

Edgar Filing: SCHULHOF MICHAEL - Form 4

SCHULHOF MICHAEL
Form 4
February 12, 2003

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

(Print of Type Responses)

1. Name and Address of Reporting Person*

Schulhof, Michael P.

(Last) (First) (Middle)

375 Park Avenue, Suite 1506

(Street)

New York NY 10152

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

j2 Global Communications, Inc. (Nasdaq: JCOM)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year

2/10/03 and 2/11/03

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

7. Individual or Joint/Group Filing (Check Applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

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| 1. Title of Security (Instr. 3) | 2. Trans- action Date (mm/dd/yy) | 2A. Deemed Execution Date, if any (mm/dd/yy) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | |
|---------------------------------------|--|---|---|---|--|------------------|---------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, \$0.01 par value | 2/10/03 | | S | | 17,300 (1) | D | \$20.68 |
| Common Stock, \$0.01 par value | 2/11/03 | | S | | 99,575 (1) | D | \$20.97 |

FORM 4 (continued)

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TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

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| 2. Conver- sion or Exer- cise | 3A. Deemed | 4. Trans- | 5. Number of Derivative Securities Acquired (A) | 6. Date Exercisable and | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|---------------|--------------|---|-------------------------------|---|
|--|---------------|--------------|---|-------------------------------|---|

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| 1. Title of Derivative Security (Instr. 3) | Price of Deriv- ative Secur- ity | 3. Trans- action Date (mm/dd/ yy) | Execut- ion Date if any (mm/dd/ yy) | action Code (Instr. 8) ----- Code V | or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D) | Expiration Date (Month/Day/Year) ----- Date Exer- cisable | Expira- tion Date | ----- Title | Amount or Number of Shares |
|--|---|--|--|--|---|---|-------------------------|----------------|--|
| Warrant (right to buy) | \$7.20 | 2/10/03 | | X | | 17,300 | IMMED | 1/1/07 | Common Stock \$0.01 par value 17,300 |
| Warrant (right to buy) | \$7.20 | 2/11/03 | | X | | 87,700 | IMMED | 1/1/07 | Common Stock \$0.01 par value 87,700 |
| Option to purchase Common Stock | \$6.88 | 2/11/03 | | X | | 6,250 | IMMED | 7/12/10 | Common Stock \$0.01 par value 6,250 |
| Option to purchase Common Stock | \$3.75 | 2/11/03 | | X | | 2,500 | IMMED | 12/28/11 | Common Stock \$0.01 par value 2,500 |
| Option to purchase Common Stock | \$3.75 | 2/11/03 | | X | | 3,125 | IMMED | 12/28/11 | Common Stock \$0.01 par value 3,125 |
| Option to purchase Common Stock | \$6.88 | | | | | | 7/12/03 | 7/12/10 | Common Stock \$0.01 par value 3,125 |
| Option to purchase Common Stock | \$6.88 | | | | | | 7/12/04 | 7/12/10 | Common Stock \$0.01 par value 3,125 |
| Option to purchase Common Stock | \$3.75 | | | | | | 3/28/03 | 12/28/11 | Common Stock \$0.01 par value 2,500 |
| Option to purchase Common Stock | \$3.75 | | | | | | 3/28/04 | 12/28/11 | Common Stock \$0.01 par value 2,500 |
| Option to purchase Common Stock | \$3.75 | | | | | | 3/28/05 | 12/28/11 | Common Stock \$0.01 par value 2,500 |
| Option to purchase | | | | | | | | | Common Stock \$0.01 par |

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| | | | | | |
|--------------------|---------|----------|----------|------------------|-------|
| Common Stock | \$3.75 | 12/28/03 | 12/28/11 | value | 3,125 |
| ----- | | | | | |
| Option to purchase | | | | Common Stock | |
| Common Stock | \$3.75 | 12/28/04 | 12/28/11 | \$0.01 par value | 3,125 |
| ----- | | | | | |
| Option to purchase | | | | Common Stock | |
| Common Stock | \$3.75 | 12/28/05 | 12/28/11 | \$0.01 par value | 3,125 |
| ----- | | | | | |
| Option to purchase | | | | Common Stock | |
| Common Stock | \$14.10 | 6/25/03 | 6/25/12 | \$0.01 par value | 3,125 |
| ----- | | | | | |
| Option to purchase | | | | Common Stock | |
| Common Stock | \$14.10 | 6/25/04 | 6/25/12 | \$0.01 par value | 3,125 |
| ----- | | | | | |
| Option to purchase | | | | Common Stock | |
| Common Stock | \$14.00 | 6/25/05 | 6/25/12 | \$0.01 par value | 3,125 |
| ----- | | | | | |
| Option to purchase | | | | Common Stock | |
| Common Stock | \$14.10 | 6/25/06 | 6/25/12 | \$0.01 par value | 3,125 |
| ===== | | | | | |

Explanation of Responses:

- (1) These shares were acquired upon exercise of stock options and warrants identified as exercised in part II of this Form 4.
- (2) Granted for services rendered, no value placed on services rendered.

/s/ Michael P. Schulhof

2/12/03

**Signature of Reporting Person

Date

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.