

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):  
August 8, 2002

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NORFOLK SOUTHERN CORPORATION  
(exact name of registrant as specified in its charter)

Virginia	1-8339	52-1188014
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

Three Commercial Place, Norfolk, Virginia 23510-9241  
(Address of principal executive offices)

Registrant's telephone number, including area code (757) 629-2680

No Change  
(Former name or former address, if changed since last report.)

Item 9. Regulation FD Disclosure

On August 8, 2002, the Registrant sent by overnight delivery sworn statements of its Chief Executive Officer, David R. Goode, and Chief Financial Officer, Henry C. Wolf, for filing with the Securities and Exchange Commission pursuant to Securities and Exchange Commission Order No. 4-460. The sworn statements were in the exact language of Exhibit A of the SEC's order and are attached hereto as Exhibit 99.

SIGNATURES

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

NORFOLK SOUTHERN CORPORATION  
(Registrant)

/s/ Dezora M. Martin  
Name: Dezora M. Martin  
Title: Corporate Secretary

Date: August 8, 2002

EXHIBIT INDEX

Exhibit  
Number  
System

Description

99 Statement Under Oath dated August 6, 2002, of  
Principal Executive Officer Regarding Facts  
and Circumstances Relating to Exchange Act  
Filings, and

Statement Under Oath dated August 1, 2002, of  
Principal Financial Officer Regarding Facts  
and Circumstances Relating to Exchange Act  
Filings.

Statement Under Oath of Principal Executive Officer  
Regarding Facts and Circumstances Relating to Exchange Act Filings

I, David R. Goode, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Norfolk Southern Corporation, and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's Audit Committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
- the Annual Report on Form 10-K for the year ended December 31, 2001 of Norfolk Southern Corporation;
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Norfolk Southern Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

/s/ David R Goode                      Subscribed and sworn to  
David R. Goode                      before me this 6th day of  
Date: August 6, 2002                      August, 2002.

/s/ Carole K. Johnson  
Notary Public

My Commission Expires:  
May 31, 2006

Statement Under Oath of Principal Financial Officer  
Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Henry C. Wolf, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Norfolk Southern Corporation, and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of the period covered by

such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's Audit Committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the year ended December 31, 2001 of Norfolk Southern Corporation;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Norfolk Southern Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

/s/ Henry C. Wolf                      Subscribed and sworn to  
Henry C. Wolf                      before me this 1st day of  
Date: August 1, 2002                      August, 2002.

/s/ Carole K. Johnson  
Notary Public

My Commission Expires:  
May 31, 2006