

EBAY INC  
Form 4  
April 30, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 04/21/2008                           |  | M                              |   | 153,637   | A  | \$ 0.3889                         |
| Common Stock                    | 04/21/2008                           |  | S                              |   | 116,800   | D  | \$ 30.6014                        |
| Common Stock                    | 04/21/2008                           |  | S                              |   | 36,837  | D  | \$ 31.3973                        |

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 Security (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   | <u>(3)</u> 06/09/2008                                    | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(4)</u> 08/01/2015                                    | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(5)</u> 11/01/2015                                    | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(6)</u> 02/01/2016                                    | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(7)</u> 05/01/2016                                    | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(8)</u> 08/01/2016                                    | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(9)</u> 11/01/2016                                    | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(10)</u> 02/01/2017                                   | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(11)</u> 05/01/2017                                   | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(12)</u> 11/01/2017 <sup>(12)</sup>                   | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(12)</u> 02/01/2018 <sup>(12)</sup>                   | Common Stock                                      |
| Deferred Stock Units                       | \$ 0   |                                      |  |                                |   | <u>(12)</u> <u>(12)</u>                                  | Common Stock                                      |
| Non-Qualified Stock Option (right to buy)  | \$ 13.7525   |                                      |  |                                |   | <u>(3)</u> 06/05/2012                                    | Common Stock                                      |
|  | \$ 14.5  |                                      |  |                                |   | <u>(3)</u> 05/23/2010                                    |   |

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

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| COOK SCOTT D<br>C/O INTUIT, INC.<br>2700 COAST AVENUE<br>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.