

Lee Jae Hyun
Form 4
March 19, 2019

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lee Jae Hyun

(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)

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

SVP, General Manager, eBay Mkt

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/15/2019		M		3,126	A	\$ 0	119,976	D	
Common Stock	03/15/2019		M		43,890	A	\$ 0	163,866	D	
Common Stock	03/15/2019		M		3,004	A	\$ 0	166,870	D	
Common Stock	03/15/2019		M		2,006	A	\$ 0	168,876	D	
Common Stock	03/15/2019		M		2,888	A	\$ 0	171,764	D	

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Common Stock	03/15/2019	M	30,996	A	\$ 0	202,760	D
Common Stock	03/15/2019	M	20,697	A	\$ 0	223,457	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 A Underlying S (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Unit - 12	<u>(1)</u>	03/15/2019		A		61,992		<u>(2)</u>	<u>(3)</u>	Common Stock
Restricted Stock Unit - 12	<u>(1)</u>	03/15/2019		M			30,996	<u>(2)</u>	<u>(3)</u>	Common Stock
Restricted Stock Unit - 13	<u>(1)</u>	03/15/2019		A		41,393		<u>(4)</u>	<u>(3)</u>	Common Stock
Restricted Stock Unit - 13	<u>(1)</u>	03/15/2019		M			20,697	<u>(4)</u>	<u>(3)</u>	Common Stock
Restricted Stock Units - 11	<u>(1)</u>	03/15/2019		M			2,888	<u>(5)</u>	<u>(3)</u>	Common Stock
Restricted Stock Units -10	<u>(1)</u>	03/15/2019		M			43,890	<u>(6)</u>	<u>(3)</u>	Common Stock
Restricted Stock Units -6	<u>(1)</u>	03/15/2019		M			3,126	<u>(7)</u>	<u>(3)</u>	Common Stock
Restricted Stock Units -8	<u>(1)</u>	03/15/2019		M			3,004	<u>(8)</u>	<u>(3)</u>	Common Stock
Restricted Stock Units -9	<u>(1)</u>	03/15/2019		M			2,006	<u>(9)</u>	<u>(3)</u>	Common Stock
Non-Qualified Stock Option	\$ 23.21							<u>(10)</u>	04/01/2022	Common Stock

(right to buy)

Restricted Stock Units -5	<u>(1)</u>	<u>(11)</u>	<u>(3)</u>	Common Stock
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Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Lee Jae Hyun C/O EBAY INC. 2025 HAMILTON AVE. SAN JOSE, CA 95125	SVP, General Manager, eBay Mkt

Signatures

Jae Hyun Lee 03/18/2019

__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) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- (2) The reporting person was granted 61,992 restricted stock units as a result of the company's achievement of certain performance criteria for 2017/2018. 50% of the shares vested on 3/15/19 and the remainder will vest on 3/15/20.
- (3) Not Applicable.
- (4) The reporting person was granted 41,393 restricted stock units as a result of the company's achievement of certain performance criteria for 2017/2018. 50% of the shares vested on 3/15/19 and the remainder will vest on 3/15/20.
- (5) 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.
- (6) The reporting person was granted 87,781 restricted stock units as a result of the company's achievement of certain performance criteria for 2016/2017 (the award was originally allocated to the reporting person as performance-based restricted stock units). 50% of the shares vested on the date of grant and the remainder will vest on 3/15/19.
- (7) 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.
- (8) 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.
- (9) The reporting person received restricted stock units, 1/16th of which vests on 12/15/17, 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.
- (10) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 10/1/15 and 1/48th per month thereafter.
- (11) 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.

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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