

CANADIAN NATIONAL RAILWAY CO

Form 6-K

May 01, 2019

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FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Issuer

**Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934**

For the month of May 2019

Commission File Number: 001-02413

Canadian National Railway Company

(Translation of registrant's name into English)

935 de la Gauchetiere Street West

**Montreal, Quebec
Canada H3B 2M9**

(Address of principal executive offices)

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F ☐

Form 40-F ☒

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes ☐

No ☒

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes ☐

No ☒

Indicate by check mark whether by furnishing the information contained in this Form, the Registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:

Yes ☐

No ☒

If ☒ Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): N/A

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Celebrating 100 years

NEWS RELEASE

CN announces election of directors

MONTREAL, May 1, 2019 CN (TSX: CNR) (NYSE: CNI) announced today that the director nominees listed in the management proxy circular dated March 12, 2019, were elected as directors of CN. The detailed results of the vote for the election of directors held at CN's Annual Meeting of Shareholders on April 30 in Montreal are set out below.

Election of Directors

On a vote by ballot, each of the following 13 nominees proposed by management was elected as a director of CN:

Nominee	Votes For	% For	Votes Withheld	% Withheld
Shauneen Bruder	538,199,964	99.62	2,039,165	0.38
Donald J. Carty	535,001,908	99.03	5,237,222	0.97
Ambassador Gordon D. Giffin	518,972,536	96.06	21,266,594	3.94
Julie Godin	535,933,441	99.20	4,305,689	0.80
Edith E. Holiday	476,623,780	88.22	63,615,348	11.78
V. Maureen Kempston Darkes	514,362,445	95.21	25,876,685	4.79
The Hon. Denis Losier	505,232,679	93.52	35,006,451	6.48
The Hon. Kevin G. Lynch	497,418,561	92.07	42,820,569	7.93
James E. O'Connor	537,800,985	99.55	2,438,145	0.45
Robert Pace	513,902,473	95.13	26,336,656	4.87
Robert L. Phillips	529,824,146	98.07	10,414,983	1.93
Jean-Jacques Ruest	536,789,993	99.36	3,449,136	0.64
Laura Stein	504,054,035	93.30	36,185,093	6.70

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Robert Pace was unanimously re-elected by the board of directors as board chair. Mr. Pace is president and chief executive officer of The Pace Group Ltd., based in Halifax, N.S., which is engaged in radio broadcasting, real estate and environmental services.

Biographical information on all directors is available at <http://www.cn.ca/en/investors/regulatory-filings>

Final voting results on all matters voted on at the Annual Meeting of Shareholders held earlier today will be filed with the Canadian and U.S. securities regulators.

CN is a true backbone of the economy, transporting more than C\$250 billion worth of goods annually for a wide range of business sectors, ranging from resource products to manufactured products to consumer goods, across a rail network of approximately 20,000

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route-miles spanning Canada and mid-America. CN Canadian National Railway Company, along with its operating railway subsidiaries serves the cities and ports of Vancouver, Prince Rupert, B.C., Montreal, Halifax, New Orleans, and Mobile, Ala., and the metropolitan areas of Toronto, Edmonton, Winnipeg, Calgary, Chicago, Memphis, Detroit, Duluth, Minn./Superior, Wis., and Jackson, Miss., with connections to all points in North America. For more information about CN, visit the Company's website at www.cn.ca.

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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, thereunto duly authorized.

Canadian National Railway Company

Date: May 1, 2019

By:	/s/ Cristina Circelli	
Name:		Cristina Circelli
Title:		Deputy Corporate Secretary and General Counsel