

NORFOLK SOUTHERN CORP
Form 8-K
September 28, 2005

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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D)
OF THE SECURITIES ACT OF 1934

Date of Report (Date of earliest event reported):
September 28, 2005 (September 28, 2005)

NORFOLK SOUTHERN CORPORATION

(Exact name of registrant as specified in its charter)

Virginia

1-8339

52-1188014

(State or other jurisdiction)

(Commission)

(IRS Employer

Of incorporation)

File Number)

Identification No.)

Three Commercial Place

Norfolk, Virginia 23510-9241

(Address of principal executive offices)

(757) 629-2680

(Registrant's telephone number, including area code)

No Change

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the

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(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

On September 28, 2005, the Registrant issued a Press Release, attached hereto as an exhibit, announcing, among other things, the resignation of Mr. Moorman as President and Chief Executive Officer. Effective November 1, 2005, Mr. Moorman's title will be changed to President and Chief Executive Officer. Mr. Moorman's resignation is effective as of September 28, 2005. The Registrant confirms, as required by regulations under the Securities Exchange Act of 1934, that (1) there is no change of control of the Registrant, and (2) the Registrant is not a shell company. As a consequence of Mr. Moorman's election as President and Chief Executive Officer, effective November 1, 2005, the Registrant has caused this report to be filed with the SEC. Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has caused this report to be

SIGNATURES

NORFOLK SOUTHERN CORPORATION
(Registrant)

/s/ Dezora M. Martin

Name: Dezora M. Martin
Title: Corporate Secretary

Date: September 28, 2005

EXHIBIT INDEX

| <u>Exhibit</u> <u>Number</u> | <u>Description</u> |
|---------------------------------|---|
| 99 | Press Release dated September 28, 2005. |