

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): June 7, 2016 (June 7, 2016)

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**UNION PACIFIC CORPORATION**

(Exact name of registrant as specified in its charter)

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**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)

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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 June 7, 2016, Union Pacific Corporation (the Company) named Rhonda S. Ferguson, Executive Vice President and Chief Legal Officer, effective as of July 11, 2016. Ms. Ferguson most recently served as Vice President, Corporate Secretary and Chief Ethics Officer for FirstEnergy Corp. The Company issued a press release regarding the appointment of Ms. Ferguson 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 June 7, 2016.

## 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: June 7, 2016

UNION PACIFIC CORPORATION

By: /s/ James J. Theisen, Jr.  
James J. Theisen, Jr.  
Associate General Counsel and  
Assistant Secretary

## **Exhibit Index**

99.1 Press Release of Union Pacific Corporation, dated June 7, 2016.

**Union Pacific Names Rhonda S. Ferguson Executive Vice President  
and Chief Legal Officer**

**FOR IMMEDIATE RELEASE**

**Omaha, Nebraska, June 7, 2016** – Union Pacific today named Rhonda S. Ferguson executive vice president and chief legal officer, effective July 11.

Ferguson, 46, joins Union Pacific from FirstEnergy Corp., where she was vice president, corporate secretary and chief ethics officer since 2007. A Fortune 200, \$15 billion diversified energy company based in Akron, Ohio, FirstEnergy operates 10 electric distribution companies in a highly regulated industry.

“Rhonda brings a wealth of experience and expertise covering a variety of complex business and legal matters for a large company with a multi-state geographic footprint,” said Lance Fritz, Union Pacific chairman, president and chief executive officer. “Her values related to teamwork, high ethical standards and passion for performance are consistent with Union Pacific’s. Rhonda’s more than 20 years of success as a strategic legal and business partner will add value to our entire organization, and specifically Union Pacific’s world-class law department.”

In addition to leading FirstEnergy’s corporate, real estate and records and information departments, Ferguson led the company’s corporate compliance and ethics program. She was responsible for a broad range of matters relating to corporate governance, New York Stock Exchange and Securities and Exchange Commission-compliance, information governance, data protection and privacy; as well as construction, real estate and transmission rights.

Prior to joining FirstEnergy, Ferguson worked as assistant general counsel and assistant corporate secretary at Ferro Corporation in suburban Cleveland. Prior to that, she served as partner at Baker Hostetler LLP and as a litigation associate at Thompson Hine LLP, both in Cleveland. Ferguson earned a Juris Doctor from Case Western Reserve University and Bachelor of Science, Industrial Engineering from Northwestern University.

## **About Union Pacific**

Union Pacific Railroad is the principal operating company of Union Pacific Corporation (NYSE: UNP). One of America's most recognized companies, Union Pacific Railroad connects 23 states in the western two-thirds of the country by rail, providing a critical link in the global supply chain. From 2006-2015, Union Pacific invested approximately \$33 billion in its network and operations to support America's transportation infrastructure. The railroad's diversified business mix includes Agricultural Products, Automotive, Chemicals, Coal, Industrial Products and Intermodal. Union Pacific serves many of the fastest-growing U.S. population centers, operates from all major West Coast and Gulf Coast ports to eastern gateways, connects with Canada's rail systems and is the only railroad serving all six major Mexico gateways. Union Pacific provides value to its roughly 10,000 customers by delivering products in a safe, reliable, fuel-efficient and environmentally responsible manner.

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