

JACOBSON MICHAEL R  
 Form 4  
 September 07, 2010

**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

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 \*  
**JACOBSON MICHAEL R**

(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)  
**09/03/2010**

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)  
**SVP, Legal Affairs, GC & Sec**

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	09/03/2010		M		\$ 160,068 10.0157	557,691	D
Common Stock	09/03/2010		S		\$ 160,068 <u>(1)</u>	397,623	D
Common Stock						7,914	I by Partnership

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

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SEC 1474 (9-02)

displays a currently valid OMB control 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 Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Am Num Sha
Non-Qualified Stock Option (right to buy)	\$ 10.0157	09/03/2010		M	160,068	(3) 01/12/2011	Common Stock 16
Non-Qualified Stock Option (right to buy)	\$ 10.5					(4) 03/02/2016	Common Stock 91
Non-Qualified Stock Option (right to buy)	\$ 14.5125					(5) 02/12/2012	Common Stock 50
Non-Qualified Stock Option (right to buy)	\$ 19.3875					(6) 03/03/2013	Common Stock 50
Non-Qualified Stock Option (right to buy)	\$ 23.88					(7) 03/01/2017	Common Stock 10
Non-Qualified Stock Option (right to buy)	\$ 25.85					(8) 03/03/2015	Common Stock 91
Restricted Stock Units (RSUs)	(9)					(10) (11)	Common Stock 41
Restricted Stock Units -2	(9)					(12) (11)	Common Stock 45
Restricted Stock Units -3	(9)					(13) (11)	Common Stock 48
Restricted Stock Units -4	(9)					(14) (11)	Common Stock 8
Restricted Stock Units -5	(9)					(15) (11)	Common Stock 22
Restricted	(9)					(16) (11)	Common Stock 25

Stock Units -6

Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JACOBSON MICHAEL R C/O EBAY INC. 2145 HAMILTON AVE SAN JOSE, CA 95125			SVP, Legal Affairs, GC & Sec	

## Signatures

Michael Richard  
Jacobson 09/07/2010

  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 \$23.95 to \$24.48.
- (3) The option becomes exercisable beginning 09/24/02 and 1/48 per month thereafter over four years.
- (4) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/09 and 1/48th per month thereafter.
- (5) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 8/12/02 and 1/48th per month thereafter.
- (6) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/01/03 and 1/48th per month thereafter.
- (7) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/10 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) Each restricted stock unit represents a contingent right to receive one share of eBay's common stock.
- (10) The reporting person received restricted stock units of 125,000 shares subject to a three-year vesting schedule, vesting 1/3 on 3/1/09 and 1/3 annually thereafter.
- (11) Not Applicable.
- The reporting person received 66,000 restricted stock units subject to a four-year vesting schedule, vesting 25% on 3/1/10 and 25% each
- (12) 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.
- (13) The reporting person received 48,888 restricted stock units vesting 100% on 9/11/10 . 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.
- The reporting person received 8,148 restricted stock units subject to a two-year vesting schedule, vesting 50% on 9/11/10 and 50% on
- (14) 9/11/11. 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.
- The reporting person received 22,892 restricted stock units subject to a three-year vesting schedule, vesting 33.34% on 9/11/10, 33.33%
- (15) on 9/11/11 and 33.33% on 9/11/12. 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.
- The reporting person received 25,000 restricted stock units subject to a four-year vesting schedule, vesting 25% on 3/1/11 and 25% each
- (16) 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.

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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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