

NORFOLK SOUTHERN CORP  
Form DEFA14A  
February 10, 2016

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

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FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported):  
February 10, 2016 (February 10, 2016)

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NORFOLK SOUTHERN CORPORATION  
(Exact name of registrant as specified in its charter)

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|---|--|---|
| Virginia<br>(State or Other Jurisdiction<br>of Incorporation)   | 1-8339<br><br>(Commission File Number) | 52-1188014<br><br>(IRS Employer<br>Identification Number)                   |
| Three Commercial Place<br>Norfolk, Virginia<br>23510-9241<br>(Address of principal executive offices) |  | 757-629-2680<br><br>(Registrant's telephone number, including<br>area code) |

No Change  
(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))
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Item 8.01. Other Events

On February 10, 2016, Executive Vice President and Chief Financial Officer Marta R. Stewart spoke at the 31<sup>st</sup> Annual BB&T Transportation Services Conference.

The conference was publicly webcast at: <http://wsw.com/webcast/bbt28/nsc>, and Ms. Stewart's presentation is posted at: <http://www.nscorp.com> and included with this report as Exhibit 99.1. Information presented by Ms. Stewart included non-GAAP financial measures which are included hereto as Exhibit 99.2

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

The following exhibits are filed as part of this Current Report on Form 8-K:

| Exhibit Number | Description                     |
|----------------|---------------------------------|
| 99.1           | Presentation - Marta R. Stewart |
| 99.2           | Non-GAAP financial measures     |

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SIGNATURES

NORFOLK SOUTHERN CORPORATION

(Registrant)

/s/ Denise W. Hutson

Name: Denise W. Hutson

Title: Corporate Secretary

Date: February 10, 2016

EXHIBIT INDEX

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