

J2 GLOBAL COMMUNICATIONS INC

Form 4

May 20, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
RIELEY JOHN

(Last) (First) (Middle)

**C/O J2 GLOBAL
COMMUNICATIONS, INC., 6922
HOLLYWOOD BLVD., SUITE 500**

(Street)

LOS ANGELES, CA 90028

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**J2 GLOBAL COMMUNICATIONS
INC [jcom]**

3. Date of Earliest Transaction
(Month/Day/Year)
05/18/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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	05/18/2005		M ⁽¹⁾		11,250	A	\$ 1.88 11,250
Common Stock, \$0.01 par value	05/18/2005		M ⁽¹⁾		12,500	A	\$ 19.09 23,750
Common Stock,	05/18/2005		S ⁽¹⁾		15,613	D	\$ 35.95 8,137

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\$0.01 par
value

Common
Stock,
\$0.01 par
value

05/18/2005

S⁽¹⁾

2,237

D

\$
35.96

5,900

D

Common
Stock,
\$0.01 par
value

05/18/2005

S⁽¹⁾

3,200

D

\$
36.01

2,700

D

Common
Stock,
\$0.01 par
value

05/18/2005

S⁽¹⁾

500

D

\$
36.02

2,200

D

Common
Stock,
\$0.01 par
value

05/18/2005

S⁽¹⁾

1,700

D

\$
36.05

500

D

Common
Stock,
\$0.01 par
value

05/18/2005

S⁽¹⁾

500

D

\$
36.07

0

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.

SEC 1474
(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	\$ 1.88	05/18/2005		M		5,000		03/28/2005	12/28/2011	Common Stock, \$0.01 par value	5,000

Options to purchase Common Stock	\$ 1.88	05/18/2005	M	6,250	12/28/2004	12/28/2011	Common Stock, \$0.01 par value	6,250
Options to purchase Common Stock	\$ 19.09	05/18/2005	M	12,500	03/24/2005	03/24/2014	Common Stock, \$0.01 par value	12,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIELEY JOHN C/O J2 GLOBAL COMMUNICATIONS, INC. 6922 HOLLYWOOD BLVD., SUITE 500 LOS ANGELES, CA 90028	X			

Signatures

/s/John F. Rieley 05/20/2005

**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).
- (1) These shares were acquired upon exercise of stock options under the Issuer's 1997 Stock Option Plan identified as exercised in Part II of this Form 4.
- (2) Employee Stock Option 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.

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