Malat Scott Form 3/A October 25, 2011

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

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INITIAL STATEMENT OF 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

Malat Scott

(Last)

(First)

60 DONALD DRIVE

(Middle)

Statement

(Month/Day/Year)

10/20/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

XPO Logistics, Inc. [XPO]

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

10/25/2011

(Check all applicable)

Director \_X\_\_ Officer

10% Owner Other (give title below) (specify below)

Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

6. Individual or Joint/Group

5. If Amendment, Date Original

Form filed by More than One SR. VP, STRATEGIC Reporting Person **PLANNING** 

**HASTINGS ON** HUDSON, NYÂ 10706

(City)

(Instr. 4)

1. Title of Security

(State)

(Street)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

3. Ownership

Direct (D) or Indirect (I) (Instr. 5)

Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security

(Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

Conversion or Exercise Price of

4

Ownership Form of Derivative Security:

5

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Derivative Security

Direct (D) or Indirect

(I)

(Instr. 5)

# **Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Malat Scott 60 DONALD DRIVE	Â	Â	SR. VP, STRATEGIC	Â
HASTINGS ON HUDSON, NY 10706			PLANNING	

# **Signatures**

/s/ Eric L. Schiele, as Attorney-in-fact

10/25/2011

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

No securities are beneficially owned

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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### **Remarks:**

Immediately prior to becoming an officer of the Issuer, Scott Malat did not beneficially own, direct of the Issuer.

This amendment is being filed solely to add the power of attorney attached hereto as Exhibit 24.

### Exhibit List:

Exhibit 24 - Power of Attorney

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

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