#### **CARTER ROBERT B**

Form 4 June 10, 2009

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 3235-0287

**OMB APPROVAL** 

Number:

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

Stock

(Print or Type Responses)

CARTER ROBERT B Sy			2. Issuer Name <b>and</b> Ticker or Trading Symbol FEDEX CORP [FDX]				5. Relationship of Reporting Person(s) to Issuer			
(Last)		3. Date of Earliest Transaction				(Check all applicable)				
` ′	(Month/D	(Month/Day/Year)				Director 10% Owner				
942 SOUTH ROAD	I SHADY GROV	E 06/08/20	009			_X_ Officer (g below)	below) P Chief Info Office	er (specify		
	4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
		Filed(Mon	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
MEMPHIS,	TN 38120					Form filed b	y More than One Ro	eporting		
(City)	(State)	(Zip) Table	e I - Non-D	erivative S	ecurities	Acquired, Disposed	l of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Dis (D) (Instr. 3, 4	sposed of 4 and 5)  (A) or	seed 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)		
Common Stock	06/08/2009		A	13,335	A \$	0 43,211	D			
Common						7.005	T	Dy Wife		

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

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7,095

By Wife

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Non-qualified Stock Option (Right to Buy)	\$ 56.31	06/08/2009		A	34,580	<u>(1)</u>	06/08/2019	Common Stock	34,5

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CARTER ROBERT B 942 SOUTH SHADY GROVE ROAD MEMPHIS, TN 38120

**EVP Chief Info Officer** 

## **Signatures**

/s/ Robert B. 06/08/2009 Carter

\*\*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) These options first exercisable one year from date of grant.

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.

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