## Edgar Filing: NORFOLK SOUTHERN CORP - Form 4

NORFOLK S Form 4 February 26, 2	OUTHERN COP 2008	RP									
FORM	4								PPROVAL		
Washington, D.C. 20549						OMB Number:	3235-0287				
Check this box if no longer subject to Section 16. Form 4 or									Expires: January 31, 2005 Estimated average burden hours per response 0.5		
Form 5 obligation may contin <i>See</i> Instruct 1(b).	Filed purs s Section 17(a		Utility Hold	ling Com	pany	Acto	ge Act of 1934, f 1935 or Sectio 40	·	0.0		
(Print or Type R	esponses)										
HORN KAREN N Symbol			1 F <b>OLK SOU</b>	er Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
66-4 ELY'S FERRY ROAD (Month/Da 02/22/20 (Street) 4. If Amer			n/Day/Year)	-				title 10% below)	6 Owner er (specify		
			nendment, Date Original Ionth/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> </ul>				
LYME, CT (	)6371						Form filed by M Person	More than One Ro	eporting		
(City)	(State) (	Zip) Ta	able I - Non-D	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if Instr. 3) any		Code	TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)			Securities Energically Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock (1)	02/22/2008		Code V A	Amount 3,000 (1)	or (D) A	Price \$ 0	(Instr. 3 and 4)	D			

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.

 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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	umber Expiration Date (Month/Day/Year) erivative ecurities cquired (D)		7. Titl Amou Under Secur (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
<b>F B B F</b>	Director	10% Owner	Officer	Othe			
HORN KAREN N 66-4 ELY'S FERRY ROAD LYME, CT 06371	Х						
<b>Signatures</b> D. M. Martin via P.O.A. for Ka Horn	aren N.	02/	/26/2008				
lion							

\*\*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 reporting person was elected a director of Norfolk Southern Corporation effective February 22, 2008. Upon her election, she was granted 3,000 restricted shares under the Norfolk Southern Corporation Directors' Restricted Stock 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.