

SWAN ROBERT HOLMES
 Form 4
 April 04, 2012

FORM 4

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

OMB APPROVAL

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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 *
SWAN ROBERT HOLMES

(Last) (First) (Middle)

C/O EBAY INC., 2145 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)
04/02/2012

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)
SVP, Finance & CFO

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)
				(A) or (D) Price			
Common Stock					383,807	D	

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

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SEC 1474 (9-02)

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. 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)	Amount of Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 36.59	04/02/2012		A	54,000	(1) 04/02/2019		Common Stock	54,000
Restricted Stock Units -6	(2)	04/02/2012		A	27,000	(3) (4)		Common Stock	27,000
Non-Qualified Stock Option (right to buy)	\$ 10.5					(5) 03/02/2016		Common Stock	171,000
Non-Qualified Stock Option (right to buy)	\$ 13.19					(6) 02/13/2016		Common Stock	250,000
Non-Qualified Stock Option (right to buy)	\$ 23.88					(7) 03/01/2017		Common Stock	250,000
Non-Qualified Stock Option (right to buy)	\$ 25.85					(8) 03/03/2015		Common Stock	171,000
Non-Qualified Stock Option (right to buy)	\$ 26.36					(6) 08/08/2015		Common Stock	250,000
Non-Qualified Stock Option (right to buy)	\$ 28.36					(9) 09/29/2013		Common Stock	187,000
Non-Qualified Stock Option (right to buy)	\$ 31.93					(10) 03/01/2014		Common Stock	204,000
Non-Qualified Stock Option (right to buy)	\$ 32.29					(11) 03/01/2018		Common Stock	150,000
Non-Qualified Stock Option (right to buy)	\$ 39					(9) 03/31/2013		Common Stock	187,000
Restricted Stock Units -3	(2)					(12) (4)		Common Stock	30,000
	(2)					(13) (4)			31,000

Remarks:

In addition to the equity grants described above, the compensation committee has approved: (1) performance-based restricted s

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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