

ROSE PETER J  
Form 4  
April 15, 2010

**FORM 4**

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

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

**OMB APPROVAL**

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ROSE PETER J

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/15/2010

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman and CEO

(Street)  
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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially Owned<br>Following Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                       | (A)<br>or<br>(D)                                                        | Price                                                             |
| Common<br>Stock                       | 04/15/2010                              |                                                             | M                                    |                                                                         | 30,000                                                                                                       | A                                                                       | \$ 9.48                                                           |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                              |                                                                         | 1,110,030.4015                                                    |
| Common<br>Stock                       | 04/15/2010                              |                                                             | S <sup>(2)</sup>                     |                                                                         | 30,000                                                                                                       | D                                                                       | \$ 38.4932                                                        |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                              |                                                                         | 1,080,030.4015                                                    |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         |                                                                                                              |                                                                         | 5,334.1978                                                        |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                              | I                                                                       | By<br>Spouse                                                      |

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**

SEC 1474  
(9-02)

required to respond unless the form displays a currently valid OMB control number.

**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)               | \$ 9.48                                                | 04/15/2010                           |                                                    | M <sup>(1)</sup>               |                                                                                         | 30,000                                                   |     | 05/03/2003                                                    | 05/03/2010      | Common Stock | 30,000                     |
| Stock Options (Right to Buy)               | \$ 9.48                                                |                                      |                                                    |                                |                                                                                         |                                                          |     | 05/03/2003                                                    | 05/03/2010      | Common Stock | 10,000                     |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |                  |       |
|--------------------------------------------------------------------|---------------|-----------|------------------|-------|
|                                                                    | Director      | 10% Owner | Officer          | Other |
| ROSE PETER J<br>1015 THIRD AVENUE, 12TH FLOOR<br>SEATTLE, WA 98104 | X             |           | Chairman and CEO |       |

## Signatures

/s/ Peter J. Rose                      04/15/2010

\*\*Signature of                      Date  
Reporting Person

## 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).

(1) Options exercised were due to expire May 3, 2010.

(2) Shares were sold pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 24, 2010.

The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.43 to \$38.56, 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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