

AMAZON COM INC  
Form 4  
February 17, 2016

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Olsavsky Brian T

(Last) (First) (Middle)

PO 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)  
02/15/2016

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Senior Vice President and CFO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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	02/15/2016		M	246	A \$ 0	246	D
Common Stock, par value \$.01 per share	02/15/2016		M	723	A \$ 0	969	D
Common Stock, par	02/15/2016		M	1,129	A \$ 0	2,098	D

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value \$.01 per share								
Common Stock, par value \$.01 per share	02/16/2016	<u>S<sup>(1)</sup></u>	98	D	\$ 513.83	2,000	D	
Common Stock, par value \$.01 per share	02/16/2016	<u>S<sup>(1)</sup></u>	600	D	\$ 516.3951 <u>(2)</u>	1,400	D	
Common Stock, par value \$.01 per share	02/16/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 517.45	1,300	D	
Common Stock, par value \$.01 per share	02/16/2016	<u>S<sup>(1)</sup></u>	600	D	\$ 519.71 <u>(3)</u>	700	D	
Common Stock, par value \$.01 per share	02/16/2016	<u>S<sup>(1)</sup></u>	200	D	\$ 521.145 <u>(4)</u>	500	D	
Common Stock, par value \$.01 per share	02/16/2016	<u>S<sup>(1)</sup></u>	400	D	\$ 522.0575 <u>(5)</u>	100	D	
Common Stock, par value \$.01 per share	02/16/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 523.45	0	D	
Common Stock, par value \$.01 per share						58.635	I	Held by the reporting person's Amazon.com 401(k) plan account

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

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit Award	\$ 0 <u>(6)</u>	02/15/2016		M		246		05/15/2015 <u>(7)</u>	02/15/2016	Common Stock, par value \$.01 per share	246
Restricted Stock Unit Award	\$ 0 <u>(6)</u>	02/15/2016		M		723		05/15/2014 <u>(8)</u>	02/15/2016	Common Stock, par value \$.01 per share	723
Restricted Stock Unit Award	\$ 0 <u>(6)</u>	02/15/2016		M		1,129		05/15/2013 <u>(9)</u>	02/15/2017	Common Stock, par value \$.01 per share	1,129

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Olsavsky Brian T PO BOX 81226 SEATTLE, WA 98108-1226			Senior Vice President and CFO	

## Signatures

/s/ Brian T. Olsavsky, Senior Vice President and  
CFO

02/16/2016

\_\_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 \$516.99 and the lowest price at which shares were sold was \$516.05.
- (3) Represents the weighted average sale price. The highest price at which shares were sold was \$519.95 and the lowest price at which shares were sold was \$519.06.
- (4) Represents the weighted average sale price. The highest price at which shares were sold was \$521.54 and the lowest price at which shares were sold was \$520.75.
- (5) Represents the weighted average sale price. The highest price at which shares were sold was \$522.31 and the lowest price at which shares were sold was \$521.87.
- (6) Converts into Common Stock on a one-for-one basis.
- (7) This award vests at the rate of: 247 shares on each of May 15, 2015 and August 15, 2015; and 246 shares on each of November 15, 2015 and February 15, 2016.  
  
This award vests at the rate of: 957 shares on May 15, 2014; 958 shares on each of August 15, 2014, November 15, 2014, and February 15, 2015; 722 shares on each of May 15, 2015 and August 15, 2015; and 723 shares on each of November 15, 2015 and February 15, 2016.
- (8) This award vests at the rate of: 1,151 shares on each of May 15, 2013, August 15, 2013, and November 15, 2013; 1,149 shares on February 15, 2014; 971 shares on each of May 15, 2014, August 15, 2014, and November 15, 2014; 970 shares on February 15, 2015; 1,129 shares on each of May 15, 2015, August 15, 2015, November 15, 2015, and February 15, 2016; 1,214 shares on each of May 15, 2016, August 15, 2016, and November 15, 2016; and 1,215 shares on February 15, 2017.

### 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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