Ramsey James Burr Form 4 April 24, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* Ramsey James Burr

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

(Street)

(Middle)

NETSUITE INC [N] 3. Date of Earliest Transaction

(Month/Day/Year)

04/20/2012

(Check all applicable)

C/O NETSUITE INC., 2955

X\_ Officer (give title below)

10% Owner \_Other (specify

SVP Worldwide Sales & Distrib.

**CAMPUS DRIVE, SUITE 100** 

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SAN MATEO, CA 94403

| (City)                               | (State) (Z                              | Zip) Table  | I - Non-De                             | erivative S  | Securi           | ties Acc   | quired, Disposed   | of, or Beneficial   | lly Owned |
|--------------------------------------|---|---|--|--|------------------|--|--|---|-----------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactio<br>Code<br>(Instr. 8) | 4. Securities on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |                  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |           |
|                                      |   |   | Code V                                 | Amount   | (A)<br>or<br>(D) | Price  | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                       |   |           |
| Common<br>Stock                      | 04/20/2012                              |   | M <u>(1)</u>                           | 1,400  | A                | \$ 5   | 95,437   | D   |           |
| Common<br>Stock                      | 04/20/2012                              |   | S <u>(1)</u>                           | 1,400  | D                | \$ 50  | 94,037   | D   |           |

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

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#### Edgar Filing: Ramsey James Burr - Form 4

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number omf 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<br>Underlying Securities<br>(Instr. 3 and 4) |  |
|---|---|---|---|--|--|--|--------------------|---|--|
|   |   |   |   | Code V                                 | (A) (D)  | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 5  | 04/20/2012                              |   | M <u>(1)</u>                           | 1,400  | <u>(2)</u>   | 12/30/2015         | Common<br>Stock   | 1,400                                  |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                                      |       |  |  |  |
|--|---------------|-----------|--------------------------------------|-------|--|--|--|
|  | Director      | 10% Owner | Officer                              | Other |  |  |  |
| Ramsey James Burr C/O NETSUITE INC. 2955 CAMPUS DRIVE, SUITE 100 SAN MATEO. CA 94403 |               |           | SVP<br>Worldwide<br>Sales & Distrib. |       |  |  |  |

## **Signatures**

/s/ Adriana Botto, by power of attorney 04/24/2012

\*\*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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 23, 2011, as amended February 22, 2012.
- (2) The option is subject to an early exercise provision and is immediately exercisable. One ninety-sixth of the original shares subject to the option vested on January 30, 2006 and one ninety-sixth of the shares vest monthly thereafter.

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