

NETFLIX INC

Form 4

August 03, 2015

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SARANDOS THEODORE A

(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)
07/30/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Content 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

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)
			Code	V	Amount (1) (A) or (D)	Price	
Common Stock	07/30/2015		M		17,171 (1)	A \$ 33.8843	17,171 D
Common Stock	07/30/2015		M		16,828 (1)	A \$ 34.5843	33,999 D
Common Stock	07/30/2015		M		15,239 (1)	A \$ 38.18	49,238 D
Common Stock	07/30/2015		M		21,077 (1)	A \$ 35.5886	70,315 D
Common Stock	07/30/2015		M		15,463 (1)	A \$ 37.6257	85,778 D

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Common Stock	07/30/2015	M	<u>15,197</u> (1)	A	\$ 38.2843	100,975	D
Common Stock	07/30/2015	M	<u>18,165</u> (1)	A	\$ 41.2857	119,140	D
Common Stock	07/30/2015	M	<u>16,170</u> (1)	A	\$ 46.3743	135,310	D
Common Stock	07/30/2015	M	<u>15,946</u> (1)	A	\$ 47.0386	151,256	D
Common Stock	07/30/2015	M	<u>19,068</u> (1)	A	\$ 48.0743	170,324	D
Common Stock	07/30/2015	M	<u>18,774</u> (1)	A	\$ 48.83	189,098	D
Common Stock	07/30/2015	M	<u>18,389</u> (1)	A	\$ 49.8486	207,487	D
Common Stock	07/30/2015	S	<u>127,966</u> (1)	D	\$ 106.03 (2)	79,521	D
Common Stock	07/30/2015	S	<u>79,521</u> (1)	D	\$ 106.71 (3)	0	D

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

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(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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 33.8843	07/30/2015		M		17,171	(1)	05/02/2011	05/02/2021	Common Stock	17,171
Non-Qualified Stock Option (right to buy)	\$ 34.5843	07/30/2015		M		16,828	(1)	04/01/2011	04/01/2021	Common Stock	16,828

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Non-Qualified Stock Option (right to buy)	\$ 35.5886	07/30/2015	M	21,077 (1)	08/01/2013	08/01/2023	Common Stock	21
Non-Qualified Stock Option (right to buy)	\$ 37.6257	07/30/2015	M	15,463 (1)	08/01/2011	08/01/2021	Common Stock	15
Non-Qualified Stock Option (right to buy)	\$ 38.18	07/30/2015	M	15,239 (1)	06/01/2011	06/01/2021	Common Stock	15
Non-Qualified Stock Option (right to buy)	\$ 38.2843	07/30/2015	M	15,197 (1)	07/01/2011	07/01/2021	Common Stock	15
Non-Qualified Stock Option (right to buy)	\$ 41.2857	07/30/2015	M	18,165 (1)	09/03/2013	09/03/2023	Common Stock	18
Non-Qualified Stock Option (right to buy)	\$ 46.3743	07/30/2015	M	16,170 (1)	10/01/2013	10/01/2023	Common Stock	16
Non-Qualified Stock Option (right to buy)	\$ 47.0386	07/30/2015	M	15,946 (1)	11/01/2013	11/01/2023	Common Stock	15
Non-Qualified Stock Option (right to buy)	\$ 48.0743	07/30/2015	M	19,068 (1)	05/01/2014	05/01/2024	Common Stock	19
Non-Qualified Stock Option (right to buy)	\$ 48.83	07/30/2015	M	18,774 (1)	12/01/2014	12/01/2024	Common Stock	18
Non-Qualified Stock Option (right to buy)	\$ 49.8486	07/30/2015	M	18,389 (1)	01/02/2015	01/02/2025	Common Stock	18

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SARANDOS THEODORE A 100 WINCHESTER CIRCLE LOS GATOS, CA 95032			Chief Content Officer	

Signatures

By: Carole Payne, Authorized Signatory For: Theodore A. Sarandos 08/03/2015

__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 \$105.40 to \$106.39. The price reported above reflects the

(2) 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.

This transaction was executed in multiple trades at prices ranging from \$106.40 to \$107.30. The price reported above reflects the

(3) 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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