FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHAI	NGES IN BE	NEFICIAL (	OWNERSHIP

OMB APPRO	JVAL
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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 or Section 30(h) of the Investment Company Act of 1940

(Last) (First) (Middle) C/O 8X8 INC 2125 O'NEL DRIVE  (Street) SAN JOSE CA 95131  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities)  1. Title of or Security (Instr. 3)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by One Reporting Person  Form filed by One Reporting Person  Form Direct (D) or Indirect (	1. Name and Address of Reporting Person*  REES HUW A						2. Issuer Name <b>and</b> Ticker or Trading Symbol 8X8 INC /DE/ [ EGHT ]								Check	all app	licable)	ng Person	Person(s) to Issuer 10% Owne Other (spec		
City   State	C/O 8X8 INC				` ' '									X	belov	w) below		below)			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction (Instr. 4)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Title of Date (Bornard A) or Disposed Of (D) (Instr. 4)  4. Amount Of Securities Acquired (A) or Disposed Of (D) (Instr. 4)  4. Amount Of Securities Acquired (A) or Disposed Of (D) (Instr. 4)  4. Amount Of Securities Acquired (A) or Disposed Of (D) (Instr. 4)  4. Amount Of Securities Acquired (A) or Disposed Of (D) (Instr. 4)  4. Amount Of Securities Acquired (A) or Disposed Of (D) (Instr. 4)  4. Amount Of Securities Acquired (A) or Disposed Of (D) (Instr. 4)  4. Amount Of Securities Acquired (A) or Disposed Of (D) (Instr. 4)  4. Amount Of Securities Acquired (A) or	(Street)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting						
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year)	(City)	(St																			
Date   Month/Day/Year)   Execution Date   fi any   Month/Day/Year)   Date   Month/Day/Year)			Tabl	e I - Noi	n-Deriv	ative	Sec	uritie	s Ac	quired	, Dis	posed o	f, or	Ben	eficia	ally	Owne	ed			
Stock Purchase Rights    Code   V   Amount   (A) or (D)   Price   Transaction(s) (Instr. 3 and 4)     D	Date					Execution Date, ay/Year) if any		Transaction Disposed Code (Instr. 5)		ties Acquired (A) I Of (D) (Instr. 3, 4		(A) or 3, 4 ar	1 and Sec Ber Ow		ecurities F eneficially (I wned Following (I		irect direct	7. Nature of Indirect Beneficial Ownership			
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)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  3. Transaction Date (Execution Date, if any (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Derivative Securities (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Securities Underlying Derivative Security (Instr. 5)  9. Number of Derivative Securities (Month/Day/Year)  Ownership Form: Direct (D) Ownership Direct (D) Or Indirect (I) (Instr. 4)  Ownership Form: Direct (D) Or Indirect (I) (Instr. 4)  (Instr. 4)  Amount or											v	Amount			Price		Transaction(s)				(111501. 4)
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Month/Day/Year)  3. Transaction Date Execution Date, if any (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Derivative Securities Underlying Derivative Security (Instr. 3)  6. Date Exercisable and Expiration Date (Month/Day/Year)  9. Number of Derivative Securities Underlying Derivative Security (Instr. 3)  9. Number of Derivative Securities Underlying Derivative Security (Instr. 3)  10. Ownership Form: Direct (D) Owned Transaction(s) (Instr. 4)  11. Nature of Derivative Securities Underlying Derivative Security (Instr. 3)  11. Nature of Derivative Securities Underlying Derivative Security (Instr. 3)  12. Derivative Securities Underlying Derivative Security (Instr. 3)  13. Transaction Date (Month/Day/Year)  14. Derivative Securities Underlying Derivative Security (Instr. 3)  14. Derivative Securities Underlying Derivative Security (Instr. 3)  15. Number of Derivative Securities Underlying Derivative Security (Instr. 3)  16. Derivative Securities Underlying Derivative Security (Instr. 3)  17. Title and Amount of Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4)  18. Price of Derivative Security (Instr. 3)  19. Number of Derivative Security (Instr. 4)  10. Ownership Form: Direct (D) Owned Transaction (Instr. 4)	Stock Purchase Rights 01/19/				9/2014				F <sup>(1)</sup>		913		D	\$11	1.28 6		640,501				
Derivative Security (Instr. 3)  Instr. 3)  Date (Month/Day/Year)  Instr. 3)  Derivative Securities (Month/Day/Year)  Instr. 4)  Instr																					
Date Expiration of	Derivative Security	Derivative locative location or Exercise (Month/Day/Year)   Truck (Mon			Transa Code (	saction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date (Month/Day/Year)			Amount of Securities Underlying Derivative Security (Instr. and 4)		estr. 3	Deri Secu	rivative curity	derivative Securities Beneficially Owned Following Reported Transaction	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			

## **Explanation of Responses:**

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

/s/ Huw Rees

01/22/2014

\*\* 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.