

FEDEX CORP

Form 4

December 23, 2014

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 *
RICHARDS CHRISTINE P

(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)
12/22/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

EVP GENL COUNSEL/SECTY

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	12/22/2014		M	871 A	\$ 114.74	91,281	D
Common Stock	12/22/2014		M	19,784 A	\$ 114.74	111,065	D
Common Stock	12/22/2014		M	908 A	\$ 110.06	111,973	D
Common Stock	12/22/2014		M	19,747 A	\$ 110.06	131,720	D
Common Stock	12/22/2014		M	33,311 A	\$ 89.7	165,031	D

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Common Stock	12/22/2014	M	1,114	A	\$ 89.7	166,145	D
Common Stock	12/22/2014	S	75,735	D	\$ 175	90,410 ⁽¹⁾	D

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

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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 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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (Right to Buy)	\$ 114.74	12/22/2014		M	871	<u>(2)</u>	07/09/2017	Common Stock	871
Non-qualified Stock Option (Right to Buy)	\$ 114.74	12/22/2014		M	19,784	<u>(2)</u>	07/09/2017	Common Stock	19,784
Incentive Stock Option (Right to Buy)	\$ 110.06	12/22/2014		M	908	<u>(2)</u>	06/01/2016	Common Stock	908
Non-qualified Stock Option (Right to Buy)	\$ 110.06	12/22/2014		M	19,747	<u>(2)</u>	06/01/2016	Common Stock	19,747
Non-qualified Stock Option (Right to Buy)	\$ 89.7	12/22/2014		M	33,311	<u>(2)</u>	06/01/2015	Common Stock	33,311
Incentive Stock Option (Right to Buy)	\$ 89.7	12/22/2014		M	1,114	<u>(2)</u>	06/01/2015	Common Stock	1,114

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RICHARDS CHRISTINE P 942 SOUTH SHADY GROVE ROAD MEMPHIS, TN 38120			EVP GENL COUNSEL/SECTY	

Signatures

/s/Christine P.

Richards

12/22/2014

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) Ownership has been adjusted to reflect dividend paid to all holders of record.
- (2) 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.

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