

| 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|---|---|--|
| 1. Name and Address of Reporting Person* <u>BEZOS JEFFREY P</u> (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] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman, CEO and President |
| | 3. Date of Earliest Transaction (Month/Day/Year) 07/29/2019 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | 07/29/2019 | | s ⁽¹⁾ | | 2,536 | D | \$1,891.2168 ⁽²⁾ | 59,108,091 ⁽³⁾ | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 11,782 | D | \$1,892.553 ⁽⁴⁾ | 59,096,309 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 6,262 | D | \$1,893.3605 ⁽⁵⁾ | 59,090,047 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 11,666 | D | \$1,894.4757 ⁽⁶⁾ | 59,078,381 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 6,229 | D | \$1,895.5818 ⁽⁷⁾ | 59,072,152 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 13,994 | D | \$1,896.7393 ⁽⁸⁾ | 59,058,158 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 18,316 | D | \$1,897.6369 ⁽⁹⁾ | 59,039,842 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 27,439 | D | \$1,898.6374 ⁽¹⁰⁾ | 59,012,403 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 21,058 | D | \$1,899.6452 ⁽¹¹⁾ | 58,991,345 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 12,292 | D | \$1,900.6545 ⁽¹²⁾ | 58,979,053 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 7,004 | D | \$1,901.682 ⁽¹³⁾ | 58,972,049 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 16,330 | D | \$1,902.7456 ⁽¹⁴⁾ | 58,955,719 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 23,912 | D | \$1,903.7453 ⁽¹⁵⁾ | 58,931,807 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 30,454 | D | \$1,904.7797 ⁽¹⁶⁾ | 58,901,353 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 24,017 | D | \$1,905.6244 ⁽¹⁷⁾ | 58,877,336 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | s ⁽¹⁾ | | 13,350 | D | \$1,906.6125 ⁽¹⁸⁾ | 58,863,986 | D | |

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 | 07/29/2019 | | S ⁽¹⁾ | | 4,345 | D | \$1,907.8538 ⁽¹⁹⁾ | 58,859,641 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 6,049 | D | \$1,908.8798 ⁽²⁰⁾ | 58,853,592 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 3,498 | D | \$1,910.173 ⁽²¹⁾ | 58,850,094 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 4,091 | D | \$1,911.0406 ⁽²²⁾ | 58,846,003 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 1,657 | D | \$1,912.6075 ⁽²³⁾ | 58,844,346 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 2,043 | D | \$1,913.7948 ⁽²⁴⁾ | 58,842,303 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 2,162 | D | \$1,915.2631 ⁽²⁵⁾ | 58,840,141 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 3,005 | D | \$1,916.8162 ⁽²⁶⁾ | 58,837,136 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 8,402 | D | \$1,918.1297 ⁽²⁷⁾ | 58,828,734 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 10,491 | D | \$1,919.0448 ⁽²⁸⁾ | 58,818,243 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 4,994 | D | \$1,920.0366 ⁽²⁹⁾ | 58,813,249 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 2,824 | D | \$1,921.1837 ⁽³⁰⁾ | 58,810,425 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 1,949 | D | \$1,922.2792 ⁽³¹⁾ | 58,808,476 | D | |
| Common Stock, par value \$.01 per share | 07/29/2019 | | S ⁽¹⁾ | | 2,527 | D | \$1,925.8142 ⁽³²⁾ | 58,805,949 | D | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | |

Explanation of Responses:

- This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,891.47 and the lowest price at which shares were sold was \$1,890.89.
- The amount of securities beneficially owned following the reported transaction reflects a prior transfer of shares to the reporting person's former spouse as separate property following court approval of a divorce decree.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,892.87 and the lowest price at which shares were sold was \$1,891.95.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,893.86 and the lowest price at which shares were sold was \$1,893.00.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,895.08 and the lowest price at which shares were sold was \$1,894.09.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,896.07 and the lowest price at which shares were sold was \$1,895.14.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,897.14 and the lowest price at which shares were sold was \$1,896.15.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,898.14 and the lowest price at which shares were sold was \$1,897.15.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,899.14 and the lowest price at which shares were sold was \$1,898.15.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,900.13 and the lowest price at which shares were sold was \$1,899.15.
- Represents the weighted average sale price. The highest price at which shares were sold was \$1,901.15 and the lowest price at which shares were sold was \$1,900.16.

13. Represents the weighted average sale price. The highest price at which shares were sold was \$1,902.16 and the lowest price at which shares were sold was \$1,901.18.
14. Represents the weighted average sale price. The highest price at which shares were sold was \$1,903.16 and the lowest price at which shares were sold was \$1,902.18.
15. Represents the weighted average sale price. The highest price at which shares were sold was \$1,904.17 and the lowest price at which shares were sold was \$1,903.18.
16. Represents the weighted average sale price. The highest price at which shares were sold was \$1,905.24 and the lowest price at which shares were sold was \$1,904.25.
17. Represents the weighted average sale price. The highest price at which shares were sold was \$1,906.21 and the lowest price at which shares were sold was \$1,905.25.
18. Represents the weighted average sale price. The highest price at which shares were sold was \$1,907.16 and the lowest price at which shares were sold was \$1,906.25.
19. Represents the weighted average sale price. The highest price at which shares were sold was \$1,908.20 and the lowest price at which shares were sold was \$1,907.25.
20. Represents the weighted average sale price. The highest price at which shares were sold was \$1,909.14 and the lowest price at which shares were sold was \$1,908.28.
21. Represents the weighted average sale price. The highest price at which shares were sold was \$1,910.65 and the lowest price at which shares were sold was \$1,909.73.
22. Represents the weighted average sale price. The highest price at which shares were sold was \$1,911.57 and the lowest price at which shares were sold was \$1,910.73.
23. Represents the weighted average sale price. The highest price at which shares were sold was \$1,912.70 and the lowest price at which shares were sold was \$1,911.79.
24. Represents the weighted average sale price. The highest price at which shares were sold was \$1,914.26 and the lowest price at which shares were sold was \$1,913.54.
25. Represents the weighted average sale price. The highest price at which shares were sold was \$1,915.65 and the lowest price at which shares were sold was \$1,915.13.
26. Represents the weighted average sale price. The highest price at which shares were sold was \$1,917.15 and the lowest price at which shares were sold was \$1,916.55.
27. Represents the weighted average sale price. The highest price at which shares were sold was \$1,918.63 and the lowest price at which shares were sold was \$1,917.71.
28. Represents the weighted average sale price. The highest price at which shares were sold was \$1,919.69 and the lowest price at which shares were sold was \$1,918.71.
29. Represents the weighted average sale price. The highest price at which shares were sold was \$1,920.66 and the lowest price at which shares were sold was \$1,919.73.
30. Represents the weighted average sale price. The highest price at which shares were sold was \$1,921.73 and the lowest price at which shares were sold was \$1,920.74.
31. Represents the weighted average sale price. The highest price at which shares were sold was \$1,922.53 and the lowest price at which shares were sold was \$1,921.78.
32. Represents the weighted average sale price. The highest price at which shares were sold was \$1,926.08 and the lowest price at which shares were sold was \$1,925.69.

Remarks:

This is one of three Forms 4 filed to report transactions on July 29, 30, and 31, 2019. The reporting person undertakes to provide, upon request by the staff of the SEC, the issuer, or a security holder of the issuer, full information regarding the number of shares transacted at each price, with respect to all transactions reported on this Form 4.

/s/ Michael D. Deal, attorney-
in-fact for Jeffrey P. Bezos,
Chairman of the Board, Chief 07/31/2019
Executive Officer and
President

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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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