

**UNION PACIFIC CORPORATION
SAFETY AND SERVICE QUALITY
COMMITTEE OF THE BOARD OF DIRECTORS
CHARTER**

Purpose

The Safety and Service Quality Committee (the “Committee”) will assist the Board of Directors (the “Board”) in fulfilling its responsibilities to: (i) review and provide oversight of the safety programs and practices of the Company, (ii) monitor the Company’s progress on such safety programs and practices, and (iii) review, monitor and provide oversight of the Company’s service performance.

Membership

The Committee will be composed of three or more Directors appointed by the Board. One member of the Committee will be appointed by the Board to serve as Chair of the Committee.

Meetings and Procedures

The Committee will meet four times per year and such additional times as determined by the Committee. Meetings shall be conducted in accordance with applicable provisions of the Utah Revised Business Corporation Act and, in the conduct of its affairs, the Committee will be subject to the same rules and procedures as apply to meetings of the Board as set forth in the By-Laws of the Company. The Committee will keep written minutes of its meetings, which will be maintained with the books and records of the Company, and will provide the Board regular reports of its activities. The Committee will meet with representatives of management from time to time as required by the Committee. The Committee has the power to investigate any matter within the scope of the Committee’s responsibilities. The Committee will evaluate the performance of the Committee and assess the adequacy of the Committee’s charter on an annual basis and make reports thereon to the Board.

Subcommittees

The Committee may form subcommittees, with approval of the Board, that may include members of management. The Committee will not delegate to a subcommittee any power or authority required by any law, regulation or listing standards to be exercised by the Committee as a whole.

Outside Advisors

The Committee will have the authority, at the expense of the Company and approval of the Board, to retain such outside advisors as it deems appropriate to assist it in the performance of its duties.

A. Duties and Responsibilities

As part of its duties and responsibilities, the Committee will:

I. SAFETY

- (1) Review the Company’s safety programs and practices, including all policies, procedures and programs that promote compliance as well as any trends related to such compliance.
- (2) Oversee risk management related safety programs and practices, including the Company’s risk mitigation measures established in the event of non-compliance with the Company’s safety programs and practices.

- (3) Meet with the Company's Executive Vice President – Operations, the Chief Safety Officer and other Company senior management regarding the Company's safety performance, trends, and initiatives.

II. SERVICE QUALITY

- (1) Review Service Quality targets, metrics, and trends.
- (2) Review customer experience and satisfaction.
- (3) Meet with Executive Vice President – Marketing and Sales and Company senior management to review Service Quality, including performance measures, trends, and initiatives.

B. Joint Audit and Safety & Service Quality Committee Responsibilities

The Committee may, from time to time, meet in joint sessions with the Audit Committee to review Safety and Service Quality Company internal audit findings or other topics as appropriate. The Committee will provide oversight on any such Company internal audit findings related to safety and service.

Approved: September 26, 2024