

AMAZON COM INC
Form 8-K
May 28, 2010

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**

MAY 25, 2010

DATE OF REPORT

(DATE OF EARLIEST EVENT REPORTED)

AMAZON.COM, INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN CHARTER)

DELAWARE
(STATE OR OTHER JURISDICTION
OF INCORPORATION)

000-22513
(COMMISSION FILE NO.)

91-1646860
(IRS EMPLOYER
IDENTIFICATION NO.)

410 TERRY AVENUE NORTH, SEATTLE, WASHINGTON 98109-5210

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(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES, INCLUDING ZIP CODE)

(206) 266-1000

(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

On May 25, 2010, Amazon.com, Inc. held its Annual Meeting of Shareholders.

The following nominees were elected as directors, each to hold office until his or her successor is elected and qualified, by the vote set forth below:

| Nominee | For | Against | Abstain | Broker Non-Votes |
|------------------------|-------------|----------------|----------------|-----------------------------|
| Jeffrey P. Bezos | 352,174,504 | 5,558,479 | 124,487 | 34,991,438 |
| Tom A. Alberg | 354,547,709 | 3,241,305 | 68,456 | 34,991,438 |
| John Seely Brown | 356,159,079 | 1,625,707 | 72,684 | 34,991,438 |
| William B. Gordon | 311,894,554 | 44,697,458 | 1,265,458 | 34,991,438 |
| Alain Monié | 356,740,647 | 1,041,115 | 75,708 | 34,991,438 |
| Thomas O. Ryder | 320,923,598 | 36,859,307 | 74,565 | 34,991,438 |
| Patricia Q. Stonesifer | 311,548,443 | 45,047,122 | 1,261,905 | 34,991,438 |

The appointment of Ernst & Young LLP as our independent auditor was ratified by the vote set forth below:

| | For | Against | Abstain | Broker Non-Votes |
|--|-------------|----------------|----------------|-----------------------------|
| | 389,078,666 | 3,651,119 | 119,123 | 0 |

A shareholder proposal asking the Company to make disclosures regarding corporate political contributions was not approved, as set forth below:

| | For | Against | Abstain | Broker Non-Votes |
|--|------------|----------------|----------------|-----------------------------|
| | 76,187,211 | 229,535,651 | 52,134,608 | 34,991,438 |

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/ L. MICHELLE WILSON
 L. Michelle Wilson
 Senior Vice President

Dated: May 27, 2010