

March 11, 2020

Jennifer L. Hamann  
Executive Vice President and Chief Financial Officer  
Union Pacific Corporation  
1400 Douglas Street  
Omaha, NE 68179

Re: Union Pacific Corporation  
Registration Statement on Form S-4  
Filed March 3, 2020  
File No. 333-236860

Dear Ms. Hamann:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Anuja A. Majmudar, Attorney-Advisor, at 202-551-3844 with any questions.

Sincerely,

Division of

Office of Energy &

Corporation Finance

Transportation

cc: James M. Audette