FEDEX CORP
Reported by
GRAF ALAN B JR

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 06/05/12 for the Period Ending 06/04/12

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
# 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(f) of the Investment Company Act of 1940

<table>
<thead>
<tr>
<th>Name and Address of Reporting Person</th>
<th>Issuer Name and Ticker or Trading Symbol</th>
<th>Relationship of Reporting Person(s) to Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td>GRAF ALAN B JR</td>
<td>FEDEX CORP [FDX]</td>
<td>Director, 10% Owner, Officer, Other</td>
</tr>
</tbody>
</table>

942 SOUTH SHADY GROVE ROAD

MEMPHIS, TN 38120

<table>
<thead>
<tr>
<th>Date of Earliest Transaction</th>
<th>Relationship of Reporting Person(s) to Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td>6/4/2012</td>
<td>Director, 10% Owner, Officer, Other</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Individual or Joint/Group Filing</th>
<th>Relationship of Reporting Person(s) to Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td>X Form filed by One Reporting Person</td>
<td>Director, 10% Owner, Officer, Other</td>
</tr>
</tbody>
</table>

### Non-Derivative Securities

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Code</th>
<th>Amount</th>
<th>Securities Acquired or Disposed of</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>6/4/2012</td>
<td></td>
<td>A</td>
<td>7285</td>
<td>A</td>
<td>$0</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>D</td>
<td>231275</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>I</td>
<td>By Trust</td>
</tr>
</tbody>
</table>

### Derivative Securities

- **Non-qualified Stock Option (Right to Buy)**
  - Title of Derivative Security: Common Stock
  - Conversion or Exercise Price of Derivative Security: $85.255
  - Trans. Date: 6/4/2012
  - Deemed Execution Date, if any: 6/4/2022
  - Code: A
  - Amount: 24235
  - Date Exercisable: 6/4/2022
  - Expiration Date: 6/4/2022
  - Title: Common Stock
  - Amount or Number of Shares: 24235
  - Price of Derivative Security: $0
  - Nature of Indirect Beneficial Ownership: By Trust

**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

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>GRAF ALAN B JR</td>
<td>Director, 10% Owner, Officer, Other</td>
</tr>
<tr>
<td>942 SOUTH SHADY GROVE ROAD</td>
<td>EVP CHIEF FINANCIAL OFF</td>
</tr>
<tr>
<td>MEMPHIS, TN 38120</td>
<td></td>
</tr>
</tbody>
</table>
Signatures

/s/ Alan B. Graf, Jr. 6/4/2012

** 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).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.