

NETFLIX INC
Form 4
May 29, 2014

FORM 4

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

OMB APPROVAL

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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 *
MATHER ANN

(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)
05/27/2014

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/27/2014		M		380 ⁽¹⁾ A \$ 92.01	380	D
Common Stock	05/27/2014		S		380 ⁽¹⁾ D \$ 401.52	0	D
Common Stock	05/27/2014		M		460 ⁽¹⁾ A \$ 76.01	460	D
Common Stock	05/27/2014		S		460 ⁽¹⁾ D \$ 401.52	0	D
Common Stock	05/27/2014		M		451 ⁽¹⁾ A \$ 77.69	451	D
Common Stock	05/27/2014		S		451 ⁽¹⁾ D	0	D

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Common Stock					\$	401.52		
Common Stock	05/27/2014	M	624 <u>(1)</u>	A	\$ 56.05	624		D
Common Stock	05/27/2014	S	624 <u>(1)</u>	D	\$ 401.52	0		D
Common Stock	05/27/2014	M	626 <u>(1)</u>	A	\$ 55.93	626		D
Common Stock	05/27/2014	S	626 <u>(1)</u>	D	\$ 401.52	0		D
Common Stock	05/27/2014	M	642 <u>(1)</u>	A	\$ 54.5	642		D
Common Stock	05/27/2014	S	642 <u>(1)</u>	D	\$ 401.52	0		D
Common Stock	05/27/2014	M	516 <u>(1)</u>	A	\$ 67.85	516		D
Common Stock	05/27/2014	S	516 <u>(1)</u>	D	\$ 401.52	0		D
Common Stock	05/27/2014	M	556 <u>(1)</u>	A	\$ 62.95	556		D
Common Stock	05/27/2014	S	556 <u>(1)</u>	D	\$ 401.52	0		D
Common Stock	05/27/2014	M	430 <u>(1)</u>	A	\$ 81.36	430		D
Common Stock	05/27/2014	S	430 <u>(1)</u>	D	\$ 401.52	0		D
Common Stock	05/27/2014	M	484 <u>(1)</u>	A	\$ 72.24	484		D
Common Stock	05/27/2014	S	484 <u>(1)</u>	D	\$ 401.52	0		D
Common Stock	05/27/2014	M	521 <u>(1)</u>	A	\$ 67.17	521		D
Common Stock	05/27/2014	S	521 <u>(1)</u>	D	\$ 401.52	0		D
Common Stock	05/27/2014	M	437 <u>(1)</u>	A	\$ 80.09	437		D
Common Stock	05/27/2014	S	437 <u>(1)</u>	D	\$ 401.52	0		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

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required to respond unless the form 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 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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 54.5	05/27/2014		M	642 (1)	08/01/2012 08/01/2022	Common Stock	642	
Non-Qualified Stock Option (right to buy)	\$ 55.93	05/27/2014		M	626 (1)	09/04/2012 09/04/2022	Common Stock	626	
Non-Qualified Stock Option (right to buy)	\$ 56.05	05/27/2014		M	624 (1)	10/01/2012 10/01/2022	Common Stock	624	
Non-Qualified Stock Option (right to buy)	\$ 62.95	05/27/2014		M	556 (1)	06/01/2012 06/01/2022	Common Stock	556	
Non-Qualified Stock Option (right to buy)	\$ 67.17	05/27/2014		M	521 (1)	12/01/2011 12/01/2021	Common Stock	521	
Non-Qualified Stock Option (right to buy)	\$ 67.85	05/27/2014		M	516 (1)	07/02/2012 07/02/2022	Common Stock	516	
Non-Qualified Stock Option (right to buy)	\$ 72.24	05/27/2014		M	484 (1)	01/03/2012 01/03/2022	Common Stock	484	
Non-Qualified Stock Option (right to buy)	\$ 76.01	05/27/2014		M	460 (1)	12/03/2012 12/03/2022	Common Stock	460	
Non-Qualified Stock Option (right to buy)	\$ 77.69	05/27/2014		M	451 (1)	11/01/2012 11/01/2022	Common Stock	451	

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Non-Qualified Stock Option (right to buy)	\$ 80.09	05/27/2014	M	<u>437</u> (1)	11/01/2011	11/01/2021	Common Stock	437
Non-Qualified Stock Option (right to buy)	\$ 81.36	05/27/2014	M	<u>430</u> (1)	05/01/2012	05/01/2022	Common Stock	430
Non-Qualified Stock Option (right to buy)	\$ 92.01	05/27/2014	M	<u>380</u> (1)	01/02/2013	01/02/2023	Common Stock	380

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MATHER ANN 100 WINCHESTER CIRCLE LOS GATOS, CA 95032	X			

Signatures

By: Carole Payne, Authorized Signatory For: Ann Mather 05/28/2014

__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).

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.