Edgar Filing: LAMPHERE GILBERT H - Form 4

LAMPHER Form 4	E GILBERT H												
February 15	, 2013												
FORM	Λ4			~						ON	1B APF	ROVA	L
Check this box							ON	OMB Numbe		3235-0287			
if no lon	aer.						Expires	s:	January 3	y 31, 2005			
subject t Section Form 4 o	51AIEN 16.	MENT OF CHANGES IN BENEFICIAL OWNERSHIP OI SECURITIES									ated average en hours per onse 0.		
Form 5 obligations may continue.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 19401(b).													
(Print or Type	Responses)												
LAMPHERE GILBERT H Symbol				er Name a r CORP [CS	5. Relationship of Reporting Person(s) to Issuer								
				-		(Check all applicable)							
(Mor			(Month/	. Date of Earliest Transaction Month/Day/Year))2/13/2013				X_ Director 10% Owner Officer (give title Other (specify below) below)					
				endment, I onth/Day/Ye	-		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Tab	ole I - Non	-Derivativ	e Seci	urities A	cquired, Dispose	ed of,	or Bene	ficially	Owned	I
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	isaction Date 2A. Deemed n/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquire Transactior(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price			d of	SecuritiesOwnBeneficiallyForrOwnedDireFollowingor IrReported(I)Transaction(s)(Inst(Instr. 3 and 4)		ct (D) ndirect	7. Natu Indired Owner (Instr.	ct Benef ship	ficial
Common Stock	02/13/2013			А	7,390 (1)	А	\$ 20.3 (2)	165,556	D				
Common Stock								20,261	I		Direc Defer	oration tors red pensati	

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)

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships								
1	Director	10% Owner	Officer	Other					
LAMPHERE GILBERT H 500 WATER STREET JACKSONVILLE, FL 32202	Х								
Signatures									
/s/ Mark D. Austin, Attorney-in-Fact		02/14/2013	3						

<u>**</u>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) 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.

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.

(3) 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.