

# CSX CORP Reported by GOLDMAN NATHAN D

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 07/27/21 for the Period Ending 07/26/21

| Address     | 500 WATER STREET                      |
|-------------|---------------------------------------|
|             | 15TH FLOOR                            |
|             | JACKSONVILLE, FL, 32202               |
| Telephone   | 9043593200                            |
| CIK         | 0000277948                            |
| Symbol      | CSX                                   |
| SIC Code    | 4011 - Railroads, Line-Haul Operating |
| Industry    | Ground Freight & Logistics            |
| Sector      | Industrials                           |
| Fiscal Year | 12/31                                 |

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[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person <sup>*</sup>  | 2. Issuer Name and Ticker or Trading Symbol       | 5. Relationship of Reporting Person(s) to Issuer            |  |  |  |
|---|---|---|--|--|--|
| r billion and the second se |   | (Check all applicable)                                      |  |  |  |
| Goldman Nathan D  | CSX CORP [ CSX ]                                  |   |  |  |  |
| (Last) (First) (Middle)   | 3. Date of Earliest Transaction (MM/DD/YYYY)      | Director 10% Owner  |  |  |  |
|   |   | _X_ Officer (give title below) Other (specify below)        |  |  |  |
| 500 WATER STREET  | 7/26/2021   | EVP & CLO   |  |  |  |
| (Cture et)  |   |   |  |  |  |
| (Street)  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) |  |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1.Title of Security | 2. Trans. Date | 2A. Deemed   | Deemed 3. Trans. Code |   | 4. Securities Acquired (A) |        |         | 5. Amount of Securities Beneficially Owned | 6.          | 7. Nature   |
|---------------------|----------------|--------------|-----------------------|---|----------------------------|--------|---------|--|-------------|-------------|
| (Instr. 3)          |                | Execution    | (Instr. 8)            |   | or Disposed of (D)         |        |         | Following Reported Transaction(s)          | Ownership   | of Indirect |
|                     |                | Date, if any |                       |   | (Instr. 3, 4 and 5)        |        |         | (Instr. 3 and 4)                           | Form:       | Beneficial  |
|                     |                |              |                       |   |                            |        |         |  | Direct (D)  | Ownership   |
|                     |                |              |                       |   |                            |        |         |  | or Indirect | (Instr. 4)  |
|                     |                |              |                       |   |                            | (A) or |         |  | (I) (Instr. |             |
|                     |                |              | Code                  | V | Amount                     | (D)    | Price   |  | 4)          |             |
| Common Stock        | 7/26/2021      |              | s                     |   | 35000                      | D      | \$32.87 | <b>216361</b> (1)                          | D           |             |

#### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans.<br>Date | (Instr. 8) Derivative Securities |   | and Expiration Date |  | Securities Underlying<br>Derivative Security |                    | Derivative<br>Security<br>(Instr. 5) | Securities<br>Beneficially<br>Owned<br>Following | Ownership<br>Form of<br>Derivative | Beneficial                               |                                  |  |
|--|---|-------------------|----------------------------------|---|---------------------|--|--|--------------------|--------------------------------------|--|------------------------------------|--|----------------------------------|--|
|  |   |                   | Code                             | v | (A)                 |  | Date<br>Exercisable                          | Expiration<br>Date | Title                                | Amount or Number of<br>Shares                    |                                    | Reported<br>Transaction(s)<br>(Instr. 4) | or Indirect<br>(I) (Instr.<br>4) |  |

#### **Explanation of Responses:**

(1) On June 28, 2021, the common stock of CSX Corporation split 3-for-1, resulting in the reporting person's ownership of 167,574 additional shares.

#### **Reporting Owners**

| Banarting Owner Name / Address | Relationships |           |           |       |  |  |
|--------------------------------|---------------|-----------|-----------|-------|--|--|
| Reporting Owner Name / Address | Director      | 10% Owner | Officer   | Other |  |  |
| Goldman Nathan D               |               |           |           |       |  |  |
| 500 WATER STREET               |               |           | EVP & CLO |       |  |  |
| JACKSONVILLE, FL 32202         |               |           |           |       |  |  |

#### Signatures

| /s/ Mark D. Austin, Attorney-in-Fact | 7/27/2021 |
|--------------------------------------|-----------|
|                                      |           |

\*\*Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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