

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2012-04-30** | Period of Report: **2012-04-26**  
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### REPORTING OWNER

**JACOBSON MICHAEL R**

CIK: **1209175**

Type: **4** | Act: **34** | File No.: **000-24821** | Film No.: **12796984**

Mailing Address

*EBAY INC.*

*2145 HAMILTON AVENUE*

*SAN JOSE CA 95125*

### 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	
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### 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 <b>JACOBSON MICHAEL R</b>			2. Issuer Name and Ticker or Trading Symbol <b>EBAY INC [EBAY]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>SVP, Legal Affairs, GC &amp; Sec</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>04/26/2012</b>					
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 <input type="checkbox"/> 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	04/26/2012		M		60,000	A	\$19.3875	505,627	D	
Common Stock	04/26/2012		S		48,400 <sup>(1)</sup>	D	\$40.4124 <sup>(2)</sup>	457,227	D	
Common Stock	04/26/2012		S		11,600 <sup>(1)</sup>	D	\$41.1227 <sup>(3)</sup>	445,627	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)	\$19.3875	04/26/2012		M		60,000		<sup>(4)</sup>	03/03/2013	Common Stock	60,000	\$ 0	300,000	D	
Non-Qualified Stock	\$10.5							<sup>(5)</sup>	03/02/2016	Common Stock	91,250		91,250	D	

Option (right to buy)														
Non-Qualified Stock Option (right to buy)	\$23.88					(6)	03/01/2017	Common Stock	100,000		100,000		D	
Non-Qualified Stock Option (right to buy)	\$25.85					(7)	03/03/2015	Common Stock	91,250		91,250		D	
Non-Qualified Stock Option (right to buy)	\$32.29					(8)	03/01/2018	Common Stock	85,710		85,710		D	
Non-Qualified Stock Option (right to buy)	\$36.59					(9)	04/02/2019	Common Stock	28,800		28,800		D	
Restricted Stock Units -2	(10)					(11)	(12)	Common Stock	16,500		16,500		D	
Restricted Stock Units -5	(10)					(13)	(12)	Common Stock	7,629		7,629		D	
Restricted Stock Units -6	(10)					(14)	(12)	Common Stock	12,500		12,500		D	
Restricted Stock Units -7	(10)					(15)	(12)	Common Stock	16,072		16,072		D	
Restricted Stock Units -8	(10)					(16)	(12)	Common Stock	56,400		56,400		D	

**Explanation of Responses:**

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 \$40.02 to \$41.02.
3. Represents the weighted average price of shares sold at prices that ranged from \$41.03 to \$41.22.
4. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/01/03 and 1/48th per month thereafter.
5. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/09 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 9/1/08 and 1/48th per month thereafter.
8. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/11 and 1/48th per month thereafter.
9. The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/12 and 1/48th per month thereafter.
10. Each restricted stock unit represents a contingent right to receive one share of eBay's common stock.
11. The reporting person received 66,000 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.
12. Not Applicable.

13. The reporting person received 22,892 restricted stock units subject to a three-year vesting schedule, vesting 33.34% on 9/11/10, 33.33% on 9/11/11 and 33.33% on 9/11/12. 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 25,000 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.
15. The reporting person received 21,430 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.
16. The reporting person received 56,400 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

Michael Richard Jacobson

\*\* Signature of Reporting Person

04/30/2012

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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