

**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): December 9, 2020 (December 8, 2020)

UNION PACIFIC CORPORATION

(Exact name of registrant as specified in its charter)

Utah
(State or other jurisdiction
of Incorporation)

1-6075
(Commission
File Number)

13-2626465
(IRS Employer
Identification No.)

1400 Douglas Street, Omaha, Nebraska
(Address of principal executive offices)

68179
(Zip Code)

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

N/A

(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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each Class</u>	<u>Trading Symbol</u>	<u>Name of each exchange on which registered</u>
Common Stock (Par Value \$2.50 per share)	UNP	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01. Regulation FD Disclosure.

On December 8, 2020, Union Pacific Corporation (the Company) named Craig V. Richardson, Executive Vice President, Chief Legal Officer and Corporate Secretary. Mr. Richardson has served as Interim Executive Vice President and Chief Legal Counsel of the Company since August 28, 2020 and prior to that as Vice President of Commercial and Regulatory Law. The Company issued a press release regarding the appointment of Mr. Richardson which is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 [Press Release of Union Pacific Corporation dated December 8, 2020](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document).

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: December 9, 2020

UNION PACIFIC CORPORATION

By: /s/ Jennifer L. Hamann
Jennifer L. Hamann
Executive Vice President and Chief Financial
Officer

Union Pacific Names Craig Richardson Executive Vice President, Chief Legal Officer and Corporate Secretary

FOR IMMEDIATE RELEASE

OMAHA, Neb., December 8, 2020 – Union Pacific today named Craig Richardson executive vice president, chief legal officer and corporate secretary. Richardson is responsible for overseeing all aspects of the company's legal affairs, including commercial transactions and litigation, regulatory matters, labor and employment. Richardson also supervises the railroad's compliance and ethics program, and risk management initiatives, including Union Pacific's police department. He succeeds Rhonda Ferguson, who served as executive vice president, chief legal officer and corporate secretary.

Richardson most recently served as vice president of commercial and regulatory law. He's also held the position of associate general counsel.

"Craig has provided critical leadership, guiding us through sensitive and complex legal matters with insight, sound judgment and clarity," said Chairman, President and CEO Lance Fritz. "He is a superior partner and counselor and has the expertise we need during this time of unprecedented change within our nation and company."

Richardson's experience spans commercial and regulatory litigation, including oil and gas, environmental, and antitrust law, as well as all aspects of multi-jurisdictional permitting of global energy infrastructure. For nearly a decade, he served as the Chief Legal Officer of El Paso Corporation's Pipeline Group, the largest network of interstate natural gas pipelines in North America, delivering over 30% of the natural gas consumed in the United States. He was responsible for all legal matters nationwide, waging successful litigation in executing El Paso's \$8 billion portfolio of crucial additions to national energy infrastructure from California to New York.

ABOUT UNION PACIFIC

Union Pacific (NYSE: UNP) delivers the goods families and businesses use every day with safe, reliable and efficient service. Operating in 23 western states, the company connects its customers and communities to the global economy. Trains are the most environmentally responsible way to move freight, helping Union Pacific protect future generations. More information about Union Pacific is available at www.up.com.

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