Edgar Filing: UNION PACIFIC CORP - Form 4

UNION PA	CIFIC CORP										
Form 4											
April 04, 20)06										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							N OMB Number:	3235-0287			
Check t								Expires:	January 31,		
Subject to Section 16.				ANGES IN BENEFICIAL OWNERSHIP OF SECURITIES				Estimated	Estimated average burden hours per		
Form 4 or Form 5 obligations may continue.Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 19401(b).							. 0.5				
(Print or Type	Responses)										
ZEDILLO ERNESTO Symbol			ymbol	Name and PACIFI		-	5. Relationship of Reporting Person(s) to Issuer				
(1 +)	(Einst)						(Ch	eck all applicabl	e)		
(Last) YALE CE STREET	(First) (NTER, 393 PROS	()		Earliest T ay/Year))06	ransactior	I	X Director Officer (give below)		% Owner her (specify		
(Street) 4. If A			. If Amei	Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
	Filed(Month/Day/Year) Applicable Line) _X_ Form filed b						y One Reporting P	One Reporting Person			
NEW HAV	VEN, CT 06520						Person	More than One R	eporting		
(City)	(State)	(Zip)	Table	e I - Non-l	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	ate, if Year)	3. Transactio Code (Instr. 8)	Disposed (Instr. 3,	(A) or d of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D) Price					
Reminder: Re	eport on a separate line	e for each class	s of secu	rities bene	-	-	-				
					infor	mation con	spond to the colle tained in this form ond unless the fo	n are not	SEC 1474 (9-02)		

displays a currently valid OMB control

Expiration Date

Derivative (Month/Day/Year)

5. Number 6. Date Exercisable and 7. Title and Amount of 8. Price

number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

4.

Code

3. Transaction Date 3A. Deemed

any

Derivative Conversion (Month/Day/Year) Execution Date, if Transactionof

1. Title of

Security

2.

or Exercise

1

Security

Underlying Securities Derivati

(Instr. 3 and 4)

Edgar Filing: UNION PACIFIC CORP - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Secur Acqui (A) or Dispo of (D) (Instr and 5	ired r osed) . 3, 4,					(Instr. 5)
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	\$ 0	04/03/2006	А	129		(2)	(2)	Common Stock	129	\$ 0

Reporting Owners

Reporting Owner Name / Address				
1	Director	10% Owner	Officer	Other
ZEDILLO ERNESTO YALE CENTER 393 PROSPECT STREET NEW HAVEN, CT 06520	Х			
Signatures				

By: Michael M. Hemenway, Attorney-in-Fact For: Ernesto Zedillo	04/04/2006
**Signature of Reporting Person	Date

<u>*Signature of Reporting Person</u>

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Distribution ratio for Phantom Stock Units is 1:1.
- (2) Phantom Stock Units are payable in cash only commencing at retirement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.