



**DELAWARE STATE  
CHAMBER OF COMMERCE**

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Chip Rossi, Chairman  
A. Richard Heffron, President

January 20, 2016

The Honorable Daniel R. Elliott III  
Chairman  
United States Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

The Honorable Ann D. Begeman  
Vice Chairman  
United States Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

The Honorable Debra Miller  
United States Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

Dear Chairman Elliott and Surface Transportation Board Members:

I have been following the recent public developments between Canadian Pacific Railway (CP) and Norfolk Southern Corporation (NS) with great interest. After reading CP's proposal letter dated November 9, 2015 and listening to recent public comments made by Mr. Hunter Harrison, CP's Chief Executive Officer (CEO), I have significant concerns that CP's unsolicited proposal to acquire NS, if allowed to proceed, would have a negative impact on the State of Delaware and for the United States of America.

The CP CEO E. Hunter Harrison made statements about reductions to NS physical plant and employment levels on November 19, 2015 that indicate severe cuts in resources will be a primary focus. These comments lead me to believe that there would be negative implications for employment and service levels if a merger were to occur.

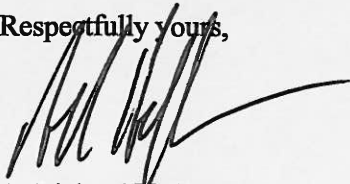
NS has been a great partner to the State of Delaware. It is the home to over 120 Norfolk Southern employees, who currently operate 4 rail yards and 203 miles of track integral to the state's industry and communities. Combined with the Port of Wilmington, the industries NS serves in Delaware (including petroleum products, chemicals, petrochemicals, steel, paper and other consumer products) provide thousands of jobs and taxes for the State. I am concerned that a combination between CP and NS would have a negative impact as outlined above. I also have significant concerns regarding the impact that a railroad merger would have on the many businesses in Delaware and across the country that depend on railroads to get their products to market. Finally, I am concerned that an indiscriminate cost-cutting transaction just for the sake of cost-cutting proposed by CP would result in decreased investment in our transportation infrastructure.

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OFFICE OF CHAIRMAN

Accordingly, I do not believe any major railroad combination requires a compelling benefit to freight customers, which has not been demonstrated at all by the unilateral CP move on NS. As such, I intend to follow future developments between CP and NS closely and urge the Surface Transportation Board to do the same.

Thank you for your careful consideration of this important matter.

Respectfully yours,

A handwritten signature in black ink, appearing to read 'A. Richard Heffron', with a long horizontal flourish extending to the right.

A. Richard Heffron  
President

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