

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**

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

XPO, Inc.

(Name of Registrant as Specified In Its Charter)

N/A

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

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a6(i)(1) and 0-11.
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Your **Vote** Counts!

XPO, INC.

2024 Annual Meeting

Vote by May 15, 2024

11:59 PM ET



You invested in XPO, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on May 16, 2024.**

Get informed before you vote

View the Proxy Statement/2023 Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 06, 2024. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and vote without entering a control number



Vote in Person at the Meeting*

May 16, 2024
10:00 AM EDT

virtually at
meetnow.global/M4P2XXP

*If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at www.ProxyVote.com or request a paper copy of the materials, which will contain the appropriate instructions. Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

XPO, INC.
2024 Annual Meeting
Vote by May 15, 2024
11:59 PM ET

Voting Items	Board Recommends
1. Election of Directors Nominees:	
1A Brad Jacobs	✓ For
1B Jason Aiken	✓ For
1C Bella Allaire	✓ For
1D J. Wes Frye	✓ For
1E Mario Harik	✓ For
1F Michael Jesselson	✓ For
1G Allison Landry	✓ For
1H Irene Moshouris	✓ For
1I Johnny C. Taylor, Jr.	✓ For
2 Ratification of the appointment of KPMG as our independent registered public accounting firm for fiscal year 2024.	✓ For
3 Advisory vote to approve executive compensation.	✓ For
4 Advisory vote on the frequency of future advisory votes to approve executive compensation.	1 Year

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.