

J2 GLOBAL COMMUNICATIONS INC

Form 4

September 02, 2005

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHULHOF MICHAEL

(Last) (First) (Middle)

C/O J2 GLOBAL
COMMUNICATIONS, INC., 6922
HOLLYWOOD BL - 5TH
FL/LEGAL DEPT

(Street)

LOS ANGELES, CA 90028

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

J2 GLOBAL COMMUNICATIONS
INC [jcom]

3. Date of Earliest Transaction
(Month/Day/Year)
08/31/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ 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, \$0.01 par value	08/31/2005		A ⁽¹⁾		10,000	A	\$ 0 (2)
					10,000	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control**

SEC 1474
(9-02)

number.

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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V	(A)	(D)	
Options to purchase Common Stock ⁽³⁾	\$ 37.53	08/31/2005		A		6,000	08/31/2006 08/31/2015	Common Stock, \$0.01 par value 6,000
Options to purchase Common Stock ⁽³⁾	\$ 37.53	08/31/2005		A		6,000	08/31/2007 08/31/2015	Common Stock, \$0.01 par value 6,000
Options to purchase Common Stock ⁽³⁾	\$ 37.53	08/31/2005		A		6,000	08/31/2008 08/31/2015	Common Stock, \$0.01 par value 6,000
Options to purchase Common Stock ⁽³⁾	\$ 37.53	08/31/2005		A		6,000	08/31/2009 08/31/2015	Common Stock, \$0.01 par value 6,000
Options to Purchase Common Stock ⁽³⁾	\$ 37.53	08/31/2005		A		6,000	08/31/2010 08/31/2015	Common Stock, \$0.01 par value 6,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SCHULHOF MICHAEL
C/O J2 GLOBAL COMMUNICATIONS, INC.
6922 HOLLYWOOD BL - 5TH FL/LEGAL DEPT
LOS ANGELES, CA 90028

X

Signatures

/s/Michael P.
Schulhof

09/02/2005

__Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

- (1) Restricted Stocks awarded under the Issuer's Second Amended and Restated 1997 Stock Option Plan. The restricted shares are subject to a five-year restricted period which commences on the date of award with restrictions lapsing as to 10% of the shares on the first anniversary of the date of award, 15% of the shares on the second anniversary, 20% on the third, 25% on the fourth, and 30% on the fifth anniversary of the date of the award.
- (2) Restricted Stocks granted for services rendered; no value placed on services rendered.
- (3) Stock Options granted pursuant to Issuer's Second Amended and Restated 1997 Stock Option Plan.
- (4) Stock Options granted for services rendered; no value placed on services rendered.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.