

EBAY INC

Form 4

October 16, 2015

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 *
Schenkel Scott F.

(Last) (First) (Middle)

C/O EBAY INC., 2065 HAMILTON
AVE.

(Street)

SAN JOSE, CA 95125

(City) (State) (Zip)

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

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

10/14/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

SVP and CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/14/2015		M	59,459 A	\$ 0 64,460	D	
Common Stock	10/14/2015		F	31,026 (1) D	\$ 23.995 33,434	D	
Common Stock	10/15/2015		M	5,907 A	\$ 0 39,341	D	
Common Stock	10/15/2015		F	3,083 (2) D	\$ 24.51 36,258	D	

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

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SEC 1474
(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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Num Share
Restricted Stock Units -1	(3)	10/14/2015		M	59,459	(4) (5)	Common Stock 59,
Restricted Stock Units -5	(3)	10/15/2015		M	5,907	(6) (5)	Common Stock 5,9
Non-Qualified Stock Option (right to buy)	\$ 14.86					(7) 04/02/2019	Common Stock 10,
Non-Qualified Stock Option (right to buy)	\$ 20.41					(8) 10/15/2021	Common Stock 47,
Non-Qualified Stock Option (right to buy)	\$ 22.63					(9) 04/01/2020	Common Stock 27,
Non-Qualified Stock Option (right to buy)	\$ 22.76					(10) 04/01/2021	Common Stock 43,
Non-Qualified Stock Option (right to buy)	\$ 23.21					(11) 04/01/2022	Common Stock 84,
Non-Qualified Stock Option (right to buy)	\$ 26.92					(12) 07/17/2022	Common Stock 108
Restricted Stock Units -2	(3)					(13) (5)	Common Stock 5,5
Restricted Stock Units -3	(3)					(14) (5)	Common Stock 6,9
Restricted Stock Units -4	(3)					(15) (5)	Common Stock 16,

Restricted Stock Units -6	<u>(3)</u>	<u>(16)</u>	<u>(5)</u>	Common Stock	42,
Restricted Stock Units -7	<u>(3)</u>	<u>(17)</u>	<u>(5)</u>	Common Stock	7,0
Restricted Stock Units -8	<u>(3)</u>	<u>(18)</u>	<u>(5)</u>	Common Stock	47,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schenkel Scott F. C/O EBAY INC. 2065 HAMILTON AVE. SAN JOSE, CA 95125			SVP and CFO	

Signatures

Scott F.
Schenkel

10/16/2015

__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) Represents shares reacquired to satisfy tax withholding obligations in connection with the vesting of 59,459 restricted stock units granted to the Reporting Person on 10/14/2011.
 - (2) Represents shares reacquired to satisfy tax withholding obligations in connection with the vesting of 5,907 restricted stock units granted to the Reporting Person on 10/15/2014.
 - (3) Each restricted stock unit represents a contingent right to receive one share of eBay's common stock.
 - (4) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 10/14/12 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.
 - (5) Not Applicable.
 - (6) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 10/15/15 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.
 - (7) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/12 and 1/48th per month thereafter.
 - (8) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 3/30/15 and 1/48th per month thereafter.
 - (9) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/13 and 1/48th per month thereafter.
 - (10) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/14 and 1/48th per month thereafter.
 - (11) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/15 and 1/48th per month thereafter.
 - (12) The option grant reflects 94,288 shares that vest in full on 7/17/18 and 14,144 shares subject to a four-year vesting schedule, vesting 12.5% on 1/17/16 and 1/48th per month thereafter.
 - (13)

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The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/2013 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) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/2014 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.

- (15) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/2015 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.

- (16) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/2016 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 100% on 7/17/18. 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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