

KRETZMER W BRIAN

Form 4

February 22, 2012

# 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 \*  
KRETZMER W BRIAN

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 HOLYWOOD BLVD., SUITE 500

3. Date of Earliest Transaction (Month/Day/Year)  
02/22/2012

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

LOS ANGELES, CA 90028

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock \$0.01 Par Value	02/22/2012		M <sup>(1)</sup>		13,668	A	\$ 20.91
Common Stock \$0.01 Par Value	02/22/2012		M <sup>(1)</sup>		6,672	A	\$ 21.67
Common Stock \$0.01 Par Value	02/22/2012		M <sup>(1)</sup>		3,657	A	\$ 22.92

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Common Stock \$0.01 Par Value	02/22/2012	S	23,997	D	\$ 30.21 <u>(2)</u>	28,524	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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	\$ 20.91	02/22/2012		M	13,668	<u>(3)</u> 05/05/2018	Common Stock \$0.01 Par Value	13,668	
Options to Purchase Common Stock	\$ 21.67	02/22/2012		M	6,672	<u>(4)</u> 05/07/2019	Common Stock \$0.01 Par Value	6,672	
Options to Purchase Common Stock	\$ 22.92	02/22/2012		M	3,657	<u>(5)</u> 05/06/2020	Common Stock \$0.01 Par Value	3,657	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KRETZMER W BRIAN 6922 HOLYWOOD BLVD.	X			

SUITE 500  
LOS ANGELES, CA 90028

## Signatures

/s/ William Brian  
Kretzmer

02/22/2012

\_\_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 2007 Stock Plan identified as exercised in Part II of this form 4.  
Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging
- (2) from \$29.89 to \$30.00 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.
- (3) The stock options vest in five (5) equal annual installments commencing May 5, 2009.
- (4) The stock options vest in five (5) equal annual installments commencing May 7, 2010.
- (5) The stock options vest in five (5) equal annual installments commencing May 6, 2011.
- (6) 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.