

J2 GLOBAL, INC.
Form 4
March 07, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ZUCKER NEHEMIA

(Last) (First) (Middle)

6922 HOLLYWOOD BLVD., 5TH FLOOR

(Street)

LOS ANGELES, CA 90028

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
J2 GLOBAL, INC. [JCOM]

3. Date of Earliest Transaction (Month/Day/Year)
03/05/2014

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)

Chief Executive Officer

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 | (D) | Price |
| Common Stock \$0.01 Par Value | 03/05/2014 | | M ⁽¹⁾ | | 2,300 | A | \$ 17.19 |
| Common Stock \$0.01 Par Value | 03/05/2014 | | S | | 2,300 | D | \$ 51.6009 |
| Common Stock \$0.01 Par Value | 03/05/2014 | | F ⁽³⁾ | | 17,274 | D | \$ 51.51 |

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| | | | | | | | |
|----------------------------------|------------|------------------|--------|---|-----------------------------|---------|---|
| Common Stock \$0.01 Par Value | 03/06/2014 | M ⁽¹⁾ | 14,227 | A | \$ 17.19 | 164,105 | D |
| Common Stock \$0.01 Par Value | 03/06/2014 | S | 14,227 | D | \$ 51.5106 <u>(4)</u> | 149,878 | D |
| Common Stock \$0.01 Par Value | 03/07/2014 | M ⁽¹⁾ | 14,473 | A | \$ 17.19 | 164,351 | D |
| Common Stock \$0.01 Par Value | 03/07/2014 | S | 14,473 | D | \$ 51.4784 <u>(5)</u> | 149,878 | 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 number.

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(9-02)

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) | Date Exercisable | Expiration Date | Title |
| Options to Purchase Common Stock | \$ 17.19 | 03/05/2014 | | M | 2.3 | <u>(6)</u> 03/05/2019 | Common Stock \$0.01 Par Value | 2,300 |
| Options to Purchase Common Stock | \$ 17.19 | 03/06/2014 | | M | 14,227 | <u>(6)</u> 03/05/2019 | Common Stock \$0.01 Par Value | 14,227 |
| | \$ 17.19 | 03/07/2014 | | M | 14,473 | <u>(6)</u> 03/05/2019 | | 14,473 |

Options
to
Purchase
Common
Stock

Common
Stock
\$0.01 Par
Value

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ZUCKER NEHEMIA 6922 HOLLYWOOD BLVD. 5TH FLOOR LOS ANGELES, CA 90028 | | | Chief Executive Officer | |

Signatures

/s/ Nehemia
Zucker

03/07/2014

**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) These shares were acquired upon exercise of stock options issued under the Issuer's 2007 Stock Plan identified as exercised in Part II of this Form 4.
Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging from \$51.60 to \$51.61 per share. The Reporting Person hereby undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each price.
- (2) Payment for a tax liability by withholding securities incident to vesting of a certain restricted stock award under the Issuer's 2007 Stock Plan issued in accordance with Rule 16b-3 and exempt from short swing profits.
Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging from \$51.51 to \$51.53 per share. The Reporting Person hereby undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each price.
- (3) Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging from \$51.29 to \$51.60 per share. The Reporting Person hereby undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each price.
- (4) These stock options vested in five (5) equal annual installments commencing on March 5, 2010.
- (5) 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.