

WILKE JEFFREY A
Form 4
December 11, 2017

FORM 4

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

OMB APPROVAL

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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 *
WILKE JEFFREY A

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)
12/07/2017

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

P.O. BOX 81226

CEO Worldwide Consumer

(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 Ownership (Instr. 4)
Common Stock, par value \$0.01 per share				(A) or (D)	Price		
Common Stock, par value \$0.01 per share	12/07/2017		S ⁽¹⁾	100	D \$ 1,162.72	62,362	I In trust
Common Stock, par value \$0.01 per share	12/07/2017		S ⁽¹⁾	300	D \$ 1,160.5933	62,062	I In trust

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value				(2)			
\$.01 per share							
Common Stock, par value	12/07/2017	S ⁽¹⁾	391	D	\$ 1,159.4059	61,671	In trust
\$.01 per share					(3)		
Common Stock, par value	12/07/2017	S ⁽¹⁾	609	D	\$ 1,158.4827	61,062	In trust
\$.01 per share					(4)		
Common Stock, par value	12/07/2017	S ⁽¹⁾	400	D	\$ 1,157.2	60,662	In trust
\$.01 per share					(5)		
Common Stock, par value	12/07/2017	S ⁽¹⁾	200	D	\$ 1,154.855	60,462	In trust
\$.01 per share					(6)		
Common Stock, par value	12/08/2017	S ⁽¹⁾	200	D	\$ 1,168.75	60,262	In trust
\$.01 per share					(7)		
Common Stock, par value	12/08/2017	S ⁽¹⁾	100	D	\$ 1,167.96	60,162	In trust
\$.01 per share							
Common Stock, par value	12/08/2017	S ⁽¹⁾	200	D	\$ 1,165.935	59,962	In trust
\$.01 per share					(8)		
Common Stock, par value	12/08/2017	S ⁽¹⁾	200	D	\$ 1,161.5675	59,762	In trust
\$.01 per share					(9)		
Common Stock, par value	12/08/2017	S ⁽¹⁾	100	D	\$ 1,157.625	59,662	In trust

\$.01 per share

Common Stock, par value \$.01 per share

529.921 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3, 4, and 5)
				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 Michael D. Deal as attorney-in-fact for JEFFREY A. WILKE, CEO Worldwide Consumer

12/11/2017

__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) 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 \$1,161.00 and the lowest price at which shares were sold was \$1,160.09.
- (3) Represents the weighted average sale price. The highest price at which shares were sold was \$1,159.78 and the lowest price at which shares were sold was \$1,158.79.
- (4) Represents the weighted average sale price. The highest price at which shares were sold was \$1,158.75 and the lowest price at which shares were sold was \$1,158.22.
- (5) Represents the weighted average sale price. The highest price at which shares were sold was \$1,157.62 and the lowest price at which shares were sold was \$1,156.88.
- (6) Represents the weighted average sale price. The highest price at which shares were sold was \$1,155.15 and the lowest price at which shares were sold was \$1,154.56.
- (7) Represents the weighted average sale price. The highest price at which shares were sold was \$1,169.10 and the lowest price at which shares were sold was \$1,168.40.
- (8) Represents the weighted average sale price. The highest price at which shares were sold was \$1,166.02 and the lowest price at which shares were sold was \$1,165.85.
- (9) Represents the weighted average sale price. The highest price at which shares were sold was \$1,161.80 and the lowest price at which shares were sold was \$1,161.33.

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.

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.