Request Nos. 32 and 34, and CSXT 1st Set Request No. 5. Union Pacific further objects to this request because it is overly broad and unduly burdensome, including to the extent it seeks materials that are otherwise readily available or accessible to CSXT from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from Union Pacific. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities.

REQUEST NO. 16

Produce Documents related to Applicants' projected intermodal growth, including Applicants' plan for the NS Intermodal Terminal in Greencastle, Pennsylvania.

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific directs CSXT to the Amended Application at Vol. 2, page 755, regarding Applicants' plans for the NS Intermodal Terminal in Greencastle, Pennsylvania.

Union Pacific objects to this Request because it is overly broad and unduly burdensome, including to the extent it seeks materials that are otherwise readily available or accessible to CSXT from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from Union Pacific. Union Pacific further objects to this Request to the extent it seeks information regarding the NS Intermodal Terminal in Greencastle, Pennsylvania, a Norfolk Southern facility, that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities.

REQUEST NO. 17

Describe each Applicant's pre- and post-Proposed Transaction Plans or strategies around pricing or selling rail services to customers for multiple routes in one package or agreement.

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific directs CSXT to its ongoing custodial search and production for CPKC 1st Set, Request No. 24.

Union Pacific objects to this Request because it is duplicative of CPKC 1st Set Request Nos. 16, 24, 26, BNSF 1st Set, Request No. 21, BNSF 2nd Set, Request Nos. 37 and 56, CSXT 1st Set, Request No. 3. Union Pacific further objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to the phrase "multiple routes in one package or agreement" as vague and undefined. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities.

REQUEST NO. 18

State each Applicant's capacity for intermodal traffic in and around Dallas, Texas, Including how many routes in and around Dallas, Texas each Applicant operates, the number of cars in service each Applicant has operating in and around Dallas, Texas, the miles of track that each Applicant owns or has usage or trackage rights to in and around Dallas, Texas, and the number of interchange facilities or gateways each Applicant owns or operates in and around Dallas, Texas.

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific directs CSXT to the Amended Application, Vol. 2 at pages 707, 880, 887, 889, and 1106, as well as to Union Pacific's previously produced documents at UP_0022707 to UP_0022802 (capacity and slack maps).

Union Pacific objects to this Request as seeking materials that are publicly available or otherwise readily available or accessible to CSXT from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from Union Pacific, including by accessing the materials filed with the Surface Transportation Board and which are accessible to CSXT through the proceeding. Union Pacific further objects to this Request as unduly burdensome to the extent it purports to require Union Pacific to provide information in a form not kept in the regular course of business. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control.

REQUEST NO. 19

Produce all Documents and communications reflecting Applicants' post-transaction plans, strategies, analyses, or proposals concerning the distribution, supply, allocation, repositioning, or availability of specialized rail equipment, including:

a) Applicants' post-transaction ability to influence or control the supply, positioning, timing, or availability of empty or repositioned specialized equipment to specific origins, destinations, shippers, corridors, or competing rail carriers; or
b) any plans to prioritize or favor the supply of such equipment to Applicants' own single-line movements, customers, or logistics affiliates over those of other carriers, pooling partners, or interline partners.

Union Pacific Response

Union Pacific objects to this Request as vague, and specifically the term "specialized rail equipment" as vague and undefined. Union Pacific objects to this request as duplicative of BNSF 2nd Set, Request Nos. 32 and 34. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities.

REQUEST NO. 20

Produce all Documents and communications reflecting Applicants' post-transaction plans, strategies, or analyses Relating to their participation in TTX owned or managed pooling agreements, including:

a) Any plans to withdraw from the pooling agreements;
b) Any plans to reduce or transfer contributed equipment;
c) Any assessment of how the Proposed Transaction would affect the distribution of empty cars to other pooling participants, or the competitive consequences for any changes to Applicants' pooling behavior.

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific directs CSXT to its Supplemental Filing, filed on July 7, 2026, and custodial documents it has produced and will produce, including in response to BNSF 2nd Request No. 10, BNSF 2nd Request No. 39, BNSF 2nd Request No. 40, and BNSF 2nd Request No. 41.

Union Pacific objects to this Request because it is overly broad and unduly burdensome, including because it seeks materials that are publicly available or otherwise readily available or accessible to CSXT from other sources or otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from Union Pacific, including by accessing the materials filed with the Surface Transportation Board and which are accessible to CSXT through the proceeding. Union Pacific further objects to this Request to the extent it seeks confidential information belonging to TTX or other pooling participants that is not solely within Union Pacific's possession, custody, or control. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client

privilege, the attorney work-product doctrine, or any other applicable privileges or immunities.

REQUEST NO. 21

Identify any shippers with whom You have discussed or agreed to any discounts, contract extensions, or any other economic value or concession in connection with or related to the shipper's support for or non-opposition to the Proposed Transaction.

Union Pacific Response

Subject to and without waiving the below objections and its General Objections, Union Pacific directs CSXT to its previous and ongoing productions of documents related to the impacts of the Proposed Transaction on rail transportation rates and shipper or customer feedback to the Proposed Transaction.

Union Pacific objects to this Interrogatory because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to this Interrogatory to the extent it seeks documents or communications prepared in connection with, or relating to, settlement or mediation of this or any other proceeding. Union Pacific further objects to this Interrogatory to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. Union Pacific further objects to this Interrogatory as seeking confidential and commercially sensitive customer information.

REQUEST NO. 22

Produce all Documents and communications between Applicants and Canadian National regarding Applicants and Canadian National's agreement, announced on July 22, 2026 that should the Proposed Transaction be approved by the STB, Canadian National will acquire NS's ownership interests in the Kansas City Terminal Railway Company and the Terminal Railroad Association of St. Louis.

Union Pacific Response

Union Pacific objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities, including the settlement privilege. *See Canadian Nat'l Ry. Co., Grand Trunk Corp., & Grand Trunk W. R.R. Inc.—Control—Illinois Cent. Corp., Illinois Cent. R.R. Co., Chicago, Cent. & Pac. R.R. Co., & Cedar River R.R. Co.*, No. 33556, 1998 WL 721112, at *1 (Oct. 15, 1998) ("We also agree . . ., absent compelling circumstances, the settlement privilege that has been recognized in our precedents would bar discovery, by opposing parties, of confidential material related to the negotiation of the [settlement] agreements."). Union Pacific further objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control.

REQUEST NO. 23

Produce all Documents and communications between Applicants and Canadian National regarding Applicants and Canadian National's agreement, announced on July 22, 2026, that should the Proposed Transaction be approved by the STB, Canadian National receive overhead rights between Tuscola, Illinois and East St. Louis, Illinois, and rights to serve customers between St. Louis, Missouri, and Kansas City, Missouri, including rights to use Union Pacific's Neff Yard.

Union Pacific Response

Union Pacific objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities, including the settlement privilege. *See Canadian Nat'l Ry. Co., Grand Trunk Corp., & Grand Trunk W. R.R. Inc.—Control—Illinois Cent. Corp., Illinois Cent. R.R. Co., Chicago, Cent. & Pac. R.R. Co., & Cedar River R.R. Co.*, No. 33556, 1998 WL 721112, at *1 (Oct. 15, 1998) ("We also agree . . ., absent compelling circumstances, the settlement privilege that has been recognized in our precedents would bar discovery, by opposing parties, of confidential material related to the negotiation of the [settlement] agreements."). Union Pacific further objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to this Request to the extent it seeks information regarding Norfolk Southern that is not in Union Pacific's possession, custody, or control.

REQUEST NO. 24

Produce all Documents and communications between Union Pacific and Canadian National regarding Union Pacific and Canadian National's agreement, announced on July 22, 2026, that Union Pacific will receive expanded operating rights over Canadian National's Elgin, Joliet & Eastern Railway corridor through Chicago and Canadian National will receive new rights over Union Pacific's network between Memphis, Tennessee, and Eagle Pass, Texas, including any Documents or communications about what Union Pacific's Plans are with regard to those expanded operating rights over Canadian National's Elgin, Joliet & Eastern Railway corridor.

Union Pacific Response

Union Pacific objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities. Union Pacific further objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Specifically, Union Pacific objects to this Request on relevance grounds because the Request seeks documents concerning an agreement that is unrelated to the Proposed Transaction.

REQUEST NO. 25

Produce all Documents, including but not limited to strategic planning documents, marketing presentations, and internal competitive analyses, created between January 1, 2020 and the present, in which UP describes, quantifies, or promotes its market share, network density, competitive position, contribution and/or profit margin, or strategic importance in the Gulf Coast region or with respect to chemicals, petrochemicals, plastics, liquefied petroleum gases, or petroleum products traffic, including any Document in which UP represents that it holds a dominant, leading, or uniquely advantaged position for such traffic or in such geography.

Union Pacific Response

Subject to and without waiving the below objections and its General

Objections, Union Pacific directs CSXT to the documents related to marketing and sales it has produced, including UP_0104851, UP_0393840, UP_0394533, UP_0395022.

Union Pacific objects to this Request as duplicative of CPKC 1st Set Request Nos. 16, 20, 24, 26, BNSF 2nd Set, Request No. 56, and CSXT 1st Set Request No. 5. Union Pacific further objects to this Request because it is overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Union Pacific further objects to the phrase "dominant, leading, or uniquely advantaged position" as vague and undefined. Union Pacific further objects to this Request to the extent it seeks materials protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privileges or immunities.

GENERAL OBJECTIONS

Union Pacific's General Objections, as set forth herein, are to be considered objections to each of the specific Discovery Requests (including subparts) that follow. These general objections are not exhaustive and, where appropriate, Union Pacific will also state specific objections. Union Pacific's objections shall not waive, limit, or prejudice any objections that it may later assert.

1. In providing these responses, Union Pacific reserves all objections as to competency, relevancy, materiality, authenticity, and admissibility of the use of any

information requested in CSXT's Requests and in any responses or productions Union Pacific may provide thereto, in any subsequent proceeding, or further proceedings in this matter. To the extent that Union Pacific provides responsive information or documents, Union Pacific does not concede that such information is relevant, material, or admissible into evidence, and any such production is not intended to waive any of Union Pacific's objections to any of CSXT's Requests.

2. Union Pacific objects to CSXT's demand that Union Pacific complete its discovery production in response to CSXT's discovery Requests within 7 days (August 21, 2026) on the basis that the request is unduly burdensome and fails to allow for a reasonable time for compliance. Union Pacific is providing written responses and objections today and documents will be produced on a rolling basis as they become available and consistent with the procedural schedule.

3. Union Pacific objects to each and every Discovery Request as unduly burdensome to the extent it seeks discovery of information, documents, or communications provided by Union Pacific with its Amended Application and accompanying workpapers. Union Pacific further objects to each and every Discovery Request as unduly burdensome to the extent it seeks discovery of information, documents, or communications that are available or accessible to CSXT as an interested party through the Amended Application and accompanying workpapers submitted in this proceeding.

4. Union Pacific objects to each and every Discovery Request and to each Definition, Instruction (including in the Construction section), and Request contained

therein to the extent it purports to impose upon Union Pacific burdens or duties that are greater than, or otherwise conflict with, the requirements or the permissible scope of discovery under 49 C.F.R. Part 1114, Subpart B, or under other Surface Transportation Board rules or precedents or are not proportional to the needs of the above-captioned proceeding and imposes an undue burden on Union Pacific.

5. Union Pacific objects to each and every Discovery Request requesting that Union Pacific produce "all" responsive documents, communications, or information as unduly burdensome to the extent it requests that Union Pacific engage in an unreasonably broad collection and review in order to identify each and every document that may possibly be responsive. For those Requests to which it is obliged to respond, Union Pacific will produce such responsive documents or information as it is able to locate or identify in a reasonable search and which are not otherwise subject to an applicable privilege or other protection.

6. Union Pacific objects to the Discovery Requests and to each Definition, Instruction (including in the Construction section), and Request contained therein to the extent they seek the production of documents prepared in connection with, or information relating to, possible settlement or mediation of this or any other proceeding, in whole or in part.

7. Union Pacific objects to each and every Discovery Request and to each Definition, Instruction (including in the Construction section), and Request contained therein that request information, documents, or communications that are: (a) already in the possession of CSXT; (b) publicly available or otherwise readily

available or accessible to CSXT from other sources; (c) unreasonably cumulative or duplicative of documents already in CSXT's possession, custody, or control; or (d) otherwise obtainable in a more convenient, less burdensome, or less expensive manner than from Union Pacific.

8. Union Pacific objects to each and every Discovery Request and to each Definition, Instruction (including in the Construction section), and Request contained therein as unduly burdensome to the extent it seeks production from the files of all current and former Union Pacific employees, including those who are not reasonably likely to possess non-duplicative relevant documents. Unless specifically stated otherwise, by stating that it will produce documents responsive to these Requests, Union Pacific represents that it will produce documents from files most likely to contain materials responsive to the Request without undue burden.

9. Union Pacific objects to each and every Discovery Request and to each Definition, Instruction (including in the Construction section), and Request contained therein as unduly burdensome to the extent it purports to require Union Pacific to conduct a special study or to undertake anything more than a reasonable search for responsive information. In responding to CSXT's Requests, Union Pacific will conduct a reasonable search of those accessible files in its possession in which information responsive to CSXT's Requests, as limited by Union Pacific's Objections, is likely to be located.

10. Union Pacific objects to each and every Discovery Request and to each Definition, Instruction (including in the Construction section), and Request contained

therein to the extent it purports to prohibit Union Pacific from redacting information that might reveal Union Pacific's commercially sensitive or long-term corporate strategies, is not relevant to this proceeding, or is non-responsive to the Request. Union Pacific will redact any such information, and reserves the right to redact any non-responsive information, from otherwise responsive documents produced to CSXT.

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

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

13. Union Pacific objects to each and every Discovery Request and to each

Definition, Instruction (including in the Construction section), and Request contained therein 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 Discovery 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. Union Pacific 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.

14. Union Pacific objects to Construction Nos. 1–3 to the extent they purport to impose obligations on Union Pacific that are greater than or otherwise inconsistent with those imposed under 49 C.F.R. Part 1114, Subpart B, and to the extent it would require Union Pacific to provide information not required by 49 C.F.R. Part 1114, Subpart B or information that would be unduly burdensome to provide or disproportionate to the needs of this proceeding.

15. Union Pacific objects to Construction No. 4 as overly broad, unduly burdensome, disproportionate to the needs of this proceeding, and not reasonably calculated to lead to the discovery of admissible evidence.

16. Union Pacific objects to Definition No. 1 defining "Union Pacific" or

"UP" as overly broad, unduly burdensome, disproportionate to the needs of this case, and not reasonably calculated to lead to the discovery of admissible evidence to the extent that it purports to require Union Pacific to respond to the Requests with respect to Union Pacific Corporation's and Union Pacific Railroad Company's "predecessors and successors in interest, as well as their present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries (including both wholly owned and partially owned subsidiaries), affiliates, joint ventures, divisions, area offices, and regional offices of the foregoing companies; all persons or entities that have partial or total ownership or control of Union Pacific Corporation or Union Pacific Railroad Company; and all persons acting or purporting to act on behalf of Union Pacific Corporation or Union Pacific Railroad Company." Union Pacific will respond to the Requests only with respect to Union Pacific Corporation and Union Pacific Railroad Company.

17. Union Pacific objects to Definition No. 2 defining "Norfolk Southern" as overly broad, unduly burdensome, disproportionate to the needs of this case, and not reasonably calculated to lead to the discovery of admissible evidence to the extent that it purports to require Union Pacific to respond to the Requests with respect to Norfolk Southern Corporation's and Norfolk Southern Railway Company's "predecessors and successors in interest, as well as their present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries (including both wholly owned and partially owned

subsidiaries), affiliates, joint ventures, divisions, area offices, and regional offices of the foregoing companies; all persons or entities that have partial or total ownership or control of Norfolk Southern Corporation and Norfolk Southern Railway Company; and all persons acting or purporting to act on behalf of Norfolk Southern Corporation and Norfolk Southern Railway Company." Union Pacific will respond to the Requests only with respect to Norfolk Southern Corporation and Norfolk Southern Railway Company.

18. Union Pacific objects to Definition No. 4 defining "Applicants" to mean "Union Pacific and/or Norfolk Southern, as defined herein" to the extent it is vague, overly broad, unduly burdensome, and seeks to impose obligations broader than those imposed by 49 C.F.R. Part 1114. Union Pacific specifically objects to Definition No. 4 as vague and inaccurate, to the extent it incorporates Definition Nos. 1 and 2, because the "Applicants" in this proceeding are Union Pacific Corporation, Union Pacific Railroad Company, Norfolk Southern Corporation, and Norfolk Southern Railway Company.

19. Union Pacific objects to Definition No. 6 defining "CSXT" to the extent it is overly broad, unduly burdensome, and seeks to impose obligations broader than those imposed by 49 C.F.R. Part 1114. Union Pacific specifically objects to Definition No. 6 to the extent it requires knowledge of CSXT's corporate structure and history that Union Pacific does not possess.

20. Union Pacific objects to Definition No. 8 defining "Document" to the extent this Definition seeks to expand upon and conflicts with 49 C.F.R. Part 1114,

Subpart B. Union Pacific further objects to Definition No. 8 as unduly burdensome and as seeking information that is not proportional to the probative value the information sought may have in this proceeding. Union Pacific also objects to Definition No. 8, "Document," as seeking information not in the possession, custody, or control of Union Pacific to the extent it includes documents in the possession, custody, or control of Norfolk Southern or "consultants or others who have assisted either Applicant or participated in the creation of those documents."

21. Union Pacific objects to Definition No. 10 defining "Geographic Competition" as having the narrow "meaning used in 49 C.F.R. § 1180.7" as Board precedent has defined "Geographic Competition," not the regulation.

22. Union Pacific objects to Definition No. 11 defining "Identify" to the extent that it seeks to expand upon and conflicts with 49 C.F.R. Part 1114, Subpart B. Union Pacific further objects to Definition No. 11 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 Union Pacific to provide information that is not reasonably accessible. Union Pacific also objects to Definition No. 11 as unduly burdensome and requesting documents not in the possession, custody, or control of Union Pacific to the extent it seeks information about documents that are "lost, destroyed, or [are] otherwise missing or unavailable."

23. Union Pacific objects to Definition No. 13 defining "Intermodal Competition" to the extent that it seeks to expand upon and conflicts with its use in 49 C.F.R. § 1180.7. Union Pacific also objects to Definition No. 13 as vague and

ambiguous because the phrase "through and between and among" employs overlapping and indeterminate relational prepositions without linking to a sufficiently definite object.

24. Union Pacific objects to Definition No. 15 defining "Management Level Documents" as overly broad, unduly burdensome, vague, ambiguous, not reasonably calculated to lead to the discovery of admissible evidence, and seeking to impose obligations broader than those imposed by 49 C.F.R. Part 1114. Union Pacific specifically objects to the use of the term "Applicants" for the reasons stated above. Union Pacific also specifically objects to the term "officers" as vague, undefined, overly broad, and unduly burdensome to the extent it is not limited by any level of seniority. Union Pacific specifically objects to Definition No. 15's inclusion of (1) management personnel in Operations, Finance, Marketing & Sales, or Strategic Planning areas at the level of Assistant Vice President; and (2) the predecessors or successors of the Persons who currently hold any position listed.

25. Union Pacific objects to Definition No. 21 defining "Product Competition" having the narrow "meaning used in 49 C.F.R. § 1180.7" as Board precedent has defined "Product Competition," not the regulation.

26. Union Pacific objects to Definition No. 22 defining "Proposed Transaction" to the extent it includes "any other proposed, contemplated, discussed, or related transaction through and between Union Pacific and Norfolk Southern" beyond the transaction that is the subject of the Amended Application in STB Finance Docket No. 36873.

27. Union Pacific objects to Definition No. 24 defining "Rate" or "Rates" to the extent that the definition includes "rates that are exempt from Surface Transportation Board regulation" to the extent that portion of the definition is overly broad, unduly burdensome, and seeks information that is outside the scope of this proceeding.

28. Union Pacific objects to Definition No. 25 defining "Relating to" to the extent it is overly broad, unduly burdensome, and seeks information that is outside the scope of this proceeding.

29. {{

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30. {{

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31. {{

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32. Union Pacific objects to Definition No. 34 defining "Canadian National" to the extent it is overly broad, unduly burdensome, and seeks to impose obligations broader than those imposed by 49 C.F.R. Part 1114. Union Pacific specifically objects to Definition No. 34 to the extent it requires knowledge of Canadian National's corporate structure and history that Union Pacific does not possess.

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

34. Union Pacific objects to Instruction No. 4 to the extent it purports to impose obligations on Union Pacific that are greater than or otherwise inconsistent with those imposed under 49 C.F.R. Part 1114, Subpart B. Union Pacific further objects to Instruction No. 4 as overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence to the extent that the "Privilege Log" seeks "statement of the claim of privilege and all facts relied upon in support thereof" beyond the "separate fields" listed in Instruction No. 4.

35. Union Pacific objects to Instruction No. 5 to the extent it purports to require Union Pacific to collect documents or information for an unduly burdensome period of time from January 1, 2020 to the present. Except as more specifically objected to below, where Union Pacific agrees to produce responsive documents or

information, Union Pacific will only search for and provide documents or information from January 1, 2020 up to April 30, 2026. Discovery is ongoing, and Union Pacific reserves the right to supplement this response and/or negotiate a "time period" at a later time as appropriate.

36. Union Pacific's Responses and Objections are based upon information presently known to it. Union Pacific reserves the right to rely upon facts, documents, or other evidence that 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.

Respectfully submitted,

/s/ Laura Flahive Wu
MICHAEL L. ROSENTHAL
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Attorneys for Union Pacific Corporation and Union Pacific Railroad Company

August 21, 2026

CERTIFICATE OF SERVICE

I hereby certify that on this 21st day of August, 2026, the foregoing document was served by first-class mail or email on all parties of record in this proceeding, the Secretary of Transportation, the Attorney General of the United States, and Administrative Law Judge Jenifer Soulikias.

/s/ Charlotte R. Krovoza

EXHIBIT B

From: Kelly, Kevin <Kkelly@cov.com>
Sent: Wednesday, October 21, 2026 9:18 PM
To: Fanchiang, Eric <EFanchiang@crowell.com>; William Mullins <wmullins@mullinslawgroup.net>; Brown, Molly <MBrown@cov.com>; Spencer Naake <snaake@mullinslawgroup.net>; Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel <DDamitio@cov.com>
Cc: van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>; Lesser, Rachel <RLesser@crowell.com>; OpalDisco <OpalDisco@cov.com>
Subject: RE: STB FD 36873 - CSXT's Third Set of Discovery Requests, Request No. 24

Eric,

We disagree that discovery of ***all*** communications between UP and CN related to the commercial MOU, as requested in CSX 3rd Set RFP 24, is relevant or proportional to the needs of this proceeding—particularly in light of the fact that UP has already produced the final version of the MOU. To the extent CSX intends to argue that the MOU demonstrates that interline agreements can achieve the benefits of the merger, it can make that argument based on the produced MOU, and need not conduct a fishing expedition into the competitively sensitive negotiations of rival railroads.

Nonetheless, to address the concern you articulated on our call and in your email below—that there may be communications between UP and CN regarding the commercial MOU's impact on future rail operations or capacity of the merged UP-NS entity—we have conducted a reasonable search for such documents and located no responsive materials.

We believe this resolves the dispute, but please let us know if you would like to discuss further.

Best,

Kevin

Kevin Kelly

Covington & Burling LLP
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COVINGTON

From: Fanchiang, Eric <EFanchiang@crowell.com>
Sent: Monday, October 19, 2026 8:33 AM
To: Kelly, Kevin <Kkelly@cov.com>; William Mullins <wmullins@mullinslawgroup.net>; Brown, Molly <MBrown@cov.com>; Spencer Naake <snaake@mullinslawgroup.net>; Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel <DDamitio@cov.com>

Cc: van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>; Lesser, Rachel <RLesser@crowell.com>
Subject: RE: STB FD 36873 - CSXT's Third Set of Discovery Requests, Request No. 24

[EXTERNAL]
Hi Kevin,

Thanks for the call last week. As discussed, CSXT believes that documents and communications between Union Pacific and Canadian National as sought in CSXT's Third Set of Discovery Requests, Request No. 24, are highly and directly relevant for several reasons, among others:

- the MOU reflects an agreement between UP and another Class I for greater interline collaboration short of merger, which UP has publicly claimed will benefit competition. This directly relates to "whether the benefits claimed by [UP and NS] could be realized by means other than the proposed consolidation," which is expressly a factor the Board "will consider" in evaluating the public interest, 49 C.F.R. § 1180.1(c);
- the MOU sets out a scenario where post-merger, both UP's and CN's networks will be more closely aligned, implicating the Board's evaluation of the proposed merger's downstream and cumulative effects, and CSXT is entitled to probe the parties' discussions for their bearing on how the MOU will impact the future structure of the industry, *see* 49 C.F.R. § 1180.1(i); and
- discussions about traffic changes and growth contemplated by the MOU are relevant to understanding how those changes could impact UP/NS' operations post-merger, and thus a full evaluation of the Application's operating plan.

Please let us know your final position by tomorrow on whether UP will produce these documents.

Best,

Eric Fanchiang

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

From: Fanchiang, Eric <EFanchiang@crowell.com>
Sent: Tuesday, October 13, 2026 12:41 PM
To: Kelly, Kevin <Kkelly@cov.com>; William Mullins <wmullins@mullinslawgroup.net>; Brown, Molly <MBrown@cov.com>; Spencer Naake <snaake@mullinslawgroup.net>; Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel <DDamitio@cov.com>
Cc: van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>; Lesser, Rachel <RLesser@crowell.com>
Subject: RE: STB FD 36873 - CSXT's Third Set of Discovery Requests, Request No. 24

Thanks Kevin. Let's do 2 pm ET on Thursday. We will circulate a dial-in.

Best,

Eric Fanchiang

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

From: Kelly, Kevin <Kkelly@cov.com>
Sent: Tuesday, October 13, 2026 8:47 AM
To: Fanchiang, Eric <EFanchiang@crowell.com>; William Mullins <wmullins@mullinslawgroup.net>; Brown, Molly <MBrown@cov.com>; Spencer Naake <snaake@mullinslawgroup.net>; Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel <DDamitio@cov.com>
Cc: van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>; Lesser, Rachel <RLesser@crowell.com>
Subject: RE: STB FD 36873 - CSXT's Third Set of Discovery Requests, Request No. 24

Eric,

I am available 1-3 PM ET on Thursday.

Best,

Kevin

Kevin Kelly

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One CityCenter, 850 Tenth Street, NW
Washington, DC 20001-4956
T +1 202 662 5613 | kkelly@cov.com
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COVINGTON

From: Fanchiang, Eric <EFanchiang@crowell.com>
Sent: Monday, October 12, 2026 11:27 PM
To: Kelly, Kevin <Kkelly@cov.com>; William Mullins <wmullins@mullinslawgroup.net>; Brown, Molly <MBrown@cov.com>; Spencer Naake <snaake@mullinslawgroup.net>; Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel <DDamitio@cov.com>
Cc: van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>; Lesser, Rachel <RLesser@crowell.com>
Subject: RE: STB FD 36873 - CSXT's Third Set of Discovery Requests, Request No. 24

[EXTERNAL]
Kevin,

Following up on this. Could you please propose some times this Thursday that work for you to discuss?

Best,

Eric Fanchiang

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

From: Fanchiang, Eric <EFanchiang@crowell.com>
Sent: Thursday, October 8, 2026 5:08 PM
To: Kelly, Kevin <Kkelly@cov.com>; William Mullins <wmullins@mullinslawgroup.net>; Brown, Molly <MBrown@cov.com>; Spencer Naake <snaake@mullinslawgroup.net>; Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel <DDamitio@cov.com>
Cc: van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>; Lesser, Rachel <RLesser@crowell.com>
Subject: RE: STB FD 36873 - CSXT's Third Set of Discovery Requests, Request No. 24

Kevin,

Thanks for the discussion today. As discussed, you were going to double-check to ensure you could produce the MOU by early next week, and we were going to discuss the rest of Request No. 24 from CSXT's Third Set of Discovery Requests more next week. Could you let me know some times next Monday that would work to talk?

Best,

Eric Fanchiang

Eric Fanchiang
Crowell & Moring LLP
efanchiang@crowell.com
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From: Kelly, Kevin <Kkelly@cov.com>
Sent: Wednesday, October 7, 2026 8:23 PM
To: Fanchiang, Eric <EFanchiang@crowell.com>; William Mullins <wmullins@mullinslawgroup.net>; Brown, Molly <MBrown@cov.com>; Spencer Naake <snaake@mullinslawgroup.net>; Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel <DDamitio@cov.com>
Cc: van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>; Lesser, Rachel <RLesser@crowell.com>
Subject: RE: STB FD 36873 - CSXT's Third Set of Discovery Requests, Request No. 24

Eric,

To resolve this dispute, Union Pacific is willing to produce the executed Memorandum of Agreement between UP and CN that you reference in your email. In agreeing to produce the MOU, Union Pacific does not waive and expressly maintains its objections to the underlying request, including that discovery regarding the MOU is not relevant to this proceeding.

Best,

Kevin

Kevin Kelly

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COVINGTON

From: Fanchiang, Eric <EFanchiang@crowell.com>
Sent: Tuesday, October 6, 2026 12:51 PM
To: William Mullins <wmullins@mullinslawgroup.net>; Brown, Molly <MBrown@cov.com>; Kelly, Kevin <Kkelly@cov.com>; Spencer Naake <snaake@mullinslawgroup.net>; Flahive Wu, Laura <lflahivewu@cov.com>; Ludwin, Derek <dludwin@cov.com>; Rosenthal, Michael <mrosenthal@cov.com>; Magcale, Jamie Dominique U <JMagcale@cov.com>; Damitio, Daniel <DDamitio@cov.com>
Cc: van Houwelingen, Luke <LVanHouwelingen@crowell.com>; Enson, Eric <EEnson@crowell.com>; Lesser, Rachel <RLesser@crowell.com>
Subject: STB FD 36873 - CSXT's Third Set of Discovery Requests, Request No. 24

[EXTERNAL]
Kevin,

I am writing about CSXT's Third Set of Discovery Requests, Request No. 24, which seeks documents and communications about UP and CN's agreement, announced on July 22, 2026, regarding CN's Elgin, Joliet & Eastern Railway corridor and UP's network between Memphis, Tennessee, and Eagle Pass, Texas. Is UP willing to produce at minimum the agreement between UP and CN? Please let us know your position on this by this Thursday (10/8) at 12 pm ET so that if UP is not willing to produce the agreement, we can raise the dispute with the ALJ. Thanks.

Best,

Eric Fanchiang

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