

AMAZON COM INC  
Form 8-K  
January 31, 2012  
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**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**

**January 31, 2012**

**DATE OF REPORT**

**(DATE OF EARLIEST EVENT REPORTED)**

**AMAZON.COM, INC.**

**(EXACT NAME OF REGISTRANT AS SPECIFIED IN CHARTER)**

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**DELAWARE**  
(STATE OR OTHER JURISDICTION  
OF INCORPORATION)

**000-22513**  
(COMMISSION

**91-1646860**  
(IRS EMPLOYER  
IDENTIFICATION NO.)

**FILE NO.)**  
**410 TERRY AVENUE NORTH, SEATTLE, WASHINGTON 98109-5210**

(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))

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**ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.**

On January 31, 2012, Amazon.com, Inc. announced its fourth quarter 2011 and year ended December 31, 2011 financial results. A copy of the press release containing the announcement is included as Exhibit 99.1 and additional information regarding the inclusion of non-GAAP financial measures in certain of Amazon.com's public disclosures, including its fourth quarter 2011 and year ended December 31, 2011 financial results announcement, is included as Exhibit 99.2. Both of these exhibits are incorporated herein by reference.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

*(d) Exhibits.*

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release dated January 31, 2012 announcing Amazon.com, Inc.'s Fourth Quarter 2011 and Year Ended December 31, 2011 Financial Results.
99.2	Information Regarding Non-GAAP Financial Measures.

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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/ Thomas J. Szkutak  
**Thomas J. Szkutak**  
**Senior Vice President and**  
**Chief Financial Officer**

Dated: January 31, 2012

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