

EXPEDITORS INTERNATIONAL OF WASHINGTON INC  
 Form 4  
 February 17, 2006

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

OMB APPROVAL  
 OMB Number: 3235-0287  
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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 \*  
 ALGER GLENN M

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)  
 02/15/2006

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 President and COO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |
| Common Stock                    | 02/15/2006                           |  | S                              |   | 159,798<br>(1)  | D  | \$ 75.3905<br>(1)                          |
|                                 |                                      |  |                                |   | 713,146.69<br>(2)   | D  |  |

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)**

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| 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| ALGER GLENN M<br>1015 THIRD AVENUE, 12TH FLOOR<br>SEATTLE, WA 98104 |               |           | President and COO |       |

## Signatures

Glenn M Alger                      02/17/2006  
 \*\*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) This represents an aggregate number of shares sold at an average price. Full trade details are broken down, as follows: 253 at \$76.40 6,798 at \$76.33 1,234 at \$76.08 2,100 at \$76.07 3,700 at \$76.05 5,000 at \$76.00 2,300 at \$75.92 800 at \$75.91 2,900 at \$75.90 3,400 at \$75.88 8,100 at \$75.80 10,803 at \$75.75 7,000 at \$75.72 2,000 at \$75.71 2,346 at \$75.70 1,417 at \$75.69 3,400 at \$75.62 100 at \$75.56 6 at \$75.5500 394 at \$75.54 1,600 at \$75.53 1,200 at \$75.50 500 at \$75.49 6,281 at \$75.48 1,919 at \$75.47 600 at \$75.42 5,888 at \$75.41 5,100 at \$75.40 600 at \$75.38 1,344 at \$75.37 400 at \$75.36 1,068 at \$75.34 200 at \$75.31 600 at \$75.29 754 at \$75.28 5,000 at \$75.25 2,000 at \$75.19 1,200 at \$75.16 828 at \$75.15 1,008 at \$75.13 787 at \$75.09 413 at \$75.08 3,788 at \$75.04 3,200 at \$75.03 1,812 at \$74.95 5,000 at \$74.94 4,200 at \$74.92 6,100 at \$74.90 503 at \$74.88 1,564 at \$74.87 300 at \$74.85 200 at \$74.81 11,320 at \$74.80 100 at \$74.78 5,100 at \$74.77 8,344 at \$74.76 4,926 at \$74.75

(2) Includes 529,094 shares acquired from Expeditors International of Washington, Inc.'s 2002 Employee Stock Purchase Plan on July 29, 2005. Includes 4,956 shares acquired on June 15, 2005 pursuant to the reinvestment of a dividend under Expeditors 2002 Employee Stock Purchase Plan. Includes 4,713 shares acquired on December 15, 2005 pursuant to the reinvestment of a dividend under Expeditors 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.