

ROSS STEPHEN
Form 4
February 27, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ROSS STEPHEN

(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)
02/26/2019

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock \$0.01 Par Value | 02/26/2019 | | M ⁽¹⁾ | 18,281 A | \$ 22.92 | 34,297 | D |
| Common Stock \$0.01 Par Value | 02/26/2019 | | M ⁽¹⁾ | 12,567 A | \$ 29.34 | 46,864 | D |
| Common Stock \$0.01 Par Value | 02/26/2019 | | S | 30,848 D | \$ 85.4311 | 16,016 | D |

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| | | | | | | | |
|--|------------|------------------|-------|---|-----------------------------|--------|---|
| Common Stock \$0.01 Par Value | 02/27/2019 | M ⁽¹⁾ | 2,550 | A | \$ 29.34 | 18,566 | D |
| Common Stock \$0.01 Par Value | 02/27/2019 | S | 2,550 | D | \$ 85.1379 <u>(3)</u> | 16,016 | 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Options to Purchase Common Stock | \$ 22.92 | 02/26/2019 | | M | 18,281 | <u>(4)</u> 05/06/2020 | Common Stock, \$0.01 par value 18,281 |
| Options to Purchase Common Stock | \$ 29.34 | 02/26/2019 | | M | 12,567 | <u>(6)</u> 05/12/2021 | Common Stock, \$0.01 par value 12,567 |
| Options to Purchase Common Stock | \$ 29.34 | 02/27/2019 | | M | 2,550 | <u>(6)</u> 05/12/2021 | Common Stock, \$0.01 par value 2,550 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

ROSS STEPHEN
6922 HOLLYWOOD BLVD.
5TH FLOOR
LOS ANGELES, CA 90028

Signatures

/s/ Stephen Ross 02/27/2019

__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 Issuer's 2007 Stock Option 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
- (2) from \$85.40 to \$85.51 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.

Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging
- (3) from \$85.0901 to \$85.195 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 May 6, 2010.
- (5) Stock options granted for services rendered; no value placed on services rendered.
- (6) These stock options vested in five (5) equal annual installments commencing on May 12, 2011.

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.