

ESPOSITO ROSANNE
Form 4
November 16, 2010

FORM 4

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

OMB APPROVAL

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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 *
ESPOSITO ROSANNE

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)
11/16/2010

____ Director
 Officer (give title below) _____ Other (specify below)
Executive VP-Global Customs

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 or Price				(A) or (D)
Common Stock	03/10/2010		G	V	1,200 ⁽¹⁾	D	\$ 0	70,133	I	By Trust
Common Stock	03/10/2010		G	V	800 ⁽²⁾	D	\$ 0	69,333	I	By Trust
Common Stock	03/12/2010		G	V	1,000 ⁽³⁾	D	\$ 0	68,333	I	By Trust
Common Stock	03/19/2010		G	V	5,000 ⁽⁴⁾	D	\$ 0	845.7509	D ⁽⁵⁾	
Common Stock	03/19/2010		G	V	5,000	A	\$ 0	73,333	I	By Trust

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Common Stock 11/16/2010 M 4,828 A \$ 12.43 6,396.1101 D

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

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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)	8. Amount or Number of Shares
Stock Options (Right to Buy)	\$ 12.43	11/16/2010		M	4,828	05/09/2004 05/09/2011	Common Stock	4,828

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ESPOSITO ROSANNE 1015 THIRD AVENUE, 12TH FLOOR SEATTLE, WA 98104			Executive VP-Global Customs	

Signatures

/s/ Rosanne Esposito 11/16/2010

**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).
- (1) Gift to sons who are not financially dependent on and do not share a household with reporting person

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- (2) Gift to niece and nephews who are not financially dependent on and do not share a household with reporting person.
- (3) Gift to the National Multiple Sclerosis Society
- (4) Gift to the L Ross and R Esposito-Ross Revocable Trust of which reporting person is a trustee

- 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 4.381 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.
- (5) Washington, Inc.'s 2002 Employee Stock Purchase Plan and 4.381 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.

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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