## Edgar Filing: Breaux John B - Form 4

Breaux Joh Form 4 March 19, 2													
	FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL			
FURI	VI 4 UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549											
Check t if no los subject Section Form 4 Form 5 obligati may co <i>See</i> Inst 1(b).	to 16. or Filed pu ons ntinue.	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section										y 31, 2005 0.5	
(Print or Type	Responses)												
1. Name and Address of Reporting Person <u>*</u> Breaux John B			2. Issuer Name <b>and</b> Ticker or Trading Symbol CSX CORP [CSX]					5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)					
500 WATER STREET			(Month/Day/Year) 03/15/2013					X_ Director10% Owner Officer (give titleOther (specify below) below)					
	4. If Amendment, Date Original Filed(Month/Day/Year)					<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>							
JACKSON	WILLE, FL 3220	2						Person	by More tha	n One Rep	orting		
(City)	(State)	(Zip)	Ta	ble I - Non-	Derivativ	e Sec	urities A	cquired, Dispose	d of, or Be	neficiall	y Owned	i .	
1.Title of Security (Month/Day/Year) 2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year)			Date, if	3. Transactio Code (Instr. 8) Code V	(Instr. 3,	(A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownershi Form: Direct (D or Indirec (I) (Instr. 4)	p Indir Own ) (Inst	ature of rect Benef lership r. 4)	ficial	
Common Stock	03/15/2013			A <u>(1)</u>	884	A	\$ 24.02	147,787	I	Dire Def	poration ectors erred npensat		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
Breaux John B 500 WATER STREET JACKSONVILLE, FL 32202	Х							
Signatures								
/s/ Mark D. Austin, Attorney-in-Fact		03/19/201	3					
**Signature of Reporting Person		Date						
Evalenction of De								

## Explanation of Responses:

- \* 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).
- (1) Exempt payment of director's fees and/or annual retainer in the form of CSX Common Stock pursuant to the 2010 CSX Stock and Incentive Award Plan.
- (2) By Trustee, CSX Directors Deferred Compensation Plan (the "Plan"). The shares are payable after the reporting person ceases to be a director or otherwise pursuant to the terms of the Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.