

**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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Weirich Daniel</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 8X8 INC /DE/ [ EIGHT ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Financial Officer
	3. Date of Earliest Transaction (Month/Day/Year) 08/31/2014	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 09/03/2014	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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			
Stock Purchase Rights	08/31/2014		F <sup>(1)</sup>		782	D	\$7.77	797,832	D	
Common Stock	09/02/2014		M <sup>(2)</sup>		5,230	A	\$0.87	797,832	D	
Common Stock	09/02/2014		S <sup>(2)</sup>		5,230	D	\$7.8414	792,602	D	
Common Stock	09/02/2014		M <sup>(2)</sup>		4,770	A	\$0.63	792,602	D	
Common Stock	09/02/2014		S <sup>(2)</sup>		4,770	D	\$7.8414	787,832	D	
Common Stock	09/03/2014		M <sup>(2)</sup>		10,000	A	\$0.63	787,832	D	
Common Stock	09/03/2014		S <sup>(2)</sup>		10,000	D	\$7.7649	777,832	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
Employee Stock Option (right to buy)	\$0.87	09/02/2014		M <sup>(2)</sup>			5,230	(3)	09/30/2018	Common Stock	5,230	\$0	792,602	D	
Employee Stock Option (right to buy)	\$0.63	09/02/2014		M <sup>(2)</sup>			4,770	(4)	11/06/2018	Common Stock	4,770	\$0	787,832	D	
Employee Stock Option (right to buy)	\$0.63	09/03/2014		M <sup>(2)</sup>			10,000	(4)	11/06/2018	Common Stock	10,000	\$0	777,832	D	

**Explanation of Responses:**

- Payment of tax liability by withholding securities incident to vesting of restricted stock units.
- Sale under a 10b5-1 Stock Sales Plan, dated May 30, 2014.
- This option becomes exercisable at the rate of one forty-eighth of the shares on 10/30/2008 and at the end of each full month thereafter.
- This option becomes exercisable at the rate of one forty-eighth of the shares on 12/06/2008 and at the end of each full month thereafter.

/s/ Dan Weirich

12/05/2014

\*\* 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.