

MENDOZA THOMAS F  
 Form 4  
 December 15, 2004

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 MENDOZA THOMAS F

2. Issuer Name and Ticker or Trading Symbol  
 NETWORK APPLIANCE INC  
 [NTAP]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 495 EAST JAVA DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/13/2004

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

SUNNYVALE, CA 94089  
 (City) (State) (Zip)

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

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)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	12/13/2004		M		260,000	A	\$ 11.25	2,011,725 D
Common Stock	12/13/2004		S		260,000	D	\$ 32.98	1,751,725 D
Common Stock	12/13/2004		M		2,648	A	\$ 14.167	195,025 I by Spouse
Common Stock	12/13/2004		M		2,187	A	\$ 17.146	197,212 I by Spouse
Common Stock	12/13/2004		S		4,835	D	\$ 32.75	192,377 I by Spouse

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 Security (Instr. 3 and 4)	8. Amount of Shares
Non-Qualified Stock Option (right to buy)	\$ 11.25	12/13/2004		M	260,000	<u>(1)</u> 05/24/2009	Common Stock	260,000
Non-Qualified Stock Option (right to buy)	\$ 14.167	12/13/2004		M	2,648	<u>(2)</u> 01/02/2010	Common Stock	2,648
Non-Qualified Stock Option (right to buy)	\$ 17.146	12/13/2004		M	2,187	<u>(3)</u> 01/01/2011	Common Stock	2,187

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MENDOZA THOMAS F 495 EAST JAVA DRIVE SUNNYVALE, CA 94089			President	

## Signatures

By: Janice Mahoney by Power of Attorney For: Thomas F. Mendoza

12/15/2004

\_\_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) Option vests with respect to 25% of the option shares on the first anniversary of the grant date and the balance in a series of equal monthly installments over the next 36 months of service thereafter.

(2)

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Option vests with respect to 1/12 of the option shares on January 31, 2002 and the balance in a series of equal month installments over the next 11 months thereafter.

- (3) Option vests with respect to 1/12 of the option shares on 1/31/01 and the balance in a series of equal month installments over the next 11 months thereafter.

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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