

HAULTER ROBERT J  
Form 4  
December 22, 2005

**FORM 4**

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

OMB APPROVAL

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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

(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)  
12/21/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Senior VP-Human Resources

6. Individual or Joint/Group Filing(Check Applicable Line)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 12/21/2005                           |  | M <sup>(1)</sup>               | V Amount (A) or (D) Price<br>2,400 A \$ 46.5625                   | 2,400   | D  |   |
| Common Stock                    | 12/21/2005                           |  | S <sup>(1)</sup>               | 2,299 D \$ 50   | 101   | D  |   |
| Common Stock                    |                                      |  |                                |   | 952.1783  | I  | 401(k) <sup>(2)</sup>                                 |
| Common Stock                    |                                      |  |                                |   | 128.0477  | I  | Executive Deferred Compensation Plan <sup>(3)</sup>   |
|                                 |                                      |  |                                |   | 240   | I  |   |

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Common Stock

Executives Stock Trust (4)

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

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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 |                 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|------------------------------------|-----------------|--|---|-------------------------------|
|  |  |                                      |  |                                | (A) Acquired                       | (D) Disposed of |  |   |                               |
| Employee Stock Option                      | \$ 46.5625<br>(5)                                      | 12/21/2005                           |  | M                              |                                    | 2,400           | (5) 04/17/2005   | Common stock  | 2,400                         |

Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| HAULTER ROBERT J<br>CSX CORPORATION<br>500 WATER STREET, 15TH FLOOR<br>JACKSONVILLE, FL 32202 |               |           | Senior VP-Human Resources |       |

Signatures

Robert J. Haulter by Gordon F. Bailey, III, Attorney in Fact  
 Signature: [Signature] Date: 12/22/2005

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 plan adopted by the reporting person on August 12, 2005.

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- (2) By Trustee, CSX Tax Savings Thrift Plan.
- (3) By Trustee, CSX Corporation Executive Deferred Compensation Plan.
- (4) By Trustee, CSX Corporation Executives Stock Trust.
- (5) Options became exercisable 1200 shares on 6/4/1997 and 1200 shares on 7/16/1997.
- (6) Cashless exercise of stock options pursuant to the Rule 10b5-1 trading plan referenced in Note 1.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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