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Form 4												
December 1	19, 2016											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB AF OMB Number:		9PROVAL 3235-0287			
Check t if no lot subject Section Form 4 Form 5 obligati may co <i>See</i> Inst 1(b).	rsuant to S (a) of the I	 PF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940 							Expires: 20 Estimated average burden hours per response (•	
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> Breaux John B			2. Issuer Name and Ticker or Trading Symbol CSX CORP [CSX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 500 WATER STREET			3. Date of Earliest Transaction (Month/Day/Year) 12/15/2016				Officer (give title 10% Owner Officer (give title Other (specify below)					
JACKSON	(Street))2		nendment, I onth/Day/Ye	-	nal		6. Individual of Applicable Line _X_ Form filed Form filed Person	e) by One	e Reporti	ng Perso	on
(City)	(State)	(Zip)	Ta	ble I - Non-	-Derivati	ve Sec	urities A	cquired, Dispose	d of, a	or Benef	ficially	Owned
(Instr. 3) any		Execution I any	ecution Date, if		3. 4. Securities Act Transaction(A) or Disposed Code (Instr. 3, 4 and 5 (Instr. 8) (A) or		d of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form Direct or In (I)	Ownership Form: Direct (D) or Indirect	7. Nat Indire Owne (Instr.	ct Beneficial rship
Common Stock	12/15/2016			Code V	Amount 681 (<u>1</u>)		Price \$ 36.67		Ι		Direc Defe	oration ctors rred pensation

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

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SEC 1474

(9-02)

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
Breaux John B 500 WATER STREET JACKSONVILLE, FL 32202	Х							
Signatures								
/s/ Mark D. Austin, Attorney-in-Fact	12/19/2016							
**Signature of Reporting Person		Date						
Explanation of Poeponeous								

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.
- (2) 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.