

CANADIAN NATIONAL RAILWAY CO  
Form 6-K  
February 17, 2016

**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, 2016

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

Canadian National Railway Company

Table of Contents

Item

1. Notice dated February 11, 2016 re: Completion of Purchase of Common Shares

**Item 1**

***Affaires juridiques***

***Law***

*Cristina Circelli*

*Secrétaire générale déléguée et Deputy Corporate Secretary and*

*Avocate générale*

*General Counsel*

*935, rue de La Gauchetière Ouest 935 de La Gauchetiere Street West*

*16<sup>e</sup> étage*

*16th Floor*

*Montréal (Québec) H3B 2M9*

*Montreal, Quebec, H3B 2M9*

*Canada*

*Canada*

*T 514-399-4135*

*TM14-399-4135*

*Tc 514-399-5744*

*FM14-399-5744*

*C cristina.circelli@cn.ca*

*E cristina.circelli@cn.ca*

February 15, 2016

Ontario Securities Commission

20 Queen Street West, 22<sup>nd</sup> Floor

Toronto, ON M5H 3S8

On February 11, 2016, Canadian National Railway Company (“CN”) completed its purchase of a total of 4,356,000 Common Shares from an arm’s length third party seller shareholder through private agreement for an aggregate purchase price of C\$296,938,500.14. 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 16, 2016 By: /s/ Cristina Circelli

Name: Cristina Circelli

Title: Deputy Corporate Secretary and General Counsel