**NETSUITE INC** Form 4 June 13, 2014

# 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

may continue. See Instruction 1(b).

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 \* Beane William L. III

> (Middle) (First)

C/O NETSUITE INC., 2955 **CAMPUS DRIVE, SUITE 100** 

SAN MATEO, CA 94403

(Street)

2. Issuer Name and Ticker or Trading Symbol

NETSUITE INC [N]

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

06/11/2014

4. If Amendment, Date Original

Filed(Month/Day/Year)

**OMB APPROVAL** 

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

(Last)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_X\_\_ Director 10% Owner \_ Other (specify Officer (give title

below)

6. Individual or Joint/Group Filing(Check Applicable Line)

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

(City)	(State)	(Zip) 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. Transactio Code (Instr. 8)		sed of	` ′	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	06/11/2014		Code V $S_{\underline{(1)}}$	Amount 100	(D)	Price \$ 78.45	(Instr. 3 and 4) 6,242	D		
Common Stock	06/11/2014		S <u>(1)</u>	300	D	\$ 79.8633 (2)	5,942	D		
Common Stock	06/11/2014		S(1)	722	D	\$ 80.3347 (1)	5,220	D		
Common Stock	06/11/2014		A	2,479 (3)	A	\$ 0	7,699	D		

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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)

D Se	Title of erivative ecurity nstr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	5. Number ion Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and	Securities
				Code V	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
S	fon-qualified tock Option right to buy)	\$ 80.7	06/11/2014	A	3,194	<u>(4)</u>	06/11/2024	Common Stock	3,194

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Beane William L. III
C/O NETSUITE INC.
2955 CAMPUS DRIVE, SUITE 100
SAN MATEO, CA 94403

# **Signatures**

/s/ Adriana Botto, by power of attorney

06/13/2014

\*\*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 sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 7, 2014.
- The sale prices reported in column 4 of Table 1 represent the weighted average sale price of the shares sold ranging from \$79.76 to \$79.99 and \$80.01 to \$80.57, 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.

Reporting Owners 2

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- Shares represented by restricted stock units. Each restricted stock unit represents a contingent right to receive one share of NetSuite Inc.
- (3) common stock. The restricted stock units vest in full on the earlier of (i) the date of the next annual stockholder meeting following the date of grant or (ii) December 31 of the calendar year following the calendar year in which the grant occurs.
- (4) The option vests and becomes exercisable in twelve equal monthly installments beginning on July 11, 2014.

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.