## Edgar Filing: LAMPHERE GILBERT H - Form 4

#### LAMPHERE GILBERT H

Form 4

February 10, 2012

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

3235-0287 Number:

January 31, Expires: 2005

0.5

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b). (Print or Type Responses)

(Last)

(City)

Common

Stock

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

LAMPHERE GILBERT H

(First)

(State)

(Middle)

(Zip)

3. Date of Earliest Transaction

X\_ Director 10% Owner Other (specify Officer (give title

(Check all applicable)

**500 WATER STREET** 

02/08/2012

(Month/Day/Year)

CSX CORP [CSX]

6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

(Street) Filed(Month/Day/Year)

JACKSONVILLE, FL 32202

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

1.Title of Security (Month/Day/Year) (Month/Day/Year) (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Instr. 3)  Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Instr. 8)  Code (Instr. 3, 4 and 5)  (Month/Day/Year) (Month/Day/Year) (Instr. 8)  Code (Instr. 3, 4 and 5)  (A) Or Disposed of (D) Securities Beneficially (Nowned Direct (D) Form: Owned (Instr. 4)  Following Reported (I) Transaction(s) (Instr. 3 and 4)  Code (V Amount (D) Price)  Common Stock  Ownership (Instr. 4)  (Instr. 3 and 4)  Form: Ownership (Instr. 4)  (Instr. 3)  Form: Ownership (Instr. 4)  (Instr. 3)  Form: Ownership (Instr. 4)  (Instr. 4)  Form: Ownership (Instr.										
Common Stock 02/08/2012 A 6,891 A 21.77 158,166 (3) D Following Reported (I) (Instr. 4) (Instr. 3 and 4) (Instr. 4)	Security		Execution Date, if	Transacti	or(A) or Di	ispose	d of (D)	Securities	Ownership	Indirect Beneficial
Common Stock 02/08/2012 A (A) (A) (A) (Transaction(s) (Instr. 4) (Instr. 3 and 4) (Instr. 3 and 4) (Instr. 3 and 4)	` ′		(Month/Day/Year)	(Instr. 8)	`			Owned	` '	(Instr. 4)
Common Stock 02/08/2012 A Code V Amount (D) Price (Instr. 3 and 4) Transaction(s) (Instr. 4)  Code V Amount (D) Price (Instr. 3 and 4)  Stock 02/08/2012 A 21.77 158,166 (3) D								Following	or Indirect	
Common Stock 02/08/2012 A 6,891 A 21.77 158,166 (3) D						(4)		Reported	(I)	
Code V Amount (D) Price (Instr. 3 and 4)  Common Stock 02/08/2012 A 6,891 A 21.77 158,166 (3) D						(A)		Transaction(s)	(Instr. 4)	
Code V Amount (D) Price  Common \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$								(Instr. 3 and 4)	· · · · · ·	
Stock 02/08/2012 A $\frac{6,891}{(1)}$ A 21.77 158,166 $\frac{(3)}{(3)}$ D				Code V	Amount	(D)	Price	(moure and i)		
Stock (1)		02/08/2012		A		A		158.166 <sup>(3)</sup>	D	
	Stock				(1)					

Corporation

Directors  $19,765 \frac{(4)}{}$ I Deferred Compensation

Plan (5)

CSX

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)

### Edgar Filing: LAMPHERE GILBERT H - Form 4

required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	T:41-	or Namelani		
						Exercisable	Date		Number		
				C-1- V	(A) (D)				of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
LAMPHERE GILBERT H 500 WATER STREET JACKSONVILLE, FL 32202	X							

# **Signatures**

/s/ Mark D. Austin, 02/10/2012 Attorney-in-Fact

\*\*Signature of Reporting Person Date

## **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).
- Exempt payment of director's fees and/or annual retainer in the form of CSX Common Stock pursuant to the 2010 CSX Stock and **(1)** Incentive Award Plan.
- Each non-employee director is granted an annual stock retainer equal to an amount of CSX Common Stock valued at \$150,000 based on (2) the average closing price of CSX Common Stock for all trading days during the three full calendar months preceding the month in which the grant is made.
- On June 15, 2011, the common stock of CSX Corporation split 3-for-1, resulting in the reporting person's ownship of an additional **(3)** 100,850 shares of common stock.
- On June 15, 2011, the common stock of CSX Corporation split 3-for-1, resulting in the reporting person's ownship of an additional **(4)** 12,915 shares of common stock.
- 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.

Reporting Owners 2

## Edgar Filing: LAMPHERE GILBERT H - Form 4

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.