

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

**FORM 144**  
**NOTICE OF PROPOSED SALE OF SECURITIES**  
**PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION:** *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

OMB APPROVAL

OMB Number: 3235-0101  
Expires: July 31, 2023  
Estimated average burden hours  
per response.....1.00

SEC USE ONLY

DOCUMENT SEQUENCE NO.

CUSIP NUMBER

1 (a) NAME OF ISSUER (Please type or print) <b>Norfolk Southern Corporation</b>		(b) IRS IDENT. NO. <b>52-1188014</b>	(c) S.E.C. FILE NO. <b>1-8339</b>	WORK LOCATION	
1 (d) ADDRESS OF ISSUER CODE	STREET	CITY	STATE	ZIP	(e) TELEPHONE NO. AREA CODE NUMBER
	<b>Three Commercial Place</b>	<b>Norfolk</b>	<b>VA</b>	<b>23510</b>	<b>757 629-2645</b>
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD <b>Karen Jones Squires as Trustee for the Eleanor H Squires Irrevocable Trust</b>		(b) RELATIONSHIP TO ISSUER <b>Trustee is the spouse of an Officer</b>	(c) ADDRESS STREET CITY STATE ZIP CODE <b>33 11<sup>th</sup> Street NE, Unit 2212 Atlanta, GA 30309</b>		

**INSTRUCTION:** *The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE	(c) Number of Shares or Other Units To Be Sold	(d) Aggregate Market Value	(e) Number of Shares or Other Units Outstanding	(f) Approximate Date of Sale (See Instr. 3(f))	(g) Name of Each Securities Exchange
		Broker-Dealer File Number					
Norfolk Southern Corporation Common Stock	Vanguard Brokerage Services P.O. Box 4470 Valley Forge, PA 19482-1470 5951 Lockett Court, Suite A1 El Paso, TX 79932		10,000	2,700,000	250,241,009 (as of 3/31/21)	<del>5/20/2021</del> 5/24/2021	NYSE

**INSTRUCTIONS:**

- Name of issuer
  - Issuer's I.R.S. Identification Number
  - Issuer's S.E.C. file number, if any
  - Issuer's address, including zip code
  - Issuer's telephone number, including area code
- Name of person for whose account the securities are to be sold
- Title of the class of securities to be sold
  - Name and address of each broker through whom the securities are intended to be sold
  - Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
  - Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
  - Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
  - Approximate date on which the securities are to be sold
  - Name of each securities exchange, if any, on which the securities are intended to be sold

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

*Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.*

REMARKS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (c) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

**ATTENTION:** *The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the*

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION.

*The notice shall be signed by the person for whose account the securities are to be sold. At least one copy*