

J2 GLOBAL COMMUNICATIONS INC
 Form 4
 March 15, 2007

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)
C/O J2 GLOBAL COMMUNICATIONS, 6922 HOLLYWOOD BLVD., 5TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
03/13/2007

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

(Street)
LOS ANGELES, CA 90028

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

(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	(D)	Price
Common Stock, \$0.01 par value	03/13/2007		M ⁽¹⁾		25,000	A	\$ 9.545
					45,000	⁽³⁾	
Common Stock, \$0.01 par value	03/13/2007		M ⁽¹⁾		12,000	A	\$ 18.765
					57,000	⁽³⁾	
	03/13/2007		M ⁽¹⁾		12,500	A	\$ 1.17
					69,500	⁽³⁾	

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Common Stock, \$0.01 par value								
Common Stock, \$0.01 par value	03/13/2007	<u>M</u> ⁽¹⁾	12,500	A	\$ 4.47	82,000 ⁽³⁾	D	
Common Stock, \$0.01 par value	03/13/2007	S	25,984	D	\$ 27.6	56,016 ⁽³⁾	D	
Common Stock, \$0.01 par value	03/13/2007	S	2,240	D	\$ 27.61	53,776 ⁽³⁾	D	
Common Stock, \$0.01 par value	03/13/2007	S	3,500	D	\$ 27.62	50,276 ⁽³⁾	D	
Common Stock, \$0.01 par value	03/13/2007	S	400	D	\$ 27.63	49,876 ⁽³⁾	D	
Common Stock, \$0.01 par value	03/13/2006	S	360	D	\$ 27.64	49,516 ⁽³⁾	D	
Common Stock, \$0.01 par value	03/13/2007	S	9,600	D	\$ 27.65	39,916 ⁽³⁾	D	
Common Stock, \$0.01 par value	03/13/2007	S	2,040	D	\$ 27.66	37,876 ⁽³⁾	D	
Common Stock, \$0.01 par value	03/13/2007	S	9,160	D	\$ 27.67	28,716 ⁽³⁾	D	
Common Stock, \$0.01 par value	03/13/2007	S	117	D	\$ 27.68	28,599 ⁽³⁾	D	
	03/13/2007	S	200	D	\$ 27.69	28,399 ⁽³⁾	D	

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Common Stock, \$0.01 par value							
Common Stock, \$0.01 par value	03/13/2007	S	500	D	\$ 27.69	27,899 ⁽³⁾	D
Common Stock, \$0.01 par value	03/13/2007	S	4,700	D	\$ 27.7	23,199 ⁽³⁾	D
Common Stock, \$0.01 par value	03/13/2007	S	300	D	\$ 27.71	22,899 ⁽³⁾	D
Common Stock, \$0.01 par value	03/13/2007	S	2,899	D	\$ 27.73	20,000 ⁽³⁾	D
Common Stock, \$0.01 par value	03/13/2007	S	700	D	\$ 27.3807	19,300 ⁽⁴⁾	D
Common Stock, \$0.01 par value	03/13/2007	S	1,300	D	\$ 27.38	18,000 ⁽⁵⁾	D

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

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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
Option to purchase Common Stock	\$ 9.545	03/13/2007	M	25,000	03/24/2006	03/24/2014	Common Stock, \$0.01 par value	25,000
Option to purchase Common Stock	\$ 18.765	03/13/2007	M	12,000	08/31/2006	08/31/2015	Common Stock, \$0.01 par value	12,000
Option to purchase Common Stock	\$ 1.17	03/13/2007	M	12,500	12/28/2005	12/28/2011	Common Stock, \$0.01 par value	12,500
Option to purchase Common Stock	\$ 4.47	03/13/2007	M	12,500	06/25/2006	06/25/2012	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 6922 HOLLYWOOD BLVD., 5TH FLOOR LOS ANGELES, CA 90028	X			

Signatures

/s/ John F.
Rieley

03/15/2007

**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.
- (3) Includes 20,000 shares of restricted stock awarded on August 31, 2005 under the Issuer's Second Amended and Restated 1997 Stock Option Plan. The restricted shares are subject to a five-year restricted 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.
- (4) Includes 19,300 shares of restricted stock awarded on August 31, 2005 under the Issuer's Second Amended and Restated 1997 Stock Option Plan. Subject to vesting as set forth above.
- (5)

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Includes 18,000 shares of restricted stock awarded on August 31, 2005 under the Issuer's Second Amended and Restated 1997 Stock Option Plan. Subject to vesting as set forth above.

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