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LOBBYING REPORT

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

1. Registrant Name Union Pacific Corporation			
2. Address <input type="checkbox"/> Check if different than previously reported 600 Thirteenth Street, NW, #340, Washington, D.C. 20005			
3. Principal Place of Business (if different from line 2) City: _____ State/Zip (or Country) _____			
4. Contact Name Mary E. McAuliffe	Telephone 202-662-0110	E-mail (optional) marymcauliffe@up.com	5. Senate ID # 38995-12
7. Client Name <input checked="" type="checkbox"/> Self			6. House ID # 32017000

TYPE OF REPORT 8. Year 2002 Midyear (January 1-June 30) OR Year End (July 1-Dec

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

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13

<p style="text-align: center;">12. Lobbying Firms</p> <p>INCOME relating to lobbying activities for this reporting period was:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input type="checkbox"/> ⇒ \$ _____ Income (nearest \$20,000)</p> <p>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).</p>	<p style="text-align: center;">13. Organizations</p> <p>EXPENSES relating to lobbying activities for this reporting period were:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input checked="" type="checkbox"/> ⇒ <u>\$2,307,686</u> Expenses (nearest \$)</p> <p>14. REPORTING METHOD. Check box to indicate accounting method. See instructions for description of</p> <p><input type="checkbox"/> Method A. Reporting amounts using LDA defini</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 603 Internal Revenue Code</p> <p><input checked="" type="checkbox"/> Method C. Reporting amounts under section 162 Internal Revenue Code</p>
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Signature _____

Printed Name and Title Mary E. McAuliffe, Vice President - External Relations

LD-2 (REV. 6/98)

P

Registrant Name Union Pacific Corporation Client Name Self

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

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

16. Specific lobbying issues

- HR1020 - Railroad Track Modernization Act (Support)
- HR2329 - High Speed Rail Investment Act (Monitor)
- S.250 - High Speed Rail Investment Act (Monitor)
- S.298 - Community Rail Line Relocation Assistance Act (Support)
- S.1103 - Railroad Competition Act of 2001 (Oppose)
- HR2950 - The Rail Infrastructure Development & Expansion Act (Support)
- S.1530 - Railroad Advancement & Infrastructure Law of 21st Century (Monitor)
- S.1550 - A bill to provide for rail safety and security assistance (Monitor)
- HR2654 - Transit Rail Accommodations Improvement & Needs Act (Oppose)

17. House(s) of Congress and Federal agencies contacted Check if None

- U.S. House of Representatives
- U.S. Senate
- U.S. Department of Transportation
- The White House

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Michael A. Rock	
Prentiss W. Bolin, Jr.	
Katherine W. Maness	
Susan Auther Andres	
Christian W. Ferry	
Joseph R. Bateman, Jr.	

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

Signature _____ Date _____

Registrant Name Union Pacific Corporation Client Name Self

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

15. General issue area code RRR (#2) (one per page)

16. Specific lobbying issues

- S.1220 - Rail Track Modernization Act (Support)
- S.1528 - The Rail Transportation Safety & Security Act (Monitor)
- S.1871 - To Direct the Secy of Transportation to Conduct Rail Security Risk Assessment (monitor)
- HR5020 - Emergency Directed Service Act (oppose)
- HR4761 - Railroad Safety Reform Act of 2002 (oppose)
- HR4545 - Amtrak Reauthorization Act of 2002 (monitor)
- S.2245 - Railroad Competition, Arbitration, & Service Act of 2002 (oppose)
- S.1991 - National Defense Rail Act (monitor; oppose amendments to franchise Amtrak)

17. House(s) of Congress and Federal agencies contacted Check if None

- U.S. House of Representatives
- U.S. Senate
- U.S. Department of Transportation
- The White House

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15. General issue area code RRR (#3) (one per page)

16. Specific lobbying issues

S.1958 - Rail Passenger Service Improvement Act (monitor)

HR5005/S.2452 - Homeland Security Act of 2002 (Monitor)

Indiana Harbor Belt Railroad/Brotherhood of Maintenance Labor Dispute

(monitor; contacted Administration due to potential disruption of traffic :

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

Check if None

- U.S. House of Representatives
- U.S. Senate
- U.S. Department of Transportation
- The White House

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19. Interest of each foreign entity in the specific issues listed on line 16 above

Check if None

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

16. Specific lobbying issues

- S.388 - National Energy Security Act (Support)
- HR4 - SAFE Act of 2001 (Support repeal of railroad diesel tax; support funding o technology to reduce diesel emissions; oppose further CAFE standards; over support of the bill)
- S.597 - SAFE Act of 2001 (Support)
- HJ Res 87/SJ Res 34 - Yucca Mountain Development Bill (Monitor)

17. House(s) of Congress and Federal agencies contacted Check if None

- U.S. House of Representatives
- U.S. Senate

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Signature _____ Date _____

Printed Name and Title Mary E. McAuliffe, Vice President - External Relations

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

16. Specific lobbying issues

HR2323 - National Electricity and Environmental Technology Act (Support)

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

Check if None

**U.S. House of Representatives
United States Senate**

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

16. Specific lobbying issues

- HR141 - Surface Transportation Board Reform Act of 2001 (Oppose)
 - S.1669 - A Bill to Authorize Appropriations for Hazardous Material Transportatio (monitor)
 - HR3276 - See S.1669 for description (Monitor)
 - S.1602 - Chemical Security Act of 2001 (monitor)
 - HR3210 - Terrorism Risk Protection Act (Support)
 - HR2983 - Price Anderson Reauthorization Act (monitored; worked to add clarifying & opposed amendment offered by Reps. Dingell & Tauzin concerning willfu
- Also monitored in Senate/Administration similar bills to HR3210/HR2983 re: insur

17. House(s) of Congress and Federal agencies contacted Check if None terrorist att

- U.S. House of Representatives
- U.S. Senate
- U.S. Department of Transportation

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Printed Name and Title Mary E. McAuliffe, Vice President - External Relations

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

16. Specific lobbying issues

- HR1024 - Transportation Tax Equity and Fairness Act (support)
- HR4 - SAFE Act of 2001 (support repeal of rr diesel tax; support funding of new reduce diesel emissions; oppose further CAFE standards; overall support of
- S.597 - SAFE Act of 2001 (support)
- S.661 - Transportation Tax Equity and Fairness Act (support)
- HR3090/HR3529 - Economic Stimulus Bill (support)
- HR4/S.517 - Energy Conference (repeal of 4.3 cent diesel fuel tax; funds for loc fuel efficiency research - SUPPORT)

17. House(s) of Congress and Federal agencies contacted Check if None

- U.S. House of Representatives
- U.S. Senate

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Mary E. McAuliffe
Michael A. Rock	
Prentiss W. Bolin, Jr.	
Susan Auther Andres	
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Signature _____ Date _____

Printed Name and Title Mary E. McAuliffe, Vice President - External Relations

Form LD-2 (Rev.6/98)

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15. General issue area code GEN (one per page)

16. Specific lobbying issues

HR3763 - Corporate Accountability Law (monitor)

HR5242 - Workplace Employee Stock Option Act (monitor)

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

Check if None

U.S. House of Representatives

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

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Michael A. Rock	
Prentiss W. Bolin, Jr.	
Susan Auther Andres	
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19. Interest of each foreign entity in the specific issues listed on line 16 above

Check if None

Signature _____ Date _____

Printed Name and Title **Mary E. McAuliffe, Vice President - External Relations**

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15. General issue area code HCR (one per page)

16. Specific lobbying issues

HR2563/S.1052 - Patients Bill of Rights (monitor Floor Activity)

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

Check if None

U.S. House of Representatives

U.S. Senate

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<u>Mary E. McAuliffe</u>	
<u>Prentiss W. Bolin, Jr.</u>	
<u>Susan Auther Andres</u>	

19. Interest of each foreign entity in the specific issues listed on line 16 above

Check if None

Signature _____ Date _____

Printed Name and Title Mary E. McAuliffe, Vice President - External Relations

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

16. Specific lobbying issues

HR4775/S.2551 - Supplemental Appropriations FY2002 (monitor)

17. House(s) of Congress and Federal agencies contacted Check if None

**U.S. House of Representatives
U.S. Senate**

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

Name	Covered Official Position (if applicable)
Mary E. McAuliffe	
Prentiss W. Bolin, Jr.	
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19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

Signature Mary E. McAuliffe Date 8/14/02

Printed Name and Title // Mary E. McAuliffe, Vice President - External Relations

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