

SCHULHOF MICHAEL
 Form 4/A
 May 22, 2013

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 *
 SCHULHOF MICHAEL

2. Issuer Name and Ticker or Trading Symbol
 J2 GLOBAL, INC. [JCOM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 6922 HOLLYWOOD BLVD., 5TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
 05/10/2013

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

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
 05/14/2013

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock \$0.01 Par Value | 05/10/2013 | | M ⁽¹⁾ | | 9,000 <u>(2)</u> | A | \$ 32.45 34,876 D |
| Common Stock \$0.01 Par Value | 05/10/2013 | | M ⁽³⁾ | | 4,555 <u>(2)</u> | A | \$ 20.91 39,431 D |
| Common Stock \$0.01 Par Value | 05/10/2013 | | M ⁽³⁾ | | 3,336 <u>(2)</u> | A | \$ 21.67 42,767 D |

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| | | | | | | | |
|----------------------------------|------------|------------------|---------------------|---|-----------------------------|-----------------------|---|
| Common Stock \$0.01 Par Value | 05/10/2013 | M ⁽³⁾ | 3,656 <u>(2)</u> | A | \$ 22.92 | 46,423 | D |
| Common Stock \$0.01 Par Value | 05/10/2013 | M ⁽³⁾ | 3,024 <u>(2)</u> | A | \$ 29.34 | 49,447 | D |
| Common Stock \$0.01 Par Value | 05/10/2013 | S | 19,542 | D | \$ 39.6327 <u>(4)</u> | 29,905 ⁽⁵⁾ | D |
| Common Stock \$0.01 Par Value | 05/10/2013 | S | 4,029 | D | \$ 39.8891 <u>(6)</u> | 25,876 ⁽⁵⁾ | D |
| Common Stock \$0.01 Par Value | 05/14/2013 | S | 1,021 | D | \$ 39.9878 <u>(7)</u> | 24,855 ⁽⁵⁾ | 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options to Purchase Common Stock | \$ 32.45 | 05/10/2013 | | M | 9,000 <u>(2)</u> | <u>(8)</u> 08/03/2017 | Common Stock \$0.01 Par Value | 9,000 |

| | | | | | | | | |
|----------------------------------|----------|------------|---|--------------|------|------------|-------------------------------|-------|
| Options to Purchase Common Stock | \$ 20.91 | 05/10/2013 | M | 4,555 (2) | (9) | 05/05/2018 | Common Stock \$0.01 Par Value | 4,555 |
| Options to Purchase Common Stock | \$ 21.67 | 05/10/2013 | M | 3,336 (2) | (10) | 05/07/2019 | Common Stock \$0.01 Par Value | 3,336 |
| Options to Purchase Common Stock | \$ 22.92 | 05/10/2013 | M | 3,656 (2) | (11) | 05/06/2020 | Common Stock \$0.01 Par Value | 3,656 |
| Options to Purchase Common Stock | \$ 29.34 | 05/10/2013 | M | 3,024 (2) | (12) | 05/12/2021 | Common Stock \$0.01 Par Value | 3,024 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHULHOF MICHAEL 6922 HOLLYWOOD BLVD. 5TH FLOOR LOS ANGELES, CA 90028 | | | | |

Signatures

/s/ Michael Schulhof 05/22/2013

**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 the Issuer's 1997 Stock Plan identified as exercised in Part II of this Form 4.
- (2) This Amendment is filed to add information received regarding the exercise of stock options on May 10, 2013, by the Reporting Person.
- (3) These shares were acquired upon exercise of stock options issued under the Issuer's 2007 Stock Plan identified as exercised in Part II of this Form 4.
- (4) Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging from \$38.83 to \$39.82 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.

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- (5) The amount of shares beneficially owned following the reported sale transaction was understated in the original filing by the amount of the option exercise, or 23,571 shares.
- Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging from \$39.83 to \$40.14 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.
- (6) Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging from \$39.98 to \$40.00 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.
- (8) These stock options vested in five (5) equal annual installments commencing on August 3, 2008.
- (9) These stock options vested in five (5) equal annual installments commencing on May 5, 2009.
- (10) These stock options vest in five (5) equal annual installments commencing on May 7, 2010.
- (11) These stock options vest in five (5) equal annual installments commencing on May 6, 2011.
- (12) These stock options vest in five (5) equal annual installments commencing on May 12, 2012.
- (13) 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.