SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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Estimated average burden	

1. Name and Add Weirich Dai	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol 8X8 INC /DE / [EGHT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
	<u>IIEI</u>			Director 10% Owner					
(Least)	(First)		3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title Other (specify below) below)					
(Last) (First) (Middle) C/O 8X8 INC.		(midule)	05/30/2014	Chief Financial Officer					
2125 O'NEL DRIVE									
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year) 06/03/2014	6. Individual or Joint/Group Filing (Check Applicable Line)					
SAN JOSE	CA	95131		X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)							

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)			
Stock Purchase Rights	05/30/2014		S		400	D	\$7.6662	1,021,135	D				
Stock Purchase Rights	05/31/2014		F ⁽¹⁾		782	D	\$7.52	1,020,353	D				
Common Stock	06/03/2014		М		10,000	A	\$1.07	1,020,353	D				
Common Stock	06/03/2014		S		10,000	D	\$7.1338	1,010,353	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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/)	ate	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	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$1.07	06/03/2014		М			10,000	(2)	06/20/2016	Common Stock	10,000	\$0	1,010,353	D	

Explanation of Responses:

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

2. This option becomes exercisable at the rate of one forty-eighth of the shares on 07/20/2006 and at the end of each full month thereafter.

/s/ Dan Weirich

<u>12/05/2014</u> son Date

** Signature of Reporting Person

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.