

APPLE INC

Form 4

September 23, 2014

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHILLER PHILIP W

(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)
08/21/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Senior Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 <u>(1)</u> | 08/21/2014 | | G | V 1,798 | D \$ 0 0 | D | |
| Common Stock <u>(1)</u> | 08/21/2014 | | G | V 1,798 | A \$ 0 2,701 <u>(2)</u> | I | By Trust <u>(3)</u> |
| Common Stock | 09/21/2014 | | M | 700,000 | A <u>(4)</u> 700,000 | D | |
| Common Stock <u>(5)</u> | 09/21/2014 | | F | 351,154 | D \$ 100.96 348,846 | D | |
| Common Stock <u>(6)</u> | 09/22/2014 | | S | 241,340 | D \$ <u>(7)</u> 101.04 107,506 | D | |

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Common Stock ⁽⁶⁾ 09/22/2014 S 107,506 D ⁽⁸⁾ \$ 101.12 0 D

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

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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 or Number of Shares |
| Restricted Stock Units | ⁽⁴⁾ | 09/21/2014 | | M | 700,000 | ⁽⁹⁾ ⁽⁹⁾ | Common Stock 700,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|---|
| SCHILLER PHILIP W 1 INFINITE LOOP CUPERTINO, CA 95014 | Director 10% Owner Officer Other Senior Vice President |

Signatures

/s/ Gene Levoff, Attorney-in-fact for Philip W.
Schiller

09/23/2014

 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) These entries reflect the transfer of securities by the reporting person to a family trust.

(2) The number of securities reported reflects a 7-for-1 stock split effective June 6, 2014.

(3) Shares held by a family trust of which the reporting person is a trustee. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the trust.

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- (4) Each restricted stock unit represents the right to receive, at settlement, one share of common stock. This transaction represents the settlement of restricted stock units in shares of common stock on their scheduled vesting date.
- (5) Shares withheld by Registrant to satisfy minimum statutory tax withholding requirements on vesting of restricted stock units.
- (6) These transactions were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 2, 2014.

- This transaction was executed in multiple trades at prices ranging from \$100.90 to \$101.08; the price reported above reflects the weighted
- (7) average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which the transactions were effected upon request to the SEC staff, the Registrant, or a security holder of the Registrant.

- This transaction was executed in multiple trades at prices ranging from \$101.10 to \$101.15; the price reported above reflects the weighted
- (8) average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which the transactions were effected upon request to the SEC staff, the Registrant, or a security holder of the Registrant.
 - (9) This restricted stock unit award was granted on September 21, 2010, and vested in full on September 21, 2014.

Remarks:

Exhibit List

Exhibit 24 - Power of Attorney

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

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