

J2 GLOBAL, INC.  
Form 8-K  
June 25, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) June 25, 2014**

**j2 Global, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**0-25965**  
**(Commission**  
**File Number)**  
**6922 Hollywood Blvd.**

**47-1053457**  
**(IRS Employer**  
**Identification No.)**

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**Suite 500**

**Los Angeles, California 90028**

**(Address of principal executive offices)**

**(323) 860-9200**

**(Registrant's telephone number, including area code)**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 8.01. OTHER EVENTS**

On June 25, 2014, in connection with the previously announced issuance and sale by j2 Global, Inc. (the Company ) of \$350,000,000 aggregate principal amount of the Company s 3.25% Convertible Senior Notes due 2029 (the Notes ) pursuant to an underwriting agreement (the Underwriting Agreement ) with Merrill Lynch, Pierce, Fenner & Smith Incorporated, Citigroup Global Markets Inc. and Wells Fargo Securities, LLC as representatives of the several underwriters named on Schedule II thereto (the Underwriters ), the Underwriters purchased an additional \$52,500,000 aggregate principal amount of Notes (the Additional Notes ) pursuant to the exercise in full of the Underwriters option to purchase additional Notes. The purchase price paid by the Underwriters for the Additional Notes was 97.25% of the principal amount thereof, plus accrued interest from June 17, 2014. The Additional Notes form part of the same series as the Notes issued on June 17, 2014.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

**Exhibit**

| <b>Number</b> | <b>Description</b>   |
|---------------|--|
| 5.1           | Opinion of Sullivan & Cromwell LLP                           |
| 23.1          | Consent of Sullivan & Cromwell LLP (included in Exhibit 5.1) |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**j2 Global, Inc.**

(Registrant)

Date: June 25, 2014

By: /s/ Jeffrey D. Adelman  
Jeffrey D. Adelman

Vice President, General Counsel and Secretary

**INDEX TO EXHIBITS**

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