#### Edgar Filing: APPLE INC - Form 4

APPLE INC Form 4	2						
October 21,	2014						
FORM	ЛЛ				OMB A	PPROVAL	
	E COMMISSION	OMB Number:	3235-0287				
Check th if no lon subject t Section Form 4 c Form 5	ger <b>STATEN</b> o <b>STATEN</b> 16. or	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,					
obligatic may con <i>See</i> Instr 1(b).	tinue. Section 170	(a) of the Public	Utility Holding Company Act Investment Company Act of 1	of 1935 or Section	l		
(Print or Type	Responses)						
1. Name and Address of Reporting Person <u>*</u> WILLIAMS JEFFREY E			suer Name <b>and</b> Ticker or Trading ol LE INC [AAPL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (	Middle) 3. Dat	e of Earliest Transaction	(Check	an applicable	5)	
1 INFINITE LOOP			h/Day/Year) 7/2014	Director 10% Owner X_ Officer (give title Other (specify below) below) Senior Vice President			
(Street)			mendment, Date Original Month/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
CUPERTIN	NO, CA 95014			Person	ore than One Re	sporting	
(City)	(State)	(Zip) T	able I - Non-Derivative Securities A	Acquired, Disposed of,	or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, in any	<ul> <li>3. 4. Securities</li> <li>f TransactionAcquired (A) or Code Disposed of (D)</li> <li>(Instr. 8) (Instr. 3, 4 and 5)</li> <li>(A) or Code V Amount (D) Price</li> </ul>	SecuritiesForBeneficially(E)Owned(E)Following(InReportedTransaction(s)(Instr. 3 and 4)	orm: Direct )) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Por	port on a senarate lin	for each class of a					
Kenninder: Kej	on a separate int		information con required to resp	spond to the collect tained in this form a ond unless the form ntly valid OMB cont	ire not 1	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)			
				Code V	(A)	(D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	<u>(1)</u>	10/17/2014		А	122,863	(2)	(2)	Common Stock	122,863
Restricted Stock Unit	<u>(1)</u>	10/17/2014		А	68,576	(3)	<u>(3)</u>	Common Stock	68,576

# **Reporting Owners**

Relationships					
Director	10% Owner	Officer	Other		
		Senior Vice President			
	Director		Director 10% Owner Officer		

## Signatures

/s/ Gene Levoff, Attorney-in-fact for Jeffrey E. Williams

\*\*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.
- (2) These restricted stock units are scheduled to vest as to one-third of the units on each of April 1, 2017, April 1, 2018 and April 1, 2019, assuming continued employment through the applicable vesting date.

Vesting of these restricted stock units depends on Apple Inc.'s relative total shareholder return from September 28, 2014 through September 30, 2017. The "target" number of restricted stock units is reported. Between 0% and 200% of the target number of units may

10/21/2014

(3) September 30, 2017. The target number of restricted stock units is reported. Between 0% and 200% of the target number of units may vest on October 1, 2017, assuming continued employment through the vesting date, and with the vesting percentage determined based on actual performance.

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.