

COOK TIMOTHY D

Form 4

March 27, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
COOK TIMOTHY D

(Last) (First) (Middle)

1 INFINITE LOOP

(Street)

CUPERTINO, CA 95014

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
APPLE INC [AAPL]

3. Date of Earliest Transaction
(Month/Day/Year)
03/24/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/24/2012		M	200,000 A	213,817	D	
Common Stock ⁽²⁾	03/24/2012		F	93,360 D	\$ 596.05 120,457	D	
Common Stock ⁽³⁾	03/26/2012		S	7,900 D	\$ 595.96 ⁽⁴⁾ 112,557	D	
Common Stock ⁽³⁾	03/26/2012		S	24,931 D	\$ 596.9518 ⁽⁵⁾ 87,626	D	
Common Stock ⁽³⁾	03/26/2012		S	21,670 D	\$ 597.8124 65,956	D	

Edgar Filing: COOK TIMOTHY D - Form 4

Common Stock <u>(3)</u>	03/26/2012	S	5,800	D	<u>(6)</u> \$ 598.7233	60,156	D
Common Stock <u>(3)</u>	03/26/2012	S	1,500	D	<u>(7)</u> \$ 599.5697	58,656	D
Common Stock <u>(3)</u>	03/26/2012	S	800	D	<u>(8)</u> \$ 601.0938	57,856	D
Common Stock <u>(3)</u>	03/26/2012	S	2,100	D	<u>(9)</u> \$ 601.9462	55,756	D
Common Stock <u>(3)</u>	03/26/2012	S	1,600	D	<u>(10)</u> \$ 602.915	54,156	D
Common Stock <u>(3)</u>	03/26/2012	S	900	D	<u>(11)</u> \$ 603.7567	53,256	D
Common Stock <u>(3)</u>	03/26/2012	S	9,000	D	<u>(12)</u> \$ 605.1679	44,256	D
Common Stock <u>(3)</u>	03/26/2012	S	24,505	D	<u>(13)</u> \$ 606.0162	19,751	D
Common Stock <u>(3)</u>	03/26/2012	S	5,934	D	<u>(14)</u> \$ 606.7977	13,817	D
					<u>(15)</u>		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares

Restricted Stock Unit (16)	(1)	03/24/2012	M	200,000	03/24/2012	03/24/2012	Common Stock	200,0
----------------------------------	-----	------------	---	---------	------------	------------	-----------------	-------

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COOK TIMOTHY D 1 INFINITE LOOP CUPERTINO, CA 95014		X	Chief Executive Officer	

Signatures

/s/ Gene Levoff, Attorney-in-fact for Timothy D. Cook	03/27/2012
--	------------

____Signature of Reporting Person

____Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each restricted stock unit represents the right to receive, at settlement, one share of common stock. The reporting person had vested restricted stock units settled in shares of common stock.
 - (2) Shares withheld by Registrant to satisfy minimum statutory withholding requirements on vesting of restricted stock units.
 - (3) These transactions were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 23, 2004, as amended on August 6, 2010 and November 28, 2011.

This transaction was executed in multiple trades at prices ranging from \$595.37 to \$596.33. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (4) This transaction was executed in multiple trades at prices ranging from \$596.37 to \$597.36. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (5) This transaction was executed in multiple trades at prices ranging from \$597.37 to \$598.36. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (6) This transaction was executed in multiple trades at prices ranging from \$598.37 to \$599.32. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (7) This transaction was executed in multiple trades at prices ranging from \$599.37 to \$600.27. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (8) This transaction was executed in multiple trades at prices ranging from \$600.37 to \$601.36. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (9) This transaction was executed in multiple trades at prices ranging from \$601.39 to \$602.38. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (10) This transaction was executed in multiple trades at prices ranging from \$602.45 to \$603.42. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (11) This transaction was executed in multiple trades at prices ranging from \$602.45 to \$603.42. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

Edgar Filing: COOK TIMOTHY D - Form 4

holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (12) This transaction was executed in multiple trades at prices ranging from \$603.49 to \$604.46. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (13) This transaction was executed in multiple trades at prices ranging from \$604.52 to \$605.50. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (14) This transaction was executed in multiple trades at prices ranging from \$605.52 to \$606.51. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (15) This transaction was executed in multiple trades at prices ranging from \$606.52 to \$607.02. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (16) This restricted stock unit award was granted on September 26, 2008 and vested in full on March 24, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.