NETSUITE INC Form 4

February 03, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Gill Ronald S

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First)

(Middle)

NETSUITE INC [N] 3. Date of Earliest Transaction

(Check all applicable)

C/O NETSUITE INC., 2955

(Street)

(Month/Day/Year)

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

01/30/2014

Chief Financial Officer

CAMPUS DRIVE, SUITE 100

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SAN MATEO, CA 94403

(City)	(State)	(Zip) Tab	ole I - Non-	Derivativ	e Secu	rities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			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	01/30/2014		Code V M(1)	Amount 2,419	(D)	Price \$ 12.4	49,615	D	
Common Stock	01/30/2014		M(1)	3,714	A	\$ 16.86	53,329	D	
Common Stock	01/30/2014		M(1)	2,323	A	\$ 29.32	55,652	D	
Common Stock	01/30/2014		S(1)	600	D	\$ 107.735 (2)	55,052	D	
Common Stock	01/30/2014		S <u>(1)</u>	1,100	D	\$ 109.1164 (2)	53,952	D	

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Common Stock	01/30/2014	S(1)	999	D	\$ 109.9468 (2)	52,953	D
Common Stock	01/30/2014	S <u>(1)</u>	2,417	D	\$ 111.2889 (2)	50,536	D
Common Stock	01/30/2014	S <u>(1)</u>	3,340	D	\$ 111.9341 (2)	47,196	D

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

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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. Transactic Code (Instr. 8)	Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 12.4	01/30/2014		M <u>(1)</u>	2	2,419	(3)	03/03/2020	Common Stock	2,419
Employee Stock Option (right to buy)	\$ 16.86	01/30/2014		M <u>(1)</u>	3	3,714	<u>(4)</u>	08/15/2020	Common Stock	3,714
Employee Stock Option (right to buy)	\$ 29.32	01/30/2014		M <u>(1)</u>	2	2,323	<u>(5)</u>	03/07/2021	Common Stock	2,323

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Gill Ronald S
C/O NETSUITE INC.
2955 CAMPUS DRIVE, SUITE 100
SAN MATEO, CA 94403

Signatures

/s/ Adriana Botto, by power of attorney

02/03/2014

**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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on November 4, 2013.
- The sale prices reported in column 4 of Table 1 represent the weighted average sale price of the shares sold ranging from \$107.44 to \$108.32, \$108.49 to \$109.46, \$109.50 to \$110.36, \$110.61 to \$111.60, and \$111.67 to \$112.60, per share, respectively. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- (3) This option vests in forty-eight equal monthly installments beginning on April 3, 2010.
- (4) This option vests in forty-eight equal monthly installments beginning on September 15, 2010.
- (5) This option vests in forty-eight equal monthly installments beginning on April 3, 2011.

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.

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