



State of California

Secretary of State

Corporate Disclosure Statement
(Domestic Stock and Foreign Corporations)

16-990008

43

There is no fee for filing the Corporate Disclosure Statement.

IMPORTANT — PLEASE READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

FILED
Secretary of State
State of California

FEB 01 2016

1. CORPORATE NAME

Apple Inc.

CO804592

2.50/PC

This Space For Filing Use Only

Independent Auditor

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

Ernst & 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) Angela Ahrendts | \$25,779,229 | 191,439 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 2) Eduardo Cue | \$25,052,241 | 191,439 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 3) Luca Maestri | \$25,337,977 | 191,439 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 4) Daniel Riccio | \$25,017,626 | 191,439 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 5) D. Bruce Sewell | \$25,017,626 | 191,439 | 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 | \$10,281,327 | 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) | BANKRUPTCY | FRAUD |
|--|-------------------------------------|--------------------------------|
| 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

Sr Dir, Corp Law

TITLE

2-1-16

DATE

1/4



State of California
Secretary of State

16-990008

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

This Space For Filing Use Only

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) James Bell | \$0 | 1,007 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 5) Al Gore | \$353,035 | 2,008 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 6) Robert Iger | \$373,859 | 2,008 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 7) Andrea Jung | \$375,322 | 2,008 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 8) Arthur Levinson | \$559,198 | 2,008 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 9) Ronald Sugar | \$379,661 | 2,008 | 0 | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 10) Susan Wagner | \$351,499 | 2,008 | 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)

Apple Inc.
2015 California Corporate Disclosure Statement

EXHIBIT A

Item 14. Principal Accounting Fees and Services

The following table shows the fees accrued or paid to Apple's independent registered public accounting firm for the years ended September 26, 2015 and September 27, 2014.

| | <u>Ernst & Young LLP</u> | |
|-----------------------------|------------------------------|-------------------|
| | <u>2015</u> | <u>2014</u> |
| | <u>(\$)</u> | <u>(\$)</u> |
| Audit Fees(1) | 12,414,100 | 10,286,500 |
| Audit-Related Fees(2) | 636,800 | 314,400 |
| Tax Fees(3)..... | 2,381,100 | 1,689,000 |
| All Other Fees(4) | <u>50,000</u> | <u>—</u> |
| Total | <u>15,482,000</u> | <u>12,289,900</u> |

- (1) Audit fees relate to professional services rendered in connection with the audit of Apple's annual financial statements and internal control over financial reporting, quarterly review of financial statements included in the Apple's Quarterly Reports on Form 10-Q and audit services provided in connection with other statutory and regulatory filings.
- (2) Audit-related fees relate to professional services that are reasonably related to the performance of the worldwide audit or review of Apple'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.
- (4) All other fees relate to professional services not included in the categories above, including services related to other regulatory reporting requirements.

EXHIBIT B**Item 3. Legal Proceedings**

The Company is subject to the legal proceedings and claims 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 for asserted legal and other claims. 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 factor *"The Company could be impacted by unfavorable results of legal proceedings, such as being found to have infringed on intellectual property rights"* in Part I, Item 1A of this Form 10-K under the heading "Risk Factors." The Company settled certain matters during the fourth quarter of 2015 that did not individually or in the aggregate have a material impact on the Company's financial condition or operating results.

Apple eBooks Antitrust Litigation (United States of America v. Apple Inc., et al.)

On April 11, 2012, the U.S. Department of Justice 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. On July 10, 2013, the District Court found, following a bench trial, that the Company conspired to restrain trade in violation of §1 of the Sherman Act and relevant state statutes to the extent those laws are congruent with §1 of the Sherman Act. The District Court entered a permanent injunction, which took effect on October 6, 2013 and will be in effect for five years unless the judgment is overturned on appeal. The Company has taken the necessary steps to comply with the terms of the District Court's order, including renegotiating agreements with the five major eBook publishers, updating its antitrust training program and completing a two-year monitorship with a court-appointed antitrust compliance monitor, whose appointment the District Court ended in October 2015. The Company appealed the District Court's decision. Pursuant to a settlement agreement reached in June 2014, any damages the Company may be obligated to pay will be determined by the outcome of the final adjudication following exhaustion of all appeals.