

WILKE JEFFREY A
Form 4
February 20, 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

OMB
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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)
02/16/2018

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)

CEO Worldwide Consumer

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								10,000	D
Common Stock, par value \$.01 per share	02/16/2018		S ⁽¹⁾		400	D	\$ 1,459.9011 ⁽²⁾	62,574	I
Common Stock, par	02/16/2018		S ⁽¹⁾		100	D	\$ 1,458.5	62,474	I

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value
\$.01 per
share

Common
Stock, par
value
\$.01 per
share

02/16/2018

S⁽¹⁾

400

D

\$

1,456.7798

62,074

I

In trust

⁽³⁾

Common
Stock, par
value
\$.01 per
share

02/16/2018

S⁽¹⁾

100

D

\$

1,456.0075

61,974

I

In trust

⁽⁴⁾

Common
Stock, par
value
\$.01 per
share

02/16/2018

S⁽¹⁾

100

D

\$ 1,455.006

⁽⁵⁾

61,874

I

In trust

Common
Stock, par
value
\$.01 per
share

02/16/2018

S⁽¹⁾

400

D

\$

1,451.1925

61,474

I

In trust

⁽⁶⁾

Common
Stock, par
value
\$.01 per
share

02/16/2018

S⁽¹⁾

200

D

\$

1,449.8662

61,274

I

In trust

⁽⁷⁾

Common
Stock, par
value
\$.01 per
share

02/16/2018

S⁽¹⁾

300

D

\$

1,448.8713

60,974

I

In trust

⁽⁸⁾

Common
Stock, par
value
\$.01 per
share

532.044

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.

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)

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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 Repo 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 02/19/2018

__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 \$1,460.29 and the lowest price at which shares were sold was \$1,459.40.
- (3) Represents the weighted average sale price. The highest price at which shares were sold was \$1,457.31 and the lowest price at which shares were sold was \$1,456.40.
- (4) Represents the weighted average sale price. The highest price at which shares were sold was \$1,456.03 and the lowest price at which shares were sold was \$1,456.00.
- (5) Represents the weighted average sale price. The highest price at which shares were sold was \$1,455.01 and the lowest price at which shares were sold was \$1,455.00.
- (6) Represents the weighted average sale price. The highest price at which shares were sold was \$1,451.59 and the lowest price at which shares were sold was \$1,450.97.
- (7) Represents the weighted average sale price. The highest price at which shares were sold was \$1,450.02 and the lowest price at which shares were sold was \$1,449.68.
- (8)

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Represents the weighted average sale price. The highest price at which shares were sold was \$1,449.01 and the lowest price at which shares were sold was \$1,448.79.

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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