

AMAZON COM INC

Form 4

May 04, 2015

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SZKUTAK THOMAS J

(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)
05/01/2015

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)

Senior Vice President and CFO

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	05/01/2015		S ⁽¹⁾	2,230 D	\$ 417.8821 (2)	60,957	D
Common Stock, par value \$.01 per share	05/01/2015		S ⁽¹⁾	2,851 D	\$ 419.0409 (3)	58,106	D
Common Stock, par	05/01/2015		S ⁽¹⁾	910 D	\$ 419.9016	57,196	D

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value					(4)			
\$.01 per								
share								
Common								
Stock, par								
value	05/01/2015	S(1)	200	D	\$ 420.94	56,996	D	
\$.01 per					(5)			
share								
Common								
Stock, par								
value	05/01/2015	S(1)	1,002	D	\$	422.1433	55,994	D
\$.01 per					(6)			
share								
Common								
Stock, par								
value	05/01/2015	S(1)	1,607	D	\$	423.3236	54,387	D
\$.01 per					(7)			
share								
Common								
Stock, par								
value	05/01/2015	S(1)	1,100	D	\$ 424.45	53,287	D	
\$.01 per					(8)			
share								
Common								
Stock, par								
value	05/01/2015	S(1)	100	D	\$ 425.1	53,187	D	
\$.01 per								
share								
Common								
Stock, par								
value						487.379	I	Held by the
\$.01 per								reporting
share								person's
								Amazon.com
								401(k)
								account

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
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Owned
Follow
Repo
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(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SZKUTAK THOMAS J P.O. BOX 81226 SEATTLE, WA 98108-1226			Senior Vice President and CFO	

Signatures

/s/ THOMAS J. SZKUTAK, Senior Vice President and
CFO

**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 \$418.45 and the lowest price at which shares were sold was \$417.46. |
| (3) | Represents the weighted average sale price. The highest price at which shares were sold was \$419.47 and the lowest price at which shares were sold was \$418.54. |
| (4) | Represents the weighted average sale price. The highest price at which shares were sold was \$420.52 and the lowest price at which shares were sold was \$419.56. |
| (5) | Represents the weighted average sale price. The highest price at which shares were sold was \$421.30 and the lowest price at which shares were sold was \$420.58. |
| (6) | Represents the weighted average sale price. The highest price at which shares were sold was \$422.41 and the lowest price at which shares were sold was \$421.70. |
| (7) | Represents the weighted average sale price. The highest price at which shares were sold was \$423.88 and the lowest price at which shares were sold was \$422.89. |
| (8) | Represents the weighted average sale price. The highest price at which shares were sold was \$424.95 and the lowest price at which shares were sold was \$424.02. |

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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