

NETFLIX INC

Form 4

January 28, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(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)
01/24/2014

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/24/2014		S	1,600 (1)	\$ 389.39 (2)	700	D
Common Stock	01/24/2014		S	700 (1)	\$ 390.22 (3)	0	D

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

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information contained in this form are not
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SEC 1474
(9-02)

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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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 31	01/24/2014		M	968 (1)	05/01/2008	05/01/2018	Common Stock	968
Non-Qualified Stock Option (right to buy)	\$ 34.35	01/24/2014		M	1,164 (1)	03/02/2009	03/02/2019	Common Stock	1,164
Non-Qualified Stock Option (right to buy)	\$ 36.51	01/24/2014		M	1,095 (1)	04/01/2008	04/01/2018	Common Stock	1,095
Non-Qualified Stock Option (right to buy)	\$ 36.95	01/24/2014		M	1,083 (1)	02/02/2009	02/02/2019	Common Stock	1,083
Non-Qualified Stock Option (right to buy)	\$ 40.62	01/24/2014		M	984 (1)	07/01/2009	07/01/2019	Common Stock	984
Non-Qualified Stock Option (right to buy)	\$ 40.94	01/24/2014		M	977 (1)	06/01/2009	06/01/2019	Common Stock	977
Non-Qualified Stock Option (right to buy)	\$ 42.15	01/24/2014		M	949 (1)	09/01/2009	09/01/2019	Common Stock	949
Non-Qualified Stock Option (right to buy)	\$ 42.87	01/24/2014		M	933 (1)	04/01/2009	04/01/2019	Common Stock	933
Non-Qualified Stock Option (right to buy)	\$ 44.48	01/24/2014		M	899 (1)	05/01/2009	05/01/2019	Common Stock	899
Non-Qualified Stock Option (right to buy)	\$ 44.62	01/24/2014		M	896 (1)	10/01/2009	10/01/2019	Common Stock	896
	\$ 92.01	01/24/2014		M		01/02/2013	01/02/2023		54

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Non-Qualified Stock Option (right to buy)				<u>543</u> (1)				Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 164.8	01/24/2014	M	<u>303</u> (1)	02/01/2013	02/01/2023		Common Stock	30
Non-Qualified Stock Option (right to buy)	\$ 182.43	01/24/2014	M	<u>274</u> (1)	04/01/2013	04/01/2023		Common Stock	27
Non-Qualified Stock Option (right to buy)	\$ 189.37	01/24/2014	M	<u>264</u> (1)	03/01/2013	03/01/2023		Common Stock	26
Non-Qualified Stock Option (right to buy)	\$ 200.14	01/24/2014	M	<u>250</u> (1)	12/01/2010	12/01/2020		Common Stock	25
Non-Qualified Stock Option (right to buy)	\$ 204.63	01/24/2014	M	<u>244</u> (1)	03/01/2011	03/01/2021		Common Stock	24
Non-Qualified Stock Option (right to buy)	\$ 212.9	01/24/2014	M	<u>235</u> (1)	02/01/2011	02/01/2021		Common Stock	23
Non-Qualified Stock Option (right to buy)	\$ 212.91	01/24/2014	M	<u>235</u> (1)	05/01/2013	05/01/2023		Common Stock	23
Non-Qualified Stock Option (right to buy)	\$ 221.97	01/24/2014	M	<u>225</u> (1)	06/03/2013	06/03/2023		Common Stock	22
Non-Qualified Stock Option (right to buy)	\$ 233.27	01/24/2014	M	<u>214</u> (1)	09/01/2011	09/01/2021		Common Stock	21
Non-Qualified Stock Option (right to buy)	\$ 237.19	01/24/2014	M	<u>211</u> (1)	05/02/2011	05/02/2021		Common Stock	21
Non-Qualified Stock Option (right to buy)	\$ 242.09	01/24/2014	M	<u>207</u> (1)	04/01/2011	04/01/2021		Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 263.38	01/24/2014	M	<u>190</u> (1)	08/01/2011	08/01/2021		Common Stock	19
Non-Qualified Stock Option (right to buy)	\$ 267.26	01/24/2014	M	<u>187</u> (1)	06/01/2011	06/01/2021		Common Stock	18
Non-Qualified Stock Option	\$ 267.99	01/24/2014	M	<u>187</u> (1)	07/01/2011	07/01/2021		Common Stock	18

(right to buy)

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 For: Timothy M. Haley 01/28/2014

__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) Transaction made pursuant to duly adopted trading plan under Rule 10b5-1(c).
This transaction was executed in multiple trades at prices ranging from \$388.84 to \$389.67. 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 \$389.92 to \$390.56. 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 \$389.92 to \$390.56. 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. 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.