

CSX CORP

Form 4

April 03, 2006

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HAULTER ROBERT J

(Last) (First) (Middle)

**CSX CORPORATION, 500 WATER
STREET, 15TH FLOOR**

(Street)

JACKSONVILLE, FL 32202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CSX CORP [CSX]

3. Date of Earliest Transaction
(Month/Day/Year)
03/30/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

Senior VP-Human Resources

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price		
Common Stock	03/30/2006		M		1,920 (1)	A \$ 41.7813	5,069.9686	D
Common Stock	03/30/2006		S		1,920 (1)	D \$ 60	3,149.9686	D
Common Stock	03/30/2006		M		4,000 (1)	A \$ 44.8125	7,149.9686	D
Common Stock	03/30/2006		S		4,000 (1)	D \$ 60	3,149.9686	D
Common Stock	03/30/2006		M		8,667 (1)	A \$ 38.14	11,816.9686	D

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Common Stock	03/30/2006	S	8,667 (1)	D	\$ 60	3,149.9686	D	
Common Stock						22,944	I	Trustee, Executive Deferred Compensation Plan (2)
Common Stock						955.3018	I	401(k) (3)
Common Stock						240	I	Executives Stock Trust (4)

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

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SEC 1474
(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 41.7813	03/30/2006		M		1,920		12/14/2005	12/14/2008	Common stock	1,920
Employee Stock Option	\$ 44.8125	03/30/2006		M		4,000		04/27/2004	04/27/2009	Common Stock	4,000
Employee Stock Option	\$ 38.14	03/30/2006		M		8,667		02/13/2006	02/13/2012	Common Stock	8,667

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

HAULTER ROBERT J
CSX CORPORATION
500 WATER STREET, 15TH FLOOR
JACKSONVILLE, FL 32202

Senior VP-Human Resources

Signatures

Robert J. Haulter by Nathan D. Goldman, Attorney
in Fact

03/30/2006

__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).
- (1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading program adopted by the reporting person on February 8, 2006.
- (2) By Trustee, CSX Corporation Executive Deferred Compensation Plan.
- (3) By Trustee, CSX Tax Savings Thrift Plan.
- (4) By Trustee, CSX Corporation Executives Stock Trust.
- (5) Cashless exercise of stock options pursuant to Rule 10b5-1 trading plan referenced in Note 1.

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