

EBAY INC

Form 4

November 19, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WHITMAN MARGARET C

(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)

11/15/2007

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)

President, CEO & Director

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/15/2007		M	320,000	A \$ 22.02	4,280,000	D
Common Stock	11/15/2007		S	226,500 (1)	D \$ 32.0164 (2)	4,053,500	D
Common Stock	11/15/2007		S	93,200 (1)	D \$ 32.561 (3)	3,960,300	D
Common Stock	11/15/2007		S	300 (1)	D \$ 32.8467 (4)	3,960,000	D
	11/16/2007		M	320,000	A \$ 22.02	4,280,000	D

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Common
Stock

Common Stock	11/16/2007	S	189,100 (1)	D	\$ 32.3192 (5)	4,090,900	D
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Common Stock	11/16/2007	S	130,900 (1)	D	\$ 32.5865 (6)	3,960,000	D
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Common Stock						9,584	I	by Partnership I (7)
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Common Stock						2,490,000	I	by Partnership II (8)
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Common Stock						19,215,934	I	by Trust (9)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 22.02	11/15/2007		M	320,000	<u>(10)</u>	03/18/2013	Common Stock	320,000
Non-Qualified Stock Option (right to buy)	\$ 22.02	11/16/2007		M	320,000	<u>(10)</u>	03/18/2013	Common Stock	320,000
Non-Qualified Stock Option (right to buy)	\$ 31.93					<u>(11)</u>	03/01/2014	Common Stock	500,000
Non-Qualified Stock Option	\$ 34.615					<u>(12)</u>	03/01/2014	Common Stock	1,200,000

(right to buy)

Non-Qualified

Stock Option \$ 39.9

(13)

03/01/2013

Common
Stock

(right to buy)

Non-Qualified

Stock Option \$ 42.58

(14)

03/01/2015

Common
Stock

(right to buy)

Reporting Owners

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

Signatures

By: Brian Levey For: Margaret C.
Whitman

11/19/2007

**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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) Represents the weighted average price of shares sold at prices that ranged from \$31.81 to \$32.31.
- (3) Represents the weighted average price of shares sold at prices that ranged from \$32.32 to \$32.82.
- (4) Represents the weighted average price of shares sold at prices that ranged from \$32.84 to \$32.86.
- (5) Represents the weighted average price of shares sold at prices that ranged from \$31.97 to \$32.47.
- (6) Represents the weighted average price of shares sold at prices that ranged from \$32.48 to \$32.84.
- (7) The Managing General Partner for Whitford Limited Partnership is Griffith R. Harsh IV, not individually but as trustee of Sweetwater Trust U/A/D 10/15/99.
- (8) The Managing General Partner for Sheridan Investments Limited Partnership is Griffith R. Harsh IV, not individually but as trustee of Sweetwater Trust U/A/D 10/15/99.

The amount set forth represents 9,030,070 shares of common stock held by Griffith R. Harsh, IV & Margaret C. Whitman TTEES of Sweetwater Trust U/A/D 10/15/99, 866,615 shares of common stock held by each of the Griffith R. Harsh IV, TTEE, GRH 2006 Two Year GRAT and the Margaret C. Whitman, TTEE, MCW 2006 Two Year GRAT, 1,226,317 shares held by each of the Griffith R. Harsh, IV, TTEE, GRH March 2006 Two Year GRAT and the Margaret C. Whitman, TTEE, MCW March 2006 Two Year GRAT, and 3,000,000 shares held by each of the Griffith R. Harsh, IV, TTEE, GRH March 2007 Two Year GRAT and the Margaret C. Whitman, TTEE, MCW March 2007 Two Year GRAT.
- (9)
- (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 09/1/07 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.

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(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.

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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