

VALENTINE H BRIAN

Form 4

February 19, 2013

# 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 \*  
VALENTINE H BRIAN

(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)  
02/15/2013

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)

Senior Vice President

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 Ownership (Instr. 4)	
				(A) or (D)	Price			
Common Stock, par value \$0.01 per share	02/15/2013		S <sup>(1)</sup>	1,720	D	\$ 264.9481 (2)	62,162	D
Common Stock, par value \$0.01 per share	02/15/2013		S <sup>(1)</sup>	6,091	D	\$ 266.2996 (3)	56,071	D
Common Stock, par value \$0.01 per share	02/15/2013		S <sup>(1)</sup>	2,953	D	\$ 267.041 (4)	53,118	D

value  
\$.01 per  
share

Common  
Stock, par  
value  
\$.01 per  
share

02/15/2013

S<sup>(1)</sup>

500

D

\$ 268.378  
<sup>(5)</sup>

52,618

D

Common  
Stock, par  
value  
\$.01 per  
share

13,000

I

In trust

Common  
Stock, par  
value  
\$.01 per  
share

209.918

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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(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 Following Reported Transaction (Instr. 3 and 4)
				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

VALENTINE H BRIAN  
P.O. BOX 81226  
SEATTLE, WA 98108-1226

Senior Vice President

## Signatures

/s/ H. Brian Valentine, Senior Vice  
President

02/18/2013

\_\_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 adopted by the reporting person.
  - (2) Represents the weighted average sale price. The highest price at which shares were sold was \$265.64 and the lowest price at which shares were sold was \$264.65.
  - (3) Represents the weighted average sale price. The highest price at which shares were sold was \$266.64 and the lowest price at which shares were sold was \$265.66.
  - (4) Represents the weighted average sale price. The highest price at which shares were sold was \$267.48 and the lowest price at which shares were sold was \$266.72.
  - (5) Represents the weighted average sale price. The highest price at which shares were sold was \$268.56 and the lowest price at which shares were sold was \$267.90.

### 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,

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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