EBAY INC Form 4 July 21, 2015

## FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

Form 4 or
Form 5 Filed pobligations may continue.

See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

(Print or Type Responses)

1(b).

AVE.

1. Name and Address of Reporting Person \*\*
Axelrod Elizabeth L

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

EBAY INC [EBAY]

(Last) (First) (Middle) 3. Date of l

3. Date of Earliest Transaction

(Month/Day/Year) 07/17/2015

C/O EBAY INC., 2065 HAMILTON 07/

\_\_\_\_ Director \_\_\_\_ 10% Owner \_\_X\_ Officer (give title \_\_\_\_ Other (specify

(Check all applicable)

below) below)

SVP, Human Resources

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Applicable Line)
\_X\_ Form filed by One Reporting Person
\_\_\_\_ Form filed by More than One Reporting

Person

SAN JOSE, CA 95125

(City)	(State)	Zip) Table	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired			5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Dis	sposed	of	Securities	Form: Direct	Indirect		
(Instr. 3)		any	Code	(D)			Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership			
						Following	(Instr. 4)	(Instr. 4)			
					( )		Reported				
					(A)		Transaction(s)				
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	07/17/2015		A	18,050 (1)	A	\$0	220,787	D			
Common Stock	07/17/2015		A	29,762 (2)	A	\$0	250,549	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)

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date Exercisable	Expiration Date	or Title Num			
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Director 10% Owner Other

Axelrod Elizabeth L C/O EBAY INC. 2065 HAMILTON AVE. SAN JOSE, CA 95125

SVP, Human Resources

#### **Signatures**

Elizabeth Lynn 07/21/2015 Axelrod

\*\*Signature of Reporting 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).
- The reporting person was granted 18,050 restricted stock units as a result of the company's achievement of certain performance criteria **(1)** for 2014/2015 (the award was originally allocated to the reporting person as performance-based restricted stock units).
- The reporting person was granted 29,762 restricted stock units as a result of the company's achievement of certain performance criteria **(2)** for 2015/2016 (the award was originally allocated to the reporting person as performance-based restricted stock units).

#### **Remarks:**

Pursuant to the Employee Matters Agreement between eBay Inc. ("eBay") and PayPal Holdings, Inc. ("PayPal") relating to the

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.

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