

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* Kingshott Adrian			2. Issuer Name and Ticker or Trading Symbol XPO Logistics, Inc. [XPO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/18/2021			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O XPO LOGISTICS, INC. FIVE AMERICAN LANE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) GREENWICH CT 06831								
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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, par value \$0.001 per share	02/18/2021		S		27,071	D	\$117.57	84,242	D	
Common Stock, par value \$0.001 per share	02/19/2021		S		10,500	D	\$119.25 ⁽¹⁾	73,742	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Stock Unit	(2)							(3)	(3)	Common Stock, par value \$0.001 per share	1,604	1,604	D	
Restricted Stock Unit	(2)							(4)	(4)	Common Stock, par value \$0.001 per share	2,392	2,392	D	
Restricted Stock Unit	(2)							(5)	(5)	Common Stock, par value \$0.001 per share	3,249	3,249	D	
Restricted Stock Unit	(2)							(6)	(6)	Common Stock, par value \$0.001 per share	2,071	2,071	D	
Restricted Stock Unit	(2)							(7)	(7)	Common Stock, par value \$0.001 per share	3,970	3,970	D	
Restricted Stock Unit	(2)							(8)	(8)	Common Stock, par value \$0.001 per share	6,501	6,501	D	
Restricted Stock Unit	(2)							(9)	(9)	Common Stock, par value \$0.001 per share	4,257	4,257	D	

Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$119.16 to \$119.90. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer, full information regarding the number of shares and prices at which each transaction was effected.

