

J2 GLOBAL COMMUNICATIONS INC
 Form 4
 August 08, 2011

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 *
TURICCHI R SCOTT

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)
6922 HOLLYWOOD BLVD, 5TH FLOOR
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/04/2011

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

LOS ANGELES, CA 90028

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

(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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock \$0.01 Par Value | 08/04/2011 | | M ⁽¹⁾ | | 38,713 | A | \$ 17.19 |
| | | | | | | | 387,277 ⁽²⁾ |
| Common Stock \$0.01 Par Value | 08/04/2011 | | M ⁽³⁾ | | 138,360 | A | \$ 18.765 |
| | | | | | | | 525,637 ⁽²⁾ |
| Common Stock \$0.01 Par | 08/04/2011 | | M ⁽³⁾ | | 44,500 | A | \$ 6.875 |
| | | | | | | | 570,137 ⁽²⁾ |

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| | | | | | | | |
|-------------------------------|------------|------------------|---------|---|-----------|------------------------|---|
| Value | | | | | | | |
| Common Stock \$0.01 Par Value | 08/04/2011 | M ⁽³⁾ | 133,500 | A | \$ 8.95 | 703,637 ⁽²⁾ | D |
| Common Stock \$0.01 Par Value | 08/04/2011 | M ⁽³⁾ | 26,640 | A | \$ 18.765 | 730,277 ⁽²⁾ | D |
| Common Stock \$0.01 Par Value | 08/04/2011 | M ⁽¹⁾ | 1,287 | A | \$ 17.19 | 731,564 ⁽²⁾ | D |
| Common Stock \$0.01 Par Value | 08/04/2011 | F ⁽⁴⁾ | 248,152 | D | \$ 29.55 | 483,412 ⁽²⁾ | D |
| Common Stock \$0.01 Par Value | 08/04/2011 | S | 2,657 | D | \$ 30.3 | 480,755 ⁽²⁾ | D |
| Common Stock \$0.01 Par Value | 08/04/2011 | S | 25,000 | D | \$ 29.45 | 455,755 ⁽²⁾ | D |
| Common Stock \$0.01 Par Value | 08/05/2011 | S | 13,300 | D | \$ 30.05 | 442,455 ⁽²⁾ | D |

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

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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 | \$ 17.19 | 08/04/2011 | M | 38,713 | <u>(5)</u> | 03/05/2019 | Common Stock \$0.01 Par Value | 38,713 |
| Options to Purchase Common Stock | \$ 37.53 | 08/04/2011 | M | 138,360 | <u>(6)</u> | 08/31/2015 | Common Stock \$0.01 Par Value | 138,360 |
| Options to Purchase Common Stock | \$ 6.875 | 08/04/2011 | M | 44,500 | <u>(7)</u> | 05/08/2013 | Common Stock \$0.01 Par Value | 44,500 |
| Options to Purchase Common Stock | \$ 8.95 | 08/04/2011 | M | 133,500 | <u>(8)</u> | 05/08/2013 | Common Stock \$0.01 Par Value | 133,500 |
| Options to Purchase Common Stock | \$ 37.53 | 08/04/2011 | M | 26,640 | <u>(6)</u> | 08/31/2015 | Common Stock \$0.01 Par Value | 26,640 |
| Options to Purchase Common Stock | \$ 17.19 | 08/04/2011 | M | 1,287 | <u>(9)</u> | 03/05/2019 | Common Stock \$0.01 Par Value | 1,287 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| TURICCHI R SCOTT 6922 HOLLYWOOD BLVD 5TH FLOOR LOS ANGELES, CA 90028 | | | President | |

Signatures

/s/ R. Scott
Turicchi

08/05/2011

**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 under the Issuer's 2007 Stock Plan identified as exercised in Part II of this Form 4.
- (2) Includes 76,200 shares of restricted stock which remain subject to vesting.
- (3) These shares were acquired upon exercise of stock options under the Issuer's Second Amended and Restated 1997 Stock Option Plan identified as exercised in Part II of this Form 4.
- (4) Represents shares withheld by the Company to cover payment of exercise price and payroll tax withholding incident to the exercise of the stock options identified as exercised in Part II of this Form 4.

These stock options vested in five installments commencing on March 5, 2010 as follows: 19,999 options vested on March 5, 2010, 18,714 options vested on March 5, 2011, 18,714 options vested on March 5, 2012, 14,183 options vested on March 5, 2013 and 14,183 options vested on March 5, 2014.

- (6) These stock options vested in five (5) equal annual installments commencing August 31, 2006.
- (7) These stock options vested on May 8, 2004.
- (8) These stock options vested in three (3) equal annual installments commencing on May 8, 2005.

These stock options vest in five installments commencing on March 5, 2010 as follows: 1 option vested on March 5, 2010, 1,286 options vested on March 5, 2011, 1,286 options will vest on March 5, 2012, 5,867 options will vest on March 5, 2013 and 5,867 options will vest on March 5, 2014.

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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