

Huttenlocher Daniel P  
 Form 4  
 November 17, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
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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 \*  
 Huttenlocher Daniel 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)  
 PO BOX 81226  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 11/15/2017

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

SEATTLE, WA 98108-1226  
 (City) (State) (Zip)

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

**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 Ownership (Instr. 4)	
			Code	V	Amount	(D)	Price	
Common Stock, par value \$.01 per share	11/15/2017		M		377	A	\$ 0 377	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.**

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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)
Restricted Stock Unit Award	\$ 0 <sup>(1)</sup>	11/15/2017		M	377	11/15/2017 <sup>(2)</sup> 11/15/2019	Common Stock, par value \$0.01 per share 377

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Huttenlocher Daniel P PO BOX 81226 SEATTLE, WA 98108-1226	X			

## Signatures

/s/ Daniel P. Huttenlocher,  
Director 11/15/2017

\*\*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) Converts into Common Stock on a one-for-one basis.
- (2) 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 377 shares on each of November 15, 2017, November 15, 2018, and November 15, 2019.

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.

1,400

0.01%

0.70%

0.00%

0.00%

3,000

296,023

1,000

1,400

0.01%

0.70%

0.00%

0.00%

Mario Gabelli is deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons. GCIA is deemed to have beneficial ownership of the Securities beneficially owned by G.research. AC, GBL and GGCP are deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons other than Mario Gabelli and the Foundation.

(b) Each of the Reporting Persons and Covered Persons has the sole power to vote or direct the vote and sole power to dispose or to direct the disposition of the Securities reported for it, either for its own benefit or for the benefit of its investment clients or its partners, as the case may be, except that (i) GAMCO does not have the authority to vote 140,800 of the reported shares, (ii) Gabelli Funds has sole dispositive and voting power with respect to the shares of the Issuer held by the Funds so long as the aggregate voting interest of all joint filers does not exceed 25% of their total voting interest in the Issuer and, in that event, the Proxy Voting Committee of each Fund shall respectively vote that Fund's shares, (iii) at any time, the Proxy Voting Committee of each such Fund may take and exercise in its sole discretion the entire voting power with respect to the shares held by such fund under special circumstances such as regulatory considerations, and (iv) the power of Mario Gabelli, AC, GBL, and GGCP is indirect with respect to Securities beneficially owned directly by other Reporting Persons.

(c) Information with respect to all transactions in the Securities which were effected during the past sixty days or since the most recent filing on Schedule 13D, whichever is less, by each of the Reporting Persons and Covered Persons is set forth on Schedule II annexed hereto and incorporated herein by reference.

(e) Not applicable

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: October 6, 2017

GGCP, INC.  
MARIO J. GABELLI  
MJG ASSOCIATES, INC.

By: /s/ David Goldman  
David Goldman  
Attorney-in-Fact

TETON ADVISORS, INC.  
GABELLI FUNDS, LLC

By: /s/ David Goldman  
David Goldman  
General Counsel – Gabelli Funds, LLC  
Counsel-Teton Advisors, Inc.

GAMCO INVESTORS, INC.

By: /s/ Kevin Handwerker  
Kevin Handwerker  
General Counsel & Secretary – GAMCO Investors, Inc.

ASSOCIATED CAPITAL GROUP, INC.  
GAMCO ASSET MANAGEMENT INC.  
GABELLI & COMPANY INVESTMENT ADVISERS, INC.

By: /s/ Douglas R. Jamieson  
Douglas R. Jamieson  
President & Chief Executive Officer – Associated Capital  
Group, Inc.  
President – GAMCO Asset Management Inc.  
President – Gabelli & Company Investment Advisers, Inc.

Explanation of Responses:



SCHEDULE I

Information with Respect to Executive  
Officers and Directors of the Undersigned

Schedule I to Schedule 13D is amended, in pertinent part, as follows:

The following sets forth as to each of the executive officers and directors of the undersigned: his name; his business address; his present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. Unless otherwise specified, the principal employer of each such individual is GAMCO Asset Management Inc., Gabelli Funds, LLC, Gabelli & Company Investment Advisers, Inc., G.research, LLC, Teton Advisors, Inc., Associated Capital Group, Inc. or GAMCO Investors, Inc., the business address of each of which is One Corporate Center, Rye, New York 10580, and each such individual identified below is a citizen of the United States. To the knowledge of the undersigned, during the last five years, no such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and no such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities law or finding any violation with respect to such laws except as reported in Item 2(d) and (e) of this Schedule 13D.

GAMCO Investors, Inc.  
Directors:

Edwin L. Artzt Former Chairman and Chief Executive Officer  
Procter & Gamble Company  
900 Adams Crossing  
Cincinnati, OH 45202

Raymond C. Avansino Chairman & Chief Executive Officer  
E.L. Wiegand Foundation  
165 West Liberty Street  
Reno, NV 89501

Leslie B. Daniels Director  
c/o GAMCO Investors, Inc.  
One Corporate Center  
Rye, NY 10580

Mario J. Gabelli Chief Executive Officer and Chief Investment Officer of GGCP, Inc.  
Chairman & Chief Executive Officer of GAMCO Investors, Inc.  
Executive Chairman & Chief Executive Officer of Associated Capital Group, Inc.  
Director/Trustee of all registered investment companies advised by Gabelli Funds,  
LLC.

Elisa M. Wilson Director  
c/o GAMCO Investors, Inc.  
One Corporate Center  
Rye, NY 10580

Eugene R. McGrath Former Chairman and Chief Executive Officer  
Consolidated Edison, Inc.  
4 Irving Place  
New York, NY 10003

Explanation of Responses:

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Robert S. Prather      President & Chief Executive Officer  
Heartland Media, LLC  
1843 West Wesley Road  
Atlanta, GA 30327

Officers:

Mario J. Gabelli      Chairman and Chief Executive Officer

Henry G. Van der Eb      Senior Vice President

Bruce N. Alpert      Senior Vice President

Agnes Mullady      Senior Vice President

Kevin Handwerker      Executive Vice President, General Counsel and Secretary

GAMCO Asset Management  
Inc.  
Directors:

Douglas R. Jamieson  
Regina M. Pitaro  
William S. Selby

Officers:

Mario J. Gabelli      Chief Executive Officer and Chief Investment Officer – Value Portfolios

Douglas R. Jamieson      President, Chief Operating Officer and Managing Director

David Goldman      General Counsel, Secretary & Chief Compliance Officer

Gabelli Funds, LLC  
Officers:

Mario J. Gabelli      Chief Investment Officer – Value Portfolios

Bruce N. Alpert      Executive Vice President and Chief Operating Officer

Agnes Mullady      President and Chief Operating Officer – Open End Fund Division

David Goldman      General Counsel

Gabelli Foundation, Inc.  
Officers:

Mario J. Gabelli      Chairman, Trustee & Chief Investment Officer

Explanation of Responses:

Elisa M. Wilson    President

Marc Gabelli        Trustee

Matthew R. Gabelli Trustee

Michael Gabelli    Trustee

MJG-IV Limited Partnership

Officers:

    Mario J. Gabelli    General Partner

GGCP, Inc.

Directors:

Mario J. Gabelli  
Chief Executive  
Officer and Chief  
Investment  
Officer of GGCP,  
Inc.  
Chairman &  
Chief Executive  
Officer of  
GAMCO  
Investors, Inc.  
Executive  
Chairman &  
Chief Executive  
Officer of  
Associated  
Capital Group,  
Inc.  
Director/Trustee  
of all registered  
investment  
companies  
advised by  
Gabelli Funds,  
LLC.

Marc Gabelli  
President – GGCP,  
Inc.

Matthew R. Gabelli  
Vice President –  
Trading  
G.research, Inc.  
One Corporate  
Center  
Rye, NY 10580

Michael Gabelli  
President & COO  
Gabelli &  
Partners, LLC  
One Corporate  
Center  
Rye, NY 10580

Frederic V. Salerno Chairman

Former Vice  
Chairman and  
Chief Financial  
Officer  
Verizon  
Communications

Vincent S. Tese      Executive  
Chairman – FCB  
Financial Corp

Officers:

Mario J. Gabelli      Chief Executive  
Officer and Chief  
Investment  
Officer  
Marc Gabelli      President  
Vice President,  
Silvio A. Berni      Assistant  
Secretary and  
Controller

GGCP Holdings LLC

Members:

GGCP, Inc.      Manager and  
Member  
Mario J. Gabelli      Member

Teton Advisors, Inc.

Directors:

Stephen G. Bondi

Nicholas F. Galluccio Chairman of the Board

Vincent J. Amabile Chief Executive Officer and President

John Tesoro

Officers:

Nicholas F. Galluccio See above

Michael J. Mancuso Chief Financial Officer

Tiffany Hayden Secretary

Associated Capital Group, Inc.  
Directors:

Mario J. Gabelli

Chief Executive Officer and Chief Investment Officer of GGCP, Inc.  
Chairman & Chief Executive Officer of GAMCO Investors, Inc.  
Executive Chairman of Associated Capital Group, Inc.  
Director/Trustee of all registered investment companies advised by Gabelli  
Funds, LLC.

Richard L. Bready

Former Chairman and Chief Executive Officer  
Nortek, Inc.  
50 Kennedy Plaza  
Providence, RI 02903

Douglas R. Jamieson

President and Chief Executive Officer

Bruce Lisman

Former Chairman - JP Morgan – Global Equity Division

Daniel R. Lee

Chief Executive Officer  
Full House Resorts, Inc.  
4670 South Ford Apache Road, Suite 190  
Las Vegas, NV 89147

Salvatore F. Sodano

Vice Chairman of the Board

Frederic V. Salerno

See above

Officers:

Mario J. Gabelli

Executive Chairman

Explanation of Responses:

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Douglas R. Jamieson	President and Chief Executive Officer
Patrick Dennis	Executive Vice President and Chief Financial Officer
Kevin Handwerker	Executive Vice President, General Counsel and Secretary
David Fitzgerald	Assistant Secretary

Gabelli & Company Investment Advisers,  
Inc.

Directors:

Douglas R. Jamieson

Officers:

Douglas R. Jamieson	Chief Executive Officer and President
Patrick Dennis	Executive Vice President, Chief Financial Officer
Kevin Handwerker	Executive Vice President, General Counsel and Secretary
David Fitzgerald	Assistant Secretary

G.research, LLC

Officers:

Cornelius V. McGinity	President
Patrick Dennis	Executive Vice President and Chief Financial Officer
Maria Gigi	Controller and Financial Operations Principal
Bruce N. Alpert	Vice President
Douglas R. Jamieson	Secretary
Kevin Handwerker	Assistant Secretary
David Fitzgerald	Assistant Secretary
Josephine D. LaFauci	Chief Compliance Officer



SCHEDULE II  
 INFORMATION WITH RESPECT TO  
 TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR  
 SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1)

DATE	SHARES PURCHASED SOLD(-)	AVERAGE PRICE(2)
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COMMON STOCK-CINCINNATI BELL INC.

MJG ASSOCIATES, INC.

GABELLI INTERNATIONAL LIMITED

8/17/17	3,000-	20.7500
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GAMCO ASSET MANAGEMENT INC.

10/04/17	600-	21.4500
10/02/17	5,000	19.8500
10/02/17	1,500	19.9167
9/29/17	5,000	19.9000
9/29/17	500	19.8500
9/26/17	7,000	19.9753
9/26/17	240-	*DO
9/26/17	1,500	19.9753
9/26/17	1,000	20.0500
9/25/17	4,000-	19.7700
9/20/17	500-	19.8500
9/18/17	1,114-	19.8000
9/15/17	600-	19.2001
9/15/17	500	19.3000
9/14/17	1,010-	19.0501
9/14/17	1,880-	19.0027
9/13/17	300-	19.3000
9/12/17	2,000-	19.2852
9/11/17	100-	19.0750
9/11/17	500-	19.0500
9/08/17	500-	19.3600

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9/07/17	2,400-	20.0063
9/06/17	1,200-	21.3125
9/06/17	6,000-	20.8812
9/05/17	7,340-	21.3726
9/05/17	400-	21.3001
9/05/17	900-	21.6500
9/01/17	6,395-	21.5005
8/31/17	500-	21.3142
8/31/17	16,366-	21.2754
8/31/17	3,800-	21.2526
8/31/17	200-	21.1501
8/30/17	8,239-	21.1526
8/30/17	5,000-	21.1555
8/29/17	3,800-	21.2612
8/29/17	600-	21.3510
8/29/17	10,000-	21.3058
8/29/17	1,000-	21.3500
8/28/17	1,100-	21.2545
8/28/17	17,100-	21.2399
8/28/17	1,000-	*DO
8/28/17	600-	21.2500
8/28/17	400-	21.3000
8/28/17	300-	*DO
8/25/17	2,000-	21.2000
8/24/17	700-	21.1923
8/24/17	8,120-	21.1634
8/23/17	1,600-	20.5500
8/22/17	700-	20.6929
8/21/17	4,000-	20.5164
8/21/17	25,000-	20.5069
8/17/17	1,400-	20.9000
8/17/17	500-	20.5570
8/16/17	12,000-	21.3364
8/16/17	500	21.4500
8/16/17	10,000-	21.2926
8/16/17	1,000-	21.2841
TETON ADVISORS, INC.		
10/05/17	1,000	21.5000
GABELLI FUNDS, LLC.		
GABELLI GLOBAL CONTENT & CONNECTIVITY FUND		
10/02/17	3,000-	20.1250
9/25/17	2,000-	19.8259
9/19/17	1,000-	19.8300
9/18/17	1,000-	19.7350
9/13/17	1,000-	19.4000
9/07/17	1,000-	19.8500
8/16/17	1,000-	21.2525
GABELLI GLOBAL RISING INCOME AND DIVIDEND		
9/12/17	500	19.3500
9/11/17	500	19.0500
GABELLI EQUITY INCOME FUND		

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8/31/17	4,000-	21.2596
8/30/17	4,000-	21.0501
8/29/17	7,000-	21.3394
GABELLI ASSET FUND		
9/26/17	3,300-	19.9000
9/01/17	34,700-	21.4599
8/17/17	10,000-	21.0303
GABELLI ENTERPRISE M&A FUND		
8/28/17	4,000-	21.2506

(1) UNLESS OTHERWISE INDICATED, ALL TRANSACTIONS WERE EFFECTED ON THE NYSE.

(2) PRICE EXCLUDES COMMISSION.

(\* ) RESULTS IN CHANGE OF DISPOSITIVE POWER AND BENEFICIAL OWNERSHIP.

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