

EBAY INC  
Form 4  
October 16, 2015

**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 \*  
Schenkel Scott F.

(Last) (First) (Middle)

C/O EBAY INC., 2065 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)  
10/14/2015

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 and CFO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 10/14/2015                           |  | M                              | 59,459  | A \$ 0  | 64,460   | D                                 |
| Common Stock                    | 10/14/2015                           |  | F                              | 31,026<br>(1)   | D \$ 23.995   | 33,434   | D                                 |
| Common Stock                    | 10/15/2015                           |  | M                              | 5,907   | A \$ 0  | 39,341   | D                                 |
| Common Stock                    | 10/15/2015                           |  | F                              | 3,083<br>(2)  | D \$ 24.51  | 36,258   | D                                 |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount Number of Shares                               |
| Restricted Stock Units -1                  | (3)  | 10/14/2015                           |  | M                              | 59,459  | (4) (5)  | Common Stock 59,  |
| Restricted Stock Units -5                  | (3)  | 10/15/2015                           |  | M                              | 5,907   | (6) (5)  | Common Stock 5,9  |
| Non-Qualified Stock Option (right to buy)  | \$ 14.86   |                                      |  |                                |   | (7) 04/02/2019   | Common Stock 10,  |
| Non-Qualified Stock Option (right to buy)  | \$ 20.41   |                                      |  |                                |   | (8) 10/15/2021   | Common Stock 47,  |
| Non-Qualified Stock Option (right to buy)  | \$ 22.63   |                                      |  |                                |   | (9) 04/01/2020   | Common Stock 27,  |
| Non-Qualified Stock Option (right to buy)  | \$ 22.76   |                                      |  |                                |   | (10) 04/01/2021  | Common Stock 43,  |
| Non-Qualified Stock Option (right to buy)  | \$ 23.21   |                                      |  |                                |   | (11) 04/01/2022  | Common Stock 84,  |
| Non-Qualified Stock Option (right to buy)  | \$ 26.92   |                                      |  |                                |   | (12) 07/17/2022  | Common Stock 108,   |
| Restricted Stock Units -2                  | (3)  |                                      |  |                                |   | (13) (5)   | Common Stock 5,5  |
| Restricted Stock Units -3                  | (3)  |                                      |  |                                |   | (14) (5)   | Common Stock 6,9  |
| Restricted Stock Units -4                  | (3)  |                                      |  |                                |   | (15) (5)   | Common Stock 16,  |

|                           |     |      |     |              |     |
|---------------------------|-----|------|-----|--------------|-----|
| Restricted Stock Units -6 | (3) | (16) | (5) | Common Stock | 42, |
| Restricted Stock Units -7 | (3) | (17) | (5) | Common Stock | 7,0 |
| Restricted Stock Units -8 | (3) | (18) | (5) | Common Stock | 47, |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |             |       |
|--|---------------|-----------|-------------|-------|
|  | Director      | 10% Owner | Officer     | Other |
| Schenkel Scott F.<br>C/O EBAY INC.<br>2065 HAMILTON AVE.<br>SAN JOSE, CA 95125 |               |           | SVP and CFO |       |

## Signatures

Scott F. Schenkel 10/16/2015

\*\*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 shares reacquired to satisfy tax withholding obligations in connection with the vesting of 59,459 restricted stock units granted to the Reporting Person on 10/14/2011.
- (2) Represents shares reacquired to satisfy tax withholding obligations in connection with the vesting of 5,907 restricted stock units granted to the Reporting Person on 10/15/2014.
- (3) Each restricted stock unit represents a contingent right to receive one share of eBay's common stock.
- (4) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 10/14/12 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.
- (5) Not Applicable.
- (6) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 10/15/15 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.
- (7) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/12 and 1/48th per month thereafter.
- (8) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 3/30/15 and 1/48th per month thereafter.
- (9) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/13 and 1/48th per month thereafter.
- (10) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/14 and 1/48th per month thereafter.
- (11) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/15 and 1/48th per month thereafter.
- (12) The option grant reflects 94,288 shares that vest in full on 7/17/18 and 14,144 shares subject to a four-year vesting schedule, vesting 12.5% on 1/17/16 and 1/48th per month thereafter.
- (13)

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The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/2013 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.

- (14) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 4/1/2014 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.

- (15) 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.

- (16) 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.

- (17) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 7/17/16 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.

- (18) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 100% on 7/17/18. 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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