## Edgar Filing: Narayanaswamy Ramprakash - Form 4

Form 4	amy Ramprakash											
May 02, 201	1										PPROVAL	
					ITIES AND EXCHANGE COMMISSION hington, D.C. 20549					OMB Number:	3235-0287	
Check this box if no longer				GES IN BENEFICIAL OWNERSHIP OF SECURITIES						Expires: January 31 2009 Estimated average burden hours per response 0.9		
Form 5 obligatior may conti <i>See</i> Instru 1(b).	Inue. Section 17(a	a) of the		ility Ho	oldi	ing Com	npany	Act o	ge Act of 1934, f 1935 or Sectio 40	n		
(Print or Type R	lesponses)											
Narayanaswamy Ramprakash Symbol				er Name <b>and</b> Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer			
				Earliest Transaction					(Check all applicable)			
				h/Day/Year) 8/2011					Director 10% Owner X Officer (give title Other (specify below) below) Chief Technology Officer			
(Street) 4. If Amer			endment, Date Original					6. Individual or Joint/Group Filing(Check				
SUNNYVA	LE, CA 94085		Filed(Mon	th/Day/Ye	ear)				Applicable Line) _X_ Form filed by Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non	ı-De	erivative	Securi	ities Aco	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any		3. Transac Code (Instr. 8	etio 3)	4. Securi n(A) or Di (D)	ties A spose	cquired d of	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	
Stock Purchase Rights	04/28/2011			F <u>(1)</u>	v	283	D	\$ 3.11	503,573	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.

 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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## Edgar Filing: Narayanaswamy Ramprakash - Form 4

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>			Relationships			
	Director	10% Owner	Officer	Other		
Narayanaswamy Ramprakash C/O 8X8 INC 810 W MAUDE AVE SUNNYVALE, CA 94085			Chief Technology Officer			
Signatures						
/s/ Ramprakash Narayanaswamy	05/0	02/2011				
**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) Payment of tax liability by withholding securities incident to vesting of stock purchase rights.

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.