

CANADIAN PACIFIC RAILWAY LTD/CN  
Form 8-K  
March 07, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

March 7, 2016

Date of Report (Date of earliest event reported)

Canadian Pacific Railway Limited  
(Exact name of registrant as specified in its charter)

|   |  |  |
|---|--|--|
| Canada<br>(State or other jurisdiction<br>of incorporation) | 001-01342<br>(Commission<br>File Number) | 98-0355078<br>(IRS Employer<br>Identification No.) |
|---|--|--|

7550 Ogden Dale Road S.E., Calgary, Alberta,  
Canada, T2C 4X9  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (403) 319-7000

Not Applicable  
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



ITEM 8.01 OTHER MATTERS

On March 7, 2016, Canadian Pacific Railway Limited (“Canadian Pacific”) issued a news release announcing that Canadian Pacific and the City of Vancouver have agreed to terms for the sale by Canadian Pacific of the Arbutus Corridor to the City for CAD\$55 million.

ITEM 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit No.  | Exhibit Description                                  |
|--------------|--|
| Exhibit 99.1 | News Release of Canadian Pacific dated March 7, 2016 |

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 hereunto duly authorized.

Dated: March 7, 2016

CANADIAN PACIFIC RAILWAY LIMITED

By: /s/ Scott Cedergren  
Name: Scott Cedergren  
Title: Assistant Corporate Secretary

3

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EXHIBIT INDEX

| Exhibit No. | Exhibit Description                                  |
|-------------|--|
| 99.1        | News Release of Canadian Pacific dated March 7, 2016 |

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Release: Immediate March 7, 2016

CP and City of Vancouver agree to sale of Arbutus Corridor

Calgary, AB – Canadian Pacific Railway Limited (TSX: CP) (NYSE: CP) and the City of Vancouver today jointly announced that they have agreed to terms for the sale by CP of the Arbutus Corridor to the City for \$55 million.

“For many years now, CP has been involved in conversations with the City about the future of the Arbutus corridor,” said Keith Creel, CP’s President and Chief Operating Officer. “We are pleased that today’s landmark agreement allows the City to create a transportation corridor and greenway while providing a fair return to CP and our shareholders.”

The agreement also allows CP to share in future proceeds on the eventual development and/or sale of certain parcels of the corridor.

“CP has been an important part of Vancouver for 130 years, and while balancing the needs of industry against the desires of municipalities is not always easy, today’s agreement demonstrates that by working productively together we can accomplish great things to the benefit of all,” said Mr. Creel.

#### Forward Looking Statement

This news release contains certain forward-looking information within the meaning of applicable securities laws relating, but not limited, to the anticipated benefits of the transaction and future business plans. This forward-looking information also includes, but is not limited to, statements concerning expectations, beliefs, plans, goals, objectives, assumptions and statements about possible future events, conditions, and results of operations or performance. Forward-looking information may contain statements with words or headings such as "financial expectations", "key assumptions", "anticipate", "believe", "expect", "plan", "will", "outlook", "should" or similar words suggesting future outcomes.

Undue reliance should not be placed on forward-looking information as actual results may differ materially from the forward-looking information. Forward-looking information is not a guarantee of future performance. By its nature, CP's forward-looking information involves numerous assumptions, inherent risks and uncertainties that could cause actual results to differ materially from the forward-looking information, including but not limited to the following factors: the ability to recognize the benefits of the transaction; changes in business strategies; general North American and global economic, credit and business conditions; risks in agricultural production such as weather conditions and insect populations; the availability and price of energy commodities; the effects of competition and pricing pressures; industry capacity; shifts in market demand; changes in commodity prices; uncertainty surrounding timing and volumes of commodities being shipped via CP; inflation; changes in laws and regulations, including regulation of rates; changes in taxes and tax rates; potential increases in maintenance and operating costs; uncertainties of investigations, proceedings or other types of claims and litigation; labour disputes; risks and liabilities arising from derailments; transportation of dangerous goods; timing of completion of capital and maintenance projects; currency and interest rate fluctuations; effects of changes in market conditions and discount rates on the financial position of pension plans and investments; and various events that could disrupt operations, including severe weather, droughts, floods, avalanches and earthquakes as well as security threats and governmental response to them, and technological changes. The foregoing list of factors is not exhaustive.

These and other factors are detailed from time to time in reports filed by CP with securities regulators in Canada and the United States. Reference should be made to "Item 1A - Risk Factors" and "Item 7 - Management's Discussion and Analysis of Financial Condition and Results of Operations - Forward-Looking Information" in CP's annual and interim reports on Form 10-K and 10-Q. Readers are cautioned not to place undue reliance on forward-looking information. Forward-looking information is based on current expectations, estimates and projections and it is

possible that predictions, forecasts, projections, and other forms of forward-looking information will not be achieved by CP. Except as required by law, CP undertakes no obligation to update publicly or otherwise revise any forward-looking information, whether as a result of new information,

future events or otherwise.

About Canadian Pacific

Canadian Pacific (TSX:CP)(NYSE:CP) is a transcontinental railway in Canada and the United States with direct links to eight major ports, including Vancouver and Montreal, providing North American customers a competitive rail service with access to key markets in every corner of the globe. CP is growing with its customers, offering a suite of freight transportation services, logistics solutions and supply chain expertise. Visit [cpr.ca](http://cpr.ca) to see the rail advantages of Canadian Pacific.

Contacts:

Media

Jeremy Berry

403-319-6227

24/7 Media Pager: 855-242-3674

[Jeremy\\_Berry@cpr.ca](mailto:Jeremy_Berry@cpr.ca)

Investment Community

Nadeem Velani

403-319-3591

[investor@cpr.ca](mailto:investor@cpr.ca)