

NETFLIX INC
Form 4
August 07, 2013

FORM 4

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

OMB APPROVAL

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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 *
HALEY TIMOTHY M

(Last) (First) (Middle)
100 WINCHESTER CIRCLE

(Street)

LOS GATOS, CA 95032

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NETFLIX INC [NFLX]

3. Date of Earliest Transaction (Month/Day/Year)
08/05/2013

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 Ownership (Instr. 4)
				Code V	Amount or Price		
Common Stock	08/05/2013			S	2,000 D \$ 242.15 (1)	16,576	D
Common Stock	08/05/2013			S	2,200 D \$ 243 (2)	14,376	D
Common Stock	08/05/2013			S	2,400 D \$ 244.21 (3)	11,976	D
Common Stock	08/05/2013			S	2,000 D \$ 245.11 (4)	9,976	D

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Common Stock	08/05/2013	S	2,202	D	\$ <u>(5)</u> 246.19	7,774	D
Common Stock	08/05/2013	S	1,274	D	\$ <u>(6)</u> 253.5	6,500	D
Common Stock	08/05/2013	S	1,200	D	\$ <u>(7)</u> 246.96	5,300	D
Common Stock	08/05/2013	S	3,100	D	\$ <u>(8)</u> 252.98	2,200	D
Common Stock	08/05/2013	S	500	D	\$ <u>(9)</u> 248.19	1,700	D
Common Stock	08/05/2013	S	300	D	\$ <u>(10)</u> 249.45	1,400	D
Common Stock	08/05/2013	S	900	D	\$ <u>(11)</u> 251.71	500	D
Common Stock	08/05/2013	S	500	D	\$ <u>(12)</u> 250.88	0	D

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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title

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Non-Qualified Stock Option (right to buy)	\$ 44.97	08/05/2013	M	890	08/03/2009	08/03/2019	Common Stock	890
Non-Qualified Stock Option (right to buy)	\$ 53.48	08/05/2013	M	935	01/04/2010	01/04/2020	Common Stock	935
Non-Qualified Stock Option (right to buy)	\$ 53.8	08/05/2013	M	743	11/02/2009	11/02/2019	Common Stock	743
Non-Qualified Stock Option (right to buy)	\$ 54.5	08/05/2013	M	917	08/01/2012	08/01/2022	Common Stock	917
Non-Qualified Stock Option (right to buy)	\$ 55.93	08/05/2013	M	894	09/04/2012	09/04/2022	Common Stock	894
Non-Qualified Stock Option (right to buy)	\$ 56.05	08/05/2013	M	892	10/01/2012	10/01/2022	Common Stock	892
Non-Qualified Stock Option (right to buy)	\$ 58.23	08/05/2013	M	687	12/01/2009	12/01/2019	Common Stock	687
Non-Qualified Stock Option (right to buy)	\$ 61.03	08/05/2013	M	819	02/01/2010	02/01/2020	Common Stock	819
Non-Qualified Stock Option (right to buy)	\$ 62.95	08/05/2013	M	794	06/01/2012	06/01/2022	Common Stock	794
Non-Qualified Stock Option (right to buy)	\$ 67.17	08/05/2013	M	744	12/01/2011	12/01/2021	Common Stock	744
Non-Qualified Stock Option (right to buy)	\$ 67.85	08/05/2013	M	737	07/02/2012	07/02/2022	Common Stock	737
Non-Qualified Stock Option (right to buy)	\$ 69.7	08/05/2013	M	717	03/01/2010	03/01/2020	Common Stock	717
Non-Qualified Stock Option (right to buy)	\$ 72.24	08/05/2013	M	692	01/03/2012	01/03/2022	Common Stock	692
Non-Qualified Stock Option (right to buy)	\$ 75	08/05/2013	M	667	04/01/2010	04/01/2020	Common Stock	667
Non-Qualified Stock Option	\$ 76.01	08/05/2013	M	658	12/03/2012	12/03/2022	Common Stock	658

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(right to buy)

Non-Qualified Stock Option (right to buy)	\$ 77.69	08/05/2013	M	644	11/01/2012	11/01/2022	Common Stock	644
Non-Qualified Stock Option (right to buy)	\$ 80.09	08/05/2013	M	624	11/01/2011	11/01/2021	Common Stock	624
Non-Qualified Stock Option (right to buy)	\$ 81.36	08/05/2013	M	615	05/01/2012	05/01/2022	Common Stock	615
Non-Qualified Stock Option (right to buy)	\$ 101.88	08/05/2013	M	491	08/02/2010	08/02/2020	Common Stock	491
Non-Qualified Stock Option (right to buy)	\$ 101.99	08/05/2013	M	490	05/03/2010	05/03/2020	Common Stock	490
Non-Qualified Stock Option (right to buy)	\$ 107.29	08/05/2013	M	466	06/01/2010	06/01/2020	Common Stock	466
Non-Qualified Stock Option (right to buy)	\$ 109.66	08/05/2013	M	456	07/01/2010	07/01/2020	Common Stock	456
Non-Qualified Stock Option (right to buy)	\$ 112.75	08/05/2013	M	443	03/01/2012	03/01/2022	Common Stock	443
Non-Qualified Stock Option (right to buy)	\$ 113.25	08/05/2013	M	442	10/03/2011	10/03/2021	Common Stock	442
Non-Qualified Stock Option (right to buy)	\$ 113.97	08/05/2013	M	439	04/02/2012	04/02/2022	Common Stock	439
Non-Qualified Stock Option (right to buy)	\$ 122.97	08/05/2013	M	407	02/01/2012	02/01/2022	Common Stock	407
Non-Qualified Stock Option (right to buy)	\$ 134.91	08/05/2013	M	371	09/01/2010	09/01/2020	Common Stock	371
Non-Qualified Stock Option (right to buy)	\$ 154.66	08/05/2013	M	323	10/01/2010	10/01/2020	Common Stock	323
Non-Qualified Stock Option (right to buy)	\$ 167.37	08/05/2013	M	299	11/01/2010	11/01/2020	Common Stock	299

Non-Qualified Stock Option (right to buy)	\$ 178.41	08/05/2013	M	280	01/03/2011	01/03/2021	Common Stock	280
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HALEY TIMOTHY M 100 WINCHESTER CIRCLE LOS GATOS, CA 95032		X		

Signatures

By: David Hyman, Authorized Signatory For: Timothy M. Haley
Date: 08/07/2013

__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) This transaction was executed in multiple trades at prices ranging from \$241.67 to \$242.66. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (2) This transaction was executed in multiple trades at prices ranging from \$242.68 to \$243.60. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (3) This transaction was executed in multiple trades at prices ranging from \$243.69 to \$244.61. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (4) This transaction was executed in multiple trades at prices ranging from \$244.71 to \$245.70. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (5) This transaction was executed in multiple trades at prices ranging from \$245.71 to \$246.63. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (6) This transaction was executed in multiple trades at prices ranging from \$253.39 to \$253.73. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (7) This transaction was executed in multiple trades at prices ranging from \$246.77 to \$247.65. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (8) This transaction was executed in multiple trades at prices ranging from \$252.39 to \$253.31. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (9) This transaction was executed in multiple trades at prices ranging from \$247.84 to \$248.65. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (10) This transaction was executed in multiple trades at prices ranging from \$248.96 to \$249.72. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(11) This transaction was executed in multiple trades at prices ranging from \$251.21 to \$252.06. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(12) This transaction was executed in multiple trades at prices ranging from \$250.17 to \$251.13. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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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