

Weirich Daniel  
Form 3/A  
June 22, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement  | 3. Issuer Name and Ticker or Trading Symbol          |  |
| Â Weirich Daniel                          |         | (Month/Day/Year)  | 8X8 INC /DE/ [EGHT]                                  |  |
| (Last)                                    | (First) | (Middle)  | 06/22/2006   |  |
| 3151 JAY STREET                           |         | 4. Relationship of Reporting Person(s) to Issuer  |  |  |
| (Street)                                  |         | (Check all applicable)  |  |  |
| SANTA CLARA, Â CA Â 95054                 |         | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below)<br>Acting CFO and VP Operations |  |  |
| (City)                                    | (State) | (Zip)   | 5. If Amendment, Date Original Filed(Month/Day/Year) |  |
|   |         |   | 06/20/2006   |  |
| 1. Title of Security                      |         | 2. Amount of Securities Beneficially Owned  |  | 3. Ownership   |
| (Instr. 4)                                |         | (Instr. 4)  |  | Form: Direct (D) or Indirect (I)                                 |
| Common Stock                              |         | 50,419  |  | (Instr. 5)   |
|   |         |   |  | 4. Nature of Indirect Beneficial Ownership                       |
|   |         |   |  | (Instr. 5)   |
|   |         |   |  | 5. Ownership Form of Derivative Security: Direct (D) or Indirect |
|   |         |   |  | 6. Nature of Indirect Beneficial Ownership                       |
|   |         |   |  | (Instr. 5)   |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                    |   |   |   |
|------------------------------------|---|---|---|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities<br>Beneficially Owned<br>(Instr. 4) | 3. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial<br>Ownership<br>(Instr. 5) |
| Common Stock                       | 50,419  | D   | Â   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|   |   |  |  |  |  |
|---|---|--|--|--|--|
| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|   | Date Exercisable    Expiration Date                         | Title    Amount or Number of   |  |  |  |

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|   |       |            |                 | Shares  |         | (I)<br>(Instr. 5) |   |
|---|-------|------------|-----------------|---------|---------|-------------------|---|
| Employee Stock Option<br>(right to buy) | Â (1) | 03/23/2014 | Common<br>Stock | 50,000  | \$ 2.81 | D                 | Â |
| Employee Stock Option<br>(right to buy) | Â (2) | 04/26/2015 | Common<br>Stock | 25,000  | \$ 1.32 | D                 | Â |
| Employee Stock Option<br>(right to buy) | Â (2) | 04/18/2016 | Common<br>Stock | 100,000 | \$ 1.59 | D                 | Â |
| Employee Stock Option<br>(right to buy) | Â (2) | 06/20/2016 | Common<br>Stock | 200,000 | \$ 1.07 | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| Weirich Daniel<br>3151 JAY STREET<br>SANTA CLARA, CA 95054 | Â             | Â         | Â Acting CFO and VP Operations | Â     |

## Signatures

Daniel Weirich 06/22/2006

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The option became exercisable at the rate of 1/4th of the shares on 3/23/2005 and 1/36th of the remaining shares at the end of each full month thereafter.
- (2) The option becomes exercisable at the rate of 1/48th at the end of each full month thereafter.

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.