Donahoe John J
Form 4
March 04, 2009

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

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

OMB APPROVAL
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Donahoe John J
(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)
03/02/2009

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President, CEO & Director

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/02/2009		F		1,534 (1)	D	$ 10.5	85,357	D	
Common Stock	03/03/2009		A		6,256 (2)	A	$ 0	91,613	D	
Common Stock	03/03/2009		F		1,431	D	$ 10.42	90,182	D	

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

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number.

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 Amou Underlying Secur (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nu Sha
Non-Qualified Stock Option (right to buy)	$ 10.5	03/02/2009		A		585,774		(3)	03/02/2016	Common Stock	58
Restricted Stock Units -4	(4)	03/02/2009		A		377,425		(5)	(6)	Common Stock	37
Non-Qualified Option (right to buy)	$ 25.85							(7)	03/03/2015	Common Stock	22
Non-Qualified Stock Option (right to buy)	$ 24.93							(7)	09/01/2015	Common Stock	22
Non-Qualified Stock Option (right to buy)	$ 25.85							(8)	03/03/2015	Common Stock	58
Non-Qualified Stock Option (right to buy)	$ 31.93							(9)	03/01/2014	Common Stock	26
Non-Qualified Stock Option (right to buy)	$ 35.5							(10)	03/25/2015	Common Stock	1,0
Non-Qualified Stock Option (right to buy)	$ 39.9							(11)	03/01/2013	Common Stock	32
Restricted Stock Units -1	(4)							(12)	(6)	Common Stock	13
Restricted Stock Units -2	(4)							(13)	(6)	Common Stock	29
Restricted Stock Units -3	(4)							(14)	(6)	Common Stock	3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Donahoe John J C/O EBAY INC. 2145 HAMILTON AVE SAN JOSE, CA 95125	X		President, CEO & Director	

Signatures

John Joseph Donahoe	03/04/2009
**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)	On March 3, 2008, the reporting person was granted 6,711 shares of common stock as a result of the company's achievement of certain performance criteria for 2007. 50% of the shares vested on the date of grant and the remainder vested on 3/2/09. This transaction reflects the tax withholding for the portion of the shares that vested on 3/2/09.
(2)	The reporting person was granted 6,256 shares of common stock as a result of the company's achievement of certain criteria for 2007-2008 (the award was originally allocated to the reporting person as performance-based restricted stock units). 50% of the shares vested on the date of grant, and the remainder will vest on 3/1/10.
(3)	The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/09 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 377,425 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.
(6)	Not Applicable.
(7)	The option grant is subject to a four-year vesting schedule, vesting 12.5% on 09/30/08 and 1/48th per month thereafter.
(8)	The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/08 and 1/48th per month thereafter.
(9)	The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/07 and 1/48th per month thereafter.
(10)	Options become exercisable as to 25% on the one year anniversary date of the grant and 1/48th monthly thereafter.
(11)	The option grant is subject to a five-year vesting schedule, vesting 30% on 3/1/09, vesting an incremental 30% on 3/1/10 and vesting the remaining 40% on 3/1/11.
(12)	The reporting person received restricted stock units of 150,000 shares subject to a five-year vesting schedule, vesting 30% on 3/1/10, vesting an incremental 30% on 3/1/11 and vesting the remaining 40% on 3/1/12.
(13)	The reporting person received restricted stock units of 388,781 shares subject to a four-year vesting schedule, vesting 25% on 03/01/09 and 25% annually thereafter.
(14)	The reporting person received restricted stock units of 60,000 shares subject to a two-year vesting schedule, vesting 50% on 3/1/09 and vesting the remaining 50% on 3/1/10.

Remarks:

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

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