

WENIG DEVIN  
Form 4  
June 19, 2018

**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 \*  
WENIG DEVIN

(Last) (First) (Middle)

C/O EBAY INC., 2025 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)  
06/15/2018

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)

President and CEO

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) | (A) or (D)   | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------------|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount       | Price   |  |   |
| Common Stock                    | 06/15/2018                           |  | M                              |   | 13,087       | \$ 0  | D  |   |
| Common Stock                    | 06/15/2018                           |  | F                              |   | 6,489<br>(1) | \$ 38.89  | D  |   |
| Common Stock                    | 06/15/2018                           |  | M                              |   | 9,630        | \$ 0  | D  |   |
| Common Stock                    | 06/15/2018                           |  | F                              |   | 4,775<br>(1) | \$ 38.89  | D  |   |
| Common Stock                    | 06/15/2018                           |  | M                              |   | 10,426       | \$ 0  | D  |   |

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Common Stock      06/15/2018      F      5,170<sup>(1)</sup>      D      \$ 38.89      702,053      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.**

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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 Unit - 13                 | <u>(2)</u>   | 06/15/2018                           |  | M                              | 9,630   | <u>(3)</u> <u>(4)</u>                                    | Common Stock      9,630                                     |
| Restricted Stock Units - 11                | <u>(2)</u>   | 06/15/2018                           |  | M                              | 10,426  | <u>(5)</u> <u>(4)</u>                                    | Common Stock      10,426                                    |
| Restricted Stock Units -8                  | <u>(6)</u>   | 06/15/2018                           |  | M                              | 13,087  | <u>(7)</u> <u>(8)</u>                                    | Common Stock      13,087                                    |
| Non-Qualified Stock Option (right to buy)  | \$ 14.67   |                                      |  |                                |   | <u>(9)</u> 04/13/2019                                    | Common Stock      134,000                                   |
| Non-Qualified Stock Option (right to buy)  | \$ 14.86   |                                      |  |                                |   | <u>(10)</u> 04/02/2019                                   | Common Stock      83,000                                    |
| Non-Qualified Stock Option (right to buy)  | \$ 20.41   |                                      |  |                                |   | <u>(11)</u> 10/15/2021                                   | Common Stock      111,000                                   |
| Non-Qualified Stock Option (right to buy)  | \$ 22.63   |                                      |  |                                |   | <u>(12)</u> 04/01/2020                                   | Common Stock      139,000                                   |
| Non-Qualified Stock Option (right to buy)  | \$ 22.76   |                                      |  |                                |   | <u>(13)</u> 04/01/2021                                   | Common Stock      126,000                                   |
| Non-Qualified Stock Option                 | \$ 23.21   |                                      |  |                                |   | <u>(14)</u> 04/01/2022                                   | Common Stock      224,000                                   |

|   |            |  |             |            |                     |
|---|------------|--|-------------|------------|---------------------|
| (right to buy)                                  |            |  |             |            |                     |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 26.92   |  | <u>(15)</u> | 07/17/2022 | Common<br>Stock 47, |
| Restricted<br>Stock Unit - 12                   | <u>(2)</u> |  | <u>(16)</u> | <u>(4)</u> | Common<br>Stock 367 |
| Restricted<br>Stock Units -5                    | <u>(6)</u> |  | <u>(17)</u> | <u>(8)</u> | Common<br>Stock 13, |
| Restricted<br>Stock Units -6                    | <u>(6)</u> |  | <u>(18)</u> | <u>(8)</u> | Common<br>Stock 28, |
| Restricted<br>Stock Units -7                    | <u>(6)</u> |  | <u>(19)</u> | <u>(8)</u> | Common<br>Stock 11, |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| WENIG DEVIN<br>C/O EBAY INC.<br>2025 HAMILTON AVE.<br>SAN JOSE, CA 95125 |               |           | President and CEO |       |

## Signatures

Devin Norse  
Wenig

06/19/2018

    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) No shares were sold - these shares were withheld by the Issuer to satisfy tax withholding requirements in connection with the vesting of restricted stock units.
- (2) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.  
The reporting person received restricted stock units, 1/16th of which vests on 6/15/18, and an additional 1/16th of which vests each quarter 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.
- (3) Not Applicable.
- (4) The reporting person received restricted stock units, 1/16th of which vests on 6/15/17, and an additional 1/16th of which vests each quarter 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) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.  
The reporting person received restricted stock units, 1/16th of which vests on 6/15/16, and an additional 1/16th of which vests each quarter 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.
- (6) Not Applicable.
- (7) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.  
The reporting person received restricted stock units, 1/16th of which vests on 6/15/16, and an additional 1/16th of which vests each quarter 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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- (8) Not Applicable.
- (9) The option grant is subject to a four-year vesting schedule, vesting 25% on 9/26/12 and 1/48th per month thereafter.
- (10) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/12 and 1/48th per month thereafter.
- (11) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 3/30/15 and 1/48th per month thereafter.
- (12) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/13 and 1/48th per month thereafter.
- (13) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/14 and 1/48th per month thereafter.
- (14) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/15 and 1/48th per month thereafter.
- (15) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 01/17/16 and 1/48th per month thereafter.
- (16) The reporting person was granted 367,464 restricted stock units as a result of the company's achievement of certain performance criteria for 2016/2017. 100% of the shares will vest on 3/15/19.
- (17) The reporting person received restricted stock units subject to a four-year vesting schedule, vesting 25% on 10/15/15 and 25% each 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 25% on 4/1/16 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.
- (19) 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.

### Remarks:

In addition, Table I, Column 5, includes 1030 shares acquired under eBay's Employee Stock Purchase Plan on April 30, 2018.

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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