Edgar Filing: ALBERG TOM A - Form 4

ALBERG TO Form 4											
November 08	Л									PPROVAL	
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					COMMISSION	OMB Number:	3235-0287			
Check this box if no longer subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						January 31 Expires: 2009 Estimated average burden hours per response 0.9		
Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940						·					
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> ALBERG TOM A			2. Issuer Name and Ticker or Trading Symbol AMAZON COM INC [AMZN]				-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	3. Date of Earliest Transaction (Check					k all applicable)			
1000 SECO 3700	ND AVENUE, S	SUITE	(Month/Da 11/06/20	-				X Director Officer (give below)	title 10% title Oth below)	6 Owner er (specify	
	(Street)		Filed(Month/Day/Year) Applicable L				Applicable Line)	or Joint/Group Filing(Check :) by One Reporting Person			
SEATTLE,	WA 98104							Form filed by M Person	More than One R	eporting	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Aco	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)		2. Transaction Date 2A. De (Month/Day/Year) Executi any (Month		3. Transactic Code (Instr. 8)	1 ()			SecuritiesIBeneficially(i)OwnedIFollowing(i)Reported(i)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock, par value \$.01 per share	11/06/2010			М	2,333	A	\$0	38,853	D		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number on f 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 o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Restricted Stock Unit	\$ 0 <u>(1)</u>	11/06/2010		М	2,333	11/06/2008 <u>(2)</u>	11/06/2010	Common Stock, par value \$.01 per share	2,333

Reporting Owners

Reporting Owner Name / Addr	ess	Relationships						
	Director	10% Owner	Owner Officer					
ALBERG TOM A 1000 SECOND AVENUE SUITE 3700 SEATTLE, WA 98104	Х							
Signatures								
/s/ Tom A. Alberg	11/05/2010							

<u>**</u>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) Converts into Common Stock on a one-for-one basis
- Subject to the reporting person's continued service as a director of the issuer, this award vested and converted into shares of Common
- (2) Stock of the issuer at the rate of 2,334 shares on November 6, 2008, and an additional 2,333 shares on November 6, 2009 and November 6, 2010.

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.