

J2 GLOBAL COMMUNICATIONS INC

Form 4

August 08, 2011

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 *
RIELEY JOHN

2. Issuer Name **and** Ticker or Trading
Symbol

**J2 GLOBAL COMMUNICATIONS
INC [JCOM]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

08/04/2011

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

**6922 HOLLYWOOD
BLVD., SUITE 500**

(Street)

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

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

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

LOS ANGELES, CA 90028

(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. 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock \$0.01 Par Value	08/04/2011		M ⁽¹⁾	4,556 A \$ 20.91	55,109 ⁽²⁾	D	
Common Stock \$0.01 Par Value	08/04/2011		M ⁽¹⁾	3,336 A \$ 21.67	58,445 ⁽⁴⁾	D	
Common Stock \$0.01 Par	08/04/2011		M ⁽¹⁾	3,657 A \$ 22.92	62,102 ⁽²⁾	D	

Value

Common
Stock
\$0.01 Par
Value

08/04/2011

S

11,549 D

\$

29.9891

50,553 ⁽⁴⁾

D

(3)

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

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SEC 1474
(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 (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)	8. Amount or Number of Shares
Options to Purchase Common Stock	\$ 20.91	08/04/2011		M	4,556	<u>(5)</u> 05/05/2018	Common Stock \$0.01 Par Value	4,556
Options to Purchase Common Stock	\$ 21.67	08/04/2011		M	3,336	<u>(6)</u> 05/07/2019	Common Stock \$0.01 Par Value	3,336
Options to Purchase Common Stock	\$ 22.92	08/04/2011		M	3,657	<u>(7)</u> 05/06/2020	Common Stock \$0.01 Par Value	3,657

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

RIELEY JOHN
6922 HOLLYWOOD BLVD.
SUITE 500
LOS ANGELES, CA 90028

X

Signatures

/s/ John Rieley

08/04/2011

**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.
- (2) Includes 25,124 shares of restricted stock which remain subject to vesting.
Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging from \$29.97 to \$30.02 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) from \$29.97 to \$30.02 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) Includes 25,124 shares of restricted stock which remain subject to vesting.
- (5) The stock options vest in five (5) equal annual installments commencing May 5, 2009.
- (6) The stock options vest in five (5) equal annual installments commencing May 7, 2010.
- (7) The stock options vest in five (5) equal annual installments commencing May 6, 2011.

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

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