

AMAZON COM INC
Form 4
August 04, 2016

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 *
BEZOS JEFFREY P

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
08/02/2016

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

Chairman, CEO and President

P.O. BOX 81226

(Street)

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

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

SEATTLE, WA 98108-1226

(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)	
				(A) or (D)	Price			
Common Stock, par value \$0.01 per share	08/02/2016		S ⁽¹⁾	38,005	D	\$ 757.7181	81,871,067	D
						(2)		
Common Stock, par value \$0.01 per share	08/02/2016		S ⁽¹⁾	74,632	D	\$ 758.7742	81,796,435	D
						(3)		
Common Stock, par value \$0.01 per share	08/02/2016		S ⁽¹⁾	43,066	D	\$ 759.7122	81,753,369	D

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value					<u>(4)</u>		
\$.01 per share							
Common Stock, par value	08/02/2016	<u>S(1)</u>	67,519	D	\$ 760.7333	81,685,850	D
\$.01 per share					<u>(5)</u>		
Common Stock, par value	08/02/2016	<u>S(1)</u>	52,985	D	\$ 761.6672	81,632,865	D
\$.01 per share					<u>(6)</u>		
Common Stock, par value	08/02/2016	<u>S(1)</u>	26,395	D	\$ 762.6107	81,606,470	D
\$.01 per share					<u>(7)</u>		
Common Stock, par value	08/02/2016	<u>S(1)</u>	27,467	D	\$ 763.8356	81,579,003	D
\$.01 per share					<u>(8)</u>		
Common Stock, par value	08/02/2016	<u>S(1)</u>	16,168	D	\$ 764.7383	81,562,835	D
\$.01 per share					<u>(9)</u>		
Common Stock, par value	08/03/2016	<u>S(1)</u>	31,935	D	\$ 752.7402	81,530,900	D
\$.01 per share					<u>(10)</u>		
Common Stock, par value	08/03/2016	<u>S(1)</u>	20,058	D	\$ 753.7776	81,510,842	D
\$.01 per share					<u>(11)</u>		
Common Stock, par value	08/03/2016	<u>S(1)</u>	15,872	D	\$ 754.845	81,494,970	D
\$.01 per share					<u>(12)</u>		
Common Stock, par value	08/03/2016	<u>S(1)</u>	164,812	D	\$ 755.8425	81,330,158	D
value					<u>(13)</u>		

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\$.01 per share							
Common Stock, par value	08/03/2016	<u>S⁽¹⁾</u>	71,756	D	<u>\$ 756.677</u> <u>(14)</u>	81,258,402	D
\$.01 per share							
Common Stock, par value	08/03/2016	<u>S⁽¹⁾</u>	33,556	D	\$ <u>757.7483</u> <u>(15)</u>	81,224,846	D
\$.01 per share							
Common Stock, par value	08/03/2016	<u>S⁽¹⁾</u>	8,248	D	\$ <u>758.4523</u> <u>(16)</u>	81,216,598	D
\$.01 per share							
Common Stock, par value	08/04/2016	<u>S⁽¹⁾</u>	31,767	D	\$ <u>750.7065</u> <u>(17)</u>	81,184,831	D
\$.01 per share							
Common Stock, par value	08/04/2016	<u>S⁽¹⁾</u>	27,295	D	\$ <u>752.0959</u> <u>(18)</u>	81,157,536	D
\$.01 per share							
Common Stock, par value	08/04/2016	<u>S⁽¹⁾</u>	118,846	D	\$ <u>752.7787</u> <u>(19)</u>	81,038,690	D
\$.01 per share							
Common Stock, par value	08/04/2016	<u>S⁽¹⁾</u>	64,942	D	<u>\$ 753.833</u> <u>(20)</u>	80,973,748	D
\$.01 per share							
Common Stock, par value	08/04/2016	<u>S⁽¹⁾</u>	27,287	D	\$ <u>754.7636</u> <u>(21)</u>	80,946,461	D
\$.01 per share							
Common Stock, par value	08/04/2016	<u>S⁽¹⁾</u>	8,415	D	\$ <u>756.5078</u> <u>(22)</u>	80,938,046	D
\$.01 per share							

share

Common
Stock, par
value 08/04/2016
\$.01 per
share

\$
S⁽¹⁾ 15,928 D 757.2708 80,922,118 D
(23)

Common
Stock, par
value 08/04/2016
\$.01 per
share

\$
S⁽¹⁾ 13,046 D 758.1152 80,909,072 D
(24)

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.

SEC 1474
(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. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				

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

08/04/2016

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 \$758.22 and the lowest price at which shares were sold was \$757.24.
- (3) Represents the weighted average sale price. The highest price at which shares were sold was \$759.23 and the lowest price at which shares were sold was \$758.24.
- (4) Represents the weighted average sale price. The highest price at which shares were sold was \$760.23 and the lowest price at which shares were sold was \$759.24.
- (5) Represents the weighted average sale price. The highest price at which shares were sold was \$761.23 and the lowest price at which shares were sold was \$760.24.
- (6) Represents the weighted average sale price. The highest price at which shares were sold was \$762.22 and the lowest price at which shares were sold was \$761.24.
- (7) Represents the weighted average sale price. The highest price at which shares were sold was \$763.24 and the lowest price at which shares were sold was \$762.25.
- (8) Represents the weighted average sale price. The highest price at which shares were sold was \$764.20 and the lowest price at which shares were sold was \$763.25.
- (9) Represents the weighted average sale price. The highest price at which shares were sold was \$765.01 and the lowest price at which shares were sold was \$764.50.
- (10) Represents the weighted average sale price. The highest price at which shares were sold was \$753.23 and the lowest price at which shares were sold was \$752.25.
- (11) Represents the weighted average sale price. The highest price at which shares were sold was \$754.25 and the lowest price at which shares were sold was \$753.26.
- (12) Represents the weighted average sale price. The highest price at which shares were sold was \$755.26 and the lowest price at which shares were sold was \$754.27.
- (13) Represents the weighted average sale price. The highest price at which shares were sold was \$756.26 and the lowest price at which shares were sold was \$755.27.
- (14) Represents the weighted average sale price. The highest price at which shares were sold was \$757.26 and the lowest price at which shares were sold was \$756.27.
- (15) Represents the weighted average sale price. The highest price at which shares were sold was \$758.26 and the lowest price at which shares were sold was \$757.28.
- (16) Represents the weighted average sale price. The highest price at which shares were sold was \$758.61 and the lowest price at which shares were sold was \$758.31.
- (17) Represents the weighted average sale price. The highest price at which shares were sold was \$751.33 and the lowest price at which shares were sold was \$750.35.
- (18) Represents the weighted average sale price. The highest price at which shares were sold was \$752.34 and the lowest price at which shares were sold was \$751.35.
- (19) Represents the weighted average sale price. The highest price at which shares were sold was \$753.33 and the lowest price at which shares were sold was \$752.35.
- (20) Represents the weighted average sale price. The highest price at which shares were sold was \$754.30 and the lowest price at which shares were sold was \$753.35.
- (21) Represents the weighted average sale price. The highest price at which shares were sold was \$755.23 and the lowest price at which shares were sold was \$754.36.
- (22) Represents the weighted average sale price. The highest price at which shares were sold was \$756.95 and the lowest price at which shares were sold was \$756.00.

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- (23) Represents the weighted average sale price. The highest price at which shares were sold was \$757.95 and the lowest price at which shares were sold was \$757.00.
- (24) Represents the weighted average sale price. The highest price at which shares were sold was \$758.68 and the lowest price at which shares were sold was \$758.00.

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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