SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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Estimated average burden	

1. Name and Addre	ess of Reporting Perso UYLJR	n*	2. Issuer Name and Ticker or Trading Symbol 8X8 INC /DE/ [EGHT]		tionship of Reporting Perso all applicable) Director	rson(s) to Issuer 10% Owner	
(Last) (First) (Middle) C/O 8X8, INC 2125 O'NEL DRIVE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/06/2019		Officer (give title below)	Other (specify below)	
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ividual or Joint/Group Filing (Check Applicable		
(Street) SAN JOSE	CA	95131		X	Form filed by One Report Form filed by More than (Person	Ū.	
(City)	(State)	(Zip)					

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)	Code (Instr.		4. Securities / Disposed Of (5)			Securities Beneficially	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	05/06/2019		M ⁽¹⁾		8,028	A	\$ <mark>0</mark>	1,203,868	D	

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. Transac Code (Ir 8)		of		6. Date Exerci Expiration Da (Month/Day/Yo	te	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0.0	05/06/2019		M ⁽²⁾⁽³⁾			8,028	05/06/2019 ⁽³⁾	08/07/2019	Common Stock	8,028	\$0	0	D	

Explanation of Responses:

1. Shares were issued upon vesting of the restricted stock unit award described in Table II.

2. Each restricted stock unit represents a contingent right to receive one share of EGHT common stock.

3. In connection with the reporting person's retirement from the issuer's board of directors, the board approved an amendment of this award (granted 8/7/18) to accelerate vesting of the underlying shares effective as of his last day of service.

Remarks:

/s/ Scott Pinkerton as Attorney-05/08/2019

<u>in Fact for Guy L Hecker</u>

** Signature of Reporting Person Date

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.