

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

OMB APPROVAL
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SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

8x8, Inc.
(Name of Issuer)

Common Stock, par value \$.001 per share
(Title of Class of Securities)

282914100
(CUSIP Number)

December 14, 2005
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 282914100

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
Kings Road Investments Ltd.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

- (a)
- (b)

3. SEC Use Only

4. Citizenship or Place of Organization
Cayman Islands, British West Indies

**Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With**

5. Sole Voting Power
0

6. Shared Voting Power
4,464,286 (See Item 4(a))

7. Sole Dispositive Power
0

8. **Shared Dispositive Power**
4,464,286 (See Item 4(a))

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**
4,464,286

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**
7.21%

12. **Type of Reporting Person (See Instructions)**
OO

2

CUSIP No. 282914100

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)**
Polygon Global Opportunities Master Fund

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

(a)

(b)

3. **SEC Use Only**

4. **Citizenship or Place of Organization**
Cayman Islands, British West Indies

5. **Sole Voting Power**
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. **Shared Voting Power**
4,464,286 (See Item 4(a))

7. **Sole Dispositive Power**
0

8. **Shared Dispositive Power**
4,464,286 (See Item 4(a))

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**
4,464,286

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**
7.21%

12. **Type of Reporting Person (See Instructions)**
OO

3

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)**
Polygon Investments Ltd.

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

(a)

(b)

3. **SEC Use Only**

4. **Citizenship or Place of Organization**
Cayman Islands, British West Indies

5. **Sole Voting Power**
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. **Shared Voting Power**
4,464,286 (See Item 4(a))

7. **Sole Dispositive Power**
0

8. **Shared Dispositive Power**
4,464,286 (See Item 4(a))

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**
4,464,286

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**
7.21%

12. **Type of Reporting Person (See Instructions)**
OO

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)**
Polygon Investment Management Limited

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

(a)

(b)

3. **SEC Use Only**

4. **Citizenship or Place of Organization**

5. **Sole Voting Power**
0

6. **Shared Voting Power**
4,464,286 (See Item 4(a))

7. **Sole Dispositive Power**
0

8. **Shared Dispositive Power**
4,464,286 (See Item 4(a))

Number of Shares Beneficially Owned by Each Reporting Person With

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**
4,464,286

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**
7.21%

12. **Type of Reporting Person (See Instructions)**
OO

CUSIP No. 282914100

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)**
Polygon Investment Partners LLP

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

(a)

(b)

3. **SEC Use Only**

4. **Citizenship or Place of Organization**
United Kingdom

5. **Sole Voting Power**
0

6. **Shared Voting Power**
4,464,286 (See Item 4(a))

7. **Sole Dispositive Power**
0

8. **Shared Dispositive Power**
4,464,286 (See Item 4(a))

Number of Shares Beneficially Owned by Each Reporting Person With

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
7.21%

12. Type of Reporting Person (See Instructions)
PN

6

CUSIP No. 282914100

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
Polygon Investment Partners LP

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware

5. Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. Shared Voting Power
4,464,286 (See Item 4(a))

7. Sole Dispositive Power
0

8. Shared Dispositive Power
4,464,286 (See Item 4(a))

9. Aggregate Amount Beneficially Owned by Each Reporting Person
4,464,286

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
7.21%

12. Type of Reporting Person (See Instructions)
PN

7

CUSIP No. 282914100

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)**

Polygon Investment Partners GP, LLC

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

(a)

(b)

3. **SEC Use Only**

4. **Citizenship or Place of Organization**

Delaware

5. **Sole Voting Power**

0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. **Shared Voting Power**

4,464,286 (See Item 4(a))

7. **Sole Dispositive Power**

0

8. **Shared Dispositive Power**

4,464,286 (See Item 4(a))

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**

4,464,286

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**

7.21%

12. **Type of Reporting Person (See Instructions)**

OO

CUSIP No. 282914100

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)**

Reade E. Griffith

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

(a)

(b)

3. **SEC Use Only**

4. **Citizenship or Place of Organization**

United States

	5.	Sole Voting Power 0
Number of Shares Beneficially Owned by Each Reporting Person With	6.	Shared Voting Power 4,464,286 (See Item 4(a))
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 4,464,286 (See Item 4(a))
	9.	Aggregate Amount Beneficially Owned by Each Reporting Person 4,464,286
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/>	
11.	Percent of Class Represented by Amount in Row (9) 7.21%	
12.	Type of Reporting Person (See Instructions) IN	

CUSIP No. 282914100

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only) Alexander E. Jackson	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a)	<input checked="" type="checkbox"/>
	(b)	<input type="radio"/>
3.	SEC Use Only	
4.	Citizenship or Place of Organization United States	
	5.	Sole Voting Power 0
Number of Shares Beneficially Owned by Each Reporting Person With	6.	Shared Voting Power 4,464,286 (See Item 4(a))
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 4,464,286 (See Item 4(a))
	9.	Aggregate Amount Beneficially Owned by Each Reporting Person 4,464,286

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
7.21%

12. Type of Reporting Person (See Instructions)
IN

10

CUSIP No. 282914100

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
Patrick G. G. Dear

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United Kingdom

5. Sole Voting Power

0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. Shared Voting Power

4,464,286 (See Item 4(a))

7. Sole Dispositive Power

0

8. Shared Dispositive Power

4,464,286 (See Item 4(a))

9. Aggregate Amount Beneficially Owned by Each Reporting Person

4,464,286

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
7.21%

12. Type of Reporting Person (See Instructions)
IN

11

Item 1(a). Name of Issuer:

8x8, Inc. ("8x8")

Item 1(b). Address of Issuer's Principal Executive Offices:

Item 2(a). Name of Person Filing
Item 2(b). Address of Principal Business Office
Item 2(c). Citizenship

This Schedule 13G is filed on behalf of Kings Road Investments Ltd., Polygon Global Opportunities Master Fund, Polygon Investments Ltd., Polygon Investment Management Limited, Polygon Investment Partners LLP, Polygon Investment Partners LP, Polygon Investment Partners GP, LLC, Mr. Reade E. Griffith, Mr. Alexander E. Jackson and Mr. Patrick G. G. Dear (the "Reporting Persons").

Kings Road Investments Ltd. ("KRIL")
c/o Polygon Investment Partners LP
598 Madison Avenue
14th Floor
New York, New York 10022
Citizenship: Cayman Islands, British West Indies

Polygon Global Opportunities Master Fund (the "Master Fund")
c/o Polygon Investment Partners LLP
10 Duke of York Square
London SW3 4LY
United Kingdom
Citizenship: Cayman Islands, British West Indies

Polygon Investments Ltd. (the "Investment Manager")
c/o Polygon Investment Partners LLP
10 Duke of York Square
London SW3 4LY
United Kingdom
Citizenship: Cayman Islands, British West Indies

Polygon Investment Management Limited ("PIML")
c/o Polygon Investment Partners LLP
10 Duke of York Square
London SW3 4LY
United Kingdom
Citizenship: United Kingdom

Polygon Investment Partners LLP (the "UK Investment Manager")
10 Duke of York Square
London SW3 4LY
United Kingdom
Citizenship: United Kingdom

Polygon Investment Partners LP (the "US Investment Manager")
598 Madison Avenue
14th Floor
New York, New York 10022
Citizenship: Delaware

Polygon Investment Partners GP, LLC (the "General Partner")
c/o Polygon Investment Partners LP
598 Madison Avenue
14th Floor
New York, New York 10022
Citizenship: Delaware

Reade E. Griffith ("Mr. Griffith")
c/o Polygon Investment Partners LLP
10 Duke of York Square
London SW3 4LY
United Kingdom
Citizenship: United States

Alexander E. Jackson ("Mr. Jackson")
c/o Polygon Investment Partners LP
598 Madison Avenue
14th Floor
New York, New York 10022
Citizenship: United States

Patrick G. G. Dear ("Mr. Dear")
c/o Polygon Investment Partners LLP
10 Duke of York Square
London SW3 4LY
United Kingdom
Citizenship: United Kingdom

- Item 2(d). Title of Class of Securities:

Common stock, par value \$.001 per share, of 8x8 ("Common Stock").
- Item 2(e). The Common Stock has the following CUSIP number: 282914100.
- Item 3. Not Applicable.
- Item 4(a). Amount Beneficially Owned:

As of December 14, 2005, each Reporting Person may be deemed to be beneficial owner of (i) 3,571,429 shares of Common Stock held by KRIL (the "Purchased Shares") and (ii) up to 892,857 shares of Common Stock issuable pursuant to a Warrant (the "Warrant").
- Item 4(b). Percent of Class:

7.21%

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- Item 4(c). Number of shares as to which reporting persons have:
- (i) sole power to vote or direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 4,464,286
 - (iii) the sole power to dispose of or to direct the disposition of: 0
 - (iv) shared power to dispose of or to direct the disposition of: 4,464,286
- The Purchased Shares and the Warrant are directly held by KRIL. KRIL is a wholly-owned subsidiary of the Master Fund. The Investment Manager, UK Investment Manager, the US Investment Manager, PIML and the General Partner have voting and depository control over securities owned by KRIL and the Master Fund. Messrs. Griffith, Dear and Jackson control the Investment Manager, the UK Investment Manager, the US Investment Manager, PIML and the General Partner.
- Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o
- Item 6. Ownership of More than Five Percent on Behalf of another Person

Not Applicable.
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

See Exhibit 1.
- Item 8. Identification and Classification of Members of the Group.

See Exhibit 2.
- Item 9. Notice of Dissolution of the Group.

Not Applicable.
- Item 10. Certification.

By signing below each of the undersigned certifies that, to the best of such person's knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, each of the undersigned certify that the information set forth in this statement is true, complete and correct.

Date: December 21, 2005

KINGS ROAD INVESTMENTS LTD.

By Polygon Investment Partners LLP, its investment manager

By /s/ Patrick G. G. Dear
Name: Patrick G. G. Dear
Title: Principal

Date: December 21, 2005

POLYGON GLOBAL OPPORTUNITIES MASTER FUND

By Polygon Investment Partners LLP, its investment manager

By /s/ Patrick G. G. Dear
Name: Patrick G. G. Dear
Title: Principal

Date: December 21, 2005

POLYGON INVESTMENTS LTD.

By /s/ Patrick G. G. Dear
Name: Patrick G. G. Dear
Title: Principal

Date: December 21, 2005

POLYGON INVESTMENT MANAGEMENT LIMITED

By /s/ Patrick G. G. Dear
Name: Patrick G. G. Dear
Title: Principal

Date: December 21, 2005

POLYGON INVESTMENT PARTNERS LLP

By /s/ Patrick G. G. Dear
Name: Patrick G. G. Dear
Title: Principal

Date: December 21, 2005

POLYGON INVESTMENT PARTNERS LP

By /s/ Patrick G. G. Dear
Name: Patrick G. G. Dear
Title: Principal

Date: December 21, 2005

POLYGON INVESTMENT PARTNERS GP, LLC

By /s/ Patrick G. G. Dear
Name: Patrick G. G. Dear
Title: Principal

Date: December 21, 2005

/s/ Reade E. Griffith
Reade Griffith

Date: December 21, 2005

/s/ Alexander E. Jackson
Alexander Jackson

Exhibit Index

Exhibit 1 Identification and Classification of the Subsidiaries Which Acquired the Security Being Reported on by the Parent Holding Company.

Exhibit 2 Identification of Members of the Group.

Exhibit 3 Joint Filing Agreement, dated as of December 21, 2005, by and among Kings Road Investments Ltd., Polygon Global Opportunities Master Fund, Polygon Investments Ltd., Polygon Investment Management Limited, Polygon Investment Partners LLP, Polygon Investment Partners LP, Polygon Investment Partners GP, LLC, Reade Griffith, Alexander E. Jackson and Paddy Dear.

Identification and Classification of the Subsidiaries
Which Acquired the Security Being Reported on by the Parent Holding Company.

Kings Road Investments Ltd.

Identification of Members of the Group.

Kings Road Investments Ltd.

Polygon Global Opportunities Master Fund

Polygon Investments Ltd.

Polygon Investment Management Limited

Polygon Investment Partners LLP

Polygon Investment Partners LP

Polygon Investment Partners GP, LLC

Reade E. Griffith

Alexander E. Jackson

Patrick G. G. Dear

Joint Filing Agreement

This will confirm the agreement by and among the undersigned that the Schedule 13G filed with the Securities and Exchange Commission on or about the date hereof with respect to the beneficial ownership by the undersigned of the Common Stock, par value \$.001 per share, of 8x8 Inc., a Delaware corporation, is being filed, and all amendments thereto will be filed, on behalf of each of the persons and entities named below in accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Date: December 21, 2005

KINGS ROAD INVESTMENTS LTD.

By Polygon Investment Partners LLP, its investment manager

By /s/ Patrick G. G. Dear

Name: Patrick G. G. Dear

Title: Principal

Date: December 21, 2005

POLYGON GLOBAL OPPORTUNITIES MASTER FUND

By Polygon Investment Partners LLP, its investment manager

By /s/ Patrick G. G. Dear

Name: Patrick G. G. Dear

Title: Principal

Date: December 21, 2005

POLYGON INVESTMENTS LTD.

By /s/ Patrick G. G. Dear

Name: Patrick G. G. Dear

Title: Principal

Date: December 21, 2005

POLYGON INVESTMENT MANAGEMENT LIMITED

By /s/ Patrick G. G. Dear

Name: Patrick G. G. Dear

Title: Principal

Date: December 21, 2005

POLYGON INVESTMENT PARTNERS LLP

By /s/ Patrick G. G. Dear

Name: Patrick G. G. Dear

Title: Principal

Date: December 21, 2005

POLYGON INVESTMENT PARTNERS LP

By /s/ Patrick G. G. Dear

Name: Patrick G. G. Dear

Title: Principal

Date: December 21, 2005

POLYGON INVESTMENT PARTNERS GP, LLC

By /s/ Patrick G. G. Dear

Name: Patrick G. G. Dear

Title: Principal

Date: December 21, 2005

/s/ Reade E. Griffith

Reade Griffith

Date: December 21, 2005

/s/ Alexander E. Jackson

Alexander Jackson

Date: December 21, 2005

/s/ Patrick G. G. Dear

Patrick G. G. Dear