

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-28** | Period of Report: **2013-01-24**
SEC Accession No. [0001218363-13-000005](#)

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REPORTING OWNER

SWAN ROBERT HOLMES

CIK: **1218363**

Type: **4** | Act: **34** | File No.: **000-24821** | Film No.: **13553189**

ISSUER

EBAY INC

CIK: **1065088** | IRS No.: **770430924** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **7389** Business services, nec

Mailing Address
2145 HAMILTON AVENUE
SAN JOSE CA 95125

Business Address
2145 HAMILTON AVENUE
SAN JOSE CA 95125
408-376-7400

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	02/28/2011
Estimated average burden hours per response	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person SWAN ROBERT HOLMES			2. Issuer Name and Ticker or Trading Symbol EBAY INC [EBAY]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title _____ Other (specify below) SVP, Finance & CFO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/24/2013					
C/O EBAY INC., 2145 HAMILTON AVE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
(Street)								
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)
			Code	V	Amount	(A) or (D) Price			
Common Stock	01/24/2013		M		79,600	A \$31.93	388,403	D	
Common Stock	01/24/2013		S		79,600 ⁽¹⁾	D \$55	308,803	D	
Common Stock	01/24/2013		M		75,250	A \$25.85	384,053	D	
Common Stock	01/24/2013		S		75,250 ⁽¹⁾	D \$55	308,803	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Non-Qualified Stock Option (right to buy)	\$25.85	01/24/2013		M		75,250		(2)	03/03/2015	Common Stock	75,250	\$ 0	71,000	D	
Non-Qualified	\$31.93	01/24/2013		M		79,600		(3)	03/01/2014	Common Stock	79,600	\$ 0	0	D	

Stock Option (right to buy)														
Non-Qualified Stock Option (right to buy)	\$10.5						(4)	03/02/2016	Common Stock	171,250		171,250	D	
Non-Qualified Stock Option (right to buy)	\$13.19						(5)	02/13/2016	Common Stock	225,000		225,000	D	
Non-Qualified Stock Option (right to buy)	\$23.88						(6)	03/01/2017	Common Stock	250,000		250,000	D	
Non-Qualified Stock Option (right to buy)	\$26.36						(5)	08/08/2015	Common Stock	225,000		225,000	D	
Non-Qualified Stock Option (right to buy)	\$32.29						(7)	03/01/2018	Common Stock	150,000		150,000	D	
Non-Qualified Stock Option (right to buy)	\$36.59						(8)	04/02/2019	Common Stock	54,000		54,000	D	
Restricted Stock Units -3	(9)						(10)	(11)	Common Stock	30,250		30,250	D	
Restricted Stock Units -4	(9)						(12)	(11)	Common Stock	31,250		31,250	D	
Restricted Stock Units -5	(9)						(13)	(11)	Common Stock	28,125		28,125	D	
Restricted Stock Units -6	(9)						(14)	(11)	Common Stock	27,000		27,000	D	

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
2. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/08 and 1/48th per month thereafter.
3. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/07 and 1/48th per month thereafter.
4. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/09 and 1/48th per month thereafter.
5. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 2/8/09 and 1/48th per month thereafter.
6. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/10 and 1/48th per month thereafter.
7. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/11 and 1/48th per month thereafter.

8. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/12 and 1/48th per month thereafter.
9. Each restricted stock unit represents a contingent right to receive one share of eBay's common stock.
10. The reporting person received 121,000 restricted stock units subject to a four-year vesting schedule, vesting 25% on 3/1/10 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.
11. Not Applicable.
12. The reporting person received 62,500 restricted stock units subject to a four-year vesting schedule, vesting 25% on 3/1/11 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.
13. The reporting person received 37,500 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. The reporting person received 27,000 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.

Signatures

Robert Holmes Swan

** Signature of Reporting Person

01/28/2013

Date

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

* 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).

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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