

EBAY INC
Form 4
November 19, 2014

FORM 4 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Donahoe John J

2. Issuer Name and Ticker or Trading Symbol
EBAY INC [EBAY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O EBAY INC., 2065 HAMILTON AVE.

3. Date of Earliest Transaction (Month/Day/Year)
11/17/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President and CEO

(Street)
SAN JOSE, CA 95125

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

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

(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	11/17/2014		M		113,387	A	\$ 25.85 741,775
Common Stock	11/17/2014		M		129,445	A	\$ 25.85 871,220
Common Stock	11/17/2014		S		242,832 (1)	D	\$ 54.8367 (2) 628,388
Common Stock	11/17/2014		M		54,741	A	\$ 25.85 683,129
Common Stock	11/17/2014		S		54,741 (1)	D	\$ 55.0126 628,388

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(3)

Common Stock	11/18/2014		M	58,646	A	\$ 25.85	687,034	D
Common Stock	11/18/2014		M	129,446	A	\$ 25.85	816,480	D
Common Stock	11/18/2014		S	<u>188,092</u> (1)	D	\$ <u>55.0062</u> (4)	628,388	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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Non-Qualified Option (right to buy)	\$ 25.85	11/17/2014		M	129,445	(5)	03/03/2015	Common Stock	12
Non-Qualified Option (right to buy)	\$ 25.85	11/18/2014		M	129,446	(5)	03/03/2015	Common Stock	12
Non-Qualified Stock Option (right to buy)	\$ 25.85	11/17/2014		M	113,387	(6)	03/03/2015	Common Stock	11
Non-Qualified Stock Option (right to buy)	\$ 25.85	11/17/2014		M	54,741	(6)	03/03/2015	Common Stock	54
Non-Qualified Stock Option (right to buy)	\$ 25.85	11/18/2014		M	58,646	(6)	03/03/2015	Common Stock	58
Non-Qualified Stock Option (right to buy)	\$ 10.5					(7)	03/02/2016	Common Stock	43

Non-Qualified Stock Option (right to buy)	\$ 23.88	<u>(8)</u>	03/01/2017	Common Stock	50
Non-Qualified Stock Option (right to buy)	\$ 24.93	<u>(5)</u>	09/01/2015	Common Stock	25
Non-Qualified Stock Option (right to buy)	\$ 32.29	<u>(9)</u>	03/01/2018	Common Stock	35
Non-Qualified Stock Option (right to buy)	\$ 36.59	<u>(10)</u>	04/02/2019	Common Stock	17
Non-Qualified Stock Option (right to buy)	\$ 55.71	<u>(11)</u>	04/01/2020	Common Stock	12
Non-Qualified Stock Option (right to buy)	\$ 56.04	<u>(12)</u>	04/01/2021	Common Stock	14
Restricted Stock Units -6	<u>(15)</u>	<u>(13)</u>	<u>(14)</u>	Common Stock	22
Restricted Stock Units -7	<u>(15)</u>	<u>(16)</u>	<u>(14)</u>	Common Stock	40
Restricted Stock Units -8	<u>(15)</u>	<u>(17)</u>	<u>(14)</u>	Common Stock	44
Restricted Stock Units -9	<u>(15)</u>	<u>(18)</u>	<u>(14)</u>	Common Stock	58

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Donahoe John J C/O EBAY INC. 2065 HAMILTON AVE. SAN JOSE, CA 95125			President and CEO	

Signatures

John Joseph Donahoe	11/18/2014
**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) Represents the weighted average price of shares sold at prices that ranged from \$54.75 to \$55.08.
- (3) Represents the weighted average price of shares sold at prices that ranged from \$55.00 to \$55.095.
- (4) Represents the weighted average price of shares sold at prices that ranged from \$55.00 to \$55.05.
- (5) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 09/30/08 and 1/48th per month thereafter.
- (6) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/08 and 1/48th per month thereafter.
- (7) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/09 and 1/48th per month thereafter.
- (8) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/10 and 1/48th per month thereafter.
- (9) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/11 and 1/48th per month thereafter.
- (10) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/12 and 1/48th per month thereafter.
- (11) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/13 and 1/48th per month thereafter.
- (12) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/14 and 1/48th per month thereafter.
The reporting person received 88,262 restricted stock units subject to a four-year vesting schedule, vesting 25% on 3/1/12 and 25% each year thereafter. Upon vesting, the reporting person will receive a number of shares of common stock equal to the number of restricted stock units that have vested.
- (14) Not Applicable.
- (15) Each restricted stock unit represents a contingent right to receive one share of eBay's common stock.
The reporting person received 81,989 restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/13 and 25% each year thereafter. Upon vesting, the reporting person will receive a number of shares of common stock equal to the number of restricted stock units that have vested.
- (17) The reporting person received 59,236 restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/14 and 25% each year thereafter. Upon vesting, the reporting person will receive a number of shares of common stock equal to the number of restricted stock units that have vested.
- (18) The reporting person received 58,887 restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/15 and 25% each year thereafter. Upon vesting, the reporting person will receive a number of shares of common stock equal to the number of restricted stock units that have vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.