

AMAZON COM INC
Form 8-K
September 18, 2007
Table of Contents

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

September 12, 2007

DATE OF REPORT

(DATE OF EARLIEST EVENT REPORTED)

AMAZON.COM, INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN CHARTER)

DELAWARE
(STATE OR OTHER JURISDICTION

000-22513
(COMMISSION FILE NO.)

91-1646860
(IRS EMPLOYER

OF INCORPORATION)

IDENTIFICATION NO.)

1200 12TH AVENUE SOUTH, SUITE 1200, SEATTLE, WASHINGTON 98144

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES, INCLUDING ZIP CODE)

(206) 266-1000

(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

Edgar Filing: AMAZON COM INC - Form 8-K

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))
-

Table of Contents

TABLE OF CONTENTS

| | |
|--|---|
| <u>ITEM 5.03. AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR.</u> | 3 |
| <u>ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.</u> | 3 |
| <u>SIGNATURES</u> | 4 |
| <u>EXHIBIT INDEX</u> | 5 |
| EXHIBIT 3.1 | |

Table of Contents

ITEM 5.03. AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR.

On September 12, 2007, the Company's Board of Directors amended the Company's Bylaws effective as of such date. The primary amendments revise the Bylaws' provisions regarding (a) the ability to issue uncertificated shares; (b) the procedure for setting the number of directors; and (c) the timing and manner of notice of Board meetings and waivers of notice of Board meetings. The Company's Amended and Restated Bylaws are attached as Exhibit 3.1 and the foregoing description is qualified by reference to the actual text of the amendments.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

| Exhibit Number | Description |
|---------------------------|--|
| 3.1 | Amended and Restated Bylaws of the Company |

Table of Contents

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: September 17, 2007

Table of Contents

EXHIBIT INDEX

| Exhibit Number | Description |
|---------------------------|--|
| 3.1 | Amended and Restated Bylaws of the Company |

5