

NETSUITE INC

Form 3

December 19, 2007

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

N NELSON ZACHARY

(Last) (First) (Middle)

C/O NETSUITE INC., 2955
CAMPUS DRIVE, SUITE 100

(Street)

SAN MATEO, CA 94403

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/19/2007

3. Issuer Name and Ticker or Trading Symbol
NETSUITE INC [N]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Pres., Chief Executive Officer

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

1,564,884

D A

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)	02/26/2013	Common Stock	19,783	\$ 0.6	D	Â
Employee Stock Option (right to buy)	Â (2)	01/28/2014	Common Stock	244,507	\$ 0.7	D	Â
Employee Stock Option (right to buy)	Â (3)	12/30/2015	Common Stock	100,000	\$ 5	D	Â
Employee Stock Option (right to buy)	Â (4)	06/28/2017	Common Stock	125,001	\$ 12.4	D	Â
Employee Stock Option (right to buy)	Â (5)	12/12/2017	Common Stock	93,750	\$ 14.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NELSON ZACHARY C/O NETSUITE INC. 2955 CAMPUS DRIVE, SUITE 100 SAN MATEO, CA 94403	Â X	Â	Â Pres., Chief Executive Officer	Â

Signatures

/s/ DOUGLAS P. SOLOMON, by power of attorney

12/19/2007

__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).

The option is subject to an early exercise provision and is immediately exercisable. An option to purchase 237,400 shares was granted on February 26, 2003 and was exercised in part prior to the date on which the Reporting Person became subject to Section 16. One forty-eighth of the shares subject to the option vested on February 22, 2003 and one forty-eighth of the shares vested monthly thereafter.

The option is subject to an early exercise provision and is immediately exercisable. An option to purchase 782,402 shares was granted on January 28, 2004 and was exercised in part prior to the date on which the Reporting Person became subject to Section 16. One forty-eighth of the shares subject to the option vested on February 15, 2004 and one forty-eighth of the shares shall vest monthly thereafter.

The option is subject to an early exercise provision and is immediately exercisable. One ninety-sixth of the shares subject to the option vested on January 30, 2006 and one ninety-sixth of the shares shall vest monthly thereafter.

The option is subject to an early exercise provision and is immediately exercisable. One forty-eighth of the shares subject to the option vested on July 28, 2007 and one forty-eighth of the shares shall vest monthly thereafter. of the shares on July 28, 2007 and 1/48th of the shares on the 28th day of each month thereafter

The option is subject to an early exercise provision and is immediately exercisable. One forty-eighth of the shares subject to the option shall vest on January 12, 2008 and one forty-eighth of the shares shall vest monthly thereafter.

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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