

J2 GLOBAL COMMUNICATIONS INC
 Form 4
 September 02, 2005

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 *
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)
08/31/2005

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

C/O J2 GLOBAL COMMUNICATIONS, INC., 6922 HOLLYWOOD BLVD/LEGAL DEPT - 5TH FL.

(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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Common Stock, \$0.01 par value | 08/31/2005 | | A ⁽¹⁾ | | 10,000 | A | \$ 0 <u>(2)</u> |
| | | | | | 10,000 | D | |

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

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 (9-02)

number.

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) | 8. Amount or Number of Shares |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title | |
| Options to purchase Common Stock ⁽³⁾ | \$ 37.53 | 08/31/2005 | | A | 6,000 | 08/31/2006 08/31/2015 | Common Stock, \$0.01 par value | 6,000 |
| Options to purchase Common Stock ⁽³⁾ | \$ 37.53 | 08/31/2005 | | A | 6,000 | 08/31/2007 08/31/2015 | Common Stock, \$0.01 par value | 6,000 |
| Options to purchase Common Stock ⁽³⁾ | \$ 37.53 | 08/31/2005 | | A | 6,000 | 08/31/2008 08/31/2015 | Common Stock, \$0.01 par value | 6,000 |
| Options to purchase Common Stock ⁽³⁾ | \$ 37.53 | 08/31/2005 | | A | 6,000 | 08/31/2009 08/31/2015 | Common Stock, \$0.01 par value | 6,000 |
| Options to purchase Common Stock ⁽³⁾ | \$ 37.53 | 08/31/2005 | | A | 6,000 | 08/31/2010 08/31/2015 | Common Stock, \$0.01 par value | 6,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RIELEY JOHN
C/O J2 GLOBAL COMMUNICATIONS, INC.
6922 HOLLYWOOD BLVD/LEGAL DEPT - 5TH FL.
LOS ANGELES, CA 90028

X

Signatures

/s/John F Rieley 09/02/2005

__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).
Restricted Stocks awarded under the Issuer's Second Amended and Restated 1997 Stock Option Plan. The restricted shares are subject to a five-year restriction period which commences on the date of award with restrictions lapsing as to 10% of the shares on the first anniversary of the date of award, 15% of the shares on the second anniversary, 20% on the third, 25% on the fourth, and 30% on the fifth anniversary of the date of the award.
- (1) Restricted Stocks granted for services rendered; no value placed on services rendered.
- (2) Restricted Stocks granted pursuant to Issuer's Second Amended and Restated 1997 Stock Option Plan.
- (3) Stock Options granted for services rendered; no value placed on services rendered.
- (4) Stock Options granted for services rendered; no value placed on services rendered.

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.