

AMAZON COM INC
Form 8-K
April 04, 2019
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934
April 4, 2019
Date of Report
(Date of earliest event reported)

AMAZON.COM, INC.
(Exact name of registrant as specified in its charter)

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ITEM 8.01. OTHER EVENTS.

On April 4, 2019, Jeffrey P. Bezos informed Amazon.com, Inc. (the Company) that following court approval of a divorce decree, shares representing approximately 4.0 percent of the Company s outstanding common stock will be registered in MacKenzie T. Bezos name as separate property (the Shares). A petition for divorce was filed on April 4, 2019, and the divorce decree is expected to be issued in approximately 90 days. Mr. Bezos will continue to exercise sole voting authority over the Shares (together with any additional shares issued to Ms. Bezos in connection with any stock split, stock dividend, recapitalization, reorganization, or the like) pursuant to a voting agreement and proxy between Mr. and Ms. Bezos, except that any of the Shares that Ms. Bezos sells in the open market or that Ms. Bezos contributes to an organization that qualifies under Section 501 (c) (3) of the Internal Revenue Code with the belief that such organization intends to sell such Shares in the open market will cease to be subject to the voting agreement and proxy. In the event of any other transfer of any of the Shares, Ms. Bezos shall, prior to and as a pre-condition to such transfer, cause the proposed transferee to enter into a voting agreement on the same terms and conditions, including granting a proxy to Mr. Bezos to vote such Shares. Unless otherwise agreed by Mr. Bezos, the voting agreement and proxy will terminate only upon the death or a determination of legal incapacity of Mr. Bezos.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMAZON.COM, INC. (REGISTRANT)

By: */s/ David A. Zapolsky*
David A. Zapolsky
Senior Vice President

Dated: April 4, 2019