

**FEDEX CORP**  
Reported by  
**RICHARDS CHRISTINE P**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 12/23/14 for the Period Ending 12/22/14

Address	942 SOUTH SHADY GROVE ROAD MEMPHIS, TN 38120-
Telephone	9018187500
CIK	0001048911
Symbol	FDX
SIC Code	4513 - Air Courier Services
Industry	Air Courier
Sector	Transportation
Fiscal Year	05/31

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
<b>RICHARDS CHRISTINE P</b>	<b>FEDEX CORP [ FDX ]</b>	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	<input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
<b>942 SOUTH SHADY GROVE ROAD</b>	<b>12/22/2014</b>	<b>EVP GENL COUNSEL/SECTY</b>
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
<b>MEMPHIS, TN 38120</b>		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City) (State) (Zip)		<input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	12/22/2014		M		871	A	\$114.74	91281	D	
Common Stock	12/22/2014		M		19784	A	\$114.74	111065	D	
Common Stock	12/22/2014		M		908	A	\$110.06	111973	D	
Common Stock	12/22/2014		M		19747	A	\$110.06	131720	D	
Common Stock	12/22/2014		M		33311	A	\$89.70	165031	D	
Common Stock	12/22/2014		M		1114	A	\$89.70	166145	D	
Common Stock	12/22/2014		S		75735	D	\$175.00	90410 (1)	D	

Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (Right to Buy)	\$114.74	12/22/2014		M		871	(2)	7/9/2017	Common Stock	871	\$0	0	D	
Non-qualified Stock Option (Right to Buy)	\$114.74	12/22/2014		M		19784	(2)	7/9/2017	Common Stock	19784	\$0	0	D	
Incentive Stock Option (Right to Buy)	\$110.06	12/22/2014		M		908	(2)	6/1/2016	Common Stock	908	\$0	0	D	
Non-qualified Stock Option (Right to Buy)	\$110.06	12/22/2014		M		19747	(2)	6/1/2016	Common Stock	19747	\$0	0	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
<b>Buy)</b>														
<b>Non-qualified Stock Option (Right to Buy)</b>	<b>\$89.70</b>	<b>12/22/2014</b>		<b>M</b>		<b>33311</b>	<b>(2)</b>	<b>6/1/2015</b>	<b>Common Stock</b>	<b>33311</b>	<b>\$0</b>	<b>0</b>	<b>D</b>	
<b>Incentive Stock Option (Right to Buy)</b>	<b>\$89.70</b>	<b>12/22/2014</b>		<b>M</b>		<b>1114</b>	<b>(2)</b>	<b>6/1/2015</b>	<b>Common Stock</b>	<b>1114</b>	<b>\$0</b>	<b>0</b>	<b>D</b>	

**Explanation of Responses:**

- ( 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.

**Reporting Owners**

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

**Signatures**

/s/Christine P. Richards

12/22/2014

\*\* Signature of Reporting Person

Date

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

\* 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).

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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