

UNION PACIFIC CORP  
Form 8-K  
December 10, 2007

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**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 10, 2007

**Union Pacific Corporation**

(Exact Name of Registrant as Specified in its Charter)

**Utah**  
(State or Other

**1-6075**  
(Commission

**13-2626465**  
(I.R.S. Employer

Jurisdiction of

File Number)

Identification No.)

Incorporation)

**1400 Douglas Street, Omaha, Nebraska**  
(Address of Principal Executive Offices)

**68179**  
(Zip Code)

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

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(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))
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**Item 8.01 Other Events.**

Union Pacific Corporation (the Company) issued a press release on December 10, 2007, regarding the intention of Union Pacific Railroad Company, the principal operating subsidiary of the Company, to voluntarily withdraw the listing of certain of its debt securities in accordance with Rule 12d-2(c) of the Securities Exchange Act of 1934. A copy of the press release is attached hereto and filed herewith.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

99.1 Press Release of Union Pacific Corporation, dated December 10, 2007.

**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 10, 2007

UNION PACIFIC CORPORATION

By: /s/ J. MICHAEL HEMMER  
**J. Michael Hemmer**

**Senior Vice President Law and General Counsel**