

FORM 4

OMB Approval

U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

OMB Number 3235-8287  
Expires: September 30, 1998  
Estimated average burden  
hours per response.....0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

/ / 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 Person(s) to Issuer (Check all applicable)	
Parkinson Joe			8x8, Inc - EGHT		Director 10% Owner	
(Last)	(First)	(Middle)	3. IRS or Social Security Number of Reporting Person (Voluntary)		4. Statement for Month/Year	
2445 Mission College Blvd.					January 1998	
(Street)					5. If Amendment, Date of Original (Month/Year)	
Santa Clara	CA	95054			January 22, 1998	
(City)	(State)	(Zip)			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
					Formerly Chairman & CEO	
					7. Individual or Joint/Group Filing (Check Applicable Line)	
					X Form filed by One Reporting Person	
					Form filed by More than One Reporting Person	

TABLE I -- NON-DERIVATIVE SECURITIES 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)	
		Code	V	Amount (A) or Price (D)			
Common Stock	01/22/98	P		10,000	A	6.50	D
Common Stock	01/22/98	P		2,500	A	6.25	D
Common Stock	01/22/98	P		2,500	A	5.78	D
Common Stock				1,000,000 (1)			D
				TOTAL:		1,015,000	

(1) 8x8, Inc. has the right to repurchase 220,496 of these shares at a price of \$0.50 upon the termination of Joe Parkinson as an employee of or consultant with 8x8, Inc.

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)

TABLE II -- DERIVATIVE SECURITIES 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	Title Amount or Number of Shares	
Options to Buy Common Stock	(1)				06/23/07	Common Stock 30,000	\$6.80

9. Number of derivative Securities Beneficially Owned as 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)
30,000	D	

Explanation of Responses:

(1) Joe Parkinson has waived the right to any vesting of this option after February 2, 1998. As of February 2, 1998, 4,375 of the shares underlying this option were vested.

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).  
 /s/ Joe Parkinson  
 February 5, 1998  
 \*\*Signature of Reporting Person 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.

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.