

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

**FORM 144**  
**NOTICE OF PROPOSED SALE OF SECURITIES**  
**PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION:** Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

OMB APPROVAL	
OMB Number: 3235-010	
Expires: June 30, 2020	
Estimated average burden hours per response: 1.0	
SEC USE ONLY	
DOCUMENT SEQUENCE NO.	
CUSIP NUMBER	
WORK LOCATION	
(4) TELEPHONE NO.	
AREA CODE	NUMBER
8 5 5	9 7 6 6 9 5

(1) NAME OF ISSUER (Please type or print)		(3) U.S. IDENT. NO.		(5) S.E.C. FILE NO.	
XPO LOGISTICS INC		03-0450326		001-32172	
(1) ADDRESS OF ISSUER		CITY		STATE ZIP CODE	
FIVE AMERICAN LANE		GREENWICH		CT 06831	
(3) NAME OF PERSON FOR WHOM ACCOUNT THE SECURITIES ARE TO BE SOLD		RELATIONSHIP TO ISSUER		(4) ADDRESS STREET	
ADRIAN KINGSHOTT SONIA KINGSHOTT JMTROS		DIRECTOR		FIVE AMERICAN LANE GREENWICH CT 06831	

**INSTRUCTION:** The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

(3) Title of the Class of Securities To Be Sold	(4) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY			(6) Aggregate Market Value (See note 3(d))	(7) Number of Shares or Other Units To Be Sold (See note 3(c))	(8) Number of Shares or Other Units Outstanding (See note 3(d))	(9) Approximate Date of Sale (See note 3(f))	(10) Name of Each Securities Exchange
		(5) Broker/Dealer File Number	(6) Number of Shares or Other Units To Be Sold (See note 3(c))	(7) Number of Shares or Other Units Outstanding (See note 3(d))					
COMMON	FIDELITY BROKERAGE SERVICES LLC 245 SUMMER STREET BOSTON MA 02110		10,500		\$ 1,252,335		91415716	02/19/2021	NYSE

**INSTRUCTIONS:**

- (a) Name of issuer.  
(b) Issuer's I.R.S. Identification Number.  
(c) Issuer's S.E.C. file number, if any.  
(d) Issuer's address, including zip code.  
(e) Issuer's telephone number, including area code.
- (a) Name of person for whom account the securities are to be sold.  
(b) Such person's relationship to the issuer (e.g., officer, director, shareholder, or member of immediate family of any of the foregoing).  
(c) Such person's address, including zip code.
- (a) Title of the class of securities to be sold.  
(b) Name and address of each broker through whom the securities are intended to be sold.  
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount).  
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice.  
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer.  
(f) Approximate date on which the securities are to be sold.  
(g) Name of each securities exchange, if any, on which the securities are intended to be sold.

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 control number.



**TABLE I — SECURITIES TO BE SOLD**

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of this Class	Date of Acquisition	Source of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date when acquired)	Amount of Securities Acquired	Date of Payment	Mode of Payment
COMMON	06/01/2011	private placement	ISSUER	10,500	06/01/2011	cash/check

**INSTRUCTIONS:**

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

**TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS**

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
ADRIAN KINGSHOTT SONJA KINGSHOTT JMTROS FIVE AMERICAN LANE GREENWICH CT 06831	None XPO LOGISTICS INC	02/18/2021	27,071	\$ 3,182,634.18

**REMARKS:****INSTRUCTIONS:**

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (c) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

02/19/2021

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,  
IF APPLYING ON RULE 144(c)

The price shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signature.

SIGNATURE

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**

