

EBAY INC
Form 3
July 22, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| NORRINGTON LORRIE M | | (Month/Day/Year) | EBAY INC [EBAY] | |
| (Last) | (First) | (Middle) | 07/16/2008 | |
| C/O EBAY INC., 2145 HAMILTON AVE | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | (Check all applicable) | |
| SAN JOSE, CA 95125 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President, eBay Marketplaces | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 89,164 ⁽¹⁾ | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|---|------------------|-----------------|-------------------------------|----------------------------|
| Incentive Stock Option (right to buy) | Â (2) | 03/31/2015 | Common Stock 5,942 \$ 33.65 | D Â |
| Non-Qualified Option (right to buy) | Â (3) | 09/01/2013 | Common Stock 46,000 \$ 28.15 | D Â |
| Non-Qualified Stock Option (right to buy) | Â (2) | 06/14/2014 | Common Stock 15,870 \$ 11.35 | D Â |
| Non-Qualified Stock Option (right to buy) | Â (4) | 03/03/2015 | Common Stock 130,000 \$ 25.85 | D Â |
| Non-Qualified Stock Option (right to buy) | Â (5) | 09/01/2013 | Common Stock 100,000 \$ 28.15 | D Â |
| Non-Qualified Stock Option (right to buy) | Â (6) | 03/01/2014 | Common Stock 55,800 \$ 31.93 | D Â |
| Non-Qualified Stock Option (right to buy) | Â (2) | 03/31/2015 | Common Stock 311,459 \$ 33.65 | D Â |
| Non-Qualified Stock Option (right to buy) | Â (7) | 09/09/2015 | Common Stock 150,000 \$ 38.62 | D Â |
| Restricted Stock Units (RSUs) | Â (8) | Â (9) | Common Stock 175,000 \$ (10) | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NORRINGTON LORRIE M C/O EBAY INC. 2145 HAMILTON AVE SAN JOSE, CA 95125 | Â | Â | Â President, eBay Marketplaces | Â |

Signatures

Lorrie M.
Norrington

07/22/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The reporting person received a restricted stock award on 8/11/06 of 100,000 shares subject to a four-year vesting schedule, vesting 15% each on 8/1/07 and 8/1/08, vesting an incremental 20% on 8/1/09 and vesting the remaining 50% on 8/1/10. In addition, the reporting person was granted 1,622 shares of common stock as a result of the company's achievement of certain performance criteria for 2007 (the award was originally allocated to the reporting person as performance-based restricted stock units). 50% of the shares were vested on the date of grant, and the remainder will vest on the first business day of March 2009. (assuming eligibility requirements have been met).

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- (2) The options were assumed in connection with the company's acquisition of Shopping.com, Inc. on 8/30/05. The options are fully vested.
- (3) The option grant is subject to a two-year vesting schedule, vesting 25% on 3/1/07 and 1/24th per month thereafter.
- (4) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/08 and 1/48th per month thereafter.
- (5) The option grant is subject to a three-year vesting schedule, vesting 16.67% on 3/1/07 and 1/36th per month thereafter.
- (6) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 9/1/07 and 1/48th per month thereafter.
- (7) The option grant is subject to a four-year vesting schedule, vesting 12.5% on 02/28/06 and 1/48th per month thereafter.
- (8) The reporting person received restricted stock units of 175,000 shares subject to a three-year vesting schedule, vesting 33.34% on 3/1/09 and 33.33% annually thereafter.
- (9) Not Applicable.
- (10) Each restricted stock unit represents a contingent right to receive one share of eBay's common stock.

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Remarks:

InÂ additionÂ toÂ theÂ equityÂ grantsÂ describedÂ above,Â theÂ compensationÂ committeeÂ hasÂ approvedÂ additional

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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