

WILKE JEFFREY A

Form 4

September 14, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WILKE JEFFREY A

(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)
09/12/2018

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)

CEO Worldwide Consumer

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 | (A) or (D) | Price | | |
| Common Stock, par value \$.01 per share | | | | | | | | 10,000 | D |
| Common Stock, par value \$.01 per share | 09/12/2018 | | S <u>(1)</u> | | 200 | D | \$ 1,990.545 <u>(2)</u> | 51,840 | I |
| Common Stock, par value \$.01 per share | 09/12/2018 | | S <u>(1)</u> | | 100 | D | \$ 1,988.1256 | 51,740 | I |
| Common Stock, par value \$.01 per share | 09/12/2018 | | S <u>(1)</u> | | 100 | D | \$ 1,988.1256 | 51,740 | I |

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| | | | | | | | |
|-------------------------|------------|------|-----|---|---------------|---------|----------------------------------|
| value | | | | | (3) | | |
| \$.01 per share | | | | | | | |
| Common Stock, par value | 09/12/2018 | S(1) | 100 | D | \$ 1,986.31 | 51,640 | I In trust |
| \$.01 per share | | | | | | | |
| Common Stock, par value | 09/12/2018 | S(1) | 400 | D | \$ 1,983.4881 | 51,240 | I In trust |
| \$.01 per share | | | | | (4) | | |
| Common Stock, par value | 09/12/2018 | S(1) | 300 | D | \$ 1,982.4591 | 50,940 | I In trust |
| \$.01 per share | | | | | (5) | | |
| Common Stock, par value | 09/12/2018 | S(1) | 300 | D | \$ 1,980.4837 | 50,640 | I In trust |
| \$.01 per share | | | | | (6) | | |
| Common Stock, par value | 09/12/2018 | S(1) | 200 | D | \$ 1,979.4436 | 50,440 | I In trust |
| \$.01 per share | | | | | (7) | | |
| Common Stock, par value | 09/12/2018 | S(1) | 100 | D | \$ 1,978.0883 | 50,340 | I In trust |
| \$.01 per share | | | | | (8) | | |
| Common Stock, par value | 09/12/2018 | S(1) | 200 | D | \$ 1,975.67 | 50,140 | I In trust |
| \$.01 per share | | | | | (9) | | |
| Common Stock, par value | 09/12/2018 | S(1) | 100 | D | \$ 1,967.81 | 50,040 | I In trust |
| \$.01 per share | | | | | | | |
| Common Stock, par value | | | | | | 533.475 | I Held by the reporting person's |

\$.01 per
share

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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | 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 |
| WILKE JEFFREY A P.O. BOX 81226 SEATTLE, WA 98108-1226 | CEO Worldwide Consumer |

Signatures

/s/ by Mark F. Hoffman as attorney-in-fact for JEFFREY A. WILKE, CEO Worldwide
Consumer

09/14/2018

__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 \$1,990.57 and the lowest price at which shares were sold was \$1,990.52.

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- (3) Represents the weighted average sale price. The highest price at which shares were sold was \$1,988.15 and the lowest price at which shares were sold was \$1,988.09.
- (4) Represents the weighted average sale price. The highest price at which shares were sold was \$1,983.90 and the lowest price at which shares were sold was \$1,982.97.
- (5) Represents the weighted average sale price. The highest price at which shares were sold was \$1,982.74 and the lowest price at which shares were sold was \$1,982.03.
- (6) Represents the weighted average sale price. The highest price at which shares were sold was \$1,980.81 and the lowest price at which shares were sold was \$1,979.96.
- (7) Represents the weighted average sale price. The highest price at which shares were sold was \$1,979.60 and the lowest price at which shares were sold was \$1,979.31.
- (8) Represents the weighted average sale price. The highest price at which shares were sold was \$1,978.28 and the lowest price at which shares were sold was \$1,978.01.
- (9) Represents the weighted average sale price. The highest price at which shares were sold was \$1,975.97 and the lowest price at which shares were sold was \$1,975.37.

Remarks:

The reporting person undertakes to provide, upon request by the staff of the SEC, the issuer, or a security holder of the issuer,

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