AMAZON COM INC
Form 4
November 05, 2013

FORM 4

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

OMB APPROVAL

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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

(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)
11/01/2013

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 below) _____ Other (specify below)
Senior Vice President

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value $.01 per share	11/01/2013		S (1)		295	D	$ 361.0236 (2)	50,138	D	
Common Stock, par value $.01 per share	11/01/2013		S (1)		705	D	$ 359.9526 (3)	49,433	D	
Common Stock, par	11/01/2013		S (1)		2,278	D	$ 359.0917	47,155	D	

value $.01 per share						(4)			
Common Stock, par value $.01 per share	11/01/2013		S(1)	3,022	D	$ 357.9653 (5)	44,133	D	
Common Stock, par value $.01 per share	11/01/2013		S(1)	700	D	$ 357.126 (6)	43,433	D	
Common Stock, par value $.01 per share	11/01/2013		S(1)	500	D	$ 356.416 (7)	42,933	D	
Common Stock, par value $.01 per share	11/01/2013		S(1)	2,042	D	$ 364.8449 (8)	19,179	I	In trust
Common Stock, par value $.01 per share	11/04/2013		S(1)	1,042	D	$ 357.7412 (9)	18,137	I	In trust
Common Stock, par value $.01 per share	11/04/2013		S(1)	600	D	$ 356.561 (10)	17,537	I	In trust
Common Stock, par value $.01 per share	11/04/2013		S(1)	300	D	$ 355.9283 (11)	17,237	I	In trust
Common Stock, par value $.01 per share	11/04/2013		S(1)	100	D	$ 354.42	17,137	I	In trust
Common Stock, par value	11/05/2013		S(1)	542	D	$ 359.7162 (12)	16,595	I	In trust

$.01 per share										
Common Stock, par value $.01 per share	11/05/2013		S (1)		600	D	$ 358.2233 (13)	15,995	I	In trust
Common Stock, par value $.01 per share	11/05/2013		S (1)		800	D	$ 357.145 (14)	15,195	I	In trust
Common Stock, par value $.01 per share	11/05/2013		S (1)		100	D	$ 356.56	15,095	I	In trust
Common Stock, par value $.01 per share								15,000	I	In trust
Common Stock, par value $.01 per share								504.047	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. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILKE JEFFREY A P.O. BOX 81226 SEATTLE, WA 98108-1226			Senior Vice President	

Signatures

/s/ JEFFREY A. WILKE, Senior Vice President	11/05/2013
**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.

(2) Represents the weighted average sale price. The highest price at which shares were sold was $361.51 and the lowest price at which shares were sold was $360.53.

(3) Represents the weighted average sale price. The highest price at which shares were sold was $360.51 and the lowest price at which shares were sold was $359.60.

(4) Represents the weighted average sale price. The highest price at which shares were sold was $359.50 and the lowest price at which shares were sold was $358.51.

(5) Represents the weighted average sale price. The highest price at which shares were sold was $358.50 and the lowest price at which shares were sold was $357.56.

(6) Represents the weighted average sale price. The highest price at which shares were sold was $357.50 and the lowest price at which shares were sold was $356.54.

(7) Represents the weighted average sale price. The highest price at which shares were sold was $356.50 and the lowest price at which shares were sold was $356.20.

(8) Represents the weighted average sale price. The highest price at which shares were sold was $365.43 and the lowest price at which shares were sold was $364.61.

(9) Represents the weighted average sale price. The highest price at which shares were sold was $358.19 and the lowest price at which shares were sold was $357.30.

(10) Represents the weighted average sale price. The highest price at which shares were sold was $357.115 and the lowest price at which shares were sold was $356.24.

(11) Represents the weighted average sale price. The highest price at which shares were sold was $356.055 and the lowest price at which shares were sold was $355.79.

(12) Represents the weighted average sale price. The highest price at which shares were sold was $359.87 and the lowest price at which shares were sold was $359.60.

(13) Represents the weighted average sale price. The highest price at which shares were sold was $358.69 and the lowest price at which shares were sold was $357.77.

(14) Represents the weighted average sale price. The highest price at which shares were sold was $357.69 and the lowest price at which shares were sold was $356.70.

Remarks:
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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