EBAY INC Form 4 August 05, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

0.5

Estimated average burden hours per response...

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

. .

Stock

1(b).

(Print or Type Responses)

1. Name and Ad MOFFETT I	Symbol	2. Issuer Name and Ticker or Trading Symbol EBAY INC [EBAY]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (M	iddle) 3. Date of	3. Date of Earliest Transaction			(Cine	on un applicació	-)
		(Month/D	ay/Year)			_X_ Director		Owner
C/O EBAY I AVE	INC., 2145 HAM	ILTON 08/01/20	008			Officer (giv below)	e title Oth below)	er (specify
	4. If Ame	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
		Filed(Mon	th/Day/Year)			Applicable Line) _X_ Form filed by	One Reporting Pe	erson
SAN JOSE,	CA 95125					Form filed by Person	More than One Re	eporting
(City)	(State)	Zip) Table	e I - Non-Do	erivative S	ecurities Ac	quired, Disposed o	of, or Beneficial	lly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ties	5. Amount of	6. Ownership	7. Nature of
Security	Security (Month/Day/Year) Executive		on Date, if TransactionAcquired (A) or			Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed	of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and 5)	Owned	Indirect (I)	Ownership
			Code V	Amount	(A) or (D) Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common						5,000	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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

Edgar Filing: EBAY INC - Form 4

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. Transactic Code (Instr. 8)	5. Number proof 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 Securitic (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Deferred Stock Units	\$ 0	08/01/2008		A	508	<u>(1)</u>	08/01/2018(1)	Common Stock	508
Deferred Stock Units	\$ 0					(2)	07/07/2017(2)	Common Stock	4,37
Deferred Stock Units	\$ 0					(3)	05/01/2018(3)	Common Stock	393
Deferred Stock Units	\$ 0					<u>(4)</u>	<u>(4)</u>	Common Stock	3,77
Non-Qualified Stock Option (right to buy)	\$ 29.17					<u>(5)</u>	06/19/2015	Common Stock	10,1

Reporting Owners

Reporting Owner Name / Address	Relationships					
r g	Director	10% Owner	Officer	Other		
MOFFETT DAVID M C/O EBAY INC. 2145 HAMILTON AVE SAN JOSE, CA 95125	X					

Signatures

By: Brian Levey For: David M. 08/04/2008 Moffett

**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).

The reporting person has received an exempt award of Deferred Stock Units ("DSUs") under the Company's 2008 Equity
Incentive Award Plan. DSUs represent a right to receive shares of the Company's common stock (or, in the sole discretion of the
Compensation Committee of the Company's Board of Directors, cash, securities or other property equal to the fair market value
thereof) upon termination of service as a Director of the Company. The reporting person has elected to receive DSUs in lieu of the
annual retainer fees payable for services on the Company's Board of Directors and any committees thereof. The DSUs are
awarded on the date such fees would otherwise be payable (i.e., quarterly in arrears). The DSUs are immediately vested.

Reporting Owners 2

Edgar Filing: EBAY INC - Form 4

- The reporting person has received an exempt award of Deferred Stock Units ("DSUs") under the Company's 2003 Deferred Stock Unit Plan, as amended, which is a right to receive shares of common stock of the Issuer upon termination of service as a Director of the Company subject to the terms and conditions of the DSU Award Agreement. The DSUs becomes vested as to 25% on the one year anniversary of the grant and 1/48th monthly thereafter, subject to the terms and conditions of the DSU Award Agreement.
- The reporting person has received an exempt award of Deferred Stock Units ("DSUs") under the Company's 2003 Deferred Stock Unit Plan, as amended. DSUs represent a right to receive shares of the Company's common stock (or, in the sole discretion of the Compensation Committee of the Company's Board of Directors, cash, securities or other property equal to the fair market value thereof) upon termination of service as a Director of the Company. The reporting person has elected to receive DSUs in lieu of the annual retainer fees payable for services on the Company's Board of Directors and any committees thereof. The DSUs are awarded on the date such fees would otherwise be payable (i.e., quarterly in arrears). The DSUs are immediately vested.
- In connection with the reporting person's continuous service as a non-employee director of the Company, such reporting person has been granted an exempt award of Deferred Stock Units ("DSUs") at the time of the Company's annual meeting of stockholders. The number of DSUs granted represents the quotient (rounded to the nearest whole share) of (A) \$110,000 divided by (B) the Company's closing stock price on the date of grant. The DSUs becomes vested as to 25% on the one year anniversary of the grant and 1/48th monthly thereafter, provided that the reporting person continues as a director or consultant of the Company through such date.
- In connection with the reporting person's continuous service as a non-employee director of the Company, such reporting person has been granted options at the time of the Company's annual meeting of stockholders. The number of options granted is equal to the net present value of \$110,000 (rounded to the nearest whole option), calculated using the Black-Scholes valuation methodology on the date of grant. Options become exercisable as to 25% on the one year anniversary date of the grant and 1/48th monthly thereafter, provided that the reporting person continues as a director or consultant of the Company through such date.

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.