

Favati Vittorio
Form 4
November 15, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Favati Vittorio

(Last) (First) (Middle)
15350 VICKERY DRIVE
(Street)

HOUSTON, TX 77032

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EGL INC [EAGL]

3. Date of Earliest Transaction
(Month/Day/Year)
09/14/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive VP - Asia Pacific

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock | 09/14/2005 | | S | 10,000 | D \$ 25.76 | 35,634.82 | D |
| Common Stock | 11/10/2005 | | S | 2,000 | D \$ 32.89 | 33,634.82 | D |
| Common Stock | 11/10/2005 | | S | 1,000 | D \$ 32.9 | 32,634.82 | D |
| Common Stock | 11/10/2005 | | S | 4,000 | D \$ 32.92 | 28,634.82 | D |
| Common Stock | 11/10/2005 | | S | 1,000 | D \$ 32.93 | 27,634.82 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|-----------|---|
| Common Stock | 11/10/2005 | S | 6,000 | D | \$ 32.94 | 21,634.82 | D |
| Common Stock | 11/10/2005 | S | 3,000 | D | \$ 32.95 | 18,634.82 | D |
| Common Stock | 11/10/2005 | S | 3,000 | D | \$ 32.96 | 15,634.82 | D |
| Common Stock | 11/10/2005 | S | 2,000 | D | \$ 32.97 | 13,634.82 | D |
| Common Stock | 11/10/2005 | S | 3,000 | D | \$ 32.98 | 10,634.82 | D |
| Common Stock | 11/10/2005 | S | 2,000 | D | \$ 32.99 | 8,634.82 | D |
| Common Stock | 11/10/2005 | S | 1,000 | D | \$ 33.01 | 7,634.82 | D |
| Common Stock | 11/10/2005 | S | 2,000 | D | \$ 33.03 | 5,634.82 | D |
| Common Stock | 11/15/2005 | M | 12,000 | A | \$ 25.06 | 17,634.82 | D |
| Common Stock | 11/15/2005 | S | 12,000 | D | \$ 35.35 | 5,634.82 | D |

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

Persons who 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.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Options | \$ 25.0625 | 11/15/2005 | | M | 12,000 | <u>(1)</u> | 12/15/2007 | Common Stock | 12,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Favati Vittorio 15350 VICKERY DRIVE HOUSTON, TX 77032 | | | Executive VP - Asia Pacific | |

Signatures

Elijio V. Serrano,
attorney-in-fact

11/15/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) Option granted on December 15, 2000 for 15,000 shares vests in five annual installments beginning on December 15, 2001 and become exercisable for the full number of shares on December 15, 2005.

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.