

FEDEX CORP
Form 4
May 08, 2007

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 *
SMITH FREDERICK W

(Last) (First) (Middle)

**942 SOUTH SHADY GROVE
ROAD**

(Street)

MEMPHIS, TN 38120

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
FEDEX CORP [FDX]

3. Date of Earliest Transaction
(Month/Day/Year)
05/07/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chairman/President/CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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	(A) or (D)	Price
Common Stock	05/07/2007		M		213,654	A	\$ 26.4375
Common Stock	05/07/2007		M		11,346	A	\$ 26.4375
Common Stock	05/07/2007		S ⁽¹⁾		158,600	D	\$ 110 14,990,139
Common Stock	05/07/2007		S ⁽¹⁾		3,200	D	\$ 110.01 14,986,939
Common Stock	05/07/2007		S ⁽¹⁾		8,000	D	\$ 110.02 14,978,939

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Common Stock	05/07/2007	<u>S(1)</u>	2,600	D	\$ 110.03	14,976,339	D	
Common Stock	05/07/2007	<u>S(1)</u>	500	D	\$ 110.04	14,975,839	D	
Common Stock	05/07/2007	<u>S(1)</u>	16,500	D	\$ 110.05	14,959,339	D	
Common Stock	05/07/2007	<u>S(1)</u>	1,954	D	\$ 110.06	14,957,385	D	
Common Stock	05/07/2007	<u>S(1)</u>	40	D	\$ 110.07	14,957,345	D	
Common Stock	05/07/2007	<u>S(1)</u>	1,300	D	\$ 110.08	14,956,045	D	
Common Stock	05/07/2007	<u>S(1)</u>	760	D	\$ 110.09	14,955,285	D	
Common Stock	05/07/2007	<u>S(1)</u>	10,300	D	\$ 110.1	14,944,985	D	
Common Stock	05/07/2007	<u>S(1)</u>	200	D	\$ 110.12	14,944,785	D	
Common Stock	05/07/2007	<u>S(1)</u>	500	D	\$ 110.13	14,944,285	D	
Common Stock	05/07/2007	<u>S(1)</u>	400	D	\$ 110.14	14,943,885	D	
Common Stock	05/07/2007	<u>S(1)</u>	6,500	D	\$ 110.15	14,937,385	D	
Common Stock	05/07/2007	<u>S(1)</u>	100	D	\$ 110.17	14,937,285	D	
Common Stock	05/07/2007	<u>S(1)</u>	100	D	\$ 110.18	14,937,185	D	
Common Stock	05/07/2007	<u>S(1)</u>	600	D	\$ 110.19	14,936,585	D	
Common Stock	05/07/2007	<u>S(1)</u>	1,500	D	\$ 110.2	14,935,085	D	
Common Stock						4,141,280	I	by family holding company
Common Stock						205,856	I	by trust for benefit of Mr. Smith's children
Common Stock						736	I	by wife

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Common Stock 2,265 I retirement plan

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Incentive Stock Option (right to buy)	\$ 26.4375	05/07/2007		M	11,346	(2) 06/02/2007	Common Stock 11
Non-Qualified Stock Option (right to buy)	\$ 26.4375	05/07/2007		M	213,654	(2) 06/02/2007	Common Stock 21

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SMITH FREDERICK W 942 SOUTH SHADY GROVE ROAD MEMPHIS, TN 38120	X Chairman/President/CEO

Signatures

Frederick W. Smith 05/07/2007

**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on April 13, 2007.
- (2) These options first became exercisable one year from date of grant.

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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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