

WENIG DEVIN
Form 4
December 18, 2018

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 *
WENIG DEVIN

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., 2025 HAMILTON AVE.

3. Date of Earliest Transaction (Month/Day/Year)
12/15/2018

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

President and CEO

(Street)

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

SAN JOSE, CA 95125

(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)
				(A) or (D)	Price		
Common Stock	12/15/2018		M	9,630	A \$ 0	738,368	D
Common Stock	12/15/2018		M	10,426	A \$ 0	748,794	D
Common Stock	12/15/2018		M	13,086	A \$ 0	761,880	D
Common Stock	12/15/2018		F	4,775 <u>(1)</u>	D \$ 28.91	757,105	D
Common Stock	12/15/2018		F	6,489 <u>(1)</u>	D \$ 28.91	750,616	D

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Common Stock 12/15/2018 F 5,170⁽¹⁾ D \$ 28.91 745,446 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	Amount Number of Shares
Restricted Stock Unit - 13	<u>(2)</u>	12/15/2018		M	9,630	<u>(3)</u>	<u>(4)</u>	Common Stock	9,630
Restricted Stock Units - 11	<u>(2)</u>	12/15/2018		M	10,426	<u>(5)</u>	<u>(4)</u>	Common Stock	10,426
Restricted Stock Units -8	<u>(6)</u>	12/15/2018		M	13,086	<u>(7)</u>	<u>(8)</u>	Common Stock	13,086
Non-Qualified Stock Option (right to buy)	\$ 14.67					<u>(9)</u>	04/13/2019	Common Stock	134
Non-Qualified Stock Option (right to buy)	\$ 14.86					<u>(10)</u>	04/02/2019	Common Stock	83,000
Non-Qualified Stock Option (right to buy)	\$ 20.41					<u>(11)</u>	10/15/2021	Common Stock	111,000
Non-Qualified Stock Option (right to buy)	\$ 22.63					<u>(12)</u>	04/01/2020	Common Stock	139,000
Non-Qualified Stock Option (right to buy)	\$ 22.76					<u>(13)</u>	04/01/2021	Common Stock	126,000
Non-Qualified Stock Option	\$ 23.21					<u>(14)</u>	04/01/2022	Common Stock	224,000

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- (11) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 3/30/15 and 1/48th per month thereafter.
- (12) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/13 and 1/48th per month thereafter.
- (13) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/14 and 1/48th per month thereafter.
- (14) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/15 and 1/48th per month thereafter.
- (15) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 01/17/16 and 1/48th per month thereafter.
- (16) The reporting person was granted 367,464 restricted stock units as a result of the company's achievement of certain performance criteria for 2016/2017. 100% of the shares will vest on 3/15/19.

The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/16 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 restricted stock units subject to a four-year vesting schedule, vesting 25% on 7/17/16 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 restricted stock units subject to a four-year vesting schedule, vesting 25% on 7/17/16 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.

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