Rebholz David F Form 4 August 09, 2011

## FORM 4

#### OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 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

e Instruction 30(II) of the Investment Comp

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Rebholz David F			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)		(Middle)	FEDEX CORP [FDX]  3. Date of Earliest Transaction	(Check all applicable)			
1000 FEDEX DRIVE			(Month/Day/Year) 08/05/2011	Director 10% Owner Officer (give title Other (specification) below)  President & CEO - FedEx Ground			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	<ul><li>6. Individual or Joint/Group Filing(Check Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>			
MOON TOWN	SHIP, PA	A 15108 (Zip)	Table I. Nan Daninakina Cannikina	Form filed by More than One Reporting Person  Acquired Disposed of or Repeficially Own			

(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	nAcquired (A) or			Securities	Ownership	Indirect
(Instr. 3)		any	Code	Disposed	of (D	)	Beneficially	Form: Direct	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	(D) or	Ownership
				` '			Following	Indirect (I)	(Instr. 4)
							Reported	(Instr. 4)	, , ,
					(A)		Transaction(s)	,	
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	(Institution and I)		
Common	00/05/0011		T(1) T7	2.004	ъ	Φ.Ω	51.001	Б	
Stock	08/05/2011		$J_{\underline{(1)}}$ V	2,804	D	\$ 0	51,901	D	
Stock									
Common							107 (2)	_	Retirement
Stock							427 <u>(2)</u>	1	Plan
DIOCK									1 1411

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.

SEC 1474

(9-02)

#### Edgar Filing: Rebholz David F - Form 4

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date	of	Number		
				C 1 W	(A) (D)						
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Rebholz David F 1000 FEDEX DRIVE MOON TOWNSHIP, PA 15108

President & CEO - FedEx Ground

### **Signatures**

/s/David F.

Rebholz 08/05/2011 \*\*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) The reporting person disposed of these shares in a transaction exempted from Section 16 by Rule 16a-12.
- (2) Ownership has been adjusted to reflect dividend paid to all holders of record.

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.

Reporting Owners 2