

CANADIAN NATIONAL RAILWAY CO

Form 6-K

February 04, 2015

---

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 February, 2015  
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)

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

---

---

---

	Affaires juridiques	Law
	Cristina Circelli	Deputy Corporate Secretary
	Secrétaire générale déléguée	and
	et	General Counsel
	Avocate générale	
www.cn.ca		935 de La Gauchetière Street
	935, rue de La Gauchetière	West
	Ouest	16th Floor
	16e étage	Montreal, Quebec, H3B 2M9
	Montréal (Québec) H3B 2M9	Canada
	Canada	T 514-399-4135
	T514-399-4135	F 514-399-5744
	Tc514-399-5744	E cristina.circelli@cn.ca
	Ccristina.circelli@cn.ca	

February 4, 2015

Ontario Securities Commission  
20 Queen Street West, 22nd Floor  
Toronto, ON M5H 3S8

On February 3, 2015, Canadian National Railway Company (“CN”) purchased 1,200,000 Common Shares from an arm’s length third party seller shareholder through private agreement for an aggregate purchase price of C\$93,828,000.00. The transaction will settle on February 6, 2015. The purchased shares will be cancelled and will be included in computing the number of Common Shares purchased by CN under its current Normal Course Issuer Bid.

Yours truly,

“Cristina Circelli”

Cristina Circelli

---

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: February 4, 2015

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