



## State of California

## Secretary of State

Corporate Disclosure Statement  
(Domestic Stock and Foreign Corporations)

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There is no fee for filing the Corporate Disclosure Statement.

IMPORTANT — PLEASE READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

## 1. CORPORATE NAME

Apple Inc.

C0806592

FILED  
Secretary of State  
State of California

JAN 22 2013

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## Independent Auditor

## 2. NAME OF THE INDEPENDENT AUDITOR THAT PREPARED THE MOST RECENT AUDITOR'S REPORT

Ernst &amp; Young LLP

## 3. DESCRIPTION OF OTHER SERVICES, IF ANY, PERFORMED BY THE INDEPENDENT AUDITOR NAMED IN ITEM 2

See Exhibit A attached hereto.

## 4. NAME OF THE INDEPENDENT AUDITOR EMPLOYED BY THE CORPORATION ON THE DATE OF THIS STATEMENT, IF DIFFERENT FROM ITEM 2

Not applicable.

## Directors and Executive Officers

5. NAMES OF DIRECTORS	COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
1) See Item B on Attachment.				<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO
2)				<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO
3)				<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO

IF THE CORPORATION HAS ADDITIONAL DIRECTORS, COMPLETE ITEM B OF THE ATTACHMENT (FORM SI-PTA).

6a. NAMES OF EXECUTIVE OFFICERS	COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
1) Robert Mansfield	\$85,540,637	150,000	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
2) Peter Oppenheimer	\$68,591,562	150,000	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
3) Bruce Sewell	\$68,989,812	150,000	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
4) Jeff Williams	\$68,691,612	150,000	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
5) Scott Forstall	\$68,591,562	150,000	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO

6b. CHIEF EXECUTIVE OFFICER (if not named in 6a)	COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
Timothy Cook	\$4,174,992	0	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO

## 6c. ADDITIONAL EXECUTIVE OFFICERS (if not named in 6a or 6b)

1)	<input type="checkbox"/> BANKRUPTCY <input type="checkbox"/> FRAUD
2)	<input type="checkbox"/> BANKRUPTCY <input type="checkbox"/> FRAUD
3)	<input type="checkbox"/> BANKRUPTCY <input type="checkbox"/> FRAUD

IF MORE SPACE IS NEEDED, ENTER ADDITIONAL INFORMATION IN ITEM D OF THE ATTACHMENT (FORM SI-PTA).

## Loans to Members of the Board of Directors

7. NAMES OF DIRECTORS	DESCRIPTION OF LOAN (INCLUDING AMOUNT AND TERMS)
1)	
2)	
3)	

IF THE CORPORATION HAS MADE ADDITIONAL LOANS TO DIRECTORS, COMPLETE ITEM C OF THE ATTACHMENT (FORM SI-PTA).

## Additional Statutory Disclosures

8. Has an order for relief been entered in a bankruptcy case with respect to the corporation during the preceding 10 years?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
9. Has the corporation or any of its subsidiaries been a party to, or any of their property been subject to, any material pending legal proceedings, as specified by Item 103, Part 229 of SEC Regulation S-K? If yes, attach a description.	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
10. Has the corporation been found legally liable in any material legal proceeding during the preceding five years? If yes, attach a description.	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO

11. By submitting this Corporate Disclosure Statement to the Secretary of State, the corporation certifies the information contained herein, including any attachments, is true and correct.

Gene Levoff

TYPE OR PRINT NAME OF PERSON COMPLETING THE FORM

SIGNATURE

Director, Corporate Law

TITLE

1/17/2013

DATE

SI-PT (REV 01/2013)

APPROVED BY SECRETARY OF STATE





# State of California

## Secretary of State

### Attachment to Corporate Disclosure Statement (Domestic Stock and Foreign Corporations)

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#### IMPORTANT — READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

A. CORPORATE NAME Apple Inc.

## B. Additional Directors (Continued from Item 5 on Form SI-PT)

NAMES OF DIRECTORS	COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
4) William Campbell	\$270,551	387	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
5) Millard Drexler	\$256,711	387	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
6) Al Gore	\$257,200	387	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
7) Robert Iger	\$310,466	529	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
8) Andrea Jung	\$275,551	387	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
9) Arthur Levinson	\$457,222	387	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
10) Ronald Sugar	\$284,332	387	0	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
11) _____	_____	_____	_____	<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO
12) _____	_____	_____	_____	<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO
13) _____	_____	_____	_____	<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO
14) _____	_____	_____	_____	<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO
15) _____	_____	_____	_____	<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO
16) _____	_____	_____	_____	<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO
17) _____	_____	_____	_____	<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO
18) _____	_____	_____	_____	<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO

IF THE CORPORATION HAS ADDITIONAL DIRECTORS, ATTACH ADDITIONAL PAGES AS NEEDED.

## C. Additional Loans to Members of the Board of Directors (Continued from Item 7 on Form SI-PT)

NAMES OF DIRECTORS	DESCRIPTION OF LOAN (INCLUDING AMOUNT AND TERMS)
4) _____	_____
5) _____	_____
6) _____	_____
7) _____	_____
8) _____	_____

IF THE CORPORATION HAS MADE ADDITIONAL LOANS TO DIRECTORS, ATTACH ADDITIONAL PAGES AS NEEDED.

## D. Additional Information (Please reference item number from Form SI-PT or Form SI-PTA, as applicable)

Item 3. With reference to Item 3, please see "Principal Accountant Fees and Services" attached hereto as Exhibit A, excerpted from Apple Inc.'s 2013 Proxy Statement, as filed with the Securities and Exchange Commission (the "SEC") on January 7, 2013, which is incorporated by reference into Part III, Item 14 of Apple Inc.'s Annual Report on Form 10-K for the fiscal year ended September 29, 2012, as filed with the SEC on October 31, 2012 (the "2012 10-K").

Item 9. With reference to Item 9, please see "Legal Proceedings" attached hereto as Exhibit B, excerpted from Part I of the 2012 10-K. In the opinion of management, Apple Inc. does not have a potential liability related to any current legal proceedings and claims that would individually or in the aggregate have a material adverse effect on its financial condition or operating results. However, the results of legal proceedings cannot be predicted with certainty.



Apple Inc.  
2012 California Corporate Disclosure Statement

**EXHIBIT A**

**Item 14. Principal Accountant Fees and Services**

The following table shows the fees accrued or paid to the Company's independent registered public accounting firms for the years ended September 29, 2012 and September 24, 2011.

	<b>Ernst &amp; Young LLP</b>	
	<b>2012</b>	<b>2011</b>
	<b>(\$)</b>	<b>(\$)</b>
Audit Fees(1).....	7,080,500	7,696,500
Audit-Related Fees(2) .....	378,800	333,900
Tax Fees(3).....	225,300	266,800
All Other Fees .....	—	—
Total.....	<u>7,684,600</u>	<u>8,297,200</u>

- (1) Audit fees relate to professional services rendered in connection with the audit of the Company's annual financial statements and internal control over financial reporting, quarterly review of financial statements included in the Company's Quarterly Reports on Form 10-Q and audit services provided in connection with other statutory and regulatory filings.
- (2) Audit-related fees comprise fees for professional services that are reasonably related to the performance of the worldwide audit or review of the Company's financial statements.
- (3) Tax fees relate to professional services rendered in connection with tax audits, international tax compliance, and international tax consulting and planning services.



Apple Inc.  
2012 California Corporate Disclosure Statement

## EXHIBIT B

### Item 3. Legal Proceedings

The Company is subject to the various legal proceedings and claims, including those discussed below as well as certain other legal proceedings and claims that have not been fully resolved and that have arisen in the ordinary course of business. In the opinion of management, there was not at least a reasonable possibility the Company may have incurred a material loss, or a material loss in excess of a recorded accrual, with respect to loss contingencies. However, the outcome of legal proceedings and claims brought against the Company is subject to significant uncertainty. Therefore, although management considers the likelihood of such an outcome to be remote, if one or more of these legal matters were resolved against the Company in a reporting period for amounts in excess of management's expectations, the Company's consolidated financial statements for that reporting period could be materially adversely affected. See the risk factors "The Company is frequently involved in intellectual property litigation, and could be found to have infringed on intellectual property rights" and "The Company could be impacted by unfavorable results of legal proceedings" in Part I, Item 1A of the Company's annual report on Form 10-K for the fiscal year ended September 29, 2012 under the heading "Risk Factors." The Company settled certain matters during the fourth quarter of 2012 that did not individually or in the aggregate have a material impact on the Company's financial condition and results of operations.

*The Apple iPod iTunes Antitrust Litigation (formerly Charoensak v. Apple Computer, Inc. and Tucker v. Apple Computer, Inc.); Somers v. Apple Inc.* These related cases have been filed on January 3, 2005, July 21, 2006 and December 31, 2007 in the United States District Court for the Northern District of California on behalf of a purported class of direct and indirect purchasers of iPods and iTunes Store content, alleging various claims including alleged unlawful tying of music and video purchased on the iTunes Store with the purchase of iPods and unlawful acquisition or maintenance of monopoly market power under §§1 and 2 of the Sherman Act, the Cartwright Act, California Business & Professions Code §17200 (unfair competition), the California Consumer Legal Remedies Act and California monopolization law. Plaintiffs are seeking unspecified compensatory and punitive damages for the class, treble damages, injunctive relief, disgorgement of revenues and/or profits and attorneys fees. Plaintiffs are also seeking digital rights management free versions of any songs downloaded from iTunes or an order requiring the Company to license its digital rights management to all competing music players. The cases are currently pending.

*Apple eBooks Antitrust Litigation (United States of America v. Apple Inc., et al.* On April 11, 2012, the U.S. Department of Justice (the "DOJ") filed a civil antitrust action against the Company and five major book publishers in the U.S. District Court for the Southern District of New York, alleging an unreasonable restraint of interstate trade and commerce in violation of §1 of the Sherman Act and seeking, among other things, injunctive relief, the District Court's declaration that the



Company's agency agreements with the publishers are null and void and/or the District Court's reformation of such agreements. The DOJ's complaint asserts, among other things, that the decision by the five publishers to shift to an agency model to sell eBooks and their agreements with the Company were an attempt to "raise, fix and stabilize retail e-book prices, to end price competition among e-book retailers, and to limit retail price competition." The Company filed a response to the DOJ complaint in late May 2012, denying the DOJ's allegations, and it intends to vigorously contest the lawsuit. The lawsuit is now in discovery, with an initial trial date set for June 2013. Three of the five publishers have reached a settlement with the DOJ, which requires the publishers to terminate their agreements with the Company and renegotiate new agreements pursuant to the terms of their settlements with the DOJ. The District Court approved the settlement on September 6, 2012 and, accordingly, these three publishers terminated their original agreements and have entered into new agreements with the Company.