

EBAY INC  
Form 4  
December 19, 2016

**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 5 obligations may continue. See Instruction 1(b).

**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 \*  
PITTMAN RAYMOND 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)  
12/15/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

SVP, Chief Product Officer

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	(D)	Price
Common Stock	12/15/2016		M		6,267	A	\$ 0
Common Stock	12/15/2016		M		125,645	A	\$ 0
Common Stock	12/15/2016		M		5,731	A	\$ 0
Common Stock	12/15/2016		F		71,824 (1)	D	\$ 29.73
							38,327
							163,972
							169,703
							97,879

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

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(9-02)

**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)	Am Num Sha
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Units -1	(2)	12/15/2016		M	6,267	(3) (4)	Common Stock	6
Restricted Stock Units -1	(2)	12/15/2016		M	125,645	(3) (4)	Common Stock	12
Restricted Stock Units -4	(2)	12/15/2016		M	5,731	(5) (4)	Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 20.94					(6) 12/15/2020	Common Stock	15
Non-Qualified Stock Option (right to buy)	\$ 22.76					(7) 04/01/2021	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 23.21					(8) 04/01/2022	Common Stock	4
Restricted Stock Units -2	(2)					(9) (4)	Common Stock	6
Restricted Stock Units -3	(2)					(10) (4)	Common Stock	23

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PITTMAN RAYMOND J C/O EBAY INC. 2145 HAMILTON AVE. SAN JOSE, CA 95125			SVP, Chief Product Officer	

## Signatures

Raymond  
Pittman

12/18/2016

    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) No shares were sold- these shares were withheld by the Issuer to satisfy tax withholding requirements in connection with the vesting of 6,267 restricted stock units and 125,645 restricted stock units granted to the reporting person on 12/15/2013 and 5,731 restricted stock units granted to the reporting person on 04/01/2016.

(2) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.

(3) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 12/15/14 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.

(4) Not Applicable.

(5) The reporting person received restricted stock units, 1/16th of which vests on 6/15/16, and an additional 1/16th of which vests each quarter 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) The option grant is subject to a four-year vesting schedule, vesting 25% on 11/4/14 and 1/48th per month thereafter.

(7) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/14 and 1/48th per month thereafter.

(8) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/15 and 1/48th per month thereafter.

(9) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/2015 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.

(10) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/2016 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.

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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