**NETSUITE INC** Form 4 March 04, 2014

## FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or Form 5

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

1(b).

(Print or Type Responses)

obligations

may continue.

See Instruction

1. Name and Address of Reporting Person \* McGeever James

> (Last) (First) (Middle)

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

(Street)

Filed(Month/Day/Year)

2. Issuer Name and Ticker or Trading Symbol

NETSUITE INC [N]

3. Date of Earliest Transaction (Month/Day/Year) 02/28/2014

4. If Amendment, Date Original

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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

Chief Operating Officer

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

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SAN MATEO, CA 94403

(City)	(State)	(Zip) Tab	ole I - Non-	Derivativ	e Secu	ırities Acquir	ed, Disposed of,	or Beneficiall	y 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) from Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	02/28/2014		M <u>(1)</u>	1,563	A	\$ 12.4	271,990 (2)	D	
Common Stock	02/28/2014		M <u>(1)</u>	443	A	\$ 29.32	272,433	D	
Common Stock	02/28/2014		M <u>(1)</u>	381	A	\$ 46.78	272,814	D	
Common Stock	02/28/2014		S <u>(1)</u>	500	D	\$ 114.027 (3)	272,314	D	
Common Stock	02/28/2014		S <u>(1)</u>	600	D	\$ 114.905 (3)	271,714	D	

#### Edgar Filing: NETSUITE INC - Form 4

Common Stock	02/28/2014	S(1)	200	D	\$ 116.6 (3)	271,514	D
Common Stock	02/28/2014	S <u>(1)</u>	700	D	\$ 117.7293 (3)	270,814	D
Common Stock	02/28/2014	S <u>(1)</u>	387	D	\$ 118.7007 (3)	270,427	D

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

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.

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 omf 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
Employee Stock Option (right to buy)	\$ 12.4	02/28/2014		M <u>(1)</u>		1,563	<u>(4)</u>	03/03/2020	Common Stock	1,563
Employee Stock Option (right to buy)	\$ 29.32	02/28/2014		M <u>(1)</u>		443	<u>(5)</u>	03/07/2021	Common Stock	443
Employee Stock Option (right to buy)	\$ 46.78	02/28/2014		M <u>(1)</u>		381	<u>(6)</u>	03/06/2022	Common Stock	381

Officer

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

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

## **Signatures**

SAN MATEO, CA 94403

/s/ Adriana Botto, by power of attorney

03/04/2014

\*\*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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 14, 2012.
- (2) Amount of Securities Beneficially Owned Following Reported Transaction(s) has been adjusted by one share to reflect the award of 30,762 performance share units on February 15, 2014 not 30,761 performance share units as previously reported.
- The sale prices reported in column 4 of Table 1 represent the weighted average sale price of the shares sold ranging from \$113.655 to \$114.39, \$114.72 to \$115.20, \$116.17 to \$117.03, \$117.26 to \$118.09, and \$118.50 to \$118.91, per share, respectively. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- (4) This option vests in forty-eight equal monthly installments beginning on April 3, 2010.
- (5) This option vests in forty-eight equal monthly installments beginning on April 3, 2011.
- (6) This option vests in forty-eight equal monthly installments beginning on April 3, 2012.

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.

Reporting Owners 3