

CARCAILLET JEAN CLAUDE
Form 4
August 06, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
CARCAILLET JEAN CLAUDE

2. Issuer Name and Ticker or Trading Symbol
EXPEDITORS INTERNATIONAL OF WASHINGTON INC [EXPD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1015 THIRD AVENUE, 12TH FLOOR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/05/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior VP-Australasia

SEATTLE, WA 98104

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 08/05/2010 | | M | | 80,000 | A | \$ 12.43 |
| | | | | | | | 81,504.161 |
| | | | | | | | D ⁽¹⁾ |
| Common Stock | 08/05/2010 | | M | | 60,000 | A | \$ 14.29 |
| | | | | | | | 141,504.161 |
| | | | | | | | D |
| Common Stock | 08/05/2010 | | M | | 50,000 | A | \$ 18.3 |
| | | | | | | | 191,504.161 |
| | | | | | | | D |
| Common Stock | 08/05/2010 | | M | | 20,000 | A | \$ 24.45 |
| | | | | | | | 211,504.161 |
| | | | | | | | D |
| Common Stock | 08/05/2010 | | S | | 210,000 | D | \$ 44.0109 |
| | | | | | | | 1,504.161 |
| | | | | | | | D |

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(2)

Common
Stock

30,686.4561 I

by Carcaillet
Superannuation
Fund

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Options (Right to Buy) | \$ 12.43 | 08/05/2010 | | M | 80,000 | 05/09/2004 05/09/2011 | Common Stock | 80,000 | |
| Stock Options (Right to Buy) | \$ 14.29 | 08/05/2010 | | M | 60,000 | 05/08/2005 05/08/2012 | Common Stock | 60,000 | |
| Stock Options (Right to Buy) | \$ 18.3 | 08/05/2010 | | M | 50,000 | 05/07/2006 05/07/2013 | Common Stock | 50,000 | |
| Stock Options (Right to Buy) | \$ 24.45 | 08/05/2010 | | M | 20,000 | 05/04/2008 05/04/2015 | Common Stock | 20,000 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CARCAILLET JEAN CLAUDE
1015 THIRD AVENUE, 12TH FLOOR
SEATTLE, WA 98104

Senior VP-Australasia

Signatures

Jean-Claude
Carcaillet

08/06/2010

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Beginning balance of Common Stock beneficially owned includes 736.8111 shares purchased on July 30, 2010 under Expeditors

(1) International of Washington, Inc.'s 2002 Employee Stock Purchase Plan and .0036 shares acquired on June 15, 2010 pursuant to the reinvestment of a dividend under Expeditors International of Washington, Inc.'s 2002 Employee Stock Purchase Plan.

The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$44 to \$44.05,

(2) inclusive. The reporting person undertakes to provide to any security holder of Expeditors or to the SEC, upon request, full information regarding the number of shares sold at each separate price within the range stated.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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