

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) :** January 13, 2005

Union Pacific Railroad Company

**(Exact Name of Registrant as Specified in its Charter)**

Delaware	1-6146	94-6001323
<b>(State or Other Jurisdiction of Incorporation)</b>	<b>(Commission File Number)</b>	<b>(I.R.S. Employer Identification No.)</b>
<hr/>		
1400 Douglas Street, Omaha, Nebraska		68179
<b>(Address of Principal Executive Offices)</b>		<b>(Zip Code)</b>

**Registrant's telephone number, including area code:** (402) 544-5000

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure.**

On January 13, 2005, Union Pacific Corporation, the corporate parent of Union Pacific Railroad Company (the “Company”), issued a press release regarding the impact of recent weather conditions in California and Nevada on the operations of the Company. A copy of the press release is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

Exhibit 99.1      Press Release of Union Pacific Corporation dated January 13, 2005.

## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: January 14, 2005

UNION PACIFIC RAILROAD COMPANY

By: /s/ Robert M. Knight, Jr.  
Robert M. Knight, Jr.  
Executive Vice President – Finance and  
Chief Financial Officer

## **EXHIBIT INDEX**

### Exhibit Description

99.1 Press Release of Union Pacific Corporation dated January 13, 2005.

**UNION PACIFIC EXPECTS EXTENDED OPERATIONAL IMPACT  
FROM WESTERN STORM**

**FOR IMMEDIATE RELEASE:**

**OMAHA, Neb., January 13, 2005** -- Union Pacific announced today that damage from the massive storm that hit California and Nevada during the past week will reduce the company's rail capacity between the Los Angeles Basin and points farther east by about one third for an extended period. While the company's critical Sunset route between Los Angeles and El Paso, Texas, is now open and operating at capacity, two of the five main routes in and out of the Los Angeles Basin remain closed.

Track inspections on Wednesday, January 12 revealed that the line between Los Angeles and Salt Lake City, which goes through Las Vegas, is cut by flooding and mudslides at several points. The company estimates that it may take up to two weeks, or possibly more, to restore service on this line, and operations will be slowed for some time after that. Most of the damage is in the very narrow Caliente Canyon in Nevada, where all access roads were washed out and repair work will be very difficult. This line averages 25 trains per day and is one of the two primary east-west routes between Los Angeles and the Midwest.

The coastal route that runs north from Los Angeles to Oakland is cut in several places with debris from mudslides, and ocean tides eroded track support at other points. The company does not yet have an estimate for when this line will reopen. The tragic mudslide at La Conchita that has been so visible in the media is just above that rail line. This track normally handles about eight freight trains per day and a number of Amtrak and Metrolink trains as well.

Union Pacific has brought in additional managers and crews from other locations so that work can continue 24 hours a day to restore critical rail service. Additional contractors are also being mobilized. The company emphasized that it is taking every step to ensure that lines will reopen as soon as possible consistent with safe operations.

The company is able to reroute a number of trains, and the Burlington Northern Santa Fe railroad is allowing a few Union Pacific trains to operate over its line.

The company instituted embargoes to restrict traffic to and from a significant portion of its service area in California and around Las Vegas as of midnight on January 12, 2005. The company is working with its customers to ensure that critical shipments, where public health and safety is involved, will get priority handling.

Union Pacific is not able to estimate the financial impact of these service interruptions until all of the damage can be more fully assessed.

“We are facing great challenges in the wake of this severe weather in the West,” said Dick Davidson, chairman and chief executive officer of Union Pacific, “but it pales in comparison to the tragic loss of life and property people of the affected area are facing. Union Pacific’s employees are members of these communities and we have a long tradition of service to these areas. Our thoughts and prayers are with those dealing with the aftermath of this storm.”

For updates on the status of Union Pacific’s operations, specific information on the embargoes and a list of impacted locations and exceptions, please visit our Web site at: [www.uprr.com/customers/embargo/index.shtml](http://www.uprr.com/customers/embargo/index.shtml)

**For further information, contact John Bromley 402-544-3475.**