FOURTH QUARTER 2017

Quarterly Financial Data





Finance Department Three Commercial Place Norfolk, Virginia 23510.2191

NORFOLK SOUTHERN RAILWAY SYSTEM



The accompanying unaudited financial information and summary of certain notes to the consolidated financial statements should be read in conjunction with: (a) the consolidated financial statements and notes included in Norfolk Southern Corporation's (NS, we, us and our) latest Annual Report on Form 10-K and in subsequent Quarterly Reports on Form 10-Q, and (b) any Current

Reports on Form 8-K.

Any statements contained in this document which are not related to historical facts are forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995, and NS undertakes no obligation to update such statements. Such forward-looking statements are subject to risks and uncertainties (the most significant of which are described in our SEC filings) which could cause actual results to differ materially.

Consolidated Statements of Income

(in millions, except per share amounts)

Fourth Quarter

	201 <i>7</i> GAAP)	2	ljusted 201 <i>7</i> n-GAAP)		2016	% Change (Non-GAAP)
Railway operating revenues				_		
Merchandise	\$ 1,576	\$	1,576	\$	1,504	5%
Intermodal	667		667		583	14%
Coal	 426		426		403	6%
Total railway operating revenues	 2,669		2,669		2,490	. 7%
Railway operating expenses						
Compensation and benefits	714		714		662	8%
Purchased services and rents	268		419		399	5%
Fuel	239		239		194	23%
Depreciation	267		267		259	3%
Materials and other	 167		167		215	(22%)
Total railway operating expenses	 1,655		1,806		1,729	4%
Income from railway operations	1,014		863		761	13%
Other income — net	13		13		22	(41%)
Interest expense on debt	 134		134		142	(6%)
Income before income taxes	893		742		641	16%
Income taxes						
Current	3		(2)		175	(101%)
Deferred	 (3,078)		258		50	416%
Total income taxes	 (3,075)		256		225	. 14%
Net income	\$ 3,968	\$	486	\$	416	17%
Earnings per share - diluted	\$ 13.79	\$	1.69	\$	1.42	19%
Weighted average shares outstanding - diluted	287.8		287.8		293.7	(2%)

Notes

1. Tax Reform

As a result of the enactment of tax reform, "Purchased services and rents" includes a \$151 million benefit and "Total income taxes" includes a \$3,331 million benefit, which added \$3,482 million to "Net income" and \$12.10 and \$12.00 to "Earnings per share - diluted" in the fourth quarter 2017 and for the year 2017, respectively.

2. Stock Repurchase Program

We repurchased and retired 8.2 million and 9.2 million shares of common stock under our stock repurchase program in 2017 and 2016, respectively, at a cost of \$1.0 billion and \$803 million, respectively. Since the beginning of 2006, we have repurchased and retired 168.5 million shares at a total cost of \$11.3 billion.



Consolidated Statements of Income

(in millions, except per share amounts)

Years Ended December 31,

	2017 GAAP)	djusted 201 <i>7</i> n-GAAP)	2016	% Change (Non-GAAP)
Railway operating revenues				
Merchandise	\$ 6,357	\$ 6,357	\$ 6,182	3%
Intermodal	2,452	2,452	2,218	11%
Coal	1,742	 1,742	1,488	. 17%
Total railway operating revenues	 10,551	 10,551	 9,888	7%
Railway operating expenses				
Compensation and benefits	2,915	2,915	2,743	6%
Purchased services and rents	1,414	1,565	1,548	1%
Fuel	840	840	698	20%
Depreciation	1,055	1,055	1,026	3%
Materials and other	741	741	799	(7%)
Total railway operating expenses	6,965	7,116	6,814	4%
Income from railway operations	3,586	3,435	3,074	12%
Other income — net	92	92	71	30%
Interest expense on debt	 550	550	563	(2%)
Income before income taxes	3,128	2,977	2,582	15%
Income taxes				
Current	583	578	687	(16%)
Deferred	(2,859)	477	227	110%
Total income taxes	(2,276)	1,055	914	15%
Net income	\$ 5,404	\$ 1,922	\$ 1,668	15%
Earnings per share - diluted	\$ 18.61	\$ 6.61	\$ 5.62	18%
Weighted average shares outstanding - diluted	290.3	290.3	296.0	(2%)

Reconciliation of Non-GAAP Financial Measures

Information included within this Fourth Quarter 2017 Quarterly Financial Data includes non-GAAP financial measures, as defined by SEC Regulation G. Non-GAAP financial measures should be considered in addition to, not as a substitute for, the financial measures reported in accordance with U.S. generally accepted accounting principles (GAAP).

Consolidated Statements of Income - excluding Tax Reform*

(in millions, except per share amounts)

(iii iiiiiiloiis, except per siture unioonis)			Fou	rth Quarter					Year	Ended	l December	31,	
	2	2017		Tax		djusted 201 <i>7</i>		2	2017		Tax		djusted 201 <i>7</i>
	(0	SAAP)	R	leform*	(No	n-GAAP)		(0	SAAP)	R	eform [*]	(No	n-GAAP)
Railway operating revenues													
Merchandise	\$	1,576	\$	-	\$	1,576	\$	5	6,357	\$	-	\$	6,357
Intermodal		667		-		667			2,452		-		2,452
Coal		426		-		426	_		1,742		-		1,742
Total railway operating revenues		2,669		-		2,669	_		10,551		-		10,551
Railway operating expenses		71.4				71.4			0.015				0.015
Compensation and benefits		714		-		714			2,915		-		2,915
Purchased services		302		36		338			1,233		36		1,269
Equipment rents		(34)		115		81			181		115		296
Purchased services and rents		268		151		419			1,414		151		1,565
Fuel		239		-		239			840		-		840
Depreciation		267		-		267			1,055		-		1,055
Materials		84		-		84			348		-		348
Casualties and other claims		31		-		31			145		-		145
Other		52		-		52			248		-		248
Materials and other		167		-		167			741		-		741
Total railway operating expenses		1,655		151		1,806	_		6,965		151		7,116
Income from railway operations		1,014		(151)		863			3,586		(151)		3,435
Other income — net		13		-		13			92		-		92
Interest expense on debt		134		-		134	_		550		-		550
Income before income taxes		893		(151)		742			3,128		(151)		2,977
Income taxes													
Current		3		(5)		(2)			583		(5)		578
Deferred		(3,078)		3,336		258_			(2,859)		3,336		477
Total income taxes		(3,075)		3,331		256			(2,276)		3,331		1,055
Net income	\$	3,968	\$	(3,482)	\$	486	\$	<u> </u>	5,404	\$	(3,482)	\$	1,922
Earnings per share - diluted	\$	13.79	\$	(12.10)	\$	1.69	\$	5	18.61	\$	(12.00)	\$	6.61
Railway operating ratio (%)		62.0		5.7		67.7			66.0		1.4		67.4

^{*} GAAP financial results are adjusted to exclude the effects of the Tax Cuts and Jobs Act ("tax reform"), signed into law on December 22, 2017. Specifically, the adjustments remove the effects of remeasurements of net deferred tax liabilities related to the reduction of the federal tax rate from 35% to 21%.

The Company uses these non-GAAP financial measures internally and believes this information provides useful supplemental information to investors to facilitate making period-to-period comparisons by excluding the effects of tax reform. While the Company believes that these non-GAAP financial measures are useful in evaluating the Company's business, this information should be considered as supplemental in nature and is not meant to be considered in isolation or as a substitute for the related financial information prepared in accordance with GAAP. In addition, these non-GAAP financial measures may not be the same as similar measures presented by other companies.



Consolidated Balance Sheets

(\$ in millions)

		At Dece	nber	31,
		2017		2016
Assets				
Current assets:				
Cash and cash equivalents	\$	690	\$	956
Accounts receivable — net		955		945
Materials and supplies		222		257
Other current assets		282		133
Total current assets		2,149		2,291
Investments		2,981		2,777
Properties less accumulated depreciation of \$11,909 and				
\$11,737, respectively		30,330		29,751
Other assets		251		73
Total assets	\$	35,711	\$	34,892
Liabilities and stockholders' equity				
Current liabilities:				
Accounts payable	\$	1,401	\$	1,215
Short-term debt		100		100
Income and other taxes		211		245
Other current liabilities		233		229
Current maturities of long-term debt		600		550
Total current liabilities		2,545		2,339
Long-term debt		9,136		9,562
Other liabilities		1,347		1,442
Deferred income taxes		6,324		9,140
Total liabilities		19,352		22,483
Stockholders' equity: Common stock \$1.00 per share par value, 1,350,000,000 shares authorized; outstanding 284,157,187 and 290,417,610 shares,				
respectively, net of treasury shares		285		292
Additional paid-in capital		2,254		2,179
Accumulated other comprehensive loss		(356)		(487)
Retained income		14,176		10,425
Total stockholders' equity	_	16,359		12,409
Total liabilities and stockholders' equity	\$	35,711	\$	34,892

Consolidated Statements of Cash Flows (S in millions)

	Y	ears Ended	Dece	mber 31,
		2017		2016
Cash flows from operating activities				
Net income	\$	5,404	\$	1,668
Reconciliation of net income to net cash provided				
by operating activities:				
Depreciation		1,059		1,030
Deferred income taxes		(2,859)		227
Gains and losses on properties		(92)		(46)
Changes in assets and liabilities affecting operations:				
Accounts receivable		(41)		23
Materials and supplies		35		42
Other current assets		(71)		82
Current liabilities other than debt		135		158
Other — net		(317)		(150)
Net cash provided by operating activities		3,253		3,034
Cash flows from investing activities				
Property additions		(1,723)		(1,887)
Property sales and other transactions		202		130
Investment purchases		(7)		(123)
Investment sales and other transactions		47		48
Net cash used in investing activities		(1,481)		(1,832)
Cash flows from financing activities				
Dividends		(703)		(695)
Common stock transactions		89		57
Purchase and retirement of common stock		(1,012)		(803)
Proceeds from borrowings — net of issuance costs		290		694
Debt repayments		(702)		(600)
Net cash used in financing activities		(2,038)		(1,347)
Net decrease in cash and cash equivalents		(266)		(145)
Cash and cash equivalents				
At beginning of year		956		1,101
At end of year	\$	690	\$	956
Supplemental disclosures of cash flow information:				
Cash paid during the year for:				
Interest (net of amounts capitalized)	\$	528	\$	543
Income taxes (net of refunds)		705		593



Railway Operating Revenues Analysis

				venues n millions)			Units (in thousands)			F		ue per U per unit)	nit
Commodity and Period		2017		2016	% Change	2017	2016	% Change		2017		2016	% Change
First Quarter													
Chemicals	\$	427	\$	419	2%	118.6	120.6	(2%)	\$	3,599	\$	3,476	4%
Agriculture/consumer/gov'1		384		386	(1%)	149.5	151.4	(1%)		2,568		2,550	1%
Metals and construction		340		300	13%	168.4	154.9	9%		2,020		1,934	4%
Automotive Paper/clay/forest		246 187		254 190	(3%) (2%)	110.5 70.6	113.3 73.0	(2%) (3%)		2,221 2,651		2,241 2,603	(1%) 2 %
Merchandise	_	1,584		1,549	2%	617.6	613.2	1%					2%
merchanaise Intermodal		1,304 571		522	2% 9 %	969.4	913.2 929.1	1 <i>%</i> 4%		2,564 589		2,526 562	2% 5%
Coal		420		349	20%	259.6	214.8						
	_		_					21%		1,617		1,626	(1%)
Total	\$	2,575	\$	2,420	6%	1,846.6	1,757.1	5%		1,394		1,378	1%
Second Quarter													
Chemicals	\$	406	\$	426	(5%)	114.8	122.8	(7%)	\$	3,536	\$	3,467	2%
Agriculture/consumer/gov'1		384		383	-	145.7	148.0	(2%)		2,637		2,587	2%
Metals and construction		371		334	11%	193.4	183.6	5%		1,919		1,822	5%
Automotive		249		248	-	111.4	112.7	(1%)		2,244		2,198	2%
Paper/clay/forest		187		186	1%	70.3	71.6	(2%)		2,653		2,603	2%
Merchandise		1,597		1,577	1%	635.6	638.7	-		2,514		2,469	2%
Intermodal		593		538	10%	1,009.1	951.8	6%		587		565	4%
Coal		447		339	32%	266.1	210.0	27%		1,679		1,611	4%
Total	\$	2,637	\$	2,454	7%	1,910.8	1,800.5	6%		1,380		1,362	1%
Third Quarter													
Chemicals	\$	418	\$	408	2%	115.2	117.5	(2%)	\$	3,624	\$	3,473	4%
Agriculture/consumer/gov'1	J	388	J	380	2%	147.8	147.6	-	J	2,626	J	2,577	2%
Metals and construction		378		337	12%	194.2	186.9	4%		1,945		1,802	8%
Automotive		218		236	(8%)	96.6	106.8	(10%)		2,256		2,217	2%
Paper/clay/forest		198		191	4%	73.4	71.7	2%		2,699		2,655	2%
Merchandise	<u></u>	1,600		1,552	3%	627.2	630.5	(1%)		2,550		2,462	4%
Intermodal		621		575	8%	1,035.2	993.5	4%		600		579	4%
Coal		449		397	13%	266.6	238.2	12%		1,687		1,666	1%
Total	\$	2,670	\$	2,524	6%	1,929.0	1,862.2	4%		1,384		1,355	2%
Fourth Quarter													
Chemicals	s	417	ς	395	6%	118.6	114.8	3%	S	2 524	\$	2 445	2%
Agriculture/consumer/gov't	ş	391	þ	399	(2%)	146.0	154.2	(5%)	þ	3,526 2,677	þ	3,445 2,586	2 <i>%</i> 4%
Metals and construction		337		296	14%	171.5	160.4	7%		1,964		1,845	6%
Automotive		242		237	2%	104.6	107.7	(3%)		2,312		2,194	5%
Paper/clay/forest		189		177	7%	70.3	67.7	4%		2,689		2,620	3%
Merchandise		1,576		1,504	5%	611.0	604.8	1%		2,580		2,486	4%
Intermodal		667		583	14%	1,060.4	996.0	6%		629		585	8%
Coal		426		403	6%	253.7	239.1	6%		1,677		1,689	(1%)
Total	\$	2,669	\$	2,490	7%	1,925.1	1,839.9	5%		1,387		1,354	2%
Year													
	^	1 / / 0	^	1 /40	10/	4/7.0	4757	100/3	^	0 [7]	^	0.445	00/
Chemicals	\$	1,668	\$	1,648	1%	467.2	475.7	(2%)	\$	3,571	\$	3,465	3%
Agriculture/consumer/gov't Metals and construction		1,547 1,426		1,548 1,267	13%	589.0 727.5	601.2 685.8	(2%) 6%		2,627 1,960		2,575 1,847	2% 6%
Automotive		955		975	(2%)	423.1	440.5	(4%)		2,257		2,213	2%
Paper/clay/forest		755 761		744	2%	284.6	284.0	(7/0) -		2,673		2,620	2% 2%
Merchandise		6,357		6,182	3%	2,491.4	2,487.2			2,552		2,486	3%
Intermodal		2,452		2,218	11%	4,074.1	3,870.4	5%		602		573	5%
Coal		1,742		1,488	17%	1,046.0	902.1	16%		1,665		1,650	1%
	-		·		7%								2%
Total	\$	10,551	\$	9,888	1%	7,611.5	7,259.7	5%		1,386		1,362	1 %

Railway Operating Revenues Variance Analysis

(\$ in millions)

Fourth Quarter 2017 vs. 2016

		Merchandise			Intern	ıodal	Coal			
	Am	nount	Percent	An	nount	Percent	An	nount	Percent	
Revenue Variance due to:										
Volume	\$	15	1%	\$	38	6%	\$	25	6%	
Fuel surcharge revenue		13	1%		27	5%		-	-	
Rate, mix and other		44	3%		19	3%		(2)	-	
Total	\$	72	5%	\$	84	14%	\$	23	6%	

Year

2017 vs. 2016

		Merchandise			Intern	ıodal	Coal			
	Amount		Percent	Amount		Percent	Amount		Percent	
Revenue Variance due to:										
Volume	\$	10	-	\$	117	5%	\$	237	16%	
Fuel surcharge revenue		35	1%		78	4%		10	1%	
Rate, mix and other		130	2%		39	2%		7	-	
Total	\$	175	3%	\$	234	11%	\$	254	17%	

Coal Tonnage by Market

(in thousands)

	Fo	ourth Quarte	er			
	2017	2016	% Change	2017	2016	% Change
Utility	15,300	16,936	(10%)	67,899	65,033	4%
Export	7,271	4,659	56%	26,460	14,608	81%
Domestic metallurgical	4,028	3,529	14%	15,675	13,884	13%
Industrial	1,286	1,367	(6%)	5,545	6,152	(10%)
Total	27,885	26,491	5%	115,579	99,677	16%

Intermodal Units by Market

(in thousands)

	Fo	urth Quart	er		Year	
	2017	2016	% Change	2017	2016	% Change
Domestic	694.4	640.4	8%	2,585.0	2,416.2	7%
International	366.0	355.6	3%	1,489.1	1,454.2	2%
Total	1,060.4	996.0	6%	4,074.1	3,870.4	5%



Financial, Traffic and Operating Statistics

in millions — except as noted)	2016										
	-	First Quarter		Second Quarter		Third Quarter		Fourth Quarter		Year	
Railway operating revenues	\$	2,420	\$	2,454	\$	2,524	\$	2,490	\$	9,888	
Railway operating expenses:											
Compensation and benefits		723		667		691		662		2,743	
Purchased services		300		309		312		321		1,242	
Equipment rents		79		75		74		78		306	
Fuel		149		174		181		194		698	
Depreciation		252		257		258		259		1,026	
Materials		80		91		102		91		364	
Casualties and other claims		33		32		36		49		150	
Other		81		79		50		75		285	
Total railway operating expenses		1,697		1,684		1,704		1,729		6,814	
Income from railway operations		723		770		820		761		3,074	
Other income — net		16		4		29		22		71	
Interest expense on debt		139		138		144		142		563	
Income before income taxes		600		636		705		641		2,582	
Total income taxes		213		231		245		225		914	
Net income	S	387	\$	405	\$	460	\$	416	\$	1,668	
Weighted average shares outstanding — diluted (in millions)		298.9	,	296.6	,	294.7	Ť	293.7	,	296.0	
Earnings per share — diluted (dollars)	\$	1.29	\$	1.36	\$	1.55	\$	1.42	\$	5.62	
Dividends per share (dollars)	Š	0.59	\$	0.59	Š	0.59	Š	0.59	Š	2.36	
Railway operating ratio (percent)	•	70.1	,	68.6	,	67.5	Ť	69.4	,	68.9	
Property additions	\$	398	\$	534	\$	372	\$	583	\$	1,887	
Cash and cash equivalents	\$	589	\$	866	\$	984	\$	956	\$	956	
Total debt	Š	9,498	Š	10,099	Š	10,105	Š	10,212	Š	10,212	
Total debt-to-total capitalization (percent)	•	43.7	•	45.1	,	44.9	,	45.1	•	45.1	
Gross ton miles (GTMs) (in billions)		90.2		92.6		93.8		93.3		369.9	
Revenue ton miles (in billions):											
Merchandise		28.8		29.2		29.1		28.3		115.4	
Intermodal		9.6		10.5		10.7		10.7		41.5	
Coal		7.7		7.7		8.9		9.3		33.6	
Total		46.1		47.4		48.7		48.3		190.5	
Railroad employees (average)		28,077		27,928		27,817		27,601		27,856	
GTMs (thousands) per employee		3,213		3,315		3,374		3,380		13,280	
Locomotive diesel fuel consumed (in thousands of gallons)		120,251		114,075		112,864		114,815		462,005	
Average price (dollars) per gallon of locomotive diesel fuel	\$	1.158	\$	1.445	\$	1.512	\$	1.603	\$	1.426	
Gallons of fuel consumed per thousand GTMs		1.35		1.25		1.21		1.24		1.26	
Train speed (miles per hour)		23.6		23.5		23.1		23.2		23.3	
Terminal dwell (hours)		25.3		23.1		23.5		24.0		23.9	

		2017				2017 vs. 2016 Increase (Decrease)							
 First Quarter	Second Quarter	Third Quarter	Fourth Quarter (Non-GAAP)	Year (Non-GAAP)	First Quarter	Second Quarter	Third Quarter	Fourth Quarter (Non-GAAP)	Year (Non-GAAP)				
\$ 2,575	\$ 2,637	\$ 2,670	\$ 2,669	\$ 10,551	\$ 155	\$ 183	\$ 146	\$ 179	\$ 663				
743	703			2,915		36	64	52	172				
304	318			1,269		9	(3)	17	27				
73	74			296	(6)	(1)	(6)	3	(10)				
213	190	198		840	64	16	17	45	142				
259	264			1,055		7	7	8	29				
92	87	8.5		348		(4)	(17)	(7)	(16)				
40	35			145		3	3	(18)	(5)				
78	78	_		248	(3) 105	(1) 65	(10) 55	(23)	(37) 302				
1,802	1,749	<i>'</i>	1,806	7,116				77					
773	888			3,435		118	91	102	361				
24	32			92		28	(6)	(9)	21				
142	140			550		2	(10)	(8)	(13)				
655	780		_	2,977	55	144	95	101	395				
 222	283			1,055		52	49	31	141				
\$ 433	\$ 497	\$ 506		\$ 1,922	\$ 46	\$ 92	\$ 46	\$ 70	\$ 254				
292.8	291.2			290.3		(5.4)	(5.2)	(5.9)	(5.7)				
\$ 1.48	\$ 1.71	\$ 1.75		\$ 6.61	\$ 0.19	\$ 0.35	\$ 0.20	\$ 0.27	\$ 0.99				
\$ 0.61	\$ 0.61	\$ 0.61		\$ 2.44	\$ 0.02	\$ 0.02	\$ 0.02	\$ 0.02	\$ 0.08				
 70.0	66.3		_	67.4	(0.1)	(2.3)	(1.6)	(1.7)	(1.5)				
\$ 438	\$ 445	•		\$ 1,723	\$ 40	\$ (89)	\$ 60	\$ (175)	\$ (164)				
\$ 955	\$ 642	•		\$ 690 \$ 9.836		\$ (224)	\$ (260) \$ (225)		\$ (266) \$ (376)				
\$ 10,119 44.7	\$ 9,873 43.8			\$ 9,836 37.5	· ·	\$ (226) (1.3)	\$ (225) (1.2)		\$ (376) (7.6)				
94.6	96.5	96.6	96.1	383.8	5%	4%	3%	3%	4%				
29.1	29.8	30.0	29.4	118.3	1%	2%	3%	4%	3%				
10.2	10.7	11.0	11.3	43.2	6%	2%	3%	6%	4%				
10.3	10.2	10.1	9.4	40.0	34%	32%	13%	1%	19%				
49.6	50.7	51.1	50.1	201.5	8%	7%	5%	4%	6%				
27,453	27,088	26,76	26,520	26,955	(2%)	(3%)	(4%)	(4%)	(3%)				
3,445	3,562					7%	7%	7%	7%				
119,420	111,331			458,179		(2%)	(2%)		(1%)				
\$ 1.690	\$ 1.609			\$ 1.738		11%	12%	22%	22%				
1.27	1.16	1.16	1.22	1.20	(6%)	(7%)	(4%)	(2%)	(5%)				
22.7	21.5					(9%)	(6%)		(7%)				
 24.3	25.1	24.9	26.8	25.3	(4%)	9%	6%	12%	6%				

