

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

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

June 5, 2006

Date of Report (Date of earliest event reported):



8x8, Inc.

**8X8, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State of other jurisdiction of incorporation)

**000-21783**

(Commission File Number)

**77-0142404**

(I.R.S. Employer Identification Number)

**3151 Jay Street**

**Santa Clara, CA 95054**

(Address of principal executive offices including zip code)

**(408) 727-1885**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On June 5, 2006, James Sullivan notified 8x8, Inc. (the "Company") of his resignation as its Chief Financial Officer effective as of June 30, 2006. Such resignation was not due to any disagreement with the Company on any matter relating to the Company's operations, policies or practices.

A copy of the Company's press release announcing Mr. Sullivan's resignation is attached as Exhibit 99.1 and is incorporated by reference as additional disclosure under this Item.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated June 7, 2006

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: June 7, 2006

8X8, INC.

By: /s/ JAMES SULLIVAN

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James Sullivan  
*Chief Financial Officer, Vice President of Finance and Secretary*

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## INDEX TO EXHIBITS

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1*	<a href="#">Press release dated June 7, 2006</a>

\* Also provided in [PDF format](#) as a courtesy.

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## 8x8 Announces CFO Transition Plan

**SANTA CLARA**, Calif. -- June 7, 2006 -- 8x8, Inc. (Nasdaq: EGHT), provider of Packet8 broadband voice over internet protocol (VoIP) and videophone communications services, today announced that James Sullivan submitted his resignation, effective June 30, 2006, from his role as the Company's chief financial officer (CFO) to pursue another career opportunity. There are no disagreements between the Company and Mr. Sullivan. 8x8 has initiated a search for a new CFO and is working with Mr. Sullivan on an orderly transition process.

Mr. Sullivan commented, "I have truly enjoyed working at 8x8 and will continue to be a strong advocate of the Company and its services. While this decision was difficult, I believe the change offers a personal opportunity to further my career and expand my expertise."

"Jim has made significant contributions to our corporate transformation since he joined the Company more than five years ago," commented Bryan R. Martin, 8x8's Chairman & CEO. "Jim has helped to grow our Packet8 communication services, enhanced our liquidity position and built a strong finance team in order to maintain the necessary internal business controls and to implement the numerous regulatory controls mandated by the SEC. I thank Jim for his contributions and wish him success in his future endeavors," concluded Mr. Martin.

### About 8x8, Inc.

VoIP (voice over internet protocol) service provider 8x8, Inc. offers internet-based telephony solutions (<http://www.packet8.net>) for individual residential and business users as well as small to medium sized business organizations. In addition to regular Packet8 VoIP service plans, priced as low as \$19.99 per month for unlimited anytime calling to the U.S. and Canada, 8x8 offers the Packet8 VideoPhone, the industry's first stand alone broadband consumer videophone with worldwide video calling, for \$19.99 per month. Packet8 Virtual Office, 8x8's VoIP solution for small to medium sized businesses, is a hosted PBX service comprised of powerful business class features. For additional company information, visit 8x8's web site at <http://www.8x8.com/>.

NOTE: 8x8, the 8x8 logo, Packet8, the Packet8 logo and Packet8 Virtual Office are trademarks of 8x8, Inc. All other trademarks are the property of their respective owners.

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