

AMAZON COM INC  
Form S-8 POS  
January 19, 2018

**As filed with the Securities and Exchange Commission on January 19, 2018**

**Registration No. 333-88825**

**Registration No. 333-80491**

**Registration No. 333-80495**

**Registration No. 333-78651**

**Registration No. 333-78653**

**Registration No. 333-63311**

**Registration No. 333-118818**

**Registration No. 333-149845**

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-88825**

**Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-80491**

**Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-80495**

**Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-78651**

**Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-78653**

**Post-Effective Amendment No. 2 to Form S-8 Registration Statement No. 333-63311**

**Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-118818**

**FORM S-8 POS**  
**REGISTRATION STATEMENT**  
*UNDER*  
*THE SECURITIES ACT OF 1933*

**AMAZON.COM, INC.**

(Exact name of registrant as specified in its charter)

**410 Terry Avenue North**

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**Seattle WA 98109-5210**  
(Address of principal executive  
offices including zip code)

**91-1646860**  
(I.R.S. Employer  
Identification Number)

**Convergence Corporation Stock Option Plan**  
**Alexa Internet Amended and Restated 1997 Stock Option Plan**  
**Accept.com Financial Services Corporation 1998 Stock Plan**  
**Innerlinx Technologies, Incorporated 1997 Stock Option Plan**  
**e-Niche Incorporated Amended and Restated 1998 Stock Option and Grant Plan**  
**Junglee Corp. 1996 Stock Plan**  
**Junglee Corp. 1998 Equity Incentive Plan**

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**Sage Enterprises, Inc. 1997 Amended Stock Option Plan**

**Sage Enterprises, Inc. MVP Stock Option Plan**

**Joyo.com Limited 2004 Share Option Plan**

**Audible, Inc. 1999 Stock Incentive Plan**

**(Full title of the plan)**

|                                                              |                                        |
|--------------------------------------------------------------|----------------------------------------|
| <b>David A. Zapolsky</b>                                     | <b><i>Copies to:</i></b>               |
| <b>Senior Vice President, General Counsel, and Secretary</b> | <b>Ronald O. Mueller, Esq.</b>         |
| <b>Amazon.com, Inc.</b>                                      | <b>Gibson, Dunn &amp; Crutcher LLP</b> |
| <b>410 Terry Avenue North</b>                                | <b>1050 Connecticut Avenue, N.W.</b>   |
| <b>Seattle WA 98109-5210</b>                                 | <b>Washington, DC 20036-5306</b>       |
| <b>(206) 266-1000</b>                                        | <b>(202) 955-8671</b>                  |
| <b>(Name and address of agent for service)</b>               |                                        |

**(206) 266-1000**

**(Telephone number, including area code, of agent for service)**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of large accelerated filer, accelerated filer, smaller reporting company, and emerging growth company in Rule 12b-2 of the Exchange Act.

|                                                                     |                           |
|---------------------------------------------------------------------|---------------------------|
| Large accelerated filer                                             | Accelerated filer         |
| Non-accelerated filer (do not check if a smaller reporting company) | Smaller reporting company |
|                                                                     | Emerging growth company   |

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

**DEREGISTRATION OF SECURITIES**

This Post-Effective Amendment relates to the following Registration Statements on Form S-8 (the "Registration Statements") filed by Amazon.com, Inc. (the "Company") with the Securities and Exchange Commission:

1. Registration No. 333-88825, filed on October 12, 1999, relating to the Convergence Corporation Stock Option Plan.
2. Registration No. 333-80491, filed on June 11, 1999, relating to the Alexa Internet Amended and Restated 1997 Stock Option Plan.
3. Registration No. 333-80495, filed on June 11, 1999, relating to the Accept.com Financial Services Corporation 1998 Stock Plan.
4. Registration No. 333-78651, filed on May 17, 1999, relating to the Innerlinx Technologies, Incorporated 1997 Stock Option Plan.
5. Registration No. 333-78653, filed on May 17, 1999, relating to the e-Niche Incorporated Amended and Restated 1998 Stock Option and Grant Plan.
6. Registration No. 333-63311, filed on September 11, 1998, as amended on October 1, 1998, relating to the Jungle Corp. 1996 Stock Plan, the Jungle Corp. 1998 Equity Incentive Plan, the Sage Enterprises, Inc. 1997 Amended Stock Option Plan, and the Sage Enterprises, Inc. MVP Stock Option Plan.
7. Registration No. 333-118818, filed on September 3, 2004, relating to the Joyo.com Limited 2004 Share Option Plan.
8. Registration No. 333-149845, filed on March 20, 2008, relating to the Audible, Inc. 1999 Stock Incentive Plan.

The Company has terminated all offerings of its securities pursuant to the Registration Statements and hereby removes and withdraws from registration all securities registered pursuant to the Registration Statements that remain unsold as of the date hereof. The Registration Statements are hereby amended, as appropriate, to reflect the deregistration of such securities.

**SIGNATURES**

Pursuant to the requirements of the Securities Act, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Seattle, State of Washington, on this 19<sup>th</sup> day of January, 2018.

**AMAZON.COM, INC.**

By: /s/ Mark F. Hoffman  
Mark F. Hoffman  
Vice President & Associate General  
Counsel and Assistant Secretary

Pursuant to Rule 478 of the Securities Act of 1933, as amended, no other person is required to sign this Post-Effective Amendment to the specified registration statements on Form S-8.