

AMAZON COM INC
Form 4
May 05, 2016

FORM 4

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

OMB APPROVAL

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

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 *
BEZOS JEFFREY P

(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)
05/03/2016

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)

Chairman, CEO and President

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)
			Code	V	Amount or Price		
Common Stock, par value \$.01 per share	05/03/2016		S ⁽¹⁾		74,503 ⁽²⁾	D	\$ 673.8415 82,839,882
Common Stock, par value \$.01 per share	05/03/2016		S ⁽¹⁾		152,379 ⁽³⁾	D	\$ 674.7531 82,687,503
Common Stock, par value \$.01 per share	05/03/2016		S ⁽¹⁾		40,277 ⁽⁴⁾	D	\$ 675.6285 82,647,226

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value
\$.01 per
share

Common
Stock, par
value 05/03/2016
\$.01 per
share

S⁽¹⁾ 49,763 D \$ 676.6944 82,597,463 D
(5)

Common
Stock, par
value 05/03/2016
\$.01 per
share

S⁽¹⁾ 67,683 D \$ 677.6621 82,529,780 D
(6)

Common
Stock, par
value 05/03/2016
\$.01 per
share

S⁽¹⁾ 11,311 D \$ 678.7377 82,518,469 D
(7)

Common
Stock, par
value 05/03/2016
\$.01 per
share

S⁽¹⁾ 2,265 (8) D \$ 679.496 82,516,204 D

Common
Stock, par
value 05/03/2016
\$.01 per
share

G V 741 D \$ 0 82,515,463 D

Common
Stock, par
value 05/03/2016
\$.01 per
share

G⁽⁹⁾ V 2,962 D \$ 0 82,512,501 D

Common
Stock, par
value 05/04/2016
\$.01 per
share

S⁽¹⁾ 13,034 D \$ 662.6453 82,499,467 D
(10)

Common
Stock, par
value 05/04/2016
\$.01 per
share

S⁽¹⁾ 7,288 D \$ 664.5881 82,492,179 D
(11)

Common
Stock, par
value 05/04/2016

S⁽¹⁾ 55,298 D \$ 666.0706 82,436,881 D
(12)

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Common Stock, par value	05/04/2016	<u>S⁽¹⁾</u>	<u>174,971</u> ₍₁₃₎	D	\$ 667.0632	82,261,910	D
\$.01 per share							
Common Stock, par value	05/04/2016	<u>S⁽¹⁾</u>	<u>41,843</u> ₍₁₄₎	D	\$ 667.9339	82,220,067	D
\$.01 per share							
Common Stock, par value	05/04/2016	<u>S⁽¹⁾</u>	<u>50,592</u> ₍₁₅₎	D	\$ 668.9279	82,169,475	D
\$.01 per share							
Common Stock, par value	05/04/2016	<u>S⁽¹⁾</u>	<u>40,670</u> ₍₁₆₎	D	\$ 669.7722	82,128,805	D
\$.01 per share							
Common Stock, par value	05/04/2016	<u>S⁽¹⁾</u>	<u>6,797</u> ₍₁₇₎	D	\$ 671.0108	82,122,008	D
\$.01 per share							
Common Stock, par value	05/04/2016	<u>S⁽¹⁾</u>	<u>7,488</u> ₍₁₈₎	D	\$ 671.8944	82,114,520	D
\$.01 per share							
Common Stock, par value	05/04/2016	<u>S⁽¹⁾</u>	200	D	\$ 672.56	82,114,320	D
\$.01 per share							
Common Stock, par value	05/04/2016	<u>G⁽⁹⁾</u> V	179	D	\$ 0	82,114,141	D
\$.01 per share							
Common Stock, par value	05/05/2016	<u>S⁽¹⁾</u>	<u>33,211</u> ₍₁₉₎	D	\$ 667.0052	82,080,930	D
\$.01 per share							

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share

Common
Stock, par
value 05/05/2016 S⁽¹⁾ 25,250⁽²⁰⁾ D \$ 668.1129 82,055,680 D
\$.01 per
share

Common
Stock, par
value 05/05/2016 S⁽¹⁾ 41,118⁽²¹⁾ D \$ 669.1741 82,014,562 D
\$.01 per
share

Common
Stock, par
value 05/05/2016 S⁽¹⁾ 31,164⁽²²⁾ D \$ 670.0697 81,983,398 D
\$.01 per
share

Common
Stock, par
value 05/05/2016 S⁽¹⁾ 6,085⁽²³⁾ D \$ 670.9863 81,977,313 D
\$.01 per
share

Common
Stock, par
value 05/05/2016 S⁽¹⁾ 4,763⁽²⁴⁾ D \$ 671.86 81,972,550 D
\$.01 per
share

Common
Stock, par
value 05/05/2016 S⁽¹⁾ 26,999⁽²⁵⁾ D \$ 673.0678 81,945,551 D
\$.01 per
share

Common
Stock, par
value 05/05/2016 S⁽¹⁾ 16,595⁽²⁶⁾ D \$ 674.2802 81,928,956 D
\$.01 per
share

Common
Stock, par
value 05/05/2016 S⁽¹⁾ 17,487⁽²⁷⁾ D \$ 674.8208 81,911,469 D
\$.01 per
share

Common
Stock, par
value 05/05/2016 S⁽¹⁾ 966⁽²⁸⁾ D \$ 676.1866 81,910,503 D
\$.01 per
share

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEZOS JEFFREY P P.O. BOX 81226 SEATTLE, WA 98108-1226	X	X	Chairman, CEO and President	

Signatures

/s/ PAUL DAUBER, attorney-in-fact for Jeffrey P. Bezos, Chairman of the Board, Chief Executive Officer and President

05/05/2016

__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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (2) Represents the weighted average sale price. The highest price at which shares were sold was \$674.16 and the lowest price at which shares were sold was \$673.17.
- (3) Represents the weighted average sale price. The highest price at which shares were sold was \$675.15 and the lowest price at which shares were sold was \$674.17.
- (4) Represents the weighted average sale price. The highest price at which shares were sold was \$676.19 and the lowest price at which shares were sold was \$675.21.
- (5)

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- Represents the weighted average sale price. The highest price at which shares were sold was \$677.21 and the lowest price at which shares were sold was \$676.23.
- (6) Represents the weighted average sale price. The highest price at which shares were sold was \$678.30 and the lowest price at which shares were sold was \$677.32.
- (7) Represents the weighted average sale price. The highest price at which shares were sold was \$679.21 and the lowest price at which shares were sold was \$678.32.
- (8) Represents the weighted average sale price. The highest price at which shares were sold was \$680.05 and the lowest price at which shares were sold was \$679.46.
- (9) Contributions to non-profit organizations.
- (10) Represents the weighted average sale price. The highest price at which shares were sold was \$663.19 and the lowest price at which shares were sold was \$662.48.
- (11) Represents the weighted average sale price. The highest price at which shares were sold was \$665.02 and the lowest price at which shares were sold was \$664.05.
- (12) Represents the weighted average sale price. The highest price at which shares were sold was \$666.53 and the lowest price at which shares were sold was \$665.55.
- (13) Represents the weighted average sale price. The highest price at which shares were sold was \$667.54 and the lowest price at which shares were sold was \$666.55.
- (14) Represents the weighted average sale price. The highest price at which shares were sold was \$668.54 and the lowest price at which shares were sold was \$667.55.
- (15) Represents the weighted average sale price. The highest price at which shares were sold was \$669.50 and the lowest price at which shares were sold was \$668.55.
- (16) Represents the weighted average sale price. The highest price at which shares were sold was \$670.54 and the lowest price at which shares were sold was \$669.55.
- (17) Represents the weighted average sale price. The highest price at which shares were sold was \$671.36 and the lowest price at which shares were sold was \$670.55.
- (18) Represents the weighted average sale price. The highest price at which shares were sold was \$672.47 and the lowest price at which shares were sold was \$671.56.
- (19) Represents the weighted average sale price. The highest price at which shares were sold was \$667.50 and the lowest price at which shares were sold was \$666.51.
- (20) Represents the weighted average sale price. The highest price at which shares were sold was \$668.50 and the lowest price at which shares were sold was \$667.51.
- (21) Represents the weighted average sale price. The highest price at which shares were sold was \$669.51 and the lowest price at which shares were sold was \$668.52.
- (22) Represents the weighted average sale price. The highest price at which shares were sold was \$670.50 and the lowest price at which shares were sold was \$669.52.
- (23) Represents the weighted average sale price. The highest price at which shares were sold was \$671.52 and the lowest price at which shares were sold was \$670.53.
- (24) Represents the weighted average sale price. The highest price at which shares were sold was \$672.51 and the lowest price at which shares were sold was \$671.53.
- (25) Represents the weighted average sale price. The highest price at which shares were sold was \$673.50 and the lowest price at which shares were sold was \$672.55.
- (26) Represents the weighted average sale price. The highest price at which shares were sold was \$674.59 and the lowest price at which shares were sold was \$673.61.
- (27) Represents the weighted average sale price. The highest price at which shares were sold was \$675.54 and the lowest price at which shares were sold was \$674.63.
- (28) Represents the weighted average sale price. The highest price at which shares were sold was \$676.46 and the lowest price at which shares were sold was \$675.68.

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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