

APPLE COMPUTER INC

Form 4

March 28, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 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(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
COOK TIMOTHY D

(Last) (First) (Middle)

1 INFINITE LOOP

(Street)

CUPERTINO, CA 95014

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
APPLE COMPUTER INC [AAPL]

3. Date of Earliest Transaction
(Month/Day/Year)
03/24/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)

Chief Operating Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 ⁽¹⁾	03/24/2006	03/24/2006	M		30,000	A	<u>11</u>	12,597	D
Common Stock	03/24/2006	03/24/2006	S ⁽²⁾		2,000	D	\$ 60.607	12,597	D
Common Stock	03/24/2006	03/24/2006	S ⁽²⁾		2,000	D	\$ 60.6095	12,597	D
Common Stock	03/24/2006	03/24/2006	S ⁽²⁾		2,000	D	\$ 60.64	12,597	D
Common Stock	03/24/2006	03/24/2006	S ⁽²⁾		2,000	D	\$ 60.6537	12,597	D

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Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.66	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.664	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.681	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.6945	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.7205	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.7265	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.78	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.83	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.833	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.85	12,597	D
Common Stock	03/24/2006	03/24/2006	<u>S(2)</u>	2,000	D	\$ 60.872	12,597	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock	(1)	03/24/2006	03/24/2006	M		30,000		03/24/2006	03/24/2006	Common Stock	30,000

Units

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COOK TIMOTHY D 1 INFINITE LOOP CUPERTINO, CA 95014			Chief Operating Officer	

Signatures

/s/ Timothy
Cook

03/28/2006

__Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Each restricted stock unit represents the right to receive, at settlement, 1 share of common stock. The reporting person had vested restricted stock units settled in shares of common stock.
- (2) The transactions reported in this Form 4 were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 23, 2004.

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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