

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2011-06-03** | Period of Report: **2011-06-03**

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### ISSUER

#### **DRUGSTORE COM INC**

CIK: **1086467** | IRS No.: **043416255** | State of Incorporation: **DE** | Fiscal Year End: **0102**  
SIC: **5912** Drug stores and proprietary stores

Mailing Address  
411 108TH AVE. NE  
SUITE 1400  
BELLEVUE WA 98004

Business Address  
411 108TH AVE. NE  
SUITE 1400  
BELLEVUE WA 98004  
4253723200

### REPORTING OWNER

#### **AMAZON COM INC**

CIK: **1018724** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **000-26137** | Film No.: **11893378**  
SIC: **5961** Catalog & mail-order houses

Mailing Address  
410 TERRY AVENUE NORTH  
SEATTLE WA 98109

Business Address  
410 TERRY AVENUE NORTH  
SEATTLE WA 98109  
2062661000

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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 hours per response 0.5

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

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

1. Name and Address of Reporting Person <b>AMAZON COM INC</b>			2. Issuer Name and Ticker or Trading Symbol <b>DRUGSTORE COM INC [DSCM]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>06/03/2011</b>					
410 TERRY AVENUE NORTH			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)								
SEATTLE, WA 98109-5210								
(City)	(State)	(Zip)						

**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)		
			Code	V	Amount	(A) or (D)	Price					
Common Stock, par value \$.0001 per share	06/03/2011		J	(1)	12,963,339	(2)	D	\$3.8	(2)	0	I	By Amazon.com NV Investment Holdings LLC, f/k/a Amazon.com NV Investment Holdings, Inc. (3)

**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 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)					

**Explanation of Responses:**

1. The transaction reported on this Form 4 reflects the acquisition of the Issuer by Walgreen Co. ("Walgreen"), which closed on June 3, 2011, pursuant to the terms of an Agreement and Plan of Merger, by and among the Issuer, Walgreen, and Dover Subsidiary, Inc., dated March 23, 2011 (the "Merger Agreement").
2. Reflects shares disposed of in connection with the acquisition of the Issuer by Walgreen pursuant to the Merger Agreement, pursuant to which each share of Issuer Common Stock was converted into the right to receive \$3.80 in cash, without interest, and all such shares of Issuer Common Stock were automatically cancelled and ceased to exist.
3. The shares disposed of were held of record by Amazon.com NV Investment Holdings LLC, f/k/a Amazon.com NV Investment Holdings, Inc., a wholly owned subsidiary of the Reporting Person.

### Signatures

/s/ Shelley Reynolds, Vice President, Worldwide Controller (Principal Accounting Officer)

06/03/2011

\*\* 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.

**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 Number.**