

CSX CORP  
Form 8-K  
May 16, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 13, 2014**

**CSX CORPORATION**

**(Exact name of registrant as specified in its charter)**

**Virginia**

**(State or other jurisdiction of  
incorporation or organization)**

**1-08022**  
**(Commission**

**62-1051971**  
**(I.R.S. Employer**

**File No.)**

**Identification No.)**

**500 Water Street, 15<sup>th</sup> Floor, Jacksonville, FL 32202**

**(Address of principal executive offices) (Zip Code)**

**Registrant's telephone number, including area code:**

**(904) 359-3200**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(e) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On May 13, 2014, J.C. Watts, Jr. notified the board of directors (the Board ) of CSX Corporation (the Company ) of his decision to resign from the Board as a result of competing professional demands, effective immediately. There are no disagreements between Mr. Watts and the Company on any matters relating to the Company's operations, policies or practices.

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CSX CORPORATION**

By: /s/ Ellen M. Fitzsimmons  
Ellen M. Fitzsimmons  
Executive Vice President, Law and Public  
Affairs, General Counsel and Corporate  
Secretary

Date: May 16, 2014