

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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/X/ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Persons to Issuer (Check all applicable)	
Wang Samuel			8x8, Inc. -- EGHT		X(1) Director 10% Owner	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person if an entity (Voluntary)		4. Statement for Month/Year	
2445 Mission College Blvd.					May 1999	
(Street)					5. If Amendment, Date of Original (Month/Year)	
Santa Clara	California	95054			7. Individual or Joint/Group Filing (Check Applicable Line)	
(City)	(State)	(Zip)			X Form filed by One Reporting Person	
					Form filed by More than One Reporting Person	

TABLE 1 -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	5/20/99	D	9,568(2)	\$0.50	D	

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).

(Over)

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- (1) Reporting person terminated as an officer on May 6, 1999 and as a director on May 20, 1999.
- (2) These shares were repurchased by 8x8, Inc. on May 20, 1999.

FORM 4 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 4)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
			Code	V	(A)	(D)	Date Exercisable	Expiration Date		
Employee Stock Option (right to buy)	\$3.00	5/20/99	J		12,501 (3)		(4)	6/20/99(4)	Common Stock	17,499
Employee Stock Option (right to buy)	\$2.44	5/20/99	J		6,001 (3)		(4)	6/20/99(4)	Common Stock	1,999
Employee Stock Option (right to buy)	\$4.50	4/9/99	A	V	10,000		(5)	4/9/2009(6)	Common Stock	10,000
Employee Stock Option (right to buy)	\$4.50	5/20/99	J		7,500 (3)		(6)	6/20/99(6)	Common Stock	2,500

1. Title of Derivative Security (Instr. 4)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
		D	
		D	
		D	
	21,998	D	

Explanation of Responses:

- (3) Unvested options cancelled on May 20, 1999.
- (4) The vesting schedule for the option was previously reported and the terms and conditions of the option have not changed, except: (i) the originally reported vesting schedule has been accelerated six months, (ii) all cliffs have been waived and (iii) the expiration date is now June 20, 1999.
- (5) 1/4th of the shares vest six months after April 9, 1999, and 1/18th of the remaining shares vest on the last day of each full month thereafter.
- (6) The terms and conditions of the option have not changed, except: (i) the originally reported vesting schedule has been accelerated six months, (ii) all cliffs have been waived and (iii) the expiration date is now June 20, 1999.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Samuel Wang

**Signature of Reporting Person

June 8, 1999

Date

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

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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.