Form 4

United States Securities and Exchange Commission
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 or Section 30(h) of the Investment Company Act of 1940

(1) Name and Address of Reporting Person

COOK TIMOTHY D

# INFINITE LOOP

CUPERTINO, CA 95014

(2) Issuer and Ticker or Trading Symbol

APPLE INC [AAPL]

(3) Date of Earliest Transaction

08/24/2016

(4) Individual or Joint/Group Filing

4. If Amendment, Date Original Filed

08/24/2016

(5) Amount of Securities Beneficially Owned Before Transaction(s)

1,260,000

(6) Amount of Securities Beneficially Owned Following Transaction(s)

0

(7) Date of Transaction

08/26/2016

(8) Transaction Code

M

(9) Securities Acquired (A) or Disposed of (D)

A

(10) Price

$2,299,809

(11) Description of Securities Acquired

COMMON STOCK

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Date of Transaction</th>
<th>Transaction Code</th>
<th>Transaction(s) Reported</th>
<th>Beneficially Owned</th>
</tr>
</thead>
<tbody>
<tr>
<td>COMMON STOCK</td>
<td>08/24/2016</td>
<td>M</td>
<td>A</td>
<td>0</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Date of Transaction</th>
<th>Transaction Code</th>
<th>Transaction(s) Reported</th>
<th>Beneficially Owned</th>
</tr>
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<tr>
<td>COMMON STOCK</td>
<td>08/26/2016</td>
<td>M</td>
<td>A</td>
<td>0</td>
</tr>
</tbody>
</table>

Reporting Owners

COOK TIMOTHY D

# INFINITE LOOP

CUPERTINO, CA 95014

Chief Executive Officer

Signature

/s/ Sam Whittington, Attorney-in-Fact for Timothy D. Cook

08/26/2016

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


(1) The number of restricted stock units (RSUs) includes 969,000 time-based RSUs and 280,000 performance-based RSUs.

(2) The number of restricted stock units (RSUs) that vested was determined based on Apple's total shareholder return (TSR), relative to the other companies in the S&P 500 over a three-year period from August 25, 2013 through August 24, 2016. TSR is calculated as the change in a company's stock price during the three-year period, taking into account any dividends paid during that period.

(3) The number of restricted stock units (RSUs) that vested was determined based on Apple's total shareholder return (TSR), relative to the other companies in the S&P 500 over a three-year period from August 25, 2013 through August 24, 2016. Apple's ending value was calculated to be $114.86 (adjusted for dividends).

(4) At least 15.68% of Apple's outstanding shares were assumed to be stock options.

(5) At least 19.71% of Apple's outstanding shares were assumed to be stock options.

(6) At least 19.71% of Apple's outstanding shares were assumed to be stock options.
percentile. Therefore, all 280,000 of the RSUs subject to performance requirements vested.

Each RSU represents the right to receive, at settlement, one share of common stock. This transaction represents the settlement of RSUs in shares of common stock on their scheduled vesting date.

The number of securities reported reflects the acquisition on January 31, 2016 of 211 shares of Apple Inc.'s common stock pursuant to the Apple Inc. Amended Employee Stock Purchase Plan ("ESPP") for the ESPP purchase period of August 1, 2015 through January 31, 2016.

These shares are held through Mr. Cook's trust.

The number of securities reported reflects the acquisition on January 31, 2016 of 211 shares of Apple Inc.'s common stock pursuant to the Apple Inc. Amended Employee Stock Purchase Plan ("ESPP") for the ESPP purchase period of August 1, 2015 through January 31, 2016.

These shares are held through Mr. Cook's trust.

656,117 shares (52.1% of the total number of shares released) were withheld by Apple to satisfy the minimum statutory tax withholding requirements on vesting of RSUs.

This transaction was executed in multiple trades at prices ranging from $106.693 to $107.685; 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 te SEC staff, the Registrant, or a security holder of the Registrant.

This transaction was executed in multiple trades at prices ranging from $107.69 to $107.87; 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 te SEC staff, the Registrant, or a security holder of the Registrant.

This transaction was executed in multiple trades at prices ranging from $107.5307 to $107.92; 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 te SEC staff, the Registrant, or a security holder of the Registrant.

This transaction was executed in multiple trades at prices ranging from $107.5307 to $107.92; 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 te SEC staff, the Registrant, or a security holder of the Registrant.

The remaining 3,500,000 restricted stock units in this award are scheduled to vest as follows: 700,000 restricted stock units vest on August 24, 2021; the balance of 2,800,000 restricted stock units vests in five equal annual installments commencing August 24, 2017, assuming continued employment through the applicable vesting date and, with respect to a portion of each annual installment, satisfaction of the applicable performance requirements.

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.