

EBAY INC
Form 4
April 30, 2008

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
COOK SCOTT D

(Last) (First) (Middle)

**C/O INTUIT, INC., 2700 COAST
AVENUE**

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EBAY INC [EBAY]

3. Date of Earliest Transaction
(Month/Day/Year)

04/21/2008

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)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/21/2008		M	153,637	A \$ 0.3889	316,643	D
Common Stock	04/21/2008		S	116,800	D \$ (1) 30.6014	199,843	D
Common Stock	04/21/2008		S	36,837	D \$ (2) 31.3973	163,006	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**

SEC 1474
(9-02)

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)	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 Underlying S (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 0.3889	04/21/2008		M	153,637	(3) 06/09/2008	Common Stock
Deferred Stock Units	\$ 0					(4) 08/01/2015	Common Stock
Deferred Stock Units	\$ 0					(5) 11/01/2015	Common Stock
Deferred Stock Units	\$ 0					(6) 02/01/2016	Common Stock
Deferred Stock Units	\$ 0					(7) 05/01/2016	Common Stock
Deferred Stock Units	\$ 0					(8) 08/01/2016	Common Stock
Deferred Stock Units	\$ 0					(9) 11/01/2016	Common Stock
Deferred Stock Units	\$ 0					(10) 02/01/2017	Common Stock
Deferred Stock Units	\$ 0					(11) 05/01/2017	Common Stock
Deferred Stock Units	\$ 0					(12) 11/01/2017(12)	Common Stock
Deferred Stock Units	\$ 0					(12) 02/01/2018(12)	Common Stock
Deferred Stock Units	\$ 0					(12) (12)	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.7525					(3) 06/05/2012	Common Stock
	\$ 14.5					(3) 05/23/2010	

Non-Qualified Stock Option (right to buy)				Common Stock
Non-Qualified Stock Option (right to buy)	\$ 15.55	(3)	05/25/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 25.78	(3)	06/26/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 30.51	(3)	06/13/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 31.61	(3)	06/14/2014	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 34.44	(3)	06/23/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 44.37	(3)	06/24/2014	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COOK SCOTT D C/O INTUIT, INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043	X			

Signatures

Scott D. Cook 04/23/2008

__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) Represents the weighted average price of shares sold at prices that ranged from \$30.40 to \$30.89.
- (2) Represents the weighted average price of shares sold at prices that ranged from \$31.25 to \$31.49.
- (3) Options become exercisable as to 25% on the one year anniversary date of the grant and 1/48th monthly thereafter.
- (4) The reporting person has received an exempt award of Deferred Stock Units ("DSUs") under the Company's 2003 Deferred Stock Unit Plan, as amended. DSUs represent a right to receive shares of the Company's common stock (or, in the sole discretion of the Compensation Committee of the Company's Board of Directors, cash, securities or other property equal to the fair market value thereof).

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retainer fees payable for services on the Company's Board of Directors and any committees thereof. The DSUs are awarded on the date such fees would otherwise be payable (i.e., quarterly in arrears). The DSUs are immediately vested.

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.