Forward-Looking Statements

Certain statements included in this presentation constitute "forward-looking statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 and under Canadian securities laws. By their nature, forward-looking statements involve risks, uncertainties and assumptions. The Company cautions that its assumptions may not materialize and that current economic conditions render such assumptions, although reasonable at the time they were made, subject to greater uncertainty. Forward-looking statements by their nature address matters that are, to different degrees, uncertain, such as statements about the potential impacts of the COVID-19 pandemic on our business operations, financial results and financial position and on the global supply chain. Forward-looking statements may be identified by the use of terminology such as “believes,” “expects,” “anticipates,” “assumes,” “outlook,” “plans,” “targets,” or other similar words.

2020 assumptions

CN's 2020 key assumptions provided in our 2019 year-end earnings news release of January 28, 2020 are withdrawn and can no longer be relied upon given the high degree of business uncertainty caused by the COVID-19 pandemic, its severity, magnitude and duration, including impacts of the pandemic and of businesses’ and governments’ responses to the pandemic on our business, financial position, results of operations and liquidity. In 2020, CN now plans to invest approximately C$2.9 billion in its capital program, of which C$1.6 billion is still targeted toward track and railway infrastructure maintenance. A reduction of C$0.2 billion in CN's capital program reflecting lower volumes was partly offset by approximately C$0.1 billion due to the negative impact of foreign exchange, resulting in a net C$0.1 billion reduction.

Forward-looking statements are not guarantees of future performance and involve risks, uncertainties and other factors which may cause the actual results or performance of the Company to be materially different from the outlook or any future results or performance implied by such statements. Accordingly, readers are advised not to place undue reliance on forward-looking statements. Important risk factors that could affect the forward-looking statements include, but are not limited to, the effects of a pandemic outbreak of a contagious illness; general economic and business conditions, particularly in the context of the COVID-19 pandemic; industry competition; inflation, currency and interest rate fluctuations; changes in fuel prices; legislative and/or regulatory developments; compliance with environmental laws and regulations; actions by regulators; increases in maintenance and operating costs; security threats; reliance on technology and related cybersecurity risk; trade restrictions or other changes to international trade arrangements; transportation of hazardous materials; various events which could disrupt operations, including illegal blockades of rail networks, and natural events such as severe weather, droughts, fires, floods and earthquakes; climate change; labor negotiations and disruptions; environmental claims; uncertainties of investigations, proceedings or other types of claims and litigation; risks and liabilities arising from derailments; timing and completion of capital programs; and other risks detailed from time to time in reports filed by CN with securities regulators in Canada and the United States. Reference should be made to Management's Discussion and Analysis in CN's annual and interim reports, Annual Information Form and Form 40-F, filed with Canadian and U.S. securities regulators on SEDAR at www.sedar.com as well as on the U.S. Securities and Exchange Commission's website at www.sec.gov through EDGAR and available on CN's website at www.cn.ca/en/investor, for a description of major risk factors.

Forward-looking statements reflect information as of the date on which they are made. CN assumes no obligation to update or revise forward-looking statements to reflect future events, changes in circumstances, or changes in beliefs, unless required by applicable securities laws. In the event CN does update any forward-looking statement, no inference should be made that CN will make additional updates with respect to that statement, related matters, or any other forward-looking statement.
Non-GAAP Measures

CN reports its financial results in accordance with United States generally accepted accounting principles (GAAP). CN also uses non-GAAP measures in this presentation that do not have any standardized meaning prescribed by GAAP, including adjusted performance measures, constant currency, free cash flow and adjusted debt-to-adjusted EBITDA multiple. These non-GAAP measures may not be comparable to similar measures presented by other companies. For further details of these non-GAAP measures, including a reconciliation to the most directly comparable GAAP financial measures, refer to the Company’s website, First Quarter Results at www.cn.ca/financial-results.

All amounts in this presentation are expressed in Canadian dollars, unless otherwise noted.
The COVID-19 pandemic is having an unprecedented and extraordinary impact on the economy.

The economic outlook, and therefore overall demand for transportation services, are highly correlated with the duration of containment measures and the impacts on businesses and consumers, which at this point remain uncertain.

As a result, CN is withdrawing its 2020 financial guidance and 3-year targets provided at the 2019 Investor Day.

Please refer to page 58 for an update on financial outlook, liquidity and scenario analysis.

We remain committed to delivering value to customers and shareholders.
North American Rail Industry Landscape

Seven Class 1 railways in North America

- A backbone of the North American economy and an enabler of trade
  - U.S., Canada and Mexico represent ~500M in population and GDP of US$24.3 trillion

- High barriers to entry
  - Significant capital cost to replicate rail network
  - Infrastructure owned by the railroads, except in Mexico

- Current trends favoring rails
  - Trucking regulations and driver shortage
  - Growing environmental pressure
  - Highway congestion and aging public infrastructure

- Safety as a core value
  - More than 99.999% of all hazmat moved by rail reaches its destination without a release cause by an incident (1)

- Sustainable way to move goods
  - A freight train on average moves one ton of freight more than 470 miles on one gallon (200km on one liter) of fuel

(1) Source: Association of American Railroads (AAR)
**CN at a Glance**

TSX: CNR  NYSE: CNI

- Backbone of the economy and enabler of trade transporting goods 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 route-miles (32,000 km) spanning Canada and mid-America.

- Regarded internationally as one of the best-performing transportation and logistics companies; our commitment is to create value for both customers and shareholders by deepening customer engagement, leveraging the strength of our franchise and delivering Operational and Service Excellence.

- 5 out of 6 CN employees participate in the Company’s Employee Share Investment Plan (ESIP) and collectively own over $700 million worth of shares.

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Note: As at or for the year ending December 31, 2019

<table>
<thead>
<tr>
<th></th>
<th>$15B</th>
<th>$78B</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total revenues</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Operating ratio</td>
<td>62.5%</td>
<td>15.1%</td>
</tr>
<tr>
<td>(Adjusted 61.7%)</td>
<td>(3)</td>
<td></td>
</tr>
<tr>
<td>Free cash flow (3)</td>
<td>$2.0B</td>
<td>$3.9B</td>
</tr>
<tr>
<td>Capital investments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Employees (end of period)</td>
<td>25,975</td>
<td>5.9M</td>
</tr>
<tr>
<td>Carloads</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(1) As at March 31, 2020.
(2) Please see the Appendix for an explanation of this non-GAAP measure.
(3) Please see website, Financial Results, www.cn.ca/financial-results, for an explanation of this non-GAAP measure.
CN’s Strengths and Competitive Advantages

- Unique franchise with 3-coast access
- Strategic and accretive acquisition track record
- Network fluidity advantage around Chicago
- Pioneers of Scheduled Railroading
- Industry leader in fuel and carbon efficiency
- Strategic pipeline of growth opportunities - consistent pricing above rail inflation, disciplined and balanced approach to capital allocation
- West Coast trade benefitting from Canada Transpacific partnership, East Coast trade from Comprehensive Economic and Trade Agreement (CETA)
- High-quality management team with proven track record
- Best-in-class supply chain enabler
- Transformative diverse talent
- Strong balance sheet

Consistently Outpaced the Market
(cumulative total return over last 10 years)

Source: Bloomberg
Assumes reinvestments of dividends

Index: Closing price January 2010 = 100
Our Strategic Game Plan
To deliver long-term profitable growth and create shareholder value

Driving shareholder value creation
Consistent capital allocation strategy with financial discipline and flexibility to drive strong and sustainable ROIC

Implementing advanced technologies to modernize Scheduled Railroading
At forefront of industry further enhancing safety, reliability and carbon efficiency

Targeting long-term profitable growth
Multiple levers with solid pipeline to continue growing faster than the economy at low incremental cost

Right talent to win
Action-oriented, deep bench with strong track record and focus on diversity and continuous improvement

Our foundation
Service and operational excellence driven by culture of continuous improvement and social responsibility; pioneers of Scheduled Railroading with unique network
Our Foundation
Building blocks of our success

- Unparalleled three-coast network built through accretive acquisitions
  - Well-diversified portfolio, customer base and geographic exposure

- Pioneered Scheduled Railroading over 15 years ago
  - Optimizing network to move customer goods quicker – balancing operational and service excellence
  - Leading the industry in fuel efficiency

- Delivering Responsibly with a strong focus on ESG
  - Culture of safety, efficiency, integrity and diversity; part of the climate solution
Unparalleled Network Built Through Acquisitions

Solid track record of accretive inorganic growth

2019
FURTHER EXPANDING OUR REACH
- TransX
- H&R
- Massena rail line

2009
STRUCTURAL ADVANTAGE IN CHICAGO
- Elgin, Joliet and Eastern Railway

2006–2008
SOLIDIFYING OUR REACH
- Savage Alberta Railway
- Mackenzie Northern Railway
- Lakeland & Waterways Railway
- Central Western Railway
- Athabasca Northern Railway
- Chemin de fer de la Matapédia et du Golfe
- Ottawa Central Railway
- New Brunswick East Coast Railway
- Compagnie de Gestion de Matane

1998–2004
BUILDING A THREE COAST ACCESS
- Illinois Central Railway
- Wisconsin Central Railway
- B.C. Railway
- Great Lakes Transportation

1995
SOLID CANADIAN FOOTPRINT
- CN Network at privatization

Foundation
Unique Three Coast Network

Well-Diversified Portfolio Supported by Solid Base of Customers and Partners

Well-diversified portfolio

- International Intermodal: 13%
- Petroleum and Chemicals: 22%
- Grain and Fertilizers: 17%
- Forest Products: 12%
- Metals and Minerals: 12%
- Automotive: 6%
- Coal: 4%
- Other: 3%

Based on Q1 2020 revenues

TRAFFIC DENSITY LEGEND (1)
GTMs per route mile
- Over 100 million
- 50-100 million
- 30-50 million
- 10-30 million
- Up to 10 million

For more information on CN’s network, please visit www.cn.ca/en/our-services/maps-and-network.
Scheduled Railroading is Our Foundation

• CN pioneered Scheduled Railroading over 15 years ago
  • Optimizing the rail network to transport more freight with the same amount of railcars and locomotives
  • Moving customer goods more efficiently by increasing train lengths, speed and reducing dwell time at yards
  • Moving more goods with much less fuel and environmental impact

• Driving safety, service, productivity, asset utilization and cost control

• Deploying technology – next strategic driver of value
  • Continuing to further advance our operational model to the next level for improved safety and fuel efficiency

• Continuing to be nimble on resource allocation
  • Rightsizing the railcars, locomotives and crews according to the customer demand
A Fluid and Efficient Network

**Car velocity**
Car velocity (car miles per day)

- **2018**: 125 - 250
- **2019**: 125 - 250
- **2020**: 125 - 250

*Blockades*

- **Q1**: 5%
- **Q2**: 5%
- **Q3**: 5%
- **Q4**: 5%

*Improvement year-over-year Q1*

**Train speed**
Network train speed (miles per hour)

- **2018**: 14 - 22
- **2019**: 14 - 22
- **2020**: 14 - 22

*Blockades*

- **Q1**: 6%
- **Q2**: 6%
- **Q3**: 6%
- **Q4**: 6%

*Improvement year-over-year Q1*

**Through dwell**
Through dwell (hours)

- **2018**: 5 - 13
- **2019**: 5 - 13
- **2020**: 5 - 13

*Blockades*

- **Q1**: 5%
- **Q2**: 5%
- **Q3**: 5%
- **Q4**: 5%

*Improvement year-over-year Q1*

**Cars**
Active cars online – railway controlled

- **2018**: 80,000 - 120,000
- **2019**: 80,000 - 120,000
- **2020**: 80,000 - 120,000

*Blockades*

- **Q1**: 6%
- **Q2**: 6%
- **Q3**: 6%
- **Q4**: 6%

*Improvement year-over-year Q1*

**Train productivity**
Train load (GTMs per train mile)

- **2018**: 7,500 - 10,000
- **2019**: 7,500 - 10,000
- **2020**: 7,500 - 10,000

*Blockades*

- **Q1**: 5%
- **Q2**: 5%
- **Q3**: 5%
- **Q4**: 5%

*Improvement year-over-year Q1*

**Fuel productivity**
Fuel productivity (GTMs per US gallons)

- **2018**: 900 - 1,200
- **2019**: 900 - 1,200
- **2020**: 900 - 1,200

*Blockades*

- **Q1**: 6%
- **Q2**: 6%
- **Q3**: 6%
- **Q4**: 6%

*Improvement year-over-year Q1*
### Protection of Our Employees during COVID-19 Pandemic

<table>
<thead>
<tr>
<th>Social distancing</th>
<th>Cleaning</th>
<th>Protecting our dispatchers</th>
</tr>
</thead>
<tbody>
<tr>
<td>• We are:</td>
<td>• We have reinforced cleaning activities in all work areas:</td>
<td>• Split dispatchers in different locations</td>
</tr>
<tr>
<td></td>
<td>• Main locations, including elevators, bathrooms, lunch and rest rooms</td>
<td>• Assigned dedicated parking spots and elevator</td>
</tr>
<tr>
<td>- Conducting job briefings over radio or phone</td>
<td>• Shops</td>
<td>• Nurses/medical personnel positioned at each center to test for symptoms</td>
</tr>
<tr>
<td>- Staggering start time to avoid contact</td>
<td>• Team vehicles and buses for Engineering production gangs</td>
<td>• Entrances secured to only vital Operations personnel</td>
</tr>
<tr>
<td>- Dividing Engineering production gangs for lunch</td>
<td>• Tools</td>
<td>• Extra cleaning in place for each work station, bathrooms, lunch and rest rooms</td>
</tr>
<tr>
<td>- Spreading out and isolating work areas in buildings</td>
<td>• For crews and locomotives:</td>
<td></td>
</tr>
<tr>
<td>- Encouraging people to drive their own vehicle to work</td>
<td>• Additional wipes are provided in crew packs</td>
<td></td>
</tr>
<tr>
<td>- Applying work-from-home policy for non-essential roles</td>
<td>• We are disinfecting locomotives at each servicing event</td>
<td></td>
</tr>
</tbody>
</table>

### Communication

- Steady and continual messages to all employees on situation and measures taken
- Continuing to educate employees on measures in place – internal web page in place with centralized information available
Measuring Service as Defined by Customers

- Service metrics that are relevant for our customers, defined with them
- Through the years, evolved beyond only trip plan
- Working closely with our customers during disruptions and volume uncertainty
- Delivering on our commitments
- Collaborating closely with customers to ensure the delivery of critical products such as medical PPE/supplies and food to the communities we serve

Various service metrics for International and Domestic customers; for example, including container dwell at ports for imports

Delivering the number of cars committed to our unit train customers

Delivering the number of cars committed to our customers in the timeframe agreed
Track Record of **Profitable Growth** Over the Years

**Industry Revenue Ton Miles (RTMs)**

*(Index – 2013 = 100)*

- **CN**: 62.2%
- **CP**: 64.7%
- **UP**: 60.6%
- **CSX**: 63.2%
- **NSC**: 61.7%
- **KSU**: 59.9%

**RTM CAGR (1)**
- **CN**: 2.4%
- **CP**: 1.6%
- **UP**: 1.1%
- **CSX**: 0.0%
- **NSC**: -2.4%
- **KSU**: -3.2%

**OR (2)**
- **CN**: 58.4%
- **CP**: 60.6%
- **UP**: 61.7%
- **CSX**: 64.7%
- **NSC**: 59.9%

**Industry leading in volume growth**

---

(1) **RTM CAGR** is calculated from 2013 to 2019.

(2) **Operating Ratio (OR) and Adjusted Operating Ratio** for CN and KSU as reported for 2019 and based on companies’ publicly available financial statements.
Delivering Responsibly for a Sustainable Future

CN supports the United Nations Sustainable Development Goals (SDGs), which align with our vision for a sustainable world. Our five sustainability pillars are aligned with the SDGs where we have the potential to make the greatest contribution. We are committed to reporting our progress on these goals as we continue to evolve, transform and innovate our business.

<table>
<thead>
<tr>
<th>Environment</th>
<th>Safety</th>
<th>People</th>
<th>Community</th>
<th>Governance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Conduct our operations with minimal environmental impact, while providing cleaner, more sustainable transportation services to our customers.</td>
<td>Be the safest railroad in North America by establishing an uncompromising safety culture and implementing a management system designed to minimize risk and drive continuous improvement</td>
<td>Provide a safe, supportive and diverse work environment where our employees can grow to their full potential and be recognized for their contributions to our success</td>
<td>Build safer, stronger communities by investing in community development, creating positive socio-economic benefits and ensuring open lines of communication</td>
<td>Continuously improve our culture of integrity and ethical business, building trust and confidence with all our stakeholders</td>
</tr>
</tbody>
</table>

![SDG Icons]

13. CLIMATE ACTION
   - Take urgent action to combat climate change and its impacts

9. INDUSTRY INNOVATION AND INFRASTRUCTURE
   - Build resilient infrastructure, promote inclusive and sustainable industrialization and foster innovation

8. DECENT WORK AND ECONOMIC GROWTH
   - Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all

11. SUSTAINABLE CITIES AND COMMUNITIES
   - Make cities and human settlements inclusive, safe, resilient and sustainable

5. GENDER EQUALITY
   - Achieve gender equality and empower all women and girls

Foundation
ESG Priorities

Delivering responsibly is at the heart of how CN is building for a sustainable future. It means moving customers’ goods safely, being environmentally responsible, attracting and developing the best railroaders, helping build stronger communities and adhering to the highest governance standards.

**Environmental Protection**
- Achieved a 39% locomotive emission intensity improvement over the last 25 years
- Aligning our climate disclosures with the Task Force on Climate-related Financial Disclosure (TCFD)
- Diverted ~90% of our waste from landfill in 2019

**Social Responsibility**
- Investing in leadership, training, coaching and employee engagement to strengthen our safety culture
- Leveraging advances in technology and predictive analytics to improve rail operations safety
- Planted over 2 million trees since 2012 in 268 communities where we operate

**Our goal is to reduce serious injuries and fatalities to zero at CN**

**Strong Governance**
- Aligned executive compensation with long-term sustainability results by including safety
- Set and achieved a 30% gender diversity target at the Board
- Extending diversity beyond the Board to include senior levels in the organization
- Signatory to the 2022 Catalyst Accord with a set target to increase the average percentage of women in executive positions to 30% or greater by 2022

38% Of our directors are women; meeting CN’s policy of minimum Board representation of 1/3 women
A Strong Track Record of Fuel and Carbon Efficiency
CN is approximately 15% more fuel efficient than the industry average

Areas of focus – Opportunities

Achieved 39%
Locomotive emissions intensity improvement over the last 25 years

Targeting 29%
Reduction in emissions per tonne kilometers by 2030 vs 2015 – CN’s science-based target for carbon emissions
Industry-Leading in Fuel Efficiency

Fuel Efficiency (1)
(Fuel consumed per 1,000 GTMs)

(1) Based on the companies’ financial statements.
Right Talent to Win
Action-oriented, deep bench with strong track record

• Seasoned leadership team with an average of 20+ years
• Onboarding experienced, external talent to drive next wave of innovation
• Leveraging existing employee base with new talent to value methodology
• Committed to diversity and inclusion
Highly Experienced Leadership Team

JJ Ruest
President & Chief Executive Officer
- 24 years with CN
- Served as CMO for 8 years

Rob Reilly
Executive VP, Chief Operating Officer & interim Chief Information and Technology Officer
- 30 years of experience in the rail industry
- Deep understanding of the intermodal business at major ports & large terminals

Ghislain Houle
Executive VP & Chief Financial Officer
- 22 years with CN
- Qualified conductor and engineer

Sean Finn
Executive VP Corporate Services & Chief Legal Officer
- 26 years with CN
- 11 years in current role

Keith Reardon
Senior VP Consumer Product Supply Chain
- 19 years with CN
- 7 years leading Intermodal at CN

James Cairns
Senior VP Rail Centric Supply Chain
- 32 years with CN
- Over 20 years in carload markets
- Operational experience

Doug MacDonald
Senior VP Information & Technology
- 30 years with CN
- 4th generation railroader

Dorothea Klein
Senior VP & Chief Human Resources Officer
- 30 years experience in various industries
- Strong background in HR, finance, M&A & workforce transformation

Paul Butcher
VP Investor Relations
- 26 years with CN
- 10 years in investor relations

For more information on CN’s company officers, please visit www.cn.ca/company-officers.
Leveraging Strong Talent Pool
First railroad to implement talent to value methodology

**Empowering internal talent**
- Seasoned scheduled railroaders and proven market makers each with over 20 years of experience

**Embracing external talent**
- Challenging the art of what is possible
- Bringing best in class ideas from other industries to further enhance our world class model
Developing the Best Railroaders

Continuous learning and development

1.9 million hours in 2018, covering skills, re-certification, and various leadership development programs as well as entry-level training

Ensuring continuous learning for our employees is critical to having a skilled, safe and engaged labor force

<table>
<thead>
<tr>
<th>Position</th>
<th>Number of employees (1)</th>
<th>Expiration</th>
</tr>
</thead>
<tbody>
<tr>
<td>Conductors and yard coordinators</td>
<td>3,551</td>
<td>July 23, 2022</td>
</tr>
<tr>
<td>Track forces</td>
<td>2,739</td>
<td>December 31, 2023</td>
</tr>
<tr>
<td>Shopcraft</td>
<td>2,066</td>
<td>December 31, 2022</td>
</tr>
<tr>
<td>Locomotive engineers</td>
<td>1,949</td>
<td>December 31, 2022</td>
</tr>
<tr>
<td>Clerical and Intermodal</td>
<td>1,714</td>
<td>December 31, 2022</td>
</tr>
<tr>
<td>Signals and communications</td>
<td>761</td>
<td>December 31, 2021</td>
</tr>
</tbody>
</table>

Labour stability

Canadian unionized workforce

CN is part of a national labor relation council which works in collaboration with all the railroads to provide a stable landscape to operate in the U.S.

U.S. unionized workforce

(1) As at December 31, 2019. Excludes rail traffic controllers, special agents and other.
### Creating a Diverse and Inclusive Work Environment

#### Strengthening our diversity commitment
- Focus on minorities, women, persons with disabilities as well as Aboriginal peoples
- Looking to increase diversity at more senior levels within our Company, as our workforce continues to turnover due to retirements
- Signatory of 2022 Catalyst Accord

#### Partnerships driving our diversity objectives
- Partnered with PGNAETA (1) and BCIT (2) to train Aboriginal railway workers, hiring 70% of the graduates in 2018
- Working closely with POWE (3), women in engineering and women building futures to promote opportunities for women in non-traditional roles

#### Promoting cultural awareness
- Created a Diversity Task Force and implemented a number of diversity initiatives
- Provided cultural awareness training and employee sensitivity on Aboriginal issues, and held discussions on diversity at our “Working Together” initiative, enabling employees to candidly discuss diversity and the need for inclusion and teamwork

<table>
<thead>
<tr>
<th>38%</th>
<th>40%</th>
<th>30%</th>
</tr>
</thead>
<tbody>
<tr>
<td>Of our directors are women; meeting CN’s policy of minimum Board representation of 1/3 women</td>
<td>New employees in Canada and 29% in U.S. represented by diversity groups</td>
<td>Increase of diversity hiring in Canada, and doubled the number of women hired in both Canada and the U.S.</td>
</tr>
</tbody>
</table>

---

(1) Prince George Nechako Aboriginal Employment Training Association (PGNAETA).
(2) British Columbia Institute of Technology (BCIT).
(3) Promoting Opportunities for Women in Engineering (POWE).
Targeting Long-Term Profitable Growth

Strategic pipeline of growth opportunities

• Focused on consumer product and rail centric supply chain organic opportunities

• Disciplined acquisitions and strategic partnerships

• Aiming to deliver compounded pricing above rail inflation
Strategic Pipeline of Growth Opportunities

- Prince Rupert container expansion
- Propane terminals (Altagas, Pembina)
- Collaboration with Ridley Coal Terminal
- Teck coal
- G3 and Fraser River grain terminals
- Canapux
- Greater Vancouver container terminal expansions
- New wood pellets plant
- Ramp-up of Coal Spur
- Kitimat LNG terminal
- New plastic plants
- New country grain elevators
- Minneapolis automotive compound
- CargoCool / Temperature-controlled
- Equipment Management Pool (EMP Program)
- CN / CSX port container interline partnership
- Quebec City container port
- Hutchison partnership
- Halterm terminal PSA International
- Rail Centric
- Consumer Product
- Long-Term Profitable Growth
- New plastic plants
- New country grain elevators
- G3 and Fraser River grain terminals
- Canapux
- Greater Vancouver container terminal expansions
- Minneapolis automotive compound
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- Equipment Management Pool (EMP Program)
- CN / CSX port container interline partnership
- Quebec City container port
- Hutchison partnership
- Halterm terminal PSA International
- Rail Centric
- Consumer Product
- Long-Term Profitable Growth
Canadian West Coast Port Strategy

Vancouver – Investing to accommodate future growth

Customer investments – Over $1B in private sector investments

1. Centerm – Planned increase in capacity from 600k TEU to 1.5M TEU (early 2022)
2. Vanterm – Planned increase in capacity from 850k TEU to 1.065M TEU (2020)
3. Neptune – Coal capacity from 12.2MT to 18.5MT (2021) and Potash capacity from 6MT to 11.5MT (completed)
4. Fibreco (Grain / wood pellets) – added grain
5. Kinder Morgan – Increased agriculture products through terminal
6. Cargill (Grain) – Added third dumper
7. Richardson International Ltd (Grain) – Increased storage and throughput 4-5MT capacity
8. G3 (Grain) – New grain terminal with 8MT capacity in 2020

Rail investments (over $400M jointly funded by CN, Port of Vancouver and Canadian Federal Government)

A. 4.3 KM extension of double track (Q4-2021)
B. Improving rail access to North Shore
   - 5.8 km staging track, and tunnel ventilation improvements (Q4 2020)
   - Grade separation (Q1 2024)
C. 5.6 km double track (Q2 2021)

Customer investments – Over $1B in private sector investments

1. Centerm – Planned increase in capacity from 600k TEU to 1.5M TEU (early 2022)
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Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.

Long-Term Profitable Growth
Canadian West Coast Port Strategy

Prince Rupert - Served exclusively by CN

Customer terminal and logistics – Over $1B in private and Canadian Federal Government investments

1. Fairview Terminal (DPW) – Planned increase in capacity from 1.35M TEU to 1.8M TEU (2022)
2. Vopak Pacific Canada – Planned bulk liquids terminal scaling to 12 MMT by 2026 (Phase 1: 4 MMT by 2022)
3. Raymont Logistics – Agricultural products transload

Export Logistics (PRPA) – Planned permanent dry bulk, forest products and intermodal transloading (2022)

Import Logistics (Metlakatla First Nation) – Announced import value-added logistics support services (non-rail)

Pembina – Planned Liquefied Petroleum Gas (LPG) export terminal with capacity of 25,000 barrels per day (2021) and planned expansion of 15,000 barrels per day (2023)

Supporting road and rail infrastructure investment – Over $350M jointly funded by CN, PRPA and the Canadian Federal Government

A. New long siding for port area staging (2020)
B. Zanardi Bridge, Rail and Causeway Expansion (2022)
   - New double track bridge over the Zanardi Rapids
   - Two new dedicated leads to Ridley Island development
   - Existing bridge rehabilitation
C. Connector Road and Siding Project (2021)
   - Two additional long sidings for intermodal support
   - Connector Road directly linking current and planned Ridley Island logistics with Fairview Terminal

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Canadian East Coast Port Strategy
Emulating the success of our Prince Rupert model

Leveraging our underutilized Eastern network

• East Coast port developments aim to capture growth from ultra large container vessels

• Canadian East Coast ports offer competitive gateways for European and Asian cargo

• Partnering with Eastern Canadian port operators to develop market competitive end-to-end service to the U.S. Midwest

Recent developments

• Halifax – working closely and strategically with PSA, new operator of Halterm Terminal

• Quebec City – Development of new container terminal port in collaboration with Hutchison Ports, expected to open Spring of 2024

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Leveraging our Unique Network
Key capacity expansions across our network

- **Expansion of terminals**
  - Success of the supply chain and collaboration with our partners to compete in a global environment
  - Consistent service provides customers ability to grow their business
  - Investing in our inland terminals supporting continued growth in key consumer growth markets

- **New terminals**
  - To accommodate greater anticipated demand

- **New automotive storefronts**
  - Strengthening and growing our relationships with our new Vancouver auto compound (operational)
  - Extending our reach into new markets; Minneapolis auto compound expected to be completed in late 2020

---

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
**International Intermodal – Prince Rupert**

Long term opportunity from ongoing capacity expansion

- Best West Coast gateway to North America
  - 1-2 days closer sailing time
  - Favorable roundtrip economics supported by export balance
  - Close partnership between terminal and rail operations driving efficiency and premium customer service
  - 9 out of 10 major steamship lines now leveraging Prince Rupert’s unique advantages

- Planned investments for Prince Rupert, jointly funded by CN, Prince Rupert Port Authority (PRPA) and the Canadian Federal government
  - Additional 450,000 TEU capacity by 2022
  - Including bulk expansions

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
International Intermodal – Vancouver
Joint investments by all supply chain stakeholders

• Significant terminal investments increasing available capacity
• Rail-related investments in Vancouver, funded by CN, Port of Vancouver and Federal Government, aligned to ensure gateway fluidity

Deltaport
• 600K TEU capacity expansion completed in 2018 – CN well-positioned to drive growth

Centerm DP WORLD
• Expansion project started Q3 2019
  • Plan to increase annual container throughput capacity by 600K TEUs to 1.5M TEUs by early 2022

Vanterm
• Planned expansion in 2020
  • Plan to increase annual container throughput capacity by 215K TEUs to 1.065M TEUs

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
International Intermodal – Port of Halifax
Feeding the eastern network

- Halterm Terminal now operated by PSA – a leading global port terminal operator
- $250M of investments in the past 10 years:
  - Longer and deeper piers
  - Upgraded gates and marshalling areas
- 2019 investments – Super Post-Panamax ship-to-shore crane scheduled to be in service June 2020 and able to handle today’s largest vessels
- Additional investments in 2020 – Berth extension
Recent Capacity Investments Enabling Service Improvements in Domestic Intermodal

Wholesale
• Strengthening position through strong partnerships with industry leaders
• Full membership in Equipment Management Pool (EMP) program reducing empty container movements and extending our reach
• Integration of TransX best practices/cross-pollination:
  • Efficient dispatching for better asset utilization
  • Hands-on, personal customer service

Retail
• Strengthening position through door-to-door and CargoCool services
• Solid customer base and extensive network reach

Terminals
• Technology tools to improve asset utilization and productivity

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Automotive

New storefronts and capacity expansions

- New auto compound in Vancouver providing ability to drive growth in the area
- New auto compound in New Richmond, WI to access Minnesota market with direct, single-line CN service
- New plant expansion plans/future product investments from Ford and Fiat Chrysler Automobiles (FCA)
- Renewed and expanded agreement with GM
  - First customer at the new automotive compounds in Vancouver (operational) and New Richmond, WI (expected to open Q4 2020)
- AutoMobile International Terminal (2H 2020) – Roll-on/Roll-off (RORO) terminal for imports and short sea shipping from Mexico, conducive to CN rail network to/from Canada and Midwest markets

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Crude Oil
Best-in-class network from Western Canada to U.S. Gulf Coast

• Working to create long term crude-by-rail demand by promoting diluent recovery capacity (DRUs), bringing rail transportation costs in line with new pipelines

ESG Spotlight:
Advancing partnerships for CanaPux™ pilot and eventual full-scale deployment
  • CanaPux™ is a safe and innovative process for transporting bitumen, formed by blending and coating bitumen with polymer

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Frac Sand and NGLs
Solid origination franchise in Wisconsin

• Great origination and termination frac sand franchise
  • Single-line efficient hook-and-haul operation with long length of haul from Wisconsin to Western Canada

• Mindful of risk related to local sourcing of frac sand and demand volatility

• Providing Western Canadian propane access to Asian markets
  • Altagas propane export facility at Prince Rupert (opened May 2019)
  • Second facility (Pembina) expected to open in early Q2 2021

• CN direct access to NGL fractionation capacity in Edmonton area
  • Generating additional product that must move by rail due to lack of pipeline capacity

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Coal & Petroleum Coke
Export supply chains solely served by CN

• Unique single access to Ridley and Convent Terminals, offering opportunities for strong growth in export coal

• Ramp-up of new Coal Spur (Vista) coal mine (started in May 2019) at 3M tonnes annualized; potential to eventually increase to the 6M to 10M tonne range

• New Teck contract to start in 2021 – Shipments destined to Vancouver and Prince Rupert

• Sale of Ridley Terminal to the private sector is positive for CN’s bulk export opportunities and potential for commodity diversification

• Planned investments at Port of Prince Rupert jointly funded by CN, PRPA and the Canadian Federal government, supporting continued expansion of this growing gateway

• Lower thermal coal prices continue to challenge the U.S. coal market

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Refined Petroleum Products & Sulphur

• Refined petroleum products – Creating opportunities to source refined petroleum products from Alberta to Southern Ontario

• Sulphur – Unique CN reach from origin to export facilities in Vancouver and the St. Lawrence Seaway

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
CN Serving the Majority of New Grain Elevators Built in Canada since 2015

<table>
<thead>
<tr>
<th>CN grain revenues originating from Canada (1)</th>
<th>Increased car spotting per week for the 2019/2020 crop year</th>
<th>Increased customer participation in CN’s Western Canada fleet integration program</th>
</tr>
</thead>
<tbody>
<tr>
<td>70%</td>
<td>150</td>
<td></td>
</tr>
</tbody>
</table>

24 new grain elevators built on CN lines:

<table>
<thead>
<tr>
<th>In operation</th>
<th>Announced</th>
<th>Shared</th>
<th>Other railroad</th>
</tr>
</thead>
<tbody>
<tr>
<td>17</td>
<td>6</td>
<td>1</td>
<td>10</td>
</tr>
</tbody>
</table>

(1) Based on Q1 2020 revenues.

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Strategic Acquisitions and Partnerships
Building on our acquisition track record

Pursuing targets that help our customers get their products to market more efficiently, extend our reach, and increase volume on our network

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Disciplined Target Selection

**Right Target to Feed the Network**
- Creates incremental rail volume
- Onboards talent
- Enables modal options & complementary services
- Extends physical & commercial reach

**Financially Compelling and Executable**
- Determine standalone ROIC
- Identify revenue and cost synergies
- Consider required regulatory approvals

**Proven Track Record of Integration**
- Deliver on expected standalone return
- Realize synergies
- Cross-pollinate best practices

**ONE Goal**
- Driving shareholder value

---

Please see Forward-Looking Statements at the beginning of the presentation for a summary of 2020 assumptions and important risk factors.

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Long-Term Profitable Growth
TransX – Recent Intermodal Transaction

Creating Incremental Rail Volume
Shifting over-the-road moves to rail and leveraging additional services to increase rail volumes

Onboarding Talent
Strong entrepreneurial management team with deep expertise in logistics, operations, dispatch and temperature-controlled supply chain

Enabling Complementary Services
Enhancing CN’s existing intermodal supply chain solutions

Extending Physical and Commercial Reach
Deepening the temperature-controlled service offering

Broadening our intermodal services and solidifying our leadership as an end-to-end transportation and logistics company

Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Implementing Advanced Technologies
Our next strategic driver of value

- Increasing speed to market, repeatable and reusable
- Focused on key projects – from pilot to implementation
  - Autonomous track inspection program
  - Automated inspection portals
  - Handheld devices for mechanics and crew
  - Enterprise automation
  - Smart network (digital twin)
Information & Technology
Deploying advanced technologies to drive value

- Autonomous Track Inspection Program
- Automated Inspection Portals
- Handheld Technology for Conductors
- Enterprise Automation
- Handheld Technology for Car Mechanics
- Smart Network
Autonomous Track Inspection Program (ATIP)

8 ATIP cars deployed across the network

Approval of FRA\(^{(1)}\) Test Program

- CN’s ATIP Test Program approved by the FRA
- Multi-phased approach will ultimately lead to
  - Less on-track inspection time for track infrastructure
  - More consistent and regular track evaluations
- Phase 1 update – Chicago to New Orleans corridor
  - Over 29,000 miles of track year-to-date with ATIP car versus 2,400 miles over same period last year
  - Almost 90% reduction of latent regulatory geometry conditions in-track versus traditional inspection method

8 ATIP cars deployed across the network:
- ~70% of core mainline protected
- 100% of core mainline and 90% of GTMs targeted for 2020

2019
8 ATIP cars (all geometry and 3 Laser & LIDAR equipped)
2020
2 new fully equipped inspection cars expected to be deployed
2021
3 new fully equipped inspection cars expected to be deployed

\(^{(1)}\) Federal Railroad Administration.
Automated Inspection Portals

High resolution imaging hardware coupled with powerful machine learning software is changing how we inspect our fleet

- Immediate benefits include improved rolling departure inspections as trains depart the yard
- Future benefits include better network fluidity through the reduction of online failures
- Increased frequency and improved objective inspections, especially on difficult to see parts of the railcar, including the undercarriage, supporting our safety agenda
- Improved employee efficiency by increasing repair time and reducing inspection time

2019

- 7 portals installed
- 9 algorithms developed

End of 2020

- Develop ~70 algorithms to perform full visual rail car inspections

2021 - 2022

- Develop ~30 algorithms and leverage them to automate an enhanced inspection process
Handheld Technology
A mobile foundation starting with 3 applications

**Mobile Device for Mechanics (550 devices deployed)**
- Increase data accuracy and scope of work billed
- Improve supervisors’ visibility of work progression and efficiency with remote communication of instructions

**Mobile Device for Train Crews (10,450 devices deployed)**
- Speed up information flow to customers and increase accuracy and completeness in reporting work performed
- Enable dynamic planning and work assignment, staying current on progress

**Documentation on Mobile Devices**
- Improve safety and productivity with easier navigation and access to operating rules, customization of content and more robust update process

---

Enable digital reporting on services to customers

<table>
<thead>
<tr>
<th>2019</th>
<th>2020</th>
</tr>
</thead>
<tbody>
<tr>
<td>• Full deployment of Electronic Operating Manual and the first phase of Mobile Reporting Services</td>
<td>• Full deployment of Car Repair Billing application</td>
</tr>
</tbody>
</table>

Digitization of manual processes driving standardization, improved productivity, reduced costs and better revenue capture
Enterprise Automation
Using technology to automate and eliminate manual and time consuming tasks

• Leveraging a variety of tools, such as Robotic Process Automation (RPA), smart data capture, conversational interfaces (chatbots), cognitive automation and agile orchestration technologies

• Scalability at low incremental cost

• Enables employees to focus on value added tasks

• New Chief Digital Officer scaling up RPA digital lab, accelerating digitization of labor intensive repetitive work process
Smart Network (Digital Twin)

An integrated digital scenario analysis and simulation tool to improve insight and enhance capacity planning relative to changing demand

- Simulates train movements on the network to gain insight on capacity, cost and operational fluidity
- Anchored on simulation and a holistic view of network operations
- Stress testing scenario analysis will help identify options/trade-offs to handle forecasted volume, including identification of specific pinch points, on a more timely basis
  - Particularly important given long lead times to bring new capacity online, such as infrastructure construction, crews, and locomotives

<table>
<thead>
<tr>
<th>Year</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Q4 2019</td>
<td>Locomotive and crew planning model in place</td>
</tr>
<tr>
<td>2020</td>
<td>Integrated with modernized simulator engine</td>
</tr>
<tr>
<td>2021</td>
<td>Full integrated network simulator</td>
</tr>
</tbody>
</table>
Shareholder Value Creation

• Ability to adjust resources through economic cycles

• Strong balance sheet and disciplined capital allocation

• Solid historical Total Shareholder Return (TSR)
### Track Record of Delivering Solid Results

<table>
<thead>
<tr>
<th>Revenues</th>
<th>Flat</th>
<th>Net Income</th>
<th>▲ 29%</th>
<th>Free Cash Flow (1)</th>
<th>▲ 100%</th>
</tr>
</thead>
<tbody>
<tr>
<td>$M</td>
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<td>$M</td>
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<td>$M</td>
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<tr>
<td>12,037</td>
<td>13,041</td>
<td>14,321</td>
<td>14,917</td>
<td>2,520</td>
<td>2,778</td>
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<td></td>
<td>3,544</td>
<td>3,545</td>
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<tr>
<td>Q1 2019</td>
<td>Q1 19</td>
<td>Q1 20</td>
<td></td>
<td>Q1 19</td>
<td>Q1 20</td>
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</tbody>
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<table>
<thead>
<tr>
<th>Net Income</th>
<th>$M</th>
<th>▲ 29%</th>
<th>Net Income</th>
<th>$M</th>
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<th>Net Income</th>
<th>$M</th>
<th>▲ 29%</th>
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<tbody>
<tr>
<td>3,640</td>
<td>5,484</td>
<td>4,328</td>
<td>4,216</td>
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<td></td>
<td></td>
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</tr>
<tr>
<td>2016</td>
<td>2017</td>
<td>2018</td>
<td>2019</td>
<td>Q1 19</td>
<td>Q1 20</td>
<td>Q1 19</td>
<td>Q1 20</td>
<td></td>
</tr>
<tr>
<td>786</td>
<td>1,011</td>
<td></td>
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<td>1,011</td>
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<td>1,011</td>
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</table>

<table>
<thead>
<tr>
<th>Free Cash Flow (1)</th>
<th>▲ 100%</th>
<th>Free Cash Flow (1)</th>
<th>▲ 100%</th>
<th>Free Cash Flow (1)</th>
<th>▲ 100%</th>
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<tr>
<td>2,520</td>
<td></td>
<td>2,778</td>
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<td>2,514</td>
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<tr>
<td>2016</td>
<td>2017</td>
<td>2018</td>
<td>2019</td>
<td>Q1 19</td>
<td>Q1 20</td>
</tr>
<tr>
<td>286</td>
<td></td>
<td>573</td>
<td></td>
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<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Diluted EPS</th>
<th>▲ 31%</th>
<th>Adj. Diluted EPS (1)</th>
<th>▲ 4%</th>
<th>Adjusted ROIC (2)</th>
</tr>
</thead>
<tbody>
<tr>
<td>$ per share</td>
<td></td>
<td>$ per share</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4.67</td>
<td>5.87</td>
<td>5.83</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2016</td>
<td>2017</td>
<td>2018</td>
<td>2019</td>
<td>Q1 19</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1.08</td>
<td>1.42</td>
<td></td>
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</tr>
</tbody>
</table>

| Adjusted ROIC (2) | | Adjusted ROIC (2) | | Adjusted ROIC (2) |
|-------------------| |-------------------| |-------------------|
| $               | | $               | | $               |
| 15.8%           | | 15.9%           | | 15.7%           |
| 2016             | | 2017             | | 2018             |
| 15.1%           | |                   | |                   |

(1) Please see website, Financial Results, [www.cn.ca/financial-results](http://www.cn.ca/financial-results), for an explanation of this non-GAAP measure.
(2) Please see the Appendix for an explanation of this non-GAAP measure.

For more financial information, please visit [www.cn.ca/en/investors](http://www.cn.ca/en/investors).
## Track Record in Previous Downturns

### Great Recession (2008-2009)

- RTMs declined 10% in 2009
- Undertook cost takeout efforts including ~900 net reduction in average headcount (approximately 4%)
- Matched 13% decline in revenues with 12% reduction in operating expenses
- Lower oil prices and lower Canadian dollar acting as shock absorbers
- Share repurchases suspended
- Adjusted diluted EPS \(^{(1)}\) declined 13%
- In 2010, RTMs recovered, growing 12% and delivered adjusted diluted EPS increase of 30%

### Freight Recession (2015-2016)

- RTMs declined 5% in 2016
- Aggressive cost reduction including tight labor cost management (~9% net reduction in average headcount), overtime and unproductive reduction initiatives
- While revenues declined 5%, tight cost control led to a 6% decline in operating expenses
- Continued $2B share repurchase program
- Generated 3% adjusted diluted EPS \(^{(1)}\) growth
- In 2017, RTM growth of 11% and delivered adjusted diluted EPS increase of 9%

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(1) Please see website, First Quarter Results, [www.cn.ca/financial-results](http://www.cn.ca/financial-results), for an explanation of this non-GAAP measure.
Disciplined Approach to Capital Investments

Investing to support our business and committed to investing for the long-term

**Capital Investments and Adjusted ROIC (1)**

*in $M & % respectively*

<table>
<thead>
<tr>
<th>Year</th>
<th>Capital Investments</th>
<th>Adjusted ROIC</th>
</tr>
</thead>
<tbody>
<tr>
<td>2013</td>
<td>2,017</td>
<td>15.2%</td>
</tr>
<tr>
<td>2014</td>
<td>2,297</td>
<td>16.2%</td>
</tr>
<tr>
<td>2015</td>
<td>2,706</td>
<td>17.0%</td>
</tr>
<tr>
<td>2016</td>
<td>2,752</td>
<td>15.8%</td>
</tr>
<tr>
<td>2017</td>
<td>2,673</td>
<td>15.9%</td>
</tr>
<tr>
<td>2018</td>
<td>3,531</td>
<td>15.7%</td>
</tr>
<tr>
<td>2019</td>
<td>3,865</td>
<td>15.1%</td>
</tr>
<tr>
<td>2020F</td>
<td>2,900</td>
<td></td>
</tr>
</tbody>
</table>

**Capital investments as a percentage of revenues**

<table>
<thead>
<tr>
<th>Year</th>
<th>Capital Investments as a Percentage of Revenues</th>
</tr>
</thead>
<tbody>
<tr>
<td>2013</td>
<td>19%</td>
</tr>
<tr>
<td>2014</td>
<td>19%</td>
</tr>
<tr>
<td>2015</td>
<td>21%</td>
</tr>
<tr>
<td>2016</td>
<td>23%</td>
</tr>
<tr>
<td>2017</td>
<td>21%</td>
</tr>
<tr>
<td>2018</td>
<td>25%</td>
</tr>
<tr>
<td>2019</td>
<td>26%</td>
</tr>
</tbody>
</table>

(1) Please see the Appendix for an explanation of this non-GAAP measure.
(2) Positive Train Control.
(3) Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Rewarding Shareholders
Over $3.2B or ~77% of adjusted net income\(^{(1)}\) returned to shareholders in 2019

**Consistently increasing dividends**

- Dividend increased every year since 1995 IPO
- 37% adjusted dividend payout ratio in 2019\(^{(2)}\)

**Opportunistic share repurchases**

- Over $23B of share repurchases since 2000
- Normal Course Issuer Bid (NCIB) of up to 16 million common shares from February 1, 2020 to January 31, 2021\(^{(3)}\)
- As of March 31, 2020, in light of the uncertain and unprecedented environment, the Company had paused share repurchases.

\[\text{Annual dividend payout ($ per share)}\]
\[\text{(adjusted for stock splits)}\]

\[\text{Amount spent on share repurchases }\]
\[\text{(in $M)}\]

---

\(\text{(1)}\) Please see website, Financial Results, www.cn.ca/financial-results, for an explanation of this non-GAAP measure.

\(\text{(2)}\) Please see the Appendix for an explanation of this measure.

\(\text{(3)}\) Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Maintaining a Strong Balance Sheet
Prudent financial management

Adjusted debt-to-adjusted EBITDA multiple (1)

<table>
<thead>
<tr>
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</tr>
</thead>
<tbody>
<tr>
<td>Value</td>
<td>1.74</td>
<td>1.63</td>
<td>1.77</td>
<td>1.85</td>
<td>1.75</td>
<td>1.94</td>
<td>2.02</td>
</tr>
<tr>
<td>LTM (2)</td>
<td>2.01</td>
<td>2.20</td>
<td></td>
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</tbody>
</table>

(1) Please see website, Financial Results, www.cn.ca/financial-results, for an explanation of this non-GAAP measure.

Investment Grade Credit Ratings

<table>
<thead>
<tr>
<th>Rating Service</th>
<th>Rating</th>
</tr>
</thead>
<tbody>
<tr>
<td>Moody’s</td>
<td>A2</td>
</tr>
<tr>
<td>Dominion Bond Rating Service</td>
<td>A</td>
</tr>
<tr>
<td>Standard &amp; Poor’s</td>
<td>A</td>
</tr>
</tbody>
</table>

Shareholder Value

(2) LTM – Last 12 months
Prudent Financial Management in Unprecedented Economic Uncertainty

• Withdrawing 2020 financial guidance and 3-year targets provided at the 2019 Investor Day due to uncertainty caused by COVID-19 pandemic

• Strong balance sheet to weather the storm
  • Best credit rating in the industry, with ability to continue to access commercial paper market

• Reducing capital envelope in 2020 to approximately $2.9B

• Continuing to pause share repurchases and will reassess on an ongoing basis

• Committed to maintaining previously announced 2020 dividend increase of 7%

While it is clear that no one can predict the ultimate impact of the current global economic environment, based on what we know today, the Company is still working to generate a minimum of approximately $2.5B of free cash flow (1) in 2020 (2)

(1) Please see website, First Quarter Results, www.cn.ca/financial-results, for an explanation of this non-GAAP measure.

(2) Please see Forward-Looking Statements at the beginning of the presentation for a summary of the 2020 assumptions and important risk factors.
Our Strategic Game Plan

To deliver long-term profitable growth and create shareholder value

Driving shareholder value creation
Consistent capital allocation strategy with financial discipline and flexibility to drive strong and sustainable ROIC

Implementing advanced technologies to modernize Scheduled Railroading
At forefront of industry further enhancing safety, reliability and efficiency

Targeting long-term profitable growth
Multiple levers with solid pipeline to continue growing faster than the economy at low incremental cost

Right talent to win
Action-oriented, deep bench with strong track record and focus on continuous improvement

Our foundation
Service and operational excellence driven by culture of continuous improvement and social responsibility; pioneers of Scheduled Railroading with unique network
## Appendix: Financial Highlights

Consistently delivered **15%+ ROIC** since 2013

<table>
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<tr>
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</tr>
</thead>
<tbody>
<tr>
<td><strong>Total revenues ($M)</strong></td>
<td>10,575</td>
<td>12,134</td>
<td>12,611</td>
<td>12,037</td>
<td>14,321</td>
<td>14,917</td>
<td></td>
<td>6%</td>
<td>3,545</td>
<td>Flat</td>
</tr>
<tr>
<td><strong>Total revenue ton miles (RTMs) (B)</strong></td>
<td>210.1</td>
<td>232.1</td>
<td>224.7</td>
<td>214.3</td>
<td>237.1</td>
<td>248.4</td>
<td>241.9</td>
<td>2%</td>
<td>58.4</td>
<td>(1%)</td>
</tr>
<tr>
<td><strong>Operating income ($M)</strong></td>
<td>3,819</td>
<td>4,498</td>
<td>5,155</td>
<td>5,032</td>
<td>5,243</td>
<td>5,493</td>
<td>5,593</td>
<td>7%</td>
<td>1,215</td>
<td>13%</td>
</tr>
<tr>
<td><strong>Net income ($M)</strong></td>
<td>2,612</td>
<td>3,167</td>
<td>3,538</td>
<td>3,640</td>
<td>4,328</td>
<td>4,216</td>
<td></td>
<td>8%</td>
<td>1,011</td>
<td>29%</td>
</tr>
<tr>
<td><strong>Adjusted net income ($M)</strong></td>
<td>2,582</td>
<td>3,095</td>
<td>3,580</td>
<td>3,581</td>
<td>3,778</td>
<td>4,056</td>
<td>4,189</td>
<td>8%</td>
<td>870</td>
<td>3%</td>
</tr>
<tr>
<td><strong>Diluted earnings per share ($)</strong></td>
<td>3.09</td>
<td>3.85</td>
<td>4.39</td>
<td>4.67</td>
<td>7.24</td>
<td>5.87</td>
<td>5.83</td>
<td>11%</td>
<td>1.42</td>
<td>31%</td>
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<tr>
<td><strong>Adjusted diluted earnings per share ($) (2)</strong></td>
<td>3.06</td>
<td>3.76</td>
<td>4.44</td>
<td>4.59</td>
<td>4.99</td>
<td>5.50</td>
<td>5.80</td>
<td>11%</td>
<td>1.22</td>
<td>4%</td>
</tr>
<tr>
<td><strong>Free cash flow ($M) (2)</strong></td>
<td>1,623</td>
<td>2,220</td>
<td>2,373</td>
<td>2,520</td>
<td>2,778</td>
<td>2,514</td>
<td>1,992</td>
<td>3%</td>
<td>573</td>
<td>100%</td>
</tr>
<tr>
<td><strong>Operating ratio (%)</strong></td>
<td>63.9</td>
<td>62.9</td>
<td>59.1</td>
<td>58.2</td>
<td>59.8</td>
<td>61.6</td>
<td>62.5</td>
<td></td>
<td>65.7</td>
<td>380 bps</td>
</tr>
<tr>
<td><strong>Adjusted operating ratio (%) (2)</strong></td>
<td>63.9</td>
<td>62.9</td>
<td>59.1</td>
<td>58.2</td>
<td>59.8</td>
<td>61.5</td>
<td>61.7</td>
<td></td>
<td>65.7</td>
<td>150 bps</td>
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<tr>
<td><strong>Share repurchases ($M)</strong></td>
<td>1,400</td>
<td>1,505</td>
<td>1,750</td>
<td>2,000</td>
<td>2,000</td>
<td>2,000</td>
<td>1,700</td>
<td></td>
<td>379</td>
<td></td>
</tr>
<tr>
<td><strong>Dividends per share ($)</strong></td>
<td>0.86</td>
<td>1.00</td>
<td>1.25</td>
<td>1.50</td>
<td>1.65</td>
<td>1.82</td>
<td>2.15</td>
<td>16%</td>
<td>0.575</td>
<td>7%</td>
</tr>
<tr>
<td><strong>Adjusted debt-to-adjusted EBITDA multiple (times)(2)</strong></td>
<td>1.74</td>
<td>1.63</td>
<td>1.77</td>
<td>1.85</td>
<td>1.75</td>
<td>1.94</td>
<td>2.02</td>
<td></td>
<td>2.20</td>
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<tr>
<td><strong>Return on Invested Capital (ROIC) (%) (3)</strong></td>
<td>15.4</td>
<td>16.6</td>
<td>16.8</td>
<td>16.0</td>
<td>22.4</td>
<td>16.7</td>
<td>15.3</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Adjusted ROIC (%) (3)</strong></td>
<td>15.2</td>
<td>16.2</td>
<td>17.0</td>
<td>15.8</td>
<td>15.9</td>
<td>15.7</td>
<td>15.1</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(1) Q1 2020 vs Q1 2019.
(2) Please see website, Financial Results, [www.cn.ca/financial-results](http://www.cn.ca/financial-results), for an explanation of these non-GAAP measures.
(3) Please see the Appendix – Non-GAAP measures for an explanation of these non-GAAP measures.
## Appendix: Non-GAAP Measures

This presentation makes reference to non-GAAP measures that do not have any standardized meaning prescribed by GAAP, including adjusted dividend payout ratio, ROIC and adjusted ROIC. These non-GAAP measures may not be comparable to similar measures presented by other companies. These non-GAAP measures should not be considered in isolation or as a substitute for financial measures prepared in accordance with GAAP.

### Adjusted Dividend Payout Ratio

Management believes that the adjusted dividend payout ratio is a useful measure of the Company’s financial strength as it demonstrates the sustainability of the Company’s dividend payments. The Company calculates the dividend payout ratio as dividends divided by net income. The Company calculates the adjusted dividend payout ratio as dividends divided by adjusted net income.

*In $M, unless otherwise indicated*

<table>
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<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Dividends</td>
<td>724</td>
<td>818</td>
<td>996</td>
<td>1,159</td>
<td>1,239</td>
<td>1,333</td>
<td>1,544</td>
</tr>
<tr>
<td>Net income</td>
<td>2,612</td>
<td>3,167</td>
<td>3,538</td>
<td>3,640</td>
<td>5,484</td>
<td>4,328</td>
<td>4,216</td>
</tr>
<tr>
<td>Dividend payout ratio (%)</td>
<td>27.7</td>
<td>25.8</td>
<td>28.2</td>
<td>31.8</td>
<td>22.6</td>
<td>30.8</td>
<td>36.6</td>
</tr>
<tr>
<td>Dividends</td>
<td>724</td>
<td>818</td>
<td>996</td>
<td>1,159</td>
<td>1,239</td>
<td>1,333</td>
<td>1,544</td>
</tr>
<tr>
<td>Adjusted net income (1)</td>
<td>2,582</td>
<td>3,095</td>
<td>3,580</td>
<td>3,581</td>
<td>3,778</td>
<td>4,056</td>
<td>4,189</td>
</tr>
<tr>
<td>Adjusted dividend payout ratio (%)</td>
<td>28.0</td>
<td>26.4</td>
<td>27.8</td>
<td>32.4</td>
<td>32.8</td>
<td>32.9</td>
<td>36.9</td>
</tr>
</tbody>
</table>

(1) Please see website, Financial Results, [www.cn.ca/financial-results](http://www.cn.ca/financial-results), for an explanation of this non-GAAP measure.
Appendix: Non-GAAP Measures (Continued)

ROIC and Adjusted ROIC

Management believes that ROIC and adjusted ROIC are useful measures of the efficiency in the use of capital funds. The Company calculates ROIC as return divided by average invested capital. Return is defined as net income plus interest expense after-tax, calculated using the Company’s effective tax rate. Average invested capital is defined as the sum of total shareholders’ equity, long-term debt and current portion of long-term debt less cash and cash equivalents, and restricted cash and cash equivalents, averaged between the beginning and ending balance over a twelve-month period. The Company calculates adjusted ROIC as adjusted return divided by average invested capital. Adjusted return is defined as adjusted net income plus interest expense after-tax, calculated using the Company’s effective tax rate, excluding the tax effect of adjustments used to determine adjusted net income.

In $M, unless otherwise indicated

<table>
<thead>
<tr>
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<th></th>
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<tbody>
<tr>
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<td>3,167</td>
<td>3,538</td>
<td>3,640</td>
<td>5,484</td>
<td>4,328</td>
<td>4,216</td>
</tr>
<tr>
<td>Interest expense</td>
<td>357</td>
<td>371</td>
<td>439</td>
<td>480</td>
<td>481</td>
<td>489</td>
<td>538</td>
</tr>
<tr>
<td>Tax on interest expense</td>
<td>(97)</td>
<td>(102)</td>
<td>(120)</td>
<td>(125)</td>
<td>(124)</td>
<td>(116)</td>
<td>(120)</td>
</tr>
<tr>
<td>Return</td>
<td>2,872</td>
<td>3,436</td>
<td>3,857</td>
<td>3,995</td>
<td>5,841</td>
<td>4,701</td>
<td>4,634</td>
</tr>
<tr>
<td>Average invested capital</td>
<td>18,650</td>
<td>20,711</td>
<td>23,014</td>
<td>24,905</td>
<td>26,019</td>
<td>28,192</td>
<td>30,350</td>
</tr>
<tr>
<td>ROIC (%)</td>
<td>15.4</td>
<td>16.6</td>
<td>16.8</td>
<td>16.0</td>
<td>22.4</td>
<td>16.7</td>
<td>15.3</td>
</tr>
<tr>
<td>Adjusted net income</td>
<td>2,582</td>
<td>3,095</td>
<td>3,580</td>
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<td>439</td>
<td>480</td>
<td>481</td>
<td>489</td>
<td>538</td>
</tr>
<tr>
<td>Adjusted tax on interest expense</td>
<td>(95)</td>
<td>(103)</td>
<td>(116)</td>
<td>(126)</td>
<td>(124)</td>
<td>(120)</td>
<td>(131)</td>
</tr>
<tr>
<td>Adjusted return</td>
<td>2,844</td>
<td>3,363</td>
<td>3,903</td>
<td>3,935</td>
<td>4,135</td>
<td>4,425</td>
<td>4,596</td>
</tr>
<tr>
<td>Average invested capital</td>
<td>18,650</td>
<td>20,711</td>
<td>23,014</td>
<td>24,905</td>
<td>26,019</td>
<td>28,192</td>
<td>30,350</td>
</tr>
<tr>
<td>Adjusted ROIC (%)</td>
<td>15.2</td>
<td>16.2</td>
<td>17.0</td>
<td>15.8</td>
<td>15.9</td>
<td>15.7</td>
<td>15.1</td>
</tr>
</tbody>
</table>

(1) The effective tax rates from 2013 to 2019 used to calculate the tax on interest expense are 27.2%, 27.4%, 27.4%, 26.1%, 25.8%, 23.8% and 22.3%, respectively. Due to the negative effective tax rate reported by the Company in 2017, tax on interest expense for 2017 periods was calculated using an adjusted effective tax rate.

(2) Please see website, Financial Results, www.cn.ca/financial-results, for an explanation of this non-GAAP measure.

(3) The adjusted effective tax rates from 2013 to 2019 used to calculate the adjusted tax on interest expense are 26.6%, 27.7%, 26.5%, 26.2%, 25.8%, 24.5% and 24.4%, respectively.
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