THE GREAT CONNECTION:

CREATING AMERICA'S FIRST TRANSCONTINENTAL RAILROAD

UNION PACIFIC AND NORFOLK SOUTHERN APPLICATION TO THE SURFACE TRANSPORTATION BOARD

WHITE PAPER

A GUIDE TO THE SURFACE TRANSPORTATION BOARD APPLICATION

On Dec. 19, 2025, Union Pacific and Norfolk Southern filed a historic application with the Surface Transportation Board (STB) requesting approval to combine the two companies to create America's first transcontinental railroad. On Jan. 16, 2026, the STB requested additional analysis and information on certain aspects of the combination, while being clear it was making no judgment on the merits. On April 30, 2026, the railroads submitted an amended application that was fully responsive to the STB's requests. The new analysis is the first in rail merger history to use 100% actual traffic data provided by all six North American Class I railroads, making it the most thorough assessment of market and operational impacts ever.

The application is specific and transparent about how the two companies will integrate their operations in a phased approach that puts Safety, Service and Operational Excellence first while enhancing competition and delivering broad public benefits.

Complete application information is available for public review on the STB's website.

Given the length of the application, this white paper is intended to help stakeholders understand the key points of the proposed Union Pacific-Norfolk Southern combination. All information contained herein is qualified in its entirety by the application.

Regularly updated information about the merger can be found at AmericasGreatConnection.com.

If you would like to join more than 2,000 stakeholders who have already voiced support, please email your letter to media@up.com.

Thank you for your interest in America's first transcontinental railroad.

A TRANSCONTINENTAL RAILROAD

$3.5 BILLION* annual shipper savings

$2 BILLION* planned integration investment

Approximately **1,200*** net new union jobs expected following Year 3 to handle expected volume growth

65,000* car-miles eliminated per day

2,000+ letters of support – largest in STB history

10,000* lanes upgraded to single-line service

Connecting 50,000 route miles, 43 states and 100+ ports

2.1 MILLION* TRUCKS REMOVED from public roadways → less congestion, fewer emissions

99% of votes cast by shareholders were in favor

88,000* new county-to-county lanes

*estimations

AMERICA NEEDS A TRANSCONTINENTAL RAILROAD

President Abraham Lincoln had a vision for a transcontinental railroad that would unite America when he signed the Pacific Railway Act creating Union Pacific Railroad in 1862. Seven years later, Union Pacific and Central Pacific met at Promontory Summit and drove the final spike that united the country.

The new railroad would connect the industrial centers of the East, the agricultural heartland of the Midwest and the rich resources of the West, unlocking America's potential as a global economic powerhouse.

The nationwide rail system transformed America, but President Lincoln's vision was not complete – the rail network was a patchwork of different carriers. Shipping over long distances meant interchanging freight between railroads, which was costly and time-consuming.

More than 160 years later, the United States is one of the only developed nations without a connected transcontinental railroad. An artificial barrier runs down the middle of the country from Chicago to New Orleans, dividing the U.S. railroad network into East and West.

Imagine: If our country's air traffic network operated like our rail network, there would be no direct flights from New York to Los Angeles. A passenger would purchase a ticket on one airline for the trip from New York to Chicago. They would disembark at Midway, collect their luggage and drive to O'Hare. There, they would purchase a ticket on a second airline, go through security again, and wait at the gate through a potentially long layover before completing their trip to Los Angeles.

That's what happens every day on American railroads. When freight travels across the divide, it changes hands as it transfers between railroads, sometimes several times. Each transfer adds time, cost and risk to shipping, creating a heavy drag on American competitiveness. For shippers responsible for delivering parts and materials to manufacturing plants, feed to livestock or household goods to consumers, hours matter.

Now is the time for railroads to lead the way again and fully realize President Lincoln's vision for a united transcontinental railroad. Union Pacific and Norfolk Southern are ready to transform the U.S. supply chain, enhance American competitiveness and energize virtually every sector of the economy.

A fully connected rail system will reduce touch points, remove barriers and reach underserved markets with faster, end-to-end service. It also will begin to reclaim market share from trucking – the landscape is changing, and it's critical to America's supply chain that the rail industry becomes more competitive. A shift from road to rail will ease congestion, reduce taxpayer-funded road maintenance, cut emissions, and deliver cargo more safely, efficiently and sustainably.

> *"Critics and special interests vying for government intervention warn of consolidation. What they ignore is that Union Pacific and Norfolk Southern are not competitors today. They operate in separate parts of the country with little overlap. Instead, they are each other's largest partners, exchanging around 1 million shipments per year between their networks. Allowing all these goods to transit without clogging terminals would be a huge boon."*
>
> **Brian Garst**, Vice President, Center for Freedom and Prosperity

> *"I find that the substantial competitive benefits and greater economic efficiency that are expected to result from the transaction outweigh the limited potential horizontal anticompetitive effects."*
>
> **Dr. Elizabeth Bailey**, Vice President, Charles River Associates, Statement to the STB

> *"With no realistic prospect for material harm to competition from vertical foreclosure and significant demonstrable benefits, the proposed merger unambiguously raises consumer and shipper welfare and enhances competition."*
>
> **Dr. Mark Israel**, Founding Partner, Econic Partners, Statement to the STB

ENHANCED RAILROAD COMPETITION

The Union Pacific-Norfolk Southern combination is a classic end-to-end merger with six connection points and minimal overlap. Today, each railroad serves a distinct geographic region with complementary networks, customers and markets. The combined railroad will comprise 50,000 route miles connecting communities in 43 states, reaching more than 100 ports and a vast network of short line railroads and transloading facilities.

Connecting the two systems will create a transcontinental network that bridges the gap between East and West, allowing freight to bypass congested interchanges and take the fastest and most efficient, price-competitive route. The result: substantial public benefits like expanded affordability; competitive options for customers in virtually every major corridor; and a stronger, more efficient national rail system.

Integrating Union Pacific and Norfolk Southern into one network will transform an estimated 10,000 existing lanes from interline service – which requires time-consuming handoffs between railroads – into faster, more efficient single-line service that keeps freight moving. Benefits will not be confined to the largest shippers. The merger will create an additional 88,000 county-to-county lanes where shippers are moving freight by road that could – for the first time – move by single-line rail service.

Single-line, coast-to-coast service is more cost efficient – a big win for U.S. businesses and consumers. According to a study by leading industry advisor Oliver Wyman, interline merchandise traffic moving between 1,000 and 1,500 miles costs on average 34% more than a comparable move that's single-line service.

Shifting freight from higher-cost trucks to low-cost rail is projected to save shippers an estimated $3.5 billion annually – savings expected to flow through to consumer prices, making American goods more affordable.

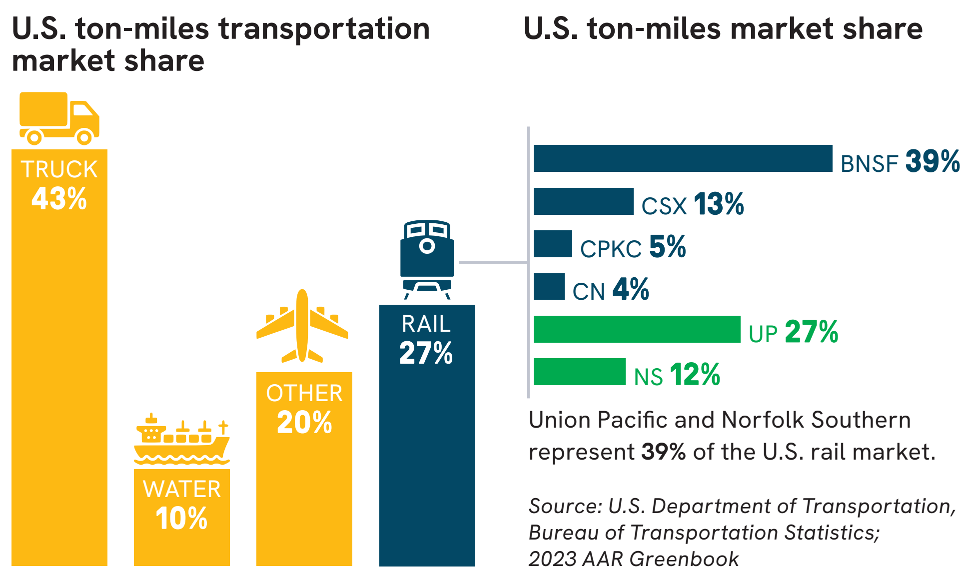
The combined network will be more reliable and efficient, eliminating an estimated 2,550 rail car and container handlings and 65,000 car-miles each day. An estimated 40% of the combined company's manifest routes will benefit from fewer handlings.

With faster routes, a simplified customer experience and new service options, the merger will raise the bar for competition in the railroad industry. The announcement alone is driving other railroads to develop new coast-to-coast service offerings that customers want.

COMPETING WITH CANADIAN RAILROADS

While America's railroad network remains fragmented and inefficient, Canada reaps the rewards of two transcontinental railroads operating coast to coast and connecting Atlantic and Pacific ports. Canada also is home to the only railroad providing single-line access to the U.S., Canada and Mexico. A transcontinental American railroad will enhance competition with Canada to win back U.S. freight volume and high-paying union railroad jobs.

UNION PACIFIC AND NORFOLK SOUTHERN COMBINED REPRESENT LESS THAN 11% OF THE U.S. TRANSPORTATION MARKET



Union Pacific and Norfolk Southern represent **39%** of the U.S. rail market.

Source: U.S. Department of Transportation, Bureau of Transportation Statistics; 2023 AAR Greenbook

My primary opinion is that the combined vertical effects of the proposed merger of UP and NS are procompetitive, meaning that they will enhance competition in the rail industry, create downward pressure on price relative to the state of the world that would exist absent the merger, and benefit shippers in the form of greater investment, higher quality service, and a more efficient rail network."

Dr. Mark Israel, Founding Partner, Econic Partners, Statement to the STB

The existence of Canada's transcontinental railroads allows Canadian companies to divert into their ports freight that is ultimately bound for U.S. markets; such freight can move more efficiently across Canada and into the U.S. than it can move across our own country. The results speak for themselves: Canadian rail has grown, while U.S. rail has shrunk."

Mark George, President and CEO, Norfolk Southern, Statement to the STB

Our Canadian customers – CPKC and CN – have operated transcontinental and transnational rail networks for decades. It is time for the United States to have the same advantage."

David William Davis, President / Chief Operating Officer, NSH USA Corporation

"[T]he proposed merger of the Applicants' railroad networks is a predominantly vertical merger with little horizontal overlap ... Combining these complementary networks would likely generate benefits for customers, potentially affecting over 2.85 million loaded cars and intermodal container units every year."

Dr. Elizabeth Bailey, Vice President, Charles River Associates, Statement to the STB

MAKING AMERICA'S ROADS SAFER & LESS CONGESTED

A seamless transcontinental railroad will provide stronger competition for long-haul trucking, which dominates the market. According to Bureau of Transportation Statistics U.S. Ton-Miles data, rail market share declined 9.6% between 2014 to 2023.

Rail has tremendous advantages. It moves freight at a lower cost per ton-mile, uses far less fuel per shipment and produces dramatically lower emissions than trucking. It's the safest, most efficient and most sustainable way to move freight over land. Truck incident rates are 6.84 per 100 million gross ton miles, compared to only 0.45 for railroads.

Long-haul trucking operates on a seamless national network of roads funded by American taxpayers, which allows it to offer flexibility and coast-to-coast coverage without large capital expenditures. The trucking industry is moving forward with autonomous-vehicle technology, often supported by federal research programs and state pilot initiatives.

Without structural reform and bold leadership, rail's position in the U.S. freight market will continue to erode – no matter how well individual railroads perform.

A transcontinental railroad will level the playing field – when it's available, the share of freight traveling by single-line service versus the highway is roughly two to three times greater than interline service. An Oliver Wyman study projects that the combined company will convert an estimated 2.1 million truckloads of traffic from road to rail annually, providing customers a more cost-effective and efficient option while reducing the burden on taxpayer-funded roadways. Interstate highways that could see significant reductions in trucks include I-10, I-40, I-44, I-70, I-78, I-80 and I-81.

A transcontinental railroad will improve the customer experience, combining the efficiency of rail with the simplicity of trucking. Customers will have one-stop shopping for their transcontinental shipping needs, one customer portal for end-to-end shipment visibility, one customer service number to call if any issues arise and one bill to pay at the conclusion of the move.

The market's preference is clear: Customers overwhelmingly and consistently prefer single-line options. As the Oliver Wyman study reports, "In truck-competitive merchandise/bulk markets, rail's market share is materially greater where single-line service is available than where service is limited to interline routings. The same holds true for intermodal markets. Customers strongly favor single-line service over interline service because of its lower costs, improved reliability and faster transit times."

For example, when only interline service is available, rail earns a 45% market share by ton for merchandise and bulk shipments with a 1,500 to 1,999-mile length of haul, versus a 65% share when single-line service is available. Similarly, for intermodal shipments in markets where only interline service is available, rail has a 23% share of total intermodal units compared to a 57% share where single-line service is available.

> *Trucks control roughly 70% of domestic freight volume – subsidized in part by taxpayer-funded roads. Allowing railroads to offer a stronger alternative isn't anti-competitive; it's pro-market. It creates stronger competition for taxpayer-subsidized trucking."*
>
> **Tom Giovanetti**, President, Institute for Policy Innovation

> *By moving large volumes of long-haul freight off highways and onto rail, the merger would improve roadway safety and reduce wear on public infrastructure. The analysis projects a major reduction in long-haul truck traffic on key interstate highway corridors as freight converts to rail under the merger."*
>
> **David Hunt**, Vice President, **Oliver Wyman**, Statement to the STB

WHEN RAIL COMPETES MORE EFFECTIVELY WITH TRUCK, GOOD THINGS HAPPEN:

GOOD FOR SHIPPERS	→ reduces cost and provides more options
GOOD FOR DRIVERS	→ reduces highway congestion by 18-wheelers
GOOD FOR PUBLIC SAFETY	→ moves freight more safely
GOOD FOR TAXPAYERS	→ reduces wear on taxpayer-funded highway system
GOOD FOR CONSUMERS	→ ensures reliable access to products they need
GOOD FOR EMPLOYEES	→ enhances job security
GOOD FOR THE PLANET	→ lowers emissions

FEWER EMISSIONS & BETTER SUSTAINABILITY TOOLS

Union Pacific and Norfolk Southern are recognized leaders in sustainability, both named to USA Today's 2025 list of America's Climate Leaders. The merger will advance environmental stewardship in four main ways: removing trucks from the road, running trains more efficiently, investing in cleaner and more efficient technologies, and providing customers with better tools to achieve their own sustainability goals.

REMOVING TRUCKS FROM THE ROAD

Rail is already the most sustainable way to move America's freight over land. According to the Association of American Railroads, shifting freight from highway to rail reduces carbon emissions by up to 75%. One intermodal train can remove as many as 550 trucks from the road.

As reported, a study by Oliver Wyman estimates the combined company would convert an estimated 2.1 million truckloads of freight from road to rail annually – eliminating approximately 3.6 billion truck-miles and 3.8 million metric tons of carbon dioxide emissions annually.

A transcontinental railroad will reduce truck congestion in interchange markets such as Chicago, St. Louis, Kansas City and New Orleans, reducing local air pollution. Every weekday in Chicago, over 1,000 trucks move freight within the city from one railroad to the next.

RUNNING TRAINS MORE EFFICIENTLY

Single-line coast-to-coast service will reduce emissions by enabling more efficient train routing and fewer handoffs. Today, trains must stop, idle or slow at exchange points – burning fuel and releasing emissions. The combined network will move freight more efficiently, eliminating an estimated 2,550 rail car and container handlings and 65,000 car-miles each day.

BETTER CUSTOMER TOOLS

The combined company will offer industry-leading tools built with the strongest capabilities of both railroads to help customers achieve their own sustainability goals: carbon calculators, rail emissions reports, biofuel credits and more.

INVESTING IN MORE EFFICIENT TECHNOLOGY

The merger brings together two leaders in environmental technology. Union Pacific is developing the industry's first hybrid battery-electric locomotive and anticipates installing an advanced Energy Management System on its entire fleet of road locomotives by 2026. Norfolk Southern leads the industry in locomotive modernization and using quieter, more efficient electric cranes at intermodal yards. Norfolk Southern's locomotive upgrades extend each unit's life by at least 20 years with up to 55% greater hauling capacity, up to 25% improved fuel efficiency and 20% less maintenance.

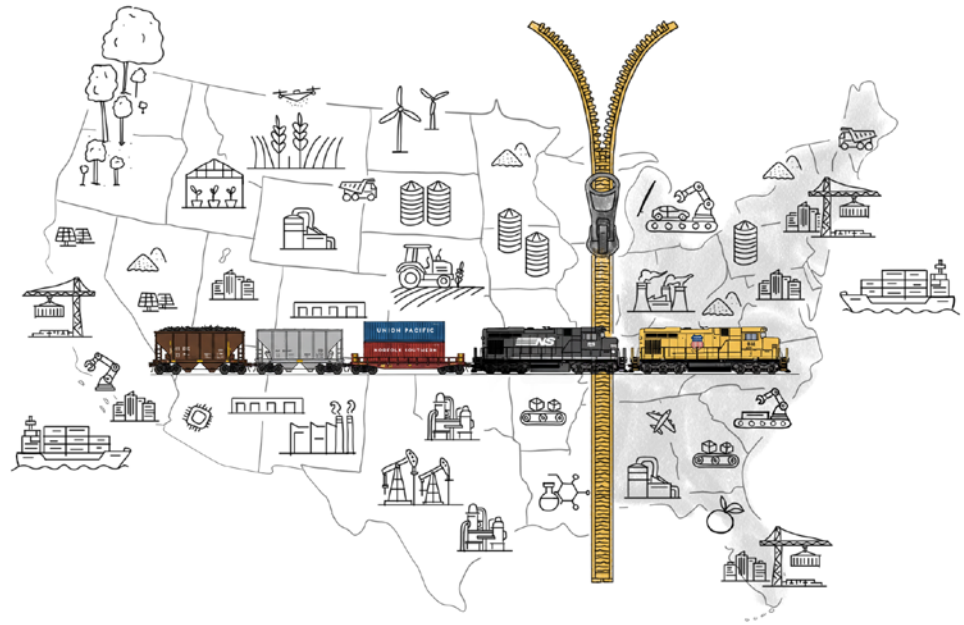
Union Pacific and Norfolk Southern also are piloting the industry's first carbon capture rail car, which will capture up to 75% of carbon dioxide emissions and reduce other air pollutants by up to 90% without affecting locomotive power.

> *Rail is a critical backbone of our supply chain – enabling safe, economical and lower-emissions transport for high-volume shipments. In today's evolving energy landscape, a resilient and better-connected rail network directly supports our ability to meet customer demand, maintain cost discipline, and advance our environmental commitments."*
>
> **Bruce Bernard**, Executive Vice President Business Development, HOBO Renewable Diesel LLC

> *Rail customers prefer single-line service. In truck-competitive merchandise/bulk markets, rail's market share is materially greater where single-line service is available than where service is limited to interline routings. The same holds true for intermodal markets. Customers strongly favor single-line service over interline service because of its lower costs, improved reliability, and faster transit times."*
>
> **David Hunt**, Vice President, Oliver Wyman, Statement to the STB

> *To compete with a unified highway system, we need a unified rail system. Customers have told us that they want to move more freight by rail. They value rail's cost efficiency, safety, and sustainability – but they need it to be as simple, fast, and predictable as trucking. Today, the handoff between eastern and western carriers adds time, uncertainty, and complexity."*
>
> **Kenny Rocker**, EVP-Marketing & Sales, Union Pacific, and **Ed Elkins**, EVP-Marketing, Norfolk Southern, Joint Statement to the STB

> *We believe that the proposed merger can improve the effectiveness of railroad operations to better support customers and enhance competition with trucking. Through integration of Union Pacific and Norfolk Southern's rail footprints, the merged railroad will operate the first coast-to-coast rail network in the U.S., allowing customers to avoid issues in interchange between multiple railroads that have historically made rail shipments more cumbersome and less attractive compared to trucking."*
>
> **John Newman**, President and Chief Executive Officer, Progress Rail Services Corporation



An artificial divide runs down the middle of the country, splitting the U.S. railroad network into East and West. When freight travels across the divide, it changes hands between railroads – adding time, cost and risk to shipping.

The Union Pacific-Norfolk Southern end-to-end combination will:

- [x] Reduce touch points
- [x] Remove barriers
- [x] Reach underserved markets with faster, end-to-end service

AN ECONOMIC BOOST FOR AMERICA'S HEARTLAND

Nearly 500 million tons of steel, grain, lumber, chemicals and manufactured goods originate or terminate within 250 miles of the major gateways between eastern and western railroads, known as the Watershed region. Communities in this underserved rail market include Chicago, St. Louis, Kansas City, Memphis, Birmingham, Louisville and New Orleans.

Trucking is often the only option because crossing the divide makes rail too expensive and complicated due to handoffs between railroads. It's called the "gateway-watershed problem," and it's as old as the railroads themselves. Here's how the Interstate Commerce Commission described it:

"The most severe constraint on traffic flow is encountered where an origin or destination point of one rail carrier is located relatively close to its interchange point with another railroad. Since the carrier serving the site near the gateway receives only the short haul of what may be a movement of considerable distance, its share of a competitive rate may be insufficient to warrant its participation."

In other words, customers close to the artificial East-West divide face fewer rail service options, higher costs and greater complexity. Freight well suited for rail moves instead by truck, increasing customer costs and commuter congestion.

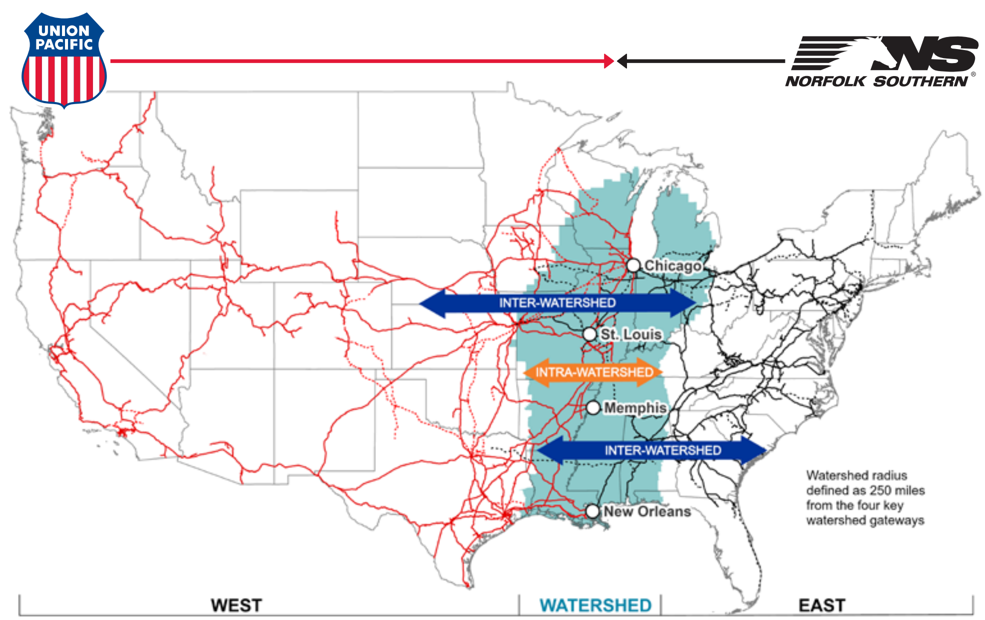
The merger of Union Pacific and Norfolk Southern will get freight moving in the Watershed region, strengthening the entire U.S. economy. Of the 88,000 new county-to-county lanes where road-moved freight could shift to single-line rail, 45,000 are within Watershed markets.

For the first time, shippers in this region will have access to single-line manifest service. Oliver Wyman estimates that 112,100 carloads of merchandise and bulk traffic will convert from road to rail when single-line service is available to the Watershed markets.

Agriculture in the heartland is another example. Today, gateway barriers and interchange delays limit options and add cost for farmers needing access to inland elevators and coastal ports. A transcontinental railroad will provide seamless single-line access to markets and expand port options east and west of the Mississippi. Examples include soybean meal shipments from western crush plants to East Coast markets, and grain exports from eastern elevators to Gulf Coast ports.

America's chemical industry is yet another example. Oliver Wyman estimates that 44,000 carloads of chemicals and related products will convert from road to rail when single-line service is available in the Watershed region. Chemical customers lease and own some of the most expensive railway equipment, which makes efficient rail car utilization particularly valuable. They often ship high-value commodities, and improved transit times will allow reduced inventories. Shifting freight from road to rail and reducing the number of handlings also will offer chemical customers a safer journey, which means less potential risk, especially for hazardous commodities.

> *We believe this will help link our rural communities to more markets. In practical terms, that means our co-op can move Minnesota & Iowa corn and soybeans to customers on the Eastern Seaboard or Gulf Coast seamlessly and bring in fertilizer and feed ingredients from afar with less disruption."*
>
> **KC Graner**, President and CEO, Central Farm Service



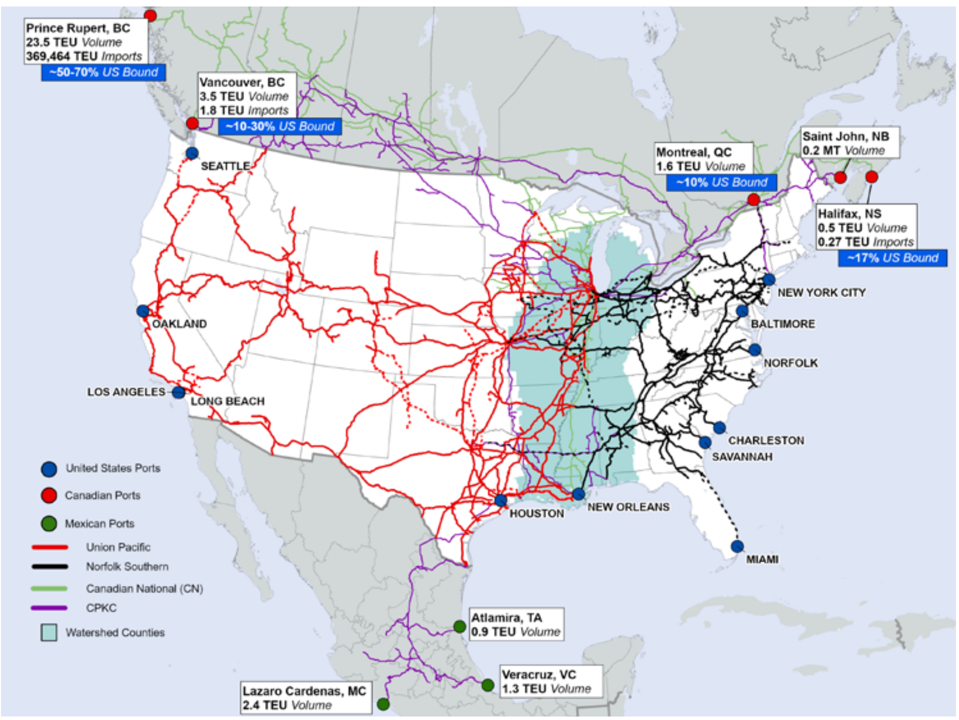
A transcontinental railroad will be especially beneficial for communities in the watershed region, which currently are underserved by rail.

A STRONGER GATEWAY TO GLOBAL TRADE

The combined networks of Union Pacific and Norfolk Southern will make American businesses more competitive in global markets by offering single-line access to more than 100 ports connecting to global markets and 10 international gateways to markets in Canada and Mexico.

The time is right. America is entering a period of renewed industrial strength and global competitiveness. To succeed, businesses need convenient, reliable access to international trade routes to secure essential supplies and reach markets for their goods.

A single-line coast-to-coast railroad will provide unmatched flexibility and resilience for American businesses to respond to changing global markets, supply chain constraints, weather events, work stoppages and more.



A transcontinental railroad will give American businesses efficient, reliable access to global markets through more than 100 ports. Canada already benefits from two coast-to-coast railroads.

Whether it's containers moving inland or exports heading to the coast, we will be able to handle that business faster and more efficiently than anyone else. And as manufacturing comes back to the U.S. and companies adjust supply chains, this unified network will put us in the right place at the right time. Freight that might have moved through Canadian or Mexican ports will now have a stronger reason to stay here at home – moving through U.S. ports served by a truly national rail system. That will be good for our customers, our ports, and American jobs."

Kenny Rocker, EVP-Marketing & Sales, Union Pacific, and **Ed Elkins**, EVP-Marketing, Norfolk Southern, Joint Statement to the STB

By creating a seamless rail network spanning 10 international interchanges and approximately 100 ports, this merger would fundamentally reshape how American manufacturers compete on the world stage. It would unlock stronger trade routes, allowing Ohio's manufacturers to reach global markets more efficiently and cost-effectively."

Steve Stivers, President and CEO, Ohio Chamber of Commerce

I think [the merger] gives us access to the most populous third of the nation that has otherwise been stitched together through handoffs. We'll be more competitive to get cargo to the Eastern seaboard of the U.S."

Eugene Seroka, Executive Director, Port of Los Angeles

40%

of freight originates or terminates outside the U.S. – a transcontinental railroad will help America better compete.

UNLOCKING GROWTH ACROSS EVERY MAJOR INDUSTRY

AGRICULTURE

Expansion of new markets and inputs with no gateway barriers, plus new port options east and west of the Mississippi. Examples include soybean exports from Western crush plants to East Coast ports, and grain from Eastern elevators to Texas feedlots.

AUTOMOTIVE

End-to-end supply chain solutions across the U.S. and elimination of geographic and economic barriers to fluid car supply, which will reduce carrying costs for manufacturers and overall costs for the industry.

CHEMICALS

Improved access for Gulf Coast customers to East Coast export facilities such as Charleston, Norfolk and Savannah.

COAL

Seamless access for Western coal to Eastern utilities, while also unlocking new efficiencies and market reach for Eastern coal sources in Alabama, Appalachia, Illinois and Indiana.

FOOD

Reduced transit times for perishable products – beverages from Mexico to Eastern markets, produce from the West Coast to the East Coast, poultry from the Southeast to the West.

FOREST PRODUCTS

New single-line services that unlock lower costs, such as lumber moving from the Southeast to Texas.

INDUSTRIAL DEVELOPMENT

A one-stop shop for industrial development support throughout the continental U.S., backed by a team incentivized to bring business back to the U.S.

INTERMODAL

The merging of the largest intermodal franchise in the East with Union Pacific's extensive network, creating new transcontinental products that eliminate interchange variability.

METALS

Larger geographic reach for scrap inputs and seamless product movement from mills served by Norfolk Southern to high-growth areas in Utah, Arizona, Texas and Mexico.

A STRONGER LOGISTICS NETWORK FOR NATIONAL SECURITY

General Dwight Eisenhower famously observed, "You will not find it difficult to prove that battles, campaigns and even wars have been won or lost primarily because of logistics."

The merger of Union Pacific and Norfolk Southern will strengthen the essential role of railroads in America's national security, creating a continuous logistics network from the Atlantic to the Pacific that connects military facilities, defense manufacturers and ports.

The U.S. military relies on railroads to move equipment and supplies between bases and ports of embarkation. Today, those shipments often must traverse multiple rail carriers, which introduces potential delays and increases operational complexity. A single-line transcontinental railroad will improve transit times and reduce disruption when speed and reliability are essential.

For example, Union Pacific worked with the U.S. Army Corps of Engineers to build 33,000 feet of new track to improve rail loading capacity at Fort Riley, Kansas. Before the project, it took Fort Riley 24 hours to load 100 rail cars with troops and supplies. Now it can load an entire brigade on 700 rail cars and be mobile in less than 48 hours. That's military readiness in action.

Union Pacific and Norfolk Southern railroaders – nearly 20% of whom are military veterans – are ready to step up. Whether supporting humanitarian relief, defense exercises or wartime operations, the ability to move tanks, vehicles and supplies in a direct, uninterrupted manner will strengthen the country's readiness.

KEEPING THE BORDER SECURE

Union Pacific takes special measures to prevent anything illegal from entering the U.S. by rail car. After Customs Border Patrol vets a train's paperwork, each rail car passes through an X-ray portal and a 360-degree imaging Railcar Inspection Portal. Finally, the train is pulled into an inspection zone where Border Patrol staff and Union Pacific police walk the train with narcotics-detection dogs. Only then is the train released into the U.S.

> *This merger would directly and positively impact our military force readiness."*
>
> **James "Spider" Marks**, Retired U.S. Army Major General

> *This is our moment to invest in infrastructure that keeps us free and competitive – reminding the world that American power is built on American steel, American energy and American grit, moved across American rails."*
>
> **Rob Maness**, Retired U.S. Air Force Colonel

DEDICATED SUPPORT FOR PASSENGER RAIL

Union Pacific and Norfolk Southern share a strong commitment to passenger rail. The combined company will maintain dedicated systems to support passenger rail operations, ensuring real-time coordination and responsiveness. For example, Union Pacific has a 24/7 passenger operations desk that provides direct, ongoing communication with passenger agencies and conducts regular performance reviews.

A route-by-route analysis of projected post-merger growth verified there is sufficient capacity to continue fulfilling all service commitments to all passenger services, including Amtrak and commuter agencies.

Additionally, new streamlined routes that avoid interchanging in Chicago will create capacity for the Chicago-area operations of other railroads. Amtrak and commuter rail lines will benefit from reduced freight traffic on busy Chicago-area lanes.

AMTRAK

Every year, Amtrak trains travel approximately 7.5 million miles across the combined network. The merger will not change the agreements or laws governing the relationship, including Amtrak's preference and the railroad's on-time commitments.

HIGH SPEED RAIL FROM CHICAGO TO ST. LOUIS

Union Pacific has been a key partner in the project providing high-speed passenger rail service between Chicago and St. Louis, which launched in 2023.

VIRGINIA PASSENGER RAIL EXPANSION

Norfolk Southern reached a deal in 2024 with the Virginia Passenger Rail Authority to expand passenger service across the Commonwealth.

MISSOURI RIVER RUNNER

Union Pacific and Amtrak have partnered on several projects to enhance passenger rail service between Kansas City and St. Louis, including an $8 million, 9,000-foot passing loop near California, Missouri, to improve performance.

EXPANDING ACCESS IN WESTERN PENNSYLVANIA

Norfolk Southern and the Pennsylvania Department of Transportation entered into a 2023 agreement to double Amtrak's service in Pennsylvania, between New York City and Pittsburgh.

MOUNTAIN PASSENGER SERVICE IN COLORADO

Union Pacific and the State of Colorado signed a 25-year lease in May 2025 supporting expanded passenger rail service in Colorado. This new public-private partnership paves the way for regular train service from Denver to several mountain communities.

COMMUTER RAIL EXPANSION IN NORTH CAROLINA

Norfolk Southern sold 22 miles of track to the City of Charlotte in 2024, maintaining an exclusive freight easement on the line. This agreement will enable the development of a new Red Line commuter rail service connecting uptown Charlotte to northern Mecklenburg County.

INVESTING IN AMERICA'S FUTURE

Together, Union Pacific and Norfolk Southern reinvest approximately $5.6 billion each year in America's critical rail infrastructure. These investments expand service, modernize infrastructure, enhance safety and strengthen the competitiveness of American business.

Combining these investments into a single, national strategy will generate significantly greater economic and operational impact.

"The proposed merger between Norfolk Southern and Union Pacific represents a bold step toward building a future-ready logistics network – one grounded in free-market principles that streamline operations, enhance infrastructure and foster innovation."

Steve Stivers, President and CEO, Ohio Chamber of Commerce

Here's how **Kenny Rocker**, EVP-Marketing & Sales, Union Pacific, and **Ed Elkins**, EVP-Marketing, Norfolk Southern, describe the opportunity in their joint statement to the STB:

"Today … investments are made separately by eastern and western carriers, limiting scale and duplicating effort. Fragmented investment divides resources, delays innovation, and makes it harder for us to compete with the scale and scope of trucking and highway infrastructure. While highways benefited long ago from unified national planning and funding, railroads have been left to optimize within their own networks, even when customers need solutions that cross both.

…

From a marketing perspective, the true potential of this transaction lies in the long-term alignment of incentives to invest. Near-term capital investments will be made, as needed, to capture the immediate growth that improved service creates. But from our perspective, the long-term possibilities are far greater.

For the first time, an investment in Pittsburgh could support growth in Portland, and a project at a Gulf Coast plant could unlock markets on the Atlantic seaboard. The combined network would think and invest as one organic system, ensuring that every investment decision serves customers and markets nationwide. When we remove the boundaries that have divided rail for more than a century, we open the door to growth that is national in scale and generational in impact."

SHARED COMMITMENT TO STRONGER COMMUNITIES

Railroaders take pride in serving the nation and keeping the economy moving – a spirit that carries through to community engagement. From 2020 to 2025, Union Pacific and Norfolk Southern provided a combined $300 million in community giving and engaged in hundreds of public-private partnerships that strengthen safety and well being.

Union Pacific and Norfolk Southern share four philanthropic focus areas: safety, sustainability, workforce development and community vitality. Supported organizations and projects help millions of people in cities and towns along the railroads.

MAKING IT RIGHT IN EAST PALESTINE

When a Norfolk Southern train derailed in East Palestine, Ohio, in 2023, the company made a commitment to do the right thing by restoring the site, supporting local residents and investing in the community. Under regulatory oversight, Norfolk Southern has completed work to restore the site to its pre-derailment condition. The company has partnered closely with local, state and federal officials, as well as environmental and community stakeholders, and committed more than $115 million in community support, including programs focused on health, economic development and housing.

The combined company will honor Norfolk Southern's commitments to East Palestine and the surrounding communities.

> *A coast-to-coast network is more than a logistical achievement. It could be a needed boost for communities too often left behind. Too many communities, particularly in rural America, struggle to access reliable freight service. When products can't move efficiently, businesses stall and workers lose opportunities. A seamless national rail system would help close those gaps, ensuring that economic growth reaches more corners of the country."*
>
> **Mario H. Lopez**, President, Hispanic Leadership Fund

> *This merger is about more than just railroads – it's about securing the future of our transportation network, supporting economic development, and ensuring American freight rail remains globally competitive."*
>
> **Jon Burns**, Speaker, Georgia House of Representatives

10 BIG WINS FOR CUSTOMERS

"The first big win for customers will be more predictable, dependable single-line service. By eliminating the gateway delays that slow down freight today, customers' goods will move more smoothly and quickly across the combined network. No more lengthy delays at interchange points or hand-offs between carriers. Just a single, end-to-end trip that keeps freight on schedule, reduces uncertainty, and for private railcar asset owners, increases productivity.

The second big win will be simpler, more customer-friendly commercial relationships. Instead of juggling multiple contracts, multiple carriers, and multiple sets of rules, customers will have true one-stop shopping. ... For the first time, customers will be able to plan their freight moves with rail as easily as they do with trucking."

Kenny Rocker, EVP-Marketing & Sales, Union Pacific, and **Ed Elkins**, EVP-Marketing, Norfolk Southern, Joint Statement to the STB

☑ FASTER CROSS-COUNTRY SHIPPING

The combined railroad will transform an estimated 10,000 existing lanes from interline service – which requires time-consuming handoffs between railroads – into faster, more efficient single-line service that keeps freight moving.

☑ ONE-STOP SHOPPING

Customers will have one set of commercial terms, one coast-to-coast logistics solution and a national database of truck-to-rail transload options. For the first time, customers will be able to plan their freight moves with rail as easily as they do with trucking.

☑ END-TO-END FREIGHT TRACKING

End-to-end tracking gives customers real-time visibility into where their freight is and when it will arrive, helping them plan production, staffing and deliveries with greater confidence.

☑ SIMPLIFIED BILLING

With one carrier handling all billing, customers will save time, reduce administrative errors and gain a clear point of contact for questions or adjustments.

☑ IMPROVED CUSTOMER ASSET UTILIZATION

Faster turns and coordinated pricing and routing decisions will maximize the value of customer-supplied rail cars. When trains roll smoother, cars earn more.

☑ MORE RELIABLE, RESILIENT SERVICE

A more reliable and resilient rail network will help customers avoid costly disruptions, keeping supply chains moving and production schedules on track.

☑ CLEAR ACCOUNTABILITY

A single accountable carrier will eliminate the gray areas of multi-line handoffs, ensuring clearer communication, faster problem-solving and more dependable service.

☑ SINGLE-LINE PORT ACCESS

Single-line port access will turn rail into a true gateway to global markets – offering customers one continuous, reliable link to the world's trade routes.

☑ SIMPLIFIED INDUSTRIAL DEVELOPMENT

A single national database of rail-served and transloading sites will bring railroads, communities and businesses onto the same map – connecting investment, logistics and economic development in one reliable source.

☑ REDUCED EMISSIONS

Every ton shifted from highway to rail will reduce carbon emissions, helping companies meet reporting standards and demonstrate measurable progress on Scope 3 goals.

A UNIFIED OPERATING PLAN

Union Pacific and Norfolk Southern will put in place a unified operating plan to optimize routing and eliminate interchanges between the two railroads. The companies have identified significant opportunities to route traffic more efficiently and change blocking plans to bypass intermediate handling in traditional gateway cities. For example, integrating Union Pacific and Norfolk Southern into one network will transform an estimated 10,000 existing lanes from interline service – which requires time-consuming handoffs between railroads – into faster, more efficient single-line service that keeps freight moving.

Customers with traffic currently interchanged between Union Pacific and Norfolk Southern will benefit most directly, but many other customers will benefit from optimized traffic patterns that reduce congestion at gateways, as well as other safety, service and technology improvements.

A transcontinental operating plan will provide service improvements for customers without overhauling existing networks. Customers will work with the same teams and technology they do today, with one difference – the combined railroad's customer service teams will coordinate behind the scenes on transcontinental shipments to make the customer experience simple.

STREAMLINED NEW ROUTES

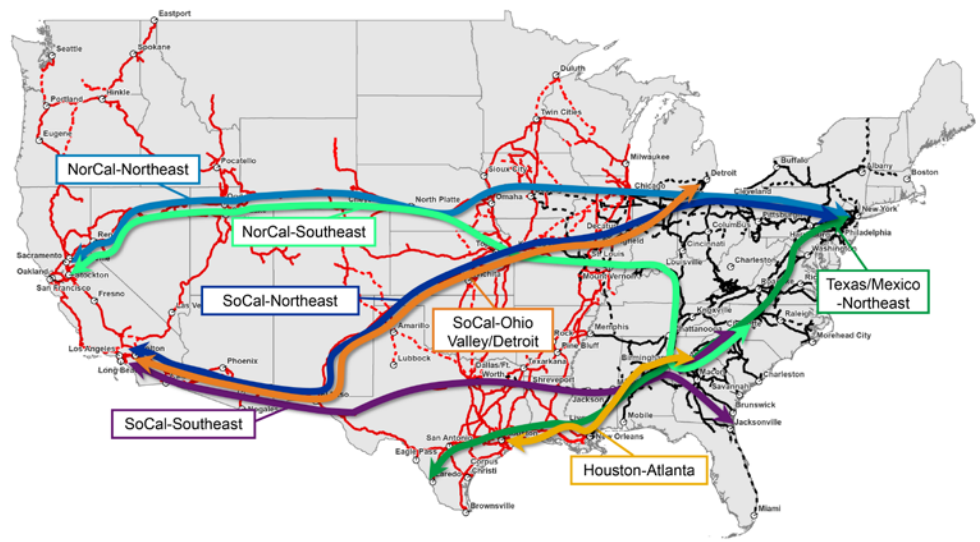
In addition to receiving faster, more efficient and reliable service, customers will benefit from new service options. Union Pacific and Norfolk Southern anticipate adding several routes as part of its optimized plan, including two new daily intermodal train pairs connecting the East and the West with more direct service; and six new manifest trains bridging the East-West divide more efficiently, reducing over 700 daily car handlings.

For example, a new intermodal train connecting Southern California to the Ohio Valley and the Northeast will leverage Union Pacific's efficient route from Southern California to Kansas City and Norfolk Southern's efficient route from Kansas City to the Northeast. Eliminating the Chicago interchange will shorten the trip by up to 252 miles and reduce estimated transit times by up to 20 hours.

In another example, Union Pacific and Norfolk Southern will save approximately 70 hours of transit time on intermodal traffic moving from Southern and Northern California to the Southeast, including Georgia, Florida and North Carolina, and approximately 95 hours on traffic moving in the opposite direction by routing traffic via Shreveport and Meridian rather than via Memphis.

To meet expected intermodal growth, the combined company plans to introduce a total of seven premium intermodal lanes operating seven days a week.

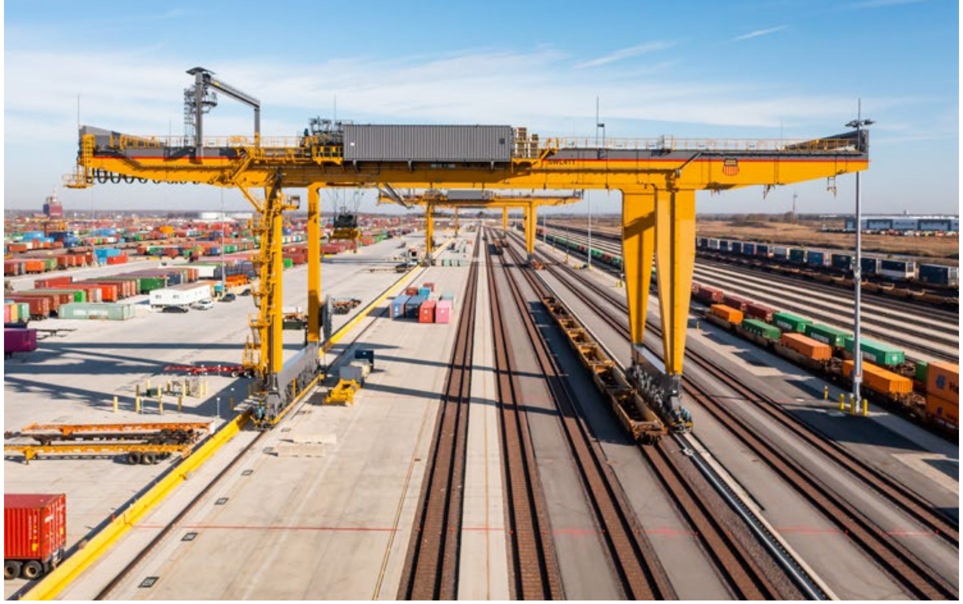
Customers see the potential. More than 700 commercial partners have written letters of support – representing farmers, housing market suppliers, chemical industries, intermodal customers, soda ash producers, short lines and more.



To meet expected intermodal growth, the combined company plans to introduce a total of seven premium intermodal lanes operating seven days a week.

"As a family owned and operated company based outside Chicago, we know firsthand the benefits a merger would bring not only to our region, but across the country. Safety, the cornerstone in our company, would be addressed with improved service reliability and increased direct routes and flexibility. Chicago, often called the 'railroad capital of the U.S.', has a long history of growth and opportunity due to the railroads. We value this moniker; our families and local businesses view improved service and reduced transit times as an avenue to ensure our future continues as a transportation hub."

Robert Krug, President, K-Five Construction



The ... Applicants will safely provide faster, more reliable, more efficient services than UP and NS can offer today as independent companies and will provide new truck-competitive services where competitive rail options do not exist today. ...Applicants will be able to generate significant operating efficiencies while accommodating the traffic growth anticipated from the merger and without adversely affecting customer service or the operations of other freight and passenger railroads."

Eric Gehringer, EVP-Operations, Union Pacific, and **John Orr**, EVP and COO, Norfolk Southern, Joint Statement to the STB

This combination promises to strengthen the national fuel supply network, streamline logistics, and unlock new levels of reliability and responsiveness – benefits that will extend across the entire transportation ecosystem. We are proud to be in full support of this merger and believe it will create a more resilient and forward-looking rail infrastructure."

Mike Koel, President, U.S. Energy, a U.S. Venture company

Once new train and blocking plans are in place, customers of both railroads will experience faster, more reliable service on shipments across mid-continent gateways, which translates into lower customer inventory costs and savings in equipment ownership costs."

Eric Gehringer, EVP-Operations, Union Pacific, and **John Orr**, EVP and COO, Norfolk Southern, Joint Statement to the STB

GROWING WITH OUR SHORT LINE PARTNERS

Short lines will benefit from simplified interchange and expanded network access, allowing them to better serve their local customers. Instead of managing multiple interchange points or reconciling different service plans, short lines will work with a single, integrated partner that can move freight across the country with consistency and accountability.

As Union Pacific and Norfolk Southern create new single-line routes, open competitive markets and streamline service, short lines are positioned to capture new volumes flowing directly onto their rails. Every new carload represents volume for the network, as well as investment and job creation in the communities that short lines serve.

Other than positive changes in Chicago and St. Louis to reduce operational complexity and create interchange capacity, the combined railroad's plans do not include any operational changes to connections with Union Pacific's and Norfolk Southern's many current short line and terminal area switching partners.

Union Pacific and Norfolk Southern highly value their short line partners and will look for opportunities to develop even more efficient short line connections to take advantage of the many opportunities created by the merger to attract new business to rail.

> *Short lines, our trusted partners who are so often the first and last mile of our service, share our entrepreneurial spirit and extend our reach into every community and corner of the economy. They make rail personal, building relationships with farmers, manufacturers, and small businesses. And in doing so, they ensure that rail remains relevant, competitive, and responsive at the local level. A faster, seamless, coast-to-coast network will give short lines the ability to deliver superior service to their customers and access to more markets unburdened by artificial barriers and delays.*
>
> *...*
>
> *The growth that our merger will facilitate will be a tide that rises for all, opening for short lines new opportunities to reach national and global markets. The ripple effect will strengthen local economies, power new industrial growth, and deepen the partnerships that keep America's supply chain strong."*
>
> **Mark George**, President and CEO, Norfolk Southern, Statement to the STB

> *Industrial development flourishes along the most effective supply chains. The newly proposed 52,215-mile network, spanning forty-three states, is an economic development machine like no other."*
>
> Wisconsin Northern Railroad

> *We believe this merger will deliver meaningful benefits – not only for Mount Hood Railroad, but for the thousands of local businesses and communities who depend on the broader rail network."*
>
> Mount Hood Railroad

VOLUNTARY COMMITMENTS

Despite the fact that this merger will – on its own, without any voluntary commitments – enhance competition, Union Pacific and Norfolk Southern are providing additional assurances that the transaction will offer more competition and customer options, including:

- The combined company will voluntarily create Committed Gateway Pricing, which streamlines pricing of interline moves for thousands of customer locations that otherwise may not directly benefit from the merger.
- Only five customer locations out of more than 20,000 are served by Union Pacific and Norfolk Southern but no other carrier. The combined company will provide these customers with solutions that retain competitive shipping alternatives.
- The combined company's operating plan does not change principal routes, nor does it include line divestitures or discontinued services.
- The combined company will voluntarily embrace the same robust and readily enforceable open gateway requirement and bottleneck pricing conditions the STB imposed in the recent CP-KCS merger proceeding. This includes keeping open all existing gateways for eligible traffic on commercially reasonable terms.
- The railroads will plan to divest sufficient shares of the Peoria and Pekin Union Railway to prevent what will otherwise become majority ownership of this railroad post-merger. The railroads also will commit to divesting or otherwise relinquishing control of the Terminal Railroad Association of St. Louis as a condition to the merger closing. In addition, the railroads intend to reduce their ownership of TTX so that it is not greater than 49%, to eliminate any potential competitive concerns.

> *The Committed Gateway Pricing proposal further enhances competition by providing improved pricing options for certain routes that would not directly participate in the vertical benefits of the merger. ... [It] will also expand existing product and geographic competitive options to new routes."*
>
> **Dr. Mark Israel**, Founding Partner, Econic Partners, Statement to the STB

> *We are one of very few customers that would move from having two Class 1 railroad options to just one. Union Pacific proactively reached out to ensure we maintain operational choices, underscoring their strong commitment to serving customers."*
>
> **Chris Schaffenacker**, General Manager, AgRail, LLC

SAFETY REMAINS THE NO.1 PRIORITY

A safety integration plan was created working with the Federal Railroad Administration (FRA) and submitted to the STB. The plan outlines how the new company will combine best practices from each railroad to further enhance the safety benefits for all. For example, comparing the first three quarters of 2023 to the first quarter of 2026, Union Pacific improved its personal injury rate by 57% and now leads the industry in employee safety. Norfolk Southern's advanced technologies and industry-leading rail safety practices improved its FRA accident rate by 40% when comparing first quarter 2025 to first quarter 2026.

ENSURING ALL EMPLOYEES GO HOME SAFE

Union Pacific embarked on an effort in 2023 to enhance its safety culture by emphasizing specific "critical rules" to employees. The rules are based on a comprehensive analysis of safety data showing that one-third of all serious injuries and incidents on the railroad are related to choices railroaders make. Using that information, Union Pacific designed targeted training that is driving significant safety improvements.

In 2024, Union Pacific built on that foundation with a safety culture assessment that gathered feedback from thousands of front-line employees. The company has implemented multiple safety improvements based on the results. The effort complements Union Pacific's Courage to Care initiative, which empowers every employee, regardless of role or tenure, to look out for their peers and stop the line if there is a safety concern.

SAFER RAIL THROUGH INNOVATION

Norfolk Southern's safety strategy combines cultural and organizational focus with advanced tools and technologies for early detection and prevention. In recent years, the railroad has expanded its network of hot bearing detectors and introduced next-generation acoustic bearing detectors, along with using AI to identify potential failures before they occur. The company has invested in AI-driven wheel integrity systems, digital twins and automated track geometry measurement tools, enabling predictive maintenance and reducing mechanical risks.

Union Pacific employs cutting-edge technology to build safer trains before they ever leave the yard – Train Builder simulates precisely how a train configuration will perform over real-world terrain along its planned route. This digital modeling positions rail cars and locomotives for maximum safety and fuel efficiency.

COMMUNITY PROGRAMS TO ENHANCE SAFETY AND READINESS

Union Pacific's outreach program UP CARES (Crossing Accident Reduction Education and Safety) brings rail safety directly to communities. Employee volunteers deliver free presentations to schools, businesses and local groups, reaching thousands each year.

Union Pacific and Norfolk Southern trained more than 10,000 first responders across 20 cities in 2024, providing emergency response agencies with classroom instruction and the opportunity to train on real railroad equipment. Norfolk Southern has provided more than $6.2 million in direct support to first responder organizations through its Safety First grant program. Launched in 2023, the program funds agencies that provide safety services or promote safe behavior in communities across the network.

REDUCING BLOCKED CROSSINGS

Union Pacific takes a dynamic, data-driven approach to reducing the frequency and impact of blocked crossings. The most impacted grade crossings are high-lighted in bulletins issued to operations managers and on dispatcher displays.

Since 2023, Union Pacific has reduced average response times by 30% in regions where blocked crossings are historically high. The combined company will adopt Union Pacific's approach while supplementing it with unique features from Norfolk Southern's program.

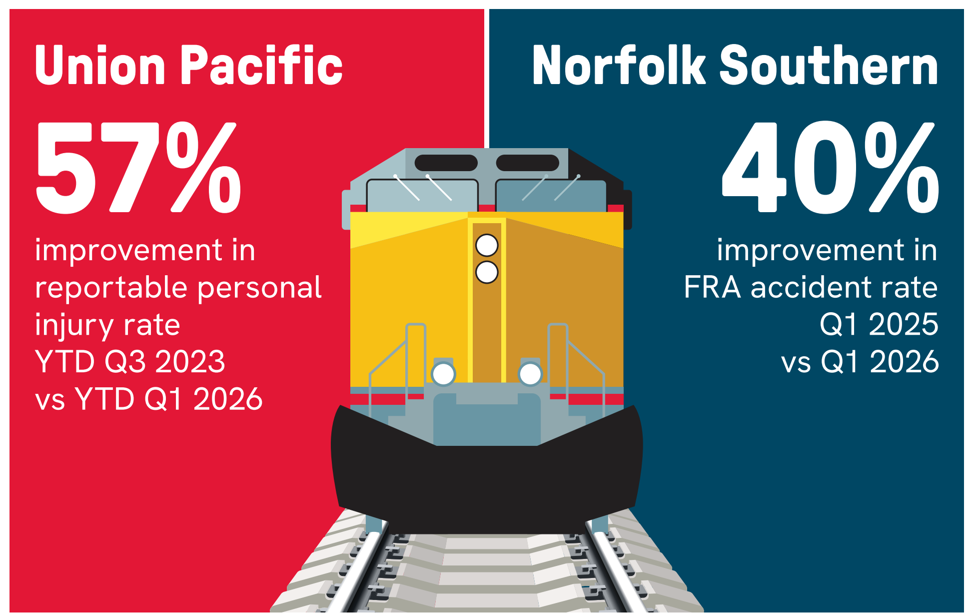
ROBUST CYBERSECURITY PRACTICES

Union Pacific and Norfolk Southern are both fully compliant with the Transportation Security Administration (TSA) Cybersecurity Directive requirements and actively participate in the rail industry's cybersecurity efforts through the Rail Information Security Committee (RISC) that is managed and governed by the industry's trade association, the Association of American Railroads (AAR). RISC engages with government agencies like the Federal Bureau of Investigation, the Cybersecurity & Infrastructure Security Agency and TSA for threat intelligence and cybersecurity briefings.

As a critical part of the nation's infrastructure, the combined company will continue to partner on physical and cybersecurity initiatives with federal agencies and the AAR, as well as local police departments, fire departments and other first responders.

> *"As the proposed Union Pacific-Norfolk Southern merger would bring continued investment to rail infrastructure and bolster public safety directly for our residents, we strongly advocate for this merger. By creating national continuity for the rail system and the emergency responders who vow to protect it, this merger can only serve to strengthen local communities and partnerships with local fire departments like us-a win/win situation."*
>
> **Joseph Zajac**, Administrator, West Hazelton Fire Company

> *"In a merged system, there will be approximately 2,550 fewer touches at interchanges and elsewhere across the system by optimizing the separate operations of UP and NS; fewer touches mean fewer opportunities for injuries. Reduced switching also means fewer opportunities for derailments."*
>
> **Jim Vena**, CEO, Union Pacific, Statement to the STB



PROTECTING AMERICA'S BEST-PAID INDUSTRIAL CAREERS

Railroading offers some of the best-paid industrial careers in America. Average compensation, including benefits, ranges from $135,000 to $190,000, with an average of $160,000 – roughly 40% above the national industrial average. Railroaders enjoy premium healthcare, paid leave and robust retirement plans. Employees average 13+ years of tenure, three times longer than the U.S. average, and retirement income is roughly twice that of the average Social Security recipient.

Union Pacific and Norfolk Southern expect to add approximately 1,200 net new union jobs by the third year following the merger to handle expected volume growth.

Growth enables a pledge that is unprecedented in the history of railroading: Every employee with a union job at the time of the merger will continue to have one, and any merger-related union job efficiencies will be achieved solely through attrition.

Union Pacific has formalized that pledge with groundbreaking jobs-for-life agreements with the International Association of Sheet Metal, Air, Rail and Transportation Workers – Transportation Division (SMART-TD), the nation's largest rail labor organization, as well as American Train Dispatchers Association (ATDA), Brotherhood of Railway Carmen (BRC), International Brotherhood of Boilermakers (IBB), National Conference of Firemen and Oilers (NCFO) and United Supervisors Council of America (USCA).

Employees of the combined company will gain access to some of the best benefits of both companies, including free counseling and family-life services, company-supported employee assistance funds and free college tuition at a nationally recognized college. An employee stock purchase plan with a company match will give workers a direct stake in the railroad's success.

> *"For generations, railroaders have worried about what mergers might mean for their jobs. Today, we can say with confidence that the biggest railroad and the biggest rail union in America are breaking new ground. We are protecting jobs, protecting families, and protecting the future of the U.S. supply chain."*
>
> **Jeremy R. Ferguson**, President, International Association of Sheet Metal, Air, Rail and Transportation Workers – Transportation Division

> *"This merger will not only protect [union] employees, but will drive even more railroad jobs as shippers increasingly rely on our streamlined, single-line service offerings."*
>
> **Jim Vena**, CEO, Union Pacific, Statement to the STB

THE MOST THOROUGHLY PLANNED, CAREFULLY EXECUTED MERGER IN RAILROAD HISTORY

Union Pacific and Norfolk Southern are well-run, successful railroads coming together from positions of strength. They have the benefit of state-of-the-art transportation systems and anticipate investing an estimated $2 billion of incremental capital to integrate the two companies and deliver benefits to customers. Both railroads have a recent history of successfully managing large, complex system changes and will bring that proven record of precision integration to the implementation of the merger.

Union Pacific and Norfolk Southern are well-positioned to avoid the challenges of previous railroad mergers, which happened at a time when many railroad systems still relied on paper processes. Modern, digitized systems provide unprecedented real-time data on train position and shipment status, giving railroads and customers uninterrupted visibility.

A DISCIPLINED AND ROBUST INTEGRATION PLAN

Union Pacific and Norfolk Southern have developed a detailed Service Assurance Plan to guide the integration of technology, training, customer service and other essential functions. The plan is built around four clear strategic priorities: 1) align with Union Pacific's strategic priorities of safety, service excellence and operational continuity; 2) deliver value for customers and manage risk effectively; 3) ensure the company operates as a single unified railroad; and 4) maintain strong compliance with all regulatory requirements.

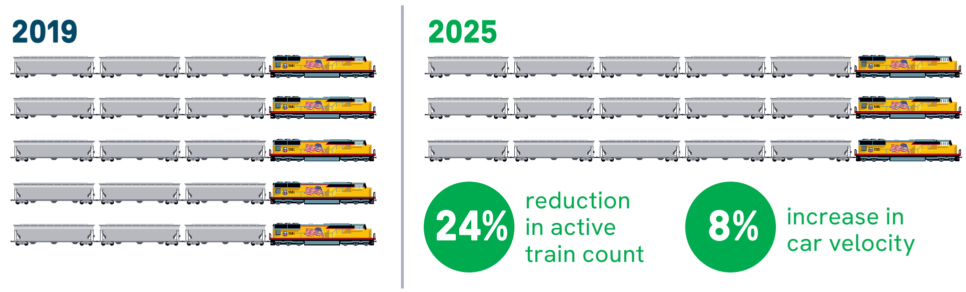
As described previously, Union Pacific and Norfolk Southern will put in place an optimized operating plan that will provide service improvements for customers without overhauling existing networks. Customers will work with the same familiar teams and technology they do today, with one difference – Union Pacific and Norfolk Southern customer service teams will coordinate behind the scenes on transcontinental shipments to make the customer experience simple.

The transition will move forward in careful phases. Operational changes will be carried out only after going through established change management procedures. Customer service changes will be phased in to ensure rigorous system testing, comprehensive employee training and active customer engagement.

> *The merger will be the most thoroughly planned, carefully executed railroad merger in history. Safety, Service, and Operational Excellence will remain our top priority. Teams of UP and NS employees have been jointly planning since we announced the merger, and they will continue planning during the approval process, to ensure full visibility into the merged company's operations, a seamless customer experience on day one, and a clear path to full integration within three years."*
>
> **Jim Vena**, CEO, Union Pacific, Statement to the STB

FEWER TRAINS. FASTER SERVICE. MORE FREIGHT.

Since 2019, Union Pacific has moved more customer freight with fewer trains.



REDUCED RISK OF SERVICE DISRUPTIONS, INCREASED RESILIENCE

The end-to-end nature of the Union Pacific and Norfolk Southern combination reduces the risk of service disruptions. Most traffic moving on the two networks will not be affected, and most yards and terminals will not experience any significant merger-related increase in activity levels. The primary impacts will be on traffic the railroads currently interchange, streamlining how it's handled and reducing opportunities for service disruptions.

The combined company will be more resilient due to the greater availability of resources, such as the main line track, terminals, crews, locomotives and rail cars required to keep traffic flowing. A transcontinental network with 50,000 route miles also will have more options for rapidly rerouting traffic to avoid congested areas or weather – essential in recovering from disruptions.

As an added protection for customers, the railroad's Service Assurance Plan will be backed by an alternative dispute resolution program. If a customer believes it has experienced a merger-related service issue and is not satisfied with the response, a formal arbitration process will resolve the claims in a timely manner.

> *Based on my experience advising on large-scale integrations in regulated industries, in my opinion, the approach towards integration planning for the UP–NS combination is both disciplined and robust, with an emphasis on anticipating and mitigating any potential impacts on service. The integration planning process is grounded in leading practices, which have been proven across hundreds of complex transactions to deliver structured, cross-functional execution and measurable results."*
>
> **Sonal Bhatia**, Principal, EY Parthenon, Ernst & Young LLP

> *This isn't just about connecting two rail networks. It's about creating a stronger railroad by bringing together the best of Union Pacific and Norfolk Southern practices, systems and people. Our companies share similar values that include a deep commitment to safety, continuous improvement, operating the best railroad bar none, and empowering decision-making at every level. … Through integration, we will build on these combined strengths, extend them and deliver what matters: a world-class transcontinental railroad that serves America from coast to coast."*
>
> **Jim Vena**, CEO, Union Pacific, Statement to the STB

ADVANCED TECHNOLOGY SYSTEMS

The integration of Union Pacific and Norfolk Southern will be powered by some of the most technologically advanced systems in the industry. Union Pacific is the first Class I railroad to modernize the “big three” core operating platforms: Positive Train Control, Computer-Aided Dispatch (CADx) and Transportation Management (NetControl).

Advanced platforms like NetControl unlock a new era of railroading in which real-time data drives near real-time insights that can optimize performance. Terminal Command Center, a new technology solution built on the heels of NetControl, will revolutionize how the railroads manage and operate rail yards.

Both railroads have recent experience with successful system and technology integrations, in each case using an approach designed to ensure a smooth transition.

- When Union Pacific moved its transportation management system to NetControl, it spent years preparing for the transition and then executed a successful cutover in just 11 hours with no disruption to service.
- When Union Pacific moved to a new dispatching system, it took a different approach tailored for the situation. The CADx implementation started with a single dispatching desk and rolled out successfully through measured, incremental change over 17 months.
- In the last two years, Union Pacific and Norfolk Southern have both replaced their core Positive Train Control data center infrastructure. Despite the complexity, both companies executed the transition flawlessly, maintaining uninterrupted safety-critical operations throughout.

These recent achievements demonstrate the skill and experience of the Union Pacific and Norfolk Southern teams in managing significant change. No two railroads are better positioned to integrate successfully.

A COMBINATION OF STRENGTHS

	UNION PACIFIC	NORFOLK SOUTHERN
SAFETY FOCUS	+	+
STRONG OPERATIONS	+	+
CUSTOMER-CENTRIC MINDSET	+	+
HEALTHY BALANCE SHEET	+	+
TECHNOLOGY INNOVATION	+	+
LEADER IN SUSTAINABILITY	+	+
RESULT = A FOUNDATION FOR A SMOOTH TRANSITION		

DELIVERING BENEFITS PARTNERSHIPS CAN'T MATCH

History has repeatedly demonstrated that while partnerships can deliver meaningful benefits, they do not match the power of a merger. The Union Pacific-Norfolk Southern combination expects up to $1.8 billion in net revenue EBITDA synergies, as well as nearly $1 billion in cost synergies. Additionally, the combined company expects $133 million in annual capital synergies by leveraging the combined network more efficiently.

- **Different goals, different bottom lines.** In any partnership, each company still answers to its own shareholders and priorities. As long as both sides see a mutual benefit, things run fine. But when conditions change or one railroad's economics shift, the balance breaks down.
- **Hard to keep two railroads on the same schedule.** Coordinating two large, complex rail networks is a constant challenge. Different systems, operating cultures and priorities make it difficult to move in lockstep. If one side has congestion, weather problems or crew shortages, the whole partnership suffers.
- **Priorities change over time.** Leaders change, corporate strategies evolve and markets shift. What started as a strong partnership can lose momentum when one side changes direction or a new competitor alters the landscape.
- **Difficult to coordinate investments.** Partnerships often stumble when one side wants to invest more than the other. A new siding, yard or terminal only works if both parties are willing to fund and operate it together.
- **Technology doesn't always line up.** As railroads modernize, their technology platforms and marketing systems evolve differently. Systems that don't talk to each other create gaps in communication, pricing and shipment visibility.
- **Short-term by nature.** Most alliances are built to work "as long as it makes sense." That means they're inherently temporary. When market conditions, traffic flows or technologies change, these relationships often fade out quietly.

The late Patrick J. Ottensmeyer, the highly respected CEO of Kansas City Southern, saw risks with relying only on alliances. He said during the Canadian Pacific-Kansas City Southern proceeding:

"Unfortunately, as is often the case when two railroads try to collaborate on arrangements such as joint marketing and joint operating agreements, they fail. This is because each railroad works to protect its interests or not expend its capital on a risky commercial opportunity for which there is no guarantee of adequate returns."

The benefits of the UP/NS merger cannot be achieved through mere partnership arrangements between UP and NS. UP has poured substantial energy into partnerships and is proud of what we have been able to achieve for our customers through these partnerships. At the same time, this experience has confirmed their limitations: partnerships do not and cannot replicate the transformative benefits that will be created through this merger."

Jim Vena, CEO, Union Pacific, Statement to the STB

Collaborations and cooperation notwithstanding, independent railroads cannot operate complementary railroad networks together as efficiently as a merged railroad can."

Dr. Mark Israel, Founding Partner, Econic Partners, Statement to the STB

A GUIDE TO THE SURFACE TRANSPORTATION BOARD APPLICATION

The Union Pacific and Norfolk Southern application to the STB is available for public review on its website. The statements in this Application Guide are qualified in their entirety by reference to the full application to the STB.

For more information on the need for the merger, positive impacts on competition, service improvements for customers, protections for union employees and broad public benefits, see the statements of **Jim Vena** at **App. Vol. 1**, **p. 209**, and **Mark George** at **App. Vol. 1**, **p. 241**.

For more on the market benefits of the merger, including how it would enhance competition, expand service options for customers and strengthen rail's ability to compete with long-haul trucking, see the joint statement of **Kenny Rocker** and **Ed Elkins** at **App. Vol. 1**, **p. 271**.

For more on anticipated positive market impacts, enhanced competition and shipper benefits, see the statements of third-party experts **Dr. Elizabeth Bailey** of Charles River Associates at **Vol. 2**, **p. 4**, **Dr. Mark Israel** of Econic Partners at **Vol. 2**, **p. 177**, and **David Hunt** of Oliver Wyman at **App. Vol. 2**, **p. 388**.

For more on Committed Gateway Pricing, see the statement of **Katherine Novak** at **App. Vol. 1**, **p. 372**.

For more on the operating plan for the combined company and protections for passenger rail operations, see the joint statement of **Eric Gehringer** and **John Orr** at **App. Vol. 2**, **p. 601**.

For more on the Service Assurance Plan, change management approach and alternative dispute resolution program, see the statement of **John Turner** at **App. Vol. 2**, **p. 845**.

- For more on how the Union Pacific and Norfolk Southern customer service operations would be integrated, see the Service Assurance Plan at **App. Vol. 2**, **p. 957**.
- For more on how Union Pacific and Norfolk Southern would integrate their information technology systems, see the Service Assurance Plan at **App. Vol. 2**, **p. 933**.

For anticipated changes to the management workforce, see the statement of **Josh Perkes** at **App. Vol. 1**, **p. 524**.

For more on how the merger would protect and enhance union jobs, see the statement of **Maqui Parkerson** at **App. Vol. 1**, **p. 535**.

For more on environmental benefits, see the statement of **Matthew Graham** at **App. Vol. 1**, **p. 637**.

For letters of support from customers, unions, ports and short lines, business and industry leaders, elected officials and civic leaders, associations and trade groups, policy experts and more, see **App. Vol. 3**.

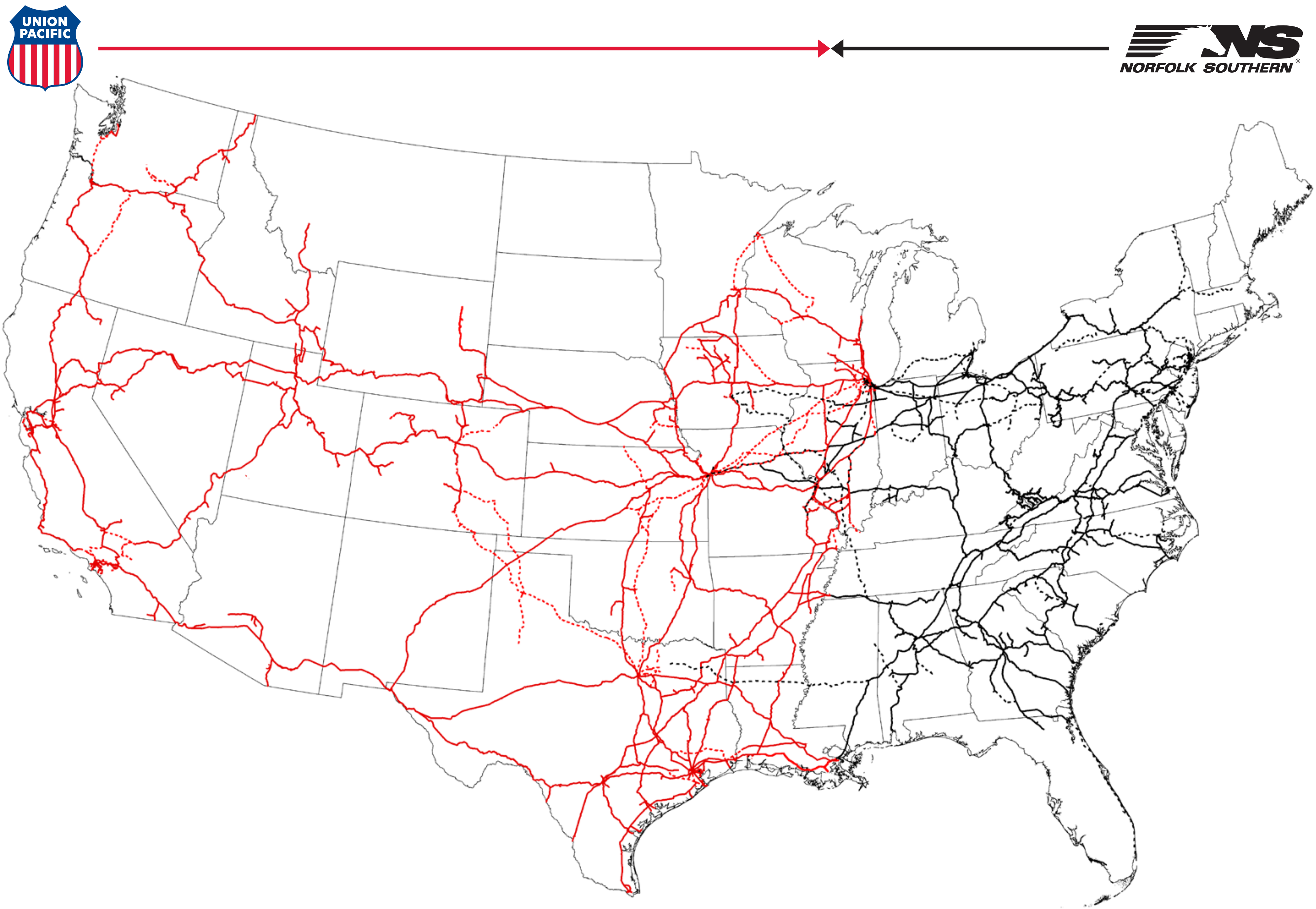
Regularly updated information about the merger can be found at AmericasGreatConnection.com.

CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS

Certain statements in this communication are "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, as amended. These statements relate to future events or future financial performance and involve known and unknown risks, uncertainties, and other factors that may cause Union Pacific's, Norfolk Southern's or the combined company's actual results, levels of activity, performance, or achievements or those of the railroad industry to be materially different from those expressed or implied by any forward-looking statements. In some cases, forward-looking statements may be identified by the use of words like "may," "will," "could," "would," "should," "expect," "anticipate," "believe," "project," "estimate," "intend," "plan," "pro forma," or any variations or other comparable terminology.

While Union Pacific and Norfolk Southern have based these forward-looking statements on those expectations, assumptions, estimates, beliefs and projections they view as reasonable, such forward-looking statements are only predictions and involve known and unknown risks and uncertainties, many of which involve factors or circumstances that are beyond Union Pacific's, Norfolk Southern's or the combined company's control, including but not limited to, in addition to factors disclosed in Union Pacific's and Norfolk Southern's respective filings with the U.S. Securities and Exchange Commission (the "SEC"): the occurrence of any event, change or other circumstance that could give rise to the right of one or both of the parties to terminate the definitive merger agreement between Union Pacific and Norfolk Southern providing for the acquisition of Norfolk Southern by Union Pacific (the "Transaction"); the risk that potential legal proceedings may be instituted against Union Pacific or Norfolk Southern and result in significant costs of defense, indemnification or liability; the possibility that the Transaction does not close when expected or at all because required Surface Transportation Board or other approvals and other conditions to closing are not received or satisfied on a timely basis or at all (and the risk that such approvals may result in the imposition of conditions that could adversely affect the combined company or the expected benefits of the Transaction); the risk that the combined company will not realize expected benefits, cost savings, accretion, synergies and/or growth from the Transaction, or that such benefits may take longer to realize or be more costly to achieve than expected, including as a result of changes in, or problems arising from, general economic and market conditions, tariffs, interest and exchange rates, monetary policy, laws and regulations and their enforcement, and the degree of competition in the geographic and business areas in which Union Pacific and Norfolk Southern operate; disruption to the parties' businesses as a result of the announcement and pendency of the Transaction; the costs associated with the anticipated length of time of the pendency of the Transaction, including the restrictions contained in the definitive merger agreement on the ability of Union Pacific and Norfolk Southern, respectively, to operate their respective businesses outside the ordinary course during the pendency of the Transaction; the diversion of Union Pacific's and Norfolk Southern's management's attention and time from ongoing business operations and opportunities on merger-related matters; the risk that the integration of each party's operations will be materially delayed or will be more costly or difficult than expected or that the parties are otherwise unable to successfully integrate each party's businesses into the other's businesses; the possibility that the Transaction may be more expensive to complete than anticipated, including as a result of unexpected factors or events; reputational risk and potential adverse reactions of Union Pacific's or Norfolk Southern's customers, suppliers, employees, labor unions or other business partners, including those resulting from the announcement or completion of the Transaction; the dilution caused by Union Pacific's issuance of additional shares of its common stock in connection with the consummation of the Transaction; the risk of a downgrade of the credit rating of Union Pacific's indebtedness, which could give rise to an obligation to redeem existing indebtedness; a material adverse change in the financial condition of Union Pacific, Norfolk Southern or the combined company; changes in domestic or international economic, political or business conditions, including those impacting the transportation industry (including customers, employees and supply chains); Union Pacific's, Norfolk Southern's and the combined company's ability to successfully implement its respective operational, productivity, and strategic initiatives; a significant adverse event on Union Pacific's or Norfolk Southern's network, including, but not limited to, a mainline accident, discharge of hazardous materials, or climate-related or other network outage; the outcome of claims, litigation, governmental proceedings and investigations involving Union Pacific or Norfolk Southern, including, in the case of Norfolk Southern, those with respect to the Eastern Ohio incident; the nature and extent of Norfolk Southern's environmental remediation obligations with respect to the Eastern Ohio incident; new or additional governmental regulation and/or operational changes resulting from or related to the Eastern Ohio incident; and a cybersecurity incident or other disruption to our technology infrastructure.

This list of important factors is not intended to be exhaustive. These and other important factors, including those discussed under "Risk Factors" in Norfolk Southern's Annual Report on Form 10-K for the year ended December 31, 2025, as filed with the SEC on February 9, 2026 (available at https://www.sec.gov/ix?doc=/Archives/edgar/data/0000702165/000162828026006268/nsc-20251231.htm) and Norfolk Southern's subsequent filings with the SEC, Union Pacific's most recent Annual Report on Form 10-K for the year ended December 31, 2025, as filed with the SEC on February 6, 2026 (available at https://www.sec.gov/ix?doc=/Archives/edgar/data/100885/000010088526000037/unp-20251231.htm) and Union Pacific's subsequent filings with the SEC, may cause actual results, performance, or achievements to differ materially from those expressed or implied by these forward-looking statements. References to Union Pacific's and Norfolk Southern's website are provided for convenience and, therefore, information on or available through the website is not, and should not be deemed to be, incorporated by reference herein. The forward-looking statements herein are made only as of the date they were first issued, and unless otherwise required by applicable securities laws, Union Pacific and Norfolk Southern disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as may be required by applicable law or regulation.


UNION PACIFIC
NORFOLK SOUTHERN

UNION PACIFIC | NORFOLK SOUTHERN