

**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) :** November 16, 2006

Union Pacific Corporation

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**(Exact Name of Registrant as Specified in its Charter)**

Utah

1-6075

13-2626465

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**(State or Other  
Jurisdiction of  
Incorporation)**

**(Commission  
File Number)**

**(I.R.S. Employer  
Identification No.)**

1400 Douglas Street, Omaha, Nebraska

68179

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**(Address of Principal Executive Offices)**

**(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 5.02(d) Departure of Directors or Principal Officers; Election of Directors;  
Appointment of Principal Officers**

On November 16, 2006, the Board of Directors of Union Pacific Corporation (the Company), acting upon the recommendation of its Corporate Governance and Nominating Committee, elected Thomas F. McLarty III, age 60, to the Board of Directors of the Company. Mr. McLarty is the President of Kissinger McLarty Associates and Chairman of McLarty Companies. The Board of Directors did not appoint Mr. McLarty to serve on any committees at the time of the election.

**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: November 17, 2006

UNION PACIFIC CORPORATION

By: /s/ J. Michael Hemmer  
J. Michael Hemmer  
Senior Vice President – Law and  
General Counsel