

DUTTA RAJIV
Form 4
March 05, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
DUTTA RAJIV

(Last) (First) (Middle)

C/O EBAY INC., 2145 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)
03/03/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Pres, eBay Marketplaces & Dir

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

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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 03/03/2008 | | A | | 5,752 (1) | A | \$ 0 48,990 D |
| Common Stock | 03/03/2008 | | F | | 1,029 | D | \$ 25.85 47,961 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 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 Am Num Sha |
| Non-Qualified Stock Option | \$ 25.85 | 03/03/2008 | | A | 150,000 | (2) 03/03/2015 | Common Stock 15 |
| Non-Qualified Option (right to buy) | \$ 25.85 | 03/03/2008 | | A | 261,506 | (2) 03/03/2015 | Common Stock 26 |
| Non-Qualified Stock Option (right to buy) | \$ 25.85 | 03/03/2008 | | A | 468,619 | (3) 03/03/2015 | Common Stock 46 |
| Restricted Stock Units (RSUs) | (4) | 03/03/2008 | | A | 193,423 | (5) (6) | Common Stock 19 |
| Non-Qualified Stock Option (right to buy) | \$ 10.0157 | | | | | (7) 01/12/2011 | Common Stock 33 |
| Non-Qualified Stock Option (right to buy) | \$ 14.5125 | | | | | (8) 02/12/2012 | Common Stock 50 |
| Non-Qualified Stock Option (right to buy) | \$ 14.9297 | | | | | (9) 08/30/2009 | Common Stock 40 |
| Non-Qualified Stock Option (right to buy) | \$ 19.3875 | | | | | (10) 03/03/2013 | Common Stock 50 |
| Non-Qualified Stock Option (right to buy) | \$ 31.93 | | | | | (11) 03/01/2014 | Common Stock 22 |
| Non-Qualified Stock Option (right to buy) | \$ 34.615 | | | | | (12) 03/01/2014 | Common Stock 33 |
| Non-Qualified Stock Option (right to buy) | \$ 39.9 | | | | | (13) 03/01/2013 | Common Stock 17 |
| Non-Qualified | \$ 42.58 | | | | | (14) 03/01/2015 | Common Stock 18 |

Stock Option
(right to buy)

Stock

Non-Qualified
Stock Option \$ 46.71
(right to buy)

(15)

11/25/2015

Common
Stock 20

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DUTTA RAJIV C/O EBAY INC. 2145 HAMILTON AVE SAN JOSE, CA 95125 | X | | Pres, eBay Marketplaces & Dir | |

Signatures

Rajiv Dutta 03/05/2008

**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) The reporting person was granted 5,752 shares of common stock as a result of the company's achievement of certain performance criteria for 2007 (the award was originally allocated to the reporting person as performance-based restricted stock units). 50% of the shares were vested on the date of grant, and the remainder will vest on the first business day of March 2009 (assuming eligibility requirements have been met).
- (2) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 7/23/08 and 1/48th per month thereafter.
- (3) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/08 and 1/48th per month thereafter.
- (4) Each restricted stock unit represents a contingent right to receive one share of eBay's common stock.
- (5) The reporting person received restricted stock units of 193,423 shares subject to a four-year vesting schedule, vesting 25% on 03/01/09 and 25% annually thereafter.
- (6) Not Applicable.
- (7) The options become exercisable beginning 08/20/02 and 1/48th per month thereafter over 4 years.
- (8) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 8/12/02 and 1/48th per month thereafter.
- (9) Options become exercisable as to 25% on the one year anniversary date of the grant and 1/48th monthly thereafter.
- (10) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/01/03 and 1/48th per month thereafter.
- (11) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/07 and 1/48th per month thereafter.
- (12) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/04 and 1/48th per month thereafter.
- (13) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/06 and 1/48th per month thereafter.
- (14) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/05 and 1/48th per month thereafter.
- (15) The option grant is subject to a four-year vesting schedule, vesting 50% on 11/22/07 and 1/48th per month thereafter.

Remarks:

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In addition to the equity grants described above, the compensation committee has approved additional performance-based rest

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