

LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - **All Filers Are Required To Complete This Page**

1. Registrant Name:

UNION PACIFIC CORP

2. Address:

600 13TH STREET, NW, #340, WASHINGTON, DC 20005

3. Principal place of business (if different from line 2):

4. Contact Name: MICHAEL A. ROCK

Telephone: 2026620100

E-mail (optional): marock@up.com

Senate ID #: 38995-12

House ID #:

7. Client Name: Self

TYPE OF REPORT

8. Year 2005 Midyear (January 1 - June 30): **OR** Year End (July 1 - December 31):

9. Check if this filing amends a previously filed version of this report:

10. Check if this is a Termination Report: => Termination Date: _____ 11. No Lobbying Activity:

INCOME OR EXPENSES

Complete Either Line 12 **OR** Line 13

12. Lobbying Firms

INCOME relating to lobbying activities for this reporting period was:

Less than \$10,000:

\$10,000 or more: => Income (nearest \$20,000): _____

Provide a good faith estimate, rounded to the nearest \$20,000, of all lobbying related income from the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).

13. Organizations

EXPENSES relating to lobbying activities for this reporting period were:

Less than \$10,000:

\$10,000 or more: => Expenses (nearest \$20,000): 3,325,217.00

14. Reporting Method.

Check box to indicate expense accounting method. See instructions for description of options.

- Method A.** Reporting amounts using LDA definitions only
 Method B. Reporting amounts under section 6033(b)(8) of the Internal Revenue Code
 Method C. Reporting amounts under section 162(e) of the Internal Revenue Code

Registrant Name: UNION PACIFIC CORP Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: BUD (one per page)

16. Specific lobbying issues:

S.1932 - Budget Reconciliation Bill (oppose section dealing with Amtrak; specifically penalties for freight railroads) HR 3058 - Transportation, Treasury, Housing & Urban Development, the Judiciary, the District of Columbia, and Independent Agencies Appropriations Act (monitor) HR 1630 - Authorize Appropriations for the benefit of Amtrak for fiscal year 2006-2008 (monitor)

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES

SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: MCAULIFFE, MARY E.

Covered Official Position (if applicable): N/A

Name: ROCK, MICHAEL A.

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: UNION PACIFIC CORP Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: ENG (one per page)

16. Specific lobbying issues:

Energy Bill - inclusion of offshore drilling of natural gas (monitor) Highway Bill - fuel surcharges (monitor)

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDRES, SUSAN AUTHER

Covered Official Position (if applicable): N/A

Name: MCAULIFFE, MARY E.

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: UNION PACIFIC CORP Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: ENV (one per page)

16. Specific lobbying issues:

EPA Oversight/Union Pacific Omaha Lead Site

17. House(s) of Congress and Federal agencies contacted:

Environmental Protection Agency (EPA)

HOUSE OF REPRESENTATIVES

SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDRES, SUSAN AUTHER

Covered Official Position (if applicable): N/A

Name: MCAULIFFE, MARY E.

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: UNION PACIFIC CORP Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: HOM (one per page)

16. Specific lobbying issues:

HR 1817 - Authorize Appropriations for FY06 for the Dept. of Homeland Security (monitor; oppose amendments requiring the rerouting of hazardous materials); HR 2360 - Homeland Security Appropriations Act of 2006 (monitor; oppose amendments requiring the rerouting of hazardous materials); S. 467 - Terrorism Risk Insurance Extension Act of 2005 (support); HR 4314 - To extend the applicability of the Terrorism Risk Insurance Act of 2002 (support)

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES

SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDRES, SUSAN AUTHER

Covered Official Position (if applicable): N/A

Name: BATEMAN, JOSEPH R JR

Covered Official Position (if applicable): N/A

Name: BOLIN, PRENTISS W JR

Covered Official Position (if applicable): N/A

Name: MANESS, KATHERINE W.

Covered Official Position (if applicable): N/A

Name: MCAULIFFE, MARY E.

Covered Official Position (if applicable): N/A

Name: ROCK, MICHAEL A.

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: UNION PACIFIC CORP Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: LBR (one per page)

16. Specific lobbying issues:

Labor/HHS Appropriations Bill (monitor) HR 2830/S.1304 - Pension Reform (monitor) Labor negotiations between rail management and rail labor (specifically technology to implement one-man crews)

17. House(s) of Congress and Federal agencies contacted:

Federal Railroad Administration
HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDRES, SUSAN AUTHER
Covered Official Position (if applicable): N/A
Name: MCAULIFFE, MARY E.
Covered Official Position (if applicable): N/A
Name: ROCK, MICHAEL A.
Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: UNION PACIFIC CORP Client Name: Self

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15. General issue area code: RRR (one per page)

16. Specific lobbying issues:

S.230 - The Railroad Crossing & Hazardous Materials Transportation Safety Act of 2005 (oppose); HR 2351 - Rail Security Act of 2005 (monitor); HR 1630 - Amtrak Appropriations (monitor); HR 2843 - To Prohibit Use of Remote Control Locomotives to Carry Hazardous Materials (oppose); HR 2047/S.919 - Rail Competition Act of 2005 (oppose); HR 1713 - Passenger Rail Investment Reform Act (monitor); HR 1631 - Rail Infrastructure Development & Expansion Act for the 21st Century (monitor)

17. House(s) of Congress and Federal agencies contacted:

Federal Railroad Administration
HOUSE OF REPRESENTATIVES
SENATE
Transportation Security Administration (TSA)
Transportation, Dept of (DOT)

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDRES, SUSAN AUTHER
Covered Official Position (if applicable): N/A
Name: BOLIN, PRENTISS W JR
Covered Official Position (if applicable): N/A
Name: MANESS, KATHERINE W.
Covered Official Position (if applicable): N/A
Name: MCAULIFFE, MARY E.
Covered Official Position (if applicable): N/A
Name: ROCK, MICHAEL A.
Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: UNION PACIFIC CORP Client Name: Self

LOBBYING ACTIVITY.

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: TAX (one per page)

16. Specific lobbying issues:

Investment Tax Credits for the Rail Industry's Infrastructure (for)

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: BOLIN, PRENTISS W JR

Covered Official Position (if applicable): N/A

Name: MCAULIFFE, MARY E.

Covered Official Position (if applicable): N/A

Name: ROCK, MICHAEL A.

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: UNION PACIFIC CORP Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: TOR (one per page)

16. Specific lobbying issues:

S.852 The Asbestos Fairness Act (monitor)

17. House(s) of Congress and Federal agencies contacted:

SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ANDRES, SUSAN AUTHER

Covered Official Position (if applicable): N/A

Name: BOLIN, PRENTISS W JR

Covered Official Position (if applicable): N/A

Name: MCAULIFFE, MARY E.

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: UNION PACIFIC CORP Client Name: Self

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Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: TRA (one per page)

16. Specific lobbying issues:

S.629 - Rail Carriers & Mass Transportation Protection Act of 2005 (monitor); HR 1414 - Extremely Hazardous Materials Transportation Security Act of 2005 (oppose); S.1052 - Transportation Security Improvement Act of 2005 (support after reported out of committee); S.1256 - Hazardous Materials Vulnerability Reduction Act of 2005 (oppose); HR 3 - The Transportation Equity Act: A Legacy for Users (support); S. 732 - Safe, Accountable, Flexible & Sufficient Transportation Act of 2005 (support)

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES

SENATE

Transportation, Dept of (DOT)

18. Name of each individual who acted as a lobbyist in this issue area:

Name: BOLIN, PRENTISS W JR

Covered Official Position (if applicable): N/A

Name: MCAULIFFE, MARY E.

Covered Official Position (if applicable): N/A

Name: ROCK, MICHAEL A.

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Signature: ON FILE Date: Feb 14, 2008

Printed Name and Title: MICHAEL A. ROCK, VICE PRESIDEN -

Information Update Page:

Complete ONLY where registration information has changed.

LOBBYIST UPDATE

23. Name of each previously reported individual who is NO LONGER expected to act as a lobbyist for the client

ISSUE UPDATE

24. General lobbying issues previously reported that NO LONGER pertain

AFFILIATED ORGANIZATIONS

25. Add the following organization(s)

26. Name of each previously reported organization that is NO LONGER affiliated with the registrant or client

FOREIGN ENTITIES

27. Add the following foreign entities

28. Name of each previously reported foreign entity the NO LONGER owns, OR controls, OR is affiliated with the registrant, client or affiliated organization

Signature: ON FILE Date: Feb 14, 2008

Printed Name and Title: -