

EXPEDITORS INTERNATIONAL OF WASHINGTON INC
 Form 4
 November 13, 2006

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 *
 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)
 11/08/2006

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ 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)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	11/08/2006		S	9,800	D	\$ 45.33	1,130,979.4282 D
Common Stock	11/08/2006		S	5,300	D	\$ 45.34	1,125,679.4282 D
Common Stock	11/08/2006		S	6,436	D	\$ 45.38	1,119,243.4282 D
Common Stock	11/08/2006		S	4,000	D	\$ 45.43	1,115,243.4282 D
Common Stock	11/08/2006		S	5,300	D	\$ 45.44	1,109,943.4282 D

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Common Stock	11/08/2006	S	8,190	D	\$ 45.45	1,101,753.4282	D
Common Stock	11/08/2006	S	5,000	D	\$ 45.47	1,096,753.4282	D
Common Stock	11/08/2006	S	25,989	D	\$ 45.5	1,070,764.4282	D
Common Stock	11/08/2006	S	6,038	D	\$ 45.51	1,064,726.4282	D
Common Stock	11/08/2006	S	10,320	D	\$ 45.52	1,054,406.4282	D
Common Stock	11/08/2006	S	17,707	D	\$ 45.53	1,036,699.4282	D
Common Stock	11/08/2006	S	19,100	D	\$ 45.54	1,017,599.4282	D
Common Stock	11/08/2006	S	15,640	D	\$ 45.55	1,001,959.4282	D
Common Stock	11/08/2006	S	4,000	D	\$ 45.65	997,959.4282	D
Common Stock	11/08/2006	S	1,000	D	\$ 45.66	996,959.4282	D
Common Stock	11/08/2006	S	200	D	\$ 45.67	996,759.4282	D
Common Stock	11/08/2006	S	365	D	\$ 45.68	996,394.4282	D
Common Stock	11/08/2006	S	3,935	D	\$ 45.71	992,459.4282	D
Common Stock	11/08/2006	S	400	D	\$ 45.72	992,059.4282	D
Common Stock	11/08/2006	S	800	D	\$ 45.73	991,259.4282	D ⁽¹⁾

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.

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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
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Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 3 and 4)
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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 11/10/2006
 **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) Form 3 of 3 related to disposition on November 8, 2006 resulting in final balance of shares of Common Stock owned equal to 991,259.4282

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. rgin-bottom:0pt'>0

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17

Amounts of remuneration paid to Directors and Corporate Executive Officers (For the fiscal year ended March 31, 2007)

	Fixed Remuneration		Bonus linked to business results		Retirement Allowances (including Phantom restricted stock plan)	
	Number of persons	Amount Million Yen	Number of persons	Planned payment amount Million Yen	Number of persons	Planned payment amount Million Yen
Directors	11 (Note 1)	169	-	- (Note 2)	1	34 (Note 3)
(Outside Directors)	(10)	(153)	(-)	(-)	(-)	(-)
Corporate Executive Officers	7	912	7	751 (Note3)	-	-
Total	18	1,081	7	751	1	34

Note 1: The number of persons does not include three Directors who concurrently serve as Corporate Executive Officers, because the Corporation does not pay any remuneration for services as Director to Directors who concurrently serve as Corporate Executive Officers.

Note 2: The Corporation does not pay bonuses linked to business results to Directors who do not concurrently serve as Corporate Executive Officers.

Note 3: The amount that the Corporation plans to pay as bonuses linked to business results and Retirement Allowances will be paid in June 2007 pursuant to determination by the Compensation Committee at its meeting held on April 13, 2007, but excludes the amount paid in June 2006 as bonuses linked to business results for the fiscal year ended March 31, 2006 (a total of ¥825 million for 7 Corporate Executive Officers). Of the amount the Corporation expects to pay as Retirement Allowances, the amount to be paid under Phantom restricted stock plan will be calculated using the price of the Corporation's common stock at the time of resignation. The preliminary calculation for the purpose of the above table uses the share price (closing price) of the Corporation's common stock as of March 30, 2007.

Note 4: In addition to the above, during the fiscal year under review the Corporation issued Stock Acquisition Rights for the purpose of granting stock options to Directors and Corporate Executive Officers and recorded ¥5.5 million for Directors (¥5.0 million for Outside Directors) and ¥276 million for Corporate Executive Officers in expenses. (Please refer to page 16.)

Basic policy regarding remuneration for Directors and Corporate Executive Officers

The basic policy regarding remuneration for the Directors and the Corporate Executive Officers, as determined by the Compensation Committee, is as follows:

(1) Basic policy of Director remuneration

Taking into account that the main duty of the Directors is to supervise the performance of business operations of the Sony Group and the fact that Sony is a global company, in order to improve such function of the Directors, the following two elements shall constitute the basic policy for the determination of the remuneration of Directors:

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- Attracting and retaining an adequate talent pool of Directors possessing the requisite abilities to excel in the global marketplace;
and
- Ensuring the effectiveness of the supervisory function of the Directors.

Based upon the above, the remuneration of Directors shall consist of the following three components:

- Fixed remuneration;

18

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- Remuneration linked to share price; and
- Phantom restricted stock plan.

The schedule for the amount of each component and its percentage of total remuneration shall be determined in conformance with the basic policy above. Remuneration of Directors shall be at an appropriate level determined based upon research by a third party regarding remuneration of management of both domestic and foreign companies. The Director remuneration shall not be paid to those Directors who concurrently serve as Corporate Executive Officers.

Regarding the Phantom restricted stock plan which was introduced in the fiscal year ended March 31, 2006, points fixed every year by the Compensation Committee shall be granted to Directors every year during his/her tenure, and at the time of resignation, the remuneration amount shall be calculated by multiplying Sony's common stock price by accumulated points. The resigning Director shall purchase Sony's common stock with this remuneration.

(2) Basic policy of Corporate Executive Officer remuneration

Taking into account that Corporate Executive Officers are key members of management responsible for executing the business operations of Sony, in order to further improve the business results of Sony, the following two elements shall constitute the basic policy for the determination of the remuneration of Corporate Executive Officers:

- Attracting and retaining an adequate talent pool of Corporate Executive Officers possessing the requisite abilities to excel in the global marketplace; and
- Providing effective incentives to improve business results on a short term, medium and long term basis.

Based upon the above, remuneration of Corporate Executive Officers shall consist of the following four components:

- Fixed remuneration;
- Bonus linked to business results;
- Remuneration linked to share price; and
- Phantom restricted stock plan.

The schedule for the amount of each component and its percentage of total remuneration shall be determined in conformance with the above basic policy with an emphasis on linking remuneration to business results and shareholder value. Remuneration of Corporate Executive Officers shall be at an appropriate level determined based upon research by a third party regarding remuneration of management of both domestic and foreign companies.

Specifically, the amount of bonus linked to business results shall be determined based upon consolidated business results of Sony, such as operating margin and the level of achievement in respect of the business area(s) for which the relevant Corporate Executive Officer is responsible, and the amount paid to Corporate Executive Officers shall fluctuate within the range from 0% to 200% of the base amount.

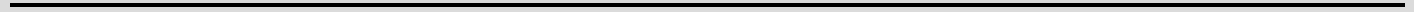
Regarding the Phantom restricted stock plan which was introduced in the fiscal year ended March 31, 2006, points fixed every year by the Compensation Committee shall be granted to Corporate Executive Officers every year during his/her office, and at the time of resignation, the remuneration amount shall be calculated by multiplying Sony's common stock price by accumulated points. The resigning Corporate Executive Officer shall purchase Sony's common stock with this remuneration.

Holders of American Depositary Receipts / European Depositary Receipts of record as of March 31, 2007, desiring to have their shares voted by the Depositary at the Meeting should execute the enclosed Voting Instruction Form and return it to the Depositary on or before 3:00 p.m. (New York time), June 15, 2007.

If your instructions are not received at or prior to that time, the Depositary intends to give a discretionary proxy for your vote to a person designated by Sony Corporation.

JPMorgan Chase Bank, N.A., Depositary

Dated: May 31, 2007



SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SONY CORPORATION

(Registrant)

By: /s/ Nobuyuki Oneda

(Signature)

Nobuyuki Oneda

Corporate Executive Officer,

Executive Vice President and

Chief Financial Officer

Date: May 31, 2007