

**APPLE INC**  
Reported by  
**WILLIAMS JEFFREY E**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 10/17/12 for the Period Ending 10/15/12

Address	ONE INFINITE LOOP CUPERTINO, CA 95014
Telephone	(408) 996-1010
CIK	0000320193
Symbol	AAPL
SIC Code	3571 - Electronic Computers
Industry	Computer Hardware
Sector	Technology
Fiscal Year	09/29

# FORM 4

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>WILLIAMS JEFFREY E</b> <small>(Last) (First) (Middle)</small>  <b>1 INFINITE LOOP</b> <small>(Street)</small>  <b>CUPERTINO, CA 95014</b> <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>APPLE INC [ AAPL ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <b>10/15/2012</b>  <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>	<b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b>  <input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span> <b>Senior Vice President</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	10/15/2012		M		3750	A	(1)	4026	D	
Common Stock (2)	10/15/2012		F		1743	D	\$634.76	2283	D	
Common Stock	10/15/2012		M		3750	A	(1)	6033	D	
Common Stock (2)	10/15/2012		F		1743	D	\$634.76	4290	D	
Common Stock (3)	10/16/2012		S		200	D	\$631.73 (4)	4090	D	
Common Stock (3)	10/16/2012		S		200	D	\$633.03 (5)	3890	D	
Common Stock (3)	10/16/2012		S		300	D	\$634.23 (6)	3590	D	
Common Stock (3)	10/16/2012		S		300	D	\$635.34 (7)	3290	D	
Common Stock (3)	10/16/2012		S		100	D	\$637.38	3190	D	
Common Stock (3)	10/16/2012		S		300	D	\$639.71 (8)	2890	D	
Common Stock (3)	10/16/2012		S		100	D	\$642.02	2790	D	
Common Stock (3)	10/16/2012		S		300	D	\$643.54 (9)	2490	D	
Common Stock (3)	10/16/2012		S		300	D	\$645.09 (10)	2190	D	
Common Stock (3)	10/16/2012		S		800	D	\$646.59 (11)	1390	D	
Common Stock (3)	10/16/2012		S		600	D	\$647.62 (12)	790	D	
Common Stock (3)	10/16/2012		S		514	D	\$648.88 (13)	276	D	

**Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)				6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	(1)	10/15/2012		M			3750	(14)	(14)	Common Stock	3750	(1)	0	D	
Restricted Stock Unit	(1)	10/15/2012		M			3750	(15)	(15)	Common Stock	3750	(1)	7500	D	

**Explanation of Responses:**

- (1) Each restricted stock unit represents the right to receive, at settlement, one (1) share of common stock. This transaction represents the settlement of vested restricted stock units 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 19, 2010.
- (4) This transaction was executed in multiple trades at prices ranging from \$631.53 to \$631.93; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (5) This transaction was executed in multiple trades at prices ranging from \$632.96 to \$633.10; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (6) This transaction was executed in multiple trades at prices ranging from \$634.00 to \$634.70; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (7) This transaction was executed in multiple trades at prices ranging from \$635.26 to \$635.39; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (8) This transaction was executed in multiple trades at prices ranging from \$639.51 to \$639.87; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (9) This transaction was executed in multiple trades at prices ranging from \$643.05 to \$643.86; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (10) This transaction was executed in multiple trades at prices ranging from \$644.87 to \$645.45; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (11) This transaction was executed in multiple trades at prices ranging from \$646.21 to \$647.07; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (12) This transaction was executed in multiple trades at prices ranging from \$647.31 to \$647.96; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (13) This transaction was executed in multiple trades at prices ranging from \$648.35 to \$649.26; the price reported above reflects the weighted 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 issuer, or a security holder of the issuer.
- (14) This restricted stock unit award was granted on October 12, 2008 and vests in semi-annual installments over four years, with the first installment vesting on April 15, 2009.
- (15) This restricted stock unit award was granted on September 26, 2009 and vests in semi-annual installments over four years, with the first installment vesting on April 15, 2010.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILLIAMS JEFFREY E 1 INFINITE LOOP			Senior Vice President	

**Signatures**

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

10/17/2012

\*\* Signature of Reporting Person

Date

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

\* 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).

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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