

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities

Exchange Act of 1934 (Amendment No.)

☒ Filed by the Registrant

☐ Filed by a Party other than the Registrant

Check the appropriate box:	
<input type="radio"/>	Preliminary Proxy Statement
<input type="radio"/>	CONFIDENTIAL, FOR USE OF THE COMMISSION ONLY (AS PERMITTED BY RULE 14a-6(e)(2))
<input type="radio"/>	Definitive Proxy Statement
<input checked="" type="radio"/>	Definitive Additional Materials
<input type="radio"/>	Soliciting Material Under Rule 14a-12

Norfolk Southern Corporation

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other than the Registrant)

Payment of Filing Fee (Check the appropriate box):	
<input checked="" type="radio"/>	No fee required.
<input type="radio"/>	Fee paid previously with preliminary materials.
<input type="radio"/>	Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.

Your **Vote** Counts!

NORFOLK SOUTHERN CORPORATION

2022 Annual Meeting of Shareholders

Vote by May 11, 2022

11:59 PM ET

NORFOLK SOUTHERN CORPORATION
ATTN: RICHARD D. JOHNSON
650 W. PEACHTREE STREET, NW
BOX 18
ATLANTA, GA 30308



D66867-P66848

You invested in NORFOLK SOUTHERN CORPORATION and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on May 12, 2022.**

Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 28, 2022. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit **www.ProxyVote.com**

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

May 12, 2022
8:30 A.M. EDT

Virtually at:
www.virtualshareholdermeeting.com/NSC2022

VOTE BY PHONE - 1-800-690-6903

Use any touch-tone telephone to transmit your voting instructions up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and then follow the instructions.

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommendations
1. Election of Directors	
Nominees:	
1a. Thomas D. Bell, Jr.	✓ For
1b. Mitchell E. Daniels, Jr.	✓ For
1c. Marcela E. Donadio	✓ For
1d. John C. Huffard, Jr.	✓ For
1e. Christopher T. Jones	✓ For
1f. Thomas C. Kelleher	✓ For
1g. Steven F. Leer	✓ For
1h. Michael D. Lockhart	✓ For
1i. Amy E. Miles	✓ For
1j. Claude Mongeau	✓ For
1k. Jennifer F. Scanlon	✓ For
1l. Alan H. Shaw	✓ For
1m. James A. Squires	✓ For
1n. John R. Thompson	✓ For
2. Ratification of the appointment of KPMG LLP, independent registered public accounting firm, as Norfolk Southern's independent auditors for the year ending December 31, 2022.	✓ For
3. Approval of the advisory resolution on executive compensation, as disclosed in the proxy statement for the 2022 Annual Meeting of Shareholders.	✓ For
4. A shareholder proposal regarding reducing the percentage of shareholders required to call a special meeting.	✗ Against
NOTE: In addition, in their discretion, the proxies are authorized to vote upon such other business as may properly come before the meeting.	

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".