

EXPEDITORS INTERNATIONAL OF WASHINGTON INC
 Form 4
 May 18, 2005

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 *
GATES R JORDAN

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)
05/16/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive VP-CFO

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 or Price		
Common Stock	05/16/2005		M		50,000 A \$ 2.82	121,389.927	D
Common Stock	05/16/2005		S		26,000 D \$ 48.2961	95,389.927	D
Common Stock	05/16/2005		S		2,300 D \$ 48.5084	93,089.927	D
Common Stock	05/16/2005		S		1,200 D \$ 48.62	91,889.927	D
Common Stock	05/18/2005		M		21,626 A \$ 10.97	113,515.927	D

Common Stock	05/18/2005	M	6,236	A	\$ 16.04	119,751.927	D
Common Stock	05/18/2005	M	5,276	A	\$ 18.95	125,027.927	D

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

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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)	\$ 2.82	05/16/2005		M	50,000	05/17/1998	05/17/2005	Common Stock	50,000
Stock Options (Right to buy)	\$ 10.97	05/18/2005		M	21,626	05/07/2001	05/07/2008	Common Stock	21,626
Stock Options (Right to buy)	\$ 16.04	05/18/2005		M	6,236	05/05/2002	05/05/2009	Common Stock	6,236
Stock Options (Right to buy)	\$ 18.95	05/18/2005		M	5,276	05/03/2003	05/03/2010	Common Stock	5,276

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GATES R JORDAN

1015 THIRD AVENUE, 12TH FLOOR
SEATTLE, WA 98104

X

Executive VP-CFO

Signatures

R. Jordan Gates

05/18/2005

 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).

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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