NETSUITE INC Form 4 March 05, 2014

FORM 4

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

SECURITIES

Estimated average burden hours per response...

Form 5 obligations may continue. See Instruction

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

0.5

1(b).

(Print or Type Responses)

1. Name and Ad Gill Ronald S		orting Person *	2. Issuer Name and Ticker or Trading Symbol NETSUITE INC [N]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First)		(Middle)	3. Date of Earliest Transaction	(Sheek all applicable)			
C/O NETSUITE INC., 2955 CAMPUS DRIVE, SUITE 100			(Month/Day/Year) 03/03/2014	Director 10% OwnerX Officer (give title Other (specify below) Chief Financial Officer			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
SAN MATE	O CA 0440	12	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
SANWATE	O, CA 9440	13		Person			

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acquir	ed, 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. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or		(D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership y Form: Direct (D) or Indirect (I) n(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	03/03/2014		Code V $S_{\underline{(1)}}$	Amount 700	(D)	Price \$ 110.94 (2)	59,444 (3)	D	
Common Stock	03/03/2014		S <u>(1)</u>	2,626	D	\$ 111.7653 (2)	56,818	D	
Common Stock	03/03/2014		S <u>(1)</u>	200	D	\$ 113.185 (2)	56,618	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

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displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
Gill Ronald S C/O NETSUITE INC. 2955 CAMPUS DRIVE, SUITE 100			Chief Financial				
SAN MATEO, CA 94403			Officer				

Signatures

/s/ Adriana Botto, by power of attorney

03/05/2014

**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).
- The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on November 4, **(1)** 2013.
- The sale prices reported in column 4 of Table 1 represent the weighted average sale price of the shares sold ranging from \$110.36 to \$111.30, \$111.36 to \$112.30, and \$112.80 to \$113.57, per share, respectively. Upon request by the Commission staff, the Issuer, or a **(2)** security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- Amount of Securities Beneficially Owned Following Reported Transaction(s) has been adjusted by one share to reflect the award of 13,233 performance share units on February 15, 2014 not 13,232 performance share units as previously reported.

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 2