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Kevin Dempsey
President and Chief Executive Officer

March 9, 2026

The Honorable Patrick J. Fuchs
Chairman
Surface Transportation Board
395 E Street, SW
Washington, DC 20423

The Honorable Omeed A. Assefi
Acting Assistant Attorney General
U.S. Department of Justice
950 Pennsylvania Avenue, NW
Washington, DC 20530

Dear Chairman Fuchs and Acting Assistant Attorney General Assefi:

The American Iron and Steel Institute (AISI) writes to express its strong concerns with the proposed merger between Union Pacific (UP) and Norfolk Southern (NS). AISI is concerned that this merger, given its unprecedented scope and scale, would undermine market competition, resulting in a freight system that reduces the ability of American manufacturers to compete with foreign competitors. For these reasons, AISI urges the Surface Transportation Board (STB) to reject any refiled merger application. Further, we urge the Department of Justice's Antitrust Division to carefully review this merger under the Department's merger guidelines.

AISI serves as the voice of the American steel industry in the public policy arena and advances the case for steel in the marketplace as the preferred material of choice. AISI's membership is comprised of integrated and electric arc furnace (EAF) steelmakers, steel pipe and tube manufacturers and steel processors and fabricators, reflecting the production and distribution of both carbon and stainless steels. These steels are critical to America's national and economic security, including roads and bridges, buildings, the electrical grid, cars and trucks and all energy technologies. AISI also represents associate member companies who are suppliers to or customers of the steel industry.

The American steel industry relies upon affordable, efficient, and reliable rail service both to receive critical steelmaking inputs and to deliver products to customers. Over the past several decades, our nation's freight rail industry has been marked by rapid, wide-ranging consolidation. Today, four railroads account for 90 percent of American rail traffic, with many steel companies being "captive" shippers that only have access to rail lines operated by one company. In the case of this merger, one company would control nearly half of all rail traffic in the United State. The result is a railway with monopoly-like power and a nation full of captive shippers.

Actions that reduce competition and market incentives for safe and efficient delivery of goods undermine the American steel industry's ability to compete with foreign competitors. This proposed merger could result in foreign-made goods arriving at our shores having more, better shipping options than do American steel makers. Further, the Trump administration's wide-ranging and aggressive efforts to revive American manufacturing should not be undercut by the loss of freight rail sector competition.

UP and NS announced their merger agreement on July 29, 2025, and on January 16, 2026, the STB unanimously rejected the application as "incomplete because it does not contain certain information required by the Board's regulations."[1] Most notably, the STB found that those seeking to merge failed to provide the "full system analysis" as required by law.[1] Failure to include this analysis is telling as it "include(s) actual and projected market shares of certain revenues and traffic volumes demonstrating among other things, the impacts of the transaction on competition."[2]

If past is prologue, rail consolidation means that American manufacturers, farmers and ranchers, and consumers will pay more for less – less options and less reliable service. Accordingly, if UP and NS refile their merger application, we urge STB and DOJ to reject this anti-competitive merger.

Sincerely,

Kevin M. Dempsey
President and Chief Executive Officer

cc: All Parties of Record

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[1]*STB Finds UP-NS Merger Application is Incomplete*, THE SURFACE TRANSPORTATION BOARD, January 16, 2026,https://www.stb.gov/news-communications/latest-news/pr-26-02/.
[2] *Id.*