Edgar Filing: MCLARTY THOMAS F III - Form 4

MCLARTY THOMAS F III Form 4								
October 04, 2011								
FORM 4 UNITED							PPROVAL	
UNITED	STATES S	ECURITIES A Washington			COMMISSION	NOMB Number:	3235-0287	
Section 16. Form 4 or Form 5 Filed pur obligations Section 17(suant to Sec	SECU ction 16(a) of th	RITIES ne Securiti	es Excha	WNERSHIP OF nge Act of 1934, of 1935 or Sectio	Estimated burden hou response	urs per	
may continue. Section 17(See Instruction 1(b).		the Investmen	•	• •				
(Print or Type Responses)								
1. Name and Address of Reporting MCLARTY THOMAS F III	Sy	2. Issuer Name an ymbol		C	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	U	INION PACIFI	C CORP	[UNP]				
(Last) (First) (1 1400 DOUGLAS STREET	(N	3. Date of Earliest Transaction (Month/Day/Year) 10/03/2011			X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
OMAHA, NE 68179					Person			
(City) (State)	(Zip)	Table I - Non-	Derivative S	Securities A	cquired, 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/	Code Year) (Instr. 8)		A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a separate line	e for each class	s of securities bene	Persor inform require	as who res ation cont ed to respo /s a curre	or indirectly. spond to the colle ained in this form ond unless the for ntly valid OMB co	i are not rm	SEC 1474 (9-02)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)

	Derivative Security				(A) or Dispo of (D)	Disposed f (D) Instr. 3, 4,					
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	\$ 0	10/03/2011	А		440		(2)	(2)	Common Stock	440	\$ 0

Reporting Owners

Reporting Owner Name / Address				
I B	Director	10% Owner	Officer	Other
MCLARTY THOMAS F III 1400 DOUGLAS STREET OMAHA, NE 68179	Х			
Ciam at una a				

Signatures

By: Trevor L. Kingston, Attorney-in-Fact For: Thomas F. McLarty III

**Signature of Reporting Person

Explanation of Responses:

* 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.

10/04/2011

Date