

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Arora Puneet</u> (Last) (First) (Middle) C/O 8X8 INC. 2125 O'NEL DRIVE (Street) SAN JOSE CA 95131 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>8X8 INC /DE/ [EGHT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>SVP Global Sales</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/22/2017</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. 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 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (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 (D)	Price			
Common Stock	09/22/2017		J ⁽¹⁾		5,794	A	\$13.3	49,692	D	
Common Stock	09/22/2017		J ⁽²⁾		8,520	A	\$13.3	58,212	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. 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 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
Restricted Stock Unit	(3)	09/22/2017		J ⁽¹⁾			5,794	(4)	09/22/2019	Common Stock	5,794	\$0	125,979	D	
Restricted Stock Unit	(3)	09/22/2017		F ⁽⁵⁾			3,488	(4)	09/22/2019	Common Stock	3,488	\$0	122,491	D	
Restricted Stock Unit	(3)	09/22/2017		J ⁽⁶⁾		6,639			09/22/2017	Common Stock	6,639	\$0	129,130	D	
Restricted Stock Unit	(3)	09/20/2017		J ⁽²⁾			8,520	(7)	09/22/2018	Common Stock	8,520	\$0	120,610	D	
Restricted Stock Unit	(3)	09/22/2017		F ⁽⁵⁾			5,129	(7)	09/22/2018	Common Stock	5,129	\$0	115,481	D	

Explanation of Responses:

- 5,794 Restricted Stock Units became fully vested and have been converted to Common Stock.
- 8,520 Performance-based Restricted Stock Units became fully vested and have been converted to Common Stock.
- Each restricted stock unit represents a contingent right to receive one share of EGHT common stock.
- This award vests at the rate of one-fourth of such shares at September 22, 2016, one-fourth of such shares at September 22, 2017, one-fourth of such shares at September 22, 2018 and one-fourth of such shares at September 22, 2019.
- Payment of tax liability by withholding securities incident to vesting of restricted stock units.
- As previously reported on Form 4, the reporting person was awarded 14,020 performance shares units (PSUs) on September 22, 2015, of which 50% were eligible to vest on each of the second and third anniversaries of the award date. On September 22, 2017 the first installment of 7,010 PSUs vested at 194.71% of target such that 13,649 shares became issuable. Of these shares 8,520 were issued to the reporting person and the remaining 5,129 were withheld to pay the associated tax liability. The 6,639 units reported in Table II correspond to the additional shares issued in excess of the 7,010 share target for the first vesting installment.
- RSUs vest (1) 50% on September 22, 2017 and (2) 50% on September 22 2018, in each case subject to performance of 8x8's common stock relative to the Russell 2000 Index during the period from grant date through such vesting date. A 2x multiplier will be applied to the total shareholder returns (TSR) for each 1% of positive or negative relative TSR, and the number of shares earned will increase or decrease by 2% of the target number shown in table. In the event 8x8's common stock performance is below negative 30%, relative to the benchmark, no shares will be issued. Maximum number of shares issuable is two times the number shown in the table.

/s/ Puneet Arora

09/26/2017

** 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.