Edgar Filing: MARTIN BRYAN R - Form 4

MARTIN BE Form 4											
March 30, 20) STATES					NGE (COMMISSION		PROVAL 3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	6. Filed pu Section 17	F CHAN Section 10 Public Ut	Washington, D.C. 20549 CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES tion 16(a) of the Securities Exchange Act of 1934, olic Utility Holding Company Act of 1935 or Section the Investment Company Act of 1940					Expires:January 31, 2005Estimated average burden hours per response0.5			
(Print or Type F	Responses)										
MARTIN BRYAN R Symbol			Symbol	er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
(Month/D C/O 8X8 INC, 810 W MAUDE AVE (Street) 4. If Amer			(Month/D					(Check all applicable) <u>X</u> Officer (give title 10% Owner (Director 10%			
			endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
SUNNYVA	LE, CA 94085							Form filed by M Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Aco	quired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Executio any		3. Transactio Code (Instr. 8) Code V	on(A) or Di (D) (Instr. 3,	spose 4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Stock Purchase Rights	03/28/2012			F <u>(1)</u>	254	D	\$ 4.03	999,037	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MARTIN BRYAN R C/O 8X8 INC 810 W MAUDE AVE SUNNYVALE, CA 94085			Chief Executive Officer					
Signatures								

/s/ Bryan R. Martin

<u>**</u>Signature of Reporting Person 03/30/2012 Date

of

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) Payment of tax liability by withholding securities incident to vesting of stock purchase rights.

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. one year anniversary of March 4, 2014, subject to the Reporting Person's Continuous Service (as defined in the Issuer's 2014 Equity Incentive Plan) through such vesting date

Service (as defined in the Issuer's 2014 Equity Incentive Plan) through such vesting date.

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