

EXPEDITORS INTERNATIONAL OF WASHINGTON INC

Form 4

February 17, 2006

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

OMB
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(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

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2006

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
President and COO

(Street)
SEATTLE, WA 98104

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 (1)	(A) or (D)	Price		
Common Stock	02/15/2006		S		159,798 (1)	D	\$ 75.3905 (1)	713,146.69 (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
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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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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 1015 THIRD AVENUE, 12TH FLOOR 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.

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