

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

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

Filed 03/03/11 for the Period Ending 03/01/11

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	09/27

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
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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,  
Section 17(a) of the Public  
Utility Holding Company Act of 1935 or Section 30(f) of the  
Investment Company Act of 1940

1. Name and Address of Reporting Person *  <b>WILLIAMS JEFFREY E</b>  (Last) (First) (Middle)  <b>1 INFINITE LOOP</b>  (Street)  <b>CUPERTINO, CA 95014</b>  (City) (State) (Zip)	2. Issuer Name <b>and</b> Ticker or Trading Symbol  <b>APPLE INC [ AAPL ]</b>  3. Date of Earliest Transaction (MM/DD/YYYY)  <b>3/1/2011</b>  4. If Amendment, Date Original Filed (MM/DD/YYYY)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <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>  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
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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 <sup>(1)</sup>	3/1/2011		M		2000	A	\$46.57	34183	D	
Common Stock <sup>(1)</sup>	3/1/2011		S		3300	D	\$348.3918 <sup>(2)</sup>	30883	D	
Common Stock <sup>(1)</sup>	3/1/2011		S		6170	D	\$349.5114 <sup>(3)</sup>	24713	D	
Common Stock <sup>(1)</sup>	3/1/2011		S		7894	D	\$350.1909 <sup>(4)</sup>	16819	D	
Common Stock <sup>(1)</sup>	3/1/2011		S		1500	D	\$351.3227 <sup>(5)</sup>	15319	D	
Common Stock <sup>(1)</sup>	3/1/2011		S		5736	D	\$352.3053 <sup>(6)</sup>	9583	D	
Common Stock <sup>(1)</sup>	3/1/2011		S		4000	D	\$353.31 <sup>(7)</sup>	5583	D	
Common Stock <sup>(1)</sup>	3/1/2011		S		900	D	\$354.8961 <sup>(8)</sup>	4683	D	
Common Stock <sup>(1)</sup>	3/2/2011		M		500	A	\$46.57	5183	D	
Common Stock <sup>(1)</sup>	3/2/2011		S		596	D	\$350	4587	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate 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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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					
Employee Stock Option <sup>(1)</sup>	\$46.57	3/1/2011		M		2000			<sup>(9)</sup>	8/30/2012	Common Stock	2000	\$0	35500	D	
Employee Stock	\$46.57	3/2/2011		M		500			<sup>(9)</sup>	8/30/2012	Common Stock	500	\$0	35000	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate 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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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				
<b>Option (1)</b>															

**Explanation of Responses:**

- (1) These transactions were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 19, 2010.
- (2) This transaction was executed in multiple trades at prices ranging from \$347.81 to \$348.77; 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.
- (3) This transaction was executed in multiple trades at prices ranging from \$348.86 to \$349.85; 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.
- (4) This transaction was executed in multiple trades at prices ranging from \$349.86 to \$350.84; 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 \$350.88 to \$351.83; 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 \$351.89 to \$352.84; 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 \$352.90 to \$353.87; 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.
- (8) This transaction was executed in multiple trades at prices ranging from \$354.30 to \$355.27; 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 option was granted on August 30, 2005 and vested in 16 quarterly installments over the four-year period after the date of grant.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>WILLIAMS JEFFREY E 1 INFINITE LOOP CUPERTINO, CA 95014</b>			<b>Senior Vice President</b>	

**Signatures**

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

3/3/2011

\*\* 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.

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