

AMAZON COM INC
Form 4
November 17, 2015

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 *
RYDER THOMAS O

(Last) (First) (Middle)
P.O. BOX 81226
(Street)
SEATTLE, WA 98108-1226
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AMAZON COM INC [AMZN]

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2015

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)

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 Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, par value \$.01 per share | 11/15/2015 | | M | A | \$ 0 | D | |
| Common Stock, par value \$.01 per share | 11/16/2015 | | S ⁽¹⁾ | D | \$ 625.7025 <u>(2)</u> | D | |
| Common Stock, par value \$.01 per share | 11/16/2015 | | S ⁽¹⁾ | D | \$ 626.8225 <u>(3)</u> | D | |

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| | | | | | | | |
|---|------------|------------------------|-----|---|-------------------------------|--------|---|
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 800 | D | \$ 628.7349 <u>(4)</u> | 27,253 | D |
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 200 | D | \$ 630.195 <u>(5)</u> | 27,053 | D |
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 100 | D | \$ 631.73 | 26,953 | D |
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 100 | D | \$ 633.33 | 26,853 | D |
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 300 | D | \$ 635.8333 <u>(6)</u> | 26,553 | D |
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 300 | D | \$ 638.6233 <u>(7)</u> | 26,253 | D |
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 100 | D | \$ 641.0225 <u>(8)</u> | 26,153 | D |
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 200 | D | \$ 644.375 <u>(9)</u> | 25,953 | D |
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 600 | D | \$ 645.9258 <u>(10)</u> | 25,353 | D |
| Common Stock, par value \$.01 per share | 11/16/2015 | <u>S⁽¹⁾</u> | 700 | D | \$ 647.5732 <u>(11)</u> | 24,653 | D |

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

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(9-02)

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- (6) Represents the weighted average sale price. The highest price at which shares were sold was \$636.00 and the lowest price at which shares were sold was \$635.50.
- (7) Represents the weighted average sale price. The highest price at which shares were sold was \$638.85 and the lowest price at which shares were sold was \$638.35.
- (8) Represents the weighted average sale price. The highest price at which shares were sold was \$641.09 and the lowest price at which shares were sold was \$641.00.
- (9) Represents the weighted average sale price. The highest price at which shares were sold was \$644.75 and the lowest price at which shares were sold was \$644.00.
- (10) Represents the weighted average sale price. The highest price at which shares were sold was \$646.37 and the lowest price at which shares were sold was \$645.50.
- (11) Represents the weighted average sale price. The highest price at which shares were sold was \$647.95 and the lowest price at which shares were sold was \$647.01.
- (12) Converts into Common Stock on a one-for-one basis.
- (13) Subject to the reporting person's continued service as a director of the issuer, this award will vest and convert into shares of Common Stock of the issuer at the rate of 870 shares on each of November 15, 2014, November 15, 2015, and November 15, 2016.

Remarks:

The reporting person undertakes to provide, upon request by the staff of the SEC, the issuer, or a security holder of the issuer,

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

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