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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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
BEZOS JEFFREY P
P.O. BOX 81226
SEATTLE, WA 98108-1226

2. Issuer and Ticker or Trading Symbol
AMAZON COM INC [ AMZN ]

3. Date of Earliest Transaction (MM/DD/YYYY)
2/13/2024

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer
☐ _ Director
☐ X _ 10% Owner
☐ X _ Officer (give title below) 
☐ _ Other (specify below)
Executive Chair

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Security</th>
<th>Trans. Code</th>
<th>Date</th>
<th>V</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock, par value $.01 per share</td>
<td>2/13/2024</td>
<td>$166.4967</td>
<td>81,434</td>
<td>D</td>
<td>964,174,987</td>
</tr>
<tr>
<td>Common Stock, par value $.01 per share</td>
<td>2/13/2024</td>
<td>$167.3957</td>
<td>232,756</td>
<td>D</td>
<td>963,942,231</td>
</tr>
<tr>
<td>Common Stock, par value $.01 per share</td>
<td>2/13/2024</td>
<td>$168.4875</td>
<td>2,489,406</td>
<td>D</td>
<td>961,452,825</td>
</tr>
<tr>
<td>Common Stock, par value $.01 per share</td>
<td>2/13/2024</td>
<td>$169.0225</td>
<td>2,224,932</td>
<td>D</td>
<td>959,227,893</td>
</tr>
<tr>
<td>Common Stock, par value $.01 per share</td>
<td>2/13/2024</td>
<td>$169.38</td>
<td>965,292</td>
<td>D</td>
<td>958,257,572</td>
</tr>
<tr>
<td>Common Stock, par value $.01 per share</td>
<td>2/13/2024</td>
<td>$170.8989</td>
<td>5,029</td>
<td>D</td>
<td>954,008,400</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Security</th>
<th>Trans. Code</th>
<th>Date Exercisable (A)</th>
<th>Expiration Date (D)</th>
<th>Code</th>
<th>V</th>
<th>(A)</th>
<th>(D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
</table>

Explanation of Responses:
(1) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 11/08/2023.
(2) Represents the weighted average sale price. The highest price at which shares were sold was $166.82 and the lowest price at which shares were sold was $165.87.
(3) Represents the weighted average sale price. The highest price at which shares were sold was $167.87 and the lowest price at which shares were sold was $165.87.
(4) Represents the weighted average sale price. The highest price at which shares were sold was $168.87 and the lowest price at which shares were sold was $167.88.
(5) Represents the weighted average sale price. The highest price at which shares were sold was $169.87 and the lowest price at which shares were sold was $168.88.
(6) Represents the weighted average sale price. The highest price at which shares were sold was $170.86 and the lowest price at which shares were sold was $169.88.

(7) Represents the weighted average sale price. The highest price at which shares were sold was $170.94 and the lowest price at which shares were sold was $170.89.

(8) Represents the weighted average sale price. The highest price at which shares were sold was $169.35 and the lowest price at which shares were sold was $168.36.

(9) Represents the weighted average sale price. The highest price at which shares were sold was $170.35 and the lowest price at which shares were sold was $169.36.

(10) Represents the weighted average sale price. The highest price at which shares were sold was $171.20 and the lowest price at which shares were sold was $170.36.

**Remarks:**
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.

**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>BEZOS JEFFREY P</td>
<td>Director X</td>
</tr>
<tr>
<td>P.O. BOX 81226</td>
<td>10% Owner X</td>
</tr>
<tr>
<td>SEATTLE, WA 98108-1226</td>
<td>Officer X</td>
</tr>
<tr>
<td></td>
<td>Executive Chair</td>
</tr>
</tbody>
</table>

**Signatures**

/s/ PAUL DAUBER, attorney-in-fact for Jeffrey P. Bezos, Executive Chair 2/15/2024

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).


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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