

EXPEDITORS INTERNATIONAL OF WASHINGTON INC

Form DEFA14A

April 29, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities

Exchange Act of 1934 (Amendment No. )

Filed by the Registrant ☒

Filed by a Party other than the Registrant ☐

Check the appropriate box:

☐ Preliminary Proxy Statement

☐ Confidential, for Use of the Commission only (as permitted by Rule 14a-6(e)(2))

☐ Definitive Proxy Statement

☒ Definitive Additional Materials

☐ Soliciting Material Pursuant to Section 240.14a-12

Expeditors International of Washington, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (check the appropriate box):

☒ No fee required.

☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

☐ Fee paid previously with preliminary materials.

☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the

Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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April 29, 2019

Supplemental Biographical Information

On March 27, 2019, Expeditors International of Washington, Inc. (the “Company”) filed a definitive proxy statement (the “Proxy Statement”) with the Securities and Exchange Commission, which was distributed in connection with the Company’s Annual Meeting of Shareholders to be held on May 7, 2019 (the “Annual Meeting”).

The Company is providing this supplement solely to update the biography of James M. DuBois, a member of the Board of Directors of the Company and a Director nominee for election to the Board at the Annual Meeting, to clarify his role with Cyemptive Technologies, Inc., a private company that provides cybersecurity and infrastructure management services. In addition to serving on the technical advisory boards of several startups, private companies, and VC partnerships, Mr. DuBois also serves part-time as Chief Strategy Officer and on the board of directors of Cyemptive Technologies, Inc.

Important Information

This Supplement should be read in conjunction with the Proxy Statement, including Mr. DuBois’ full biography on page 6 of the Proxy Statement. This Supplement does not change or update any of the other information contained in the Proxy Statement. If you have already voted, you do not need to vote again unless you would like to change or revoke your prior vote on any proposal. If you would like to change or revoke your prior vote on any proposal, please refer to page 42 of the Proxy Statement for instructions on how to do so.