

BARBER TIMOTHY C  
Form 4  
November 08, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
BARBER TIMOTHY C

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)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President, Sales & Marketing

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

3. Date of Earliest Transaction (Month/Day/Year)  
11/05/2010

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                    | 11/05/2010                           |  | M                              |   | 60,000  | A  | \$ 12.43  |
| Common Stock                    | 11/05/2010                           |  | M                              |   | 80,000  | A  | \$ 14.29  |
| Common Stock                    | 11/05/2010                           |  | M                              |   | 50,000  | A  | \$ 18.3   |
| Common Stock                    | 11/05/2010                           |  | M                              |   | 20,000  | A  | \$ 24.45  |
| Common Stock                    | 11/05/2010                           |  | M                              |   | 2,500   | A  | \$ 42.9   |

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|        |            |   |         |   |            |              |   |
|--------|------------|---|---------|---|------------|--------------|---|
| Common |            |   |         |   | \$         |              |   |
| Stock  | 11/05/2010 | S | 212,500 | D | 51,9442    | 282,816.3196 | D |
|        |            |   |         |   | <u>(2)</u> |              |   |

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.**

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Stock Options (Right to Buy)               | \$ 12.43   | 11/05/2010                           |  | M                              | 60,000  | 05/09/2004 05/09/2011                                    | Common Stock 60,000   |
| Stock Options (Right to Buy)               | \$ 14.29   | 11/05/2010                           |  | M                              | 80,000  | 05/08/2005 05/08/2012                                    | Common Stock 80,000   |
| Stock Options (Right to Buy)               | \$ 18.3  | 11/05/2010                           |  | M                              | 50,000  | 05/07/2006 05/07/2013                                    | Common Stock 50,000   |
| Stock Options (Right to Buy)               | \$ 24.45   | 11/05/2010                           |  | M                              | 20,000  | 05/04/2008 05/04/2015                                    | Common Stock 20,000   |
| Stock Options (Right to Buy)               | \$ 42.9  | 11/05/2010                           |  | M                              | 2,500   | 05/02/2010 05/02/2017                                    | Common Stock 2,500  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| BARBER TIMOTHY C<br>1015 THIRD AVENUE, 12TH FLOOR<br>SEATTLE, WA 98104 |               |           | President, Sales & Marketing |       |

## Signatures

/s/ Timothy C.  
Barber

11/08/2010

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).

- Balance of Common Stock beneficially owned includes 717.978173 shares purchased on July 30, 2010 under Expeditors International of Washington, Inc.'s 2002 Employee Stock Purchase Plan and 14.90 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.

- (1) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$51.622 to \$52.28, 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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