

NETSUITE INC
Form 4
September 10, 2015

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 *
FARRINGTON DEBORAH A

(Last) (First) (Middle)

2955 CAMPUS DRIVE, SUITE 100

(Street)

SAN MATEO, CA 94403

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NETSUITE INC [N]

3. Date of Earliest Transaction (Month/Day/Year)
09/08/2015

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 09/08/2015 | | M ⁽¹⁾ | 1,000 | A \$ 14.5 | 10,125 | D |
| Common Stock | 09/08/2015 | | S ⁽¹⁾ | 300 | D \$ 87.4867 ⁽²⁾ | 9,825 | D |
| Common Stock | 09/08/2015 | | S ⁽¹⁾ | 500 | D \$ 88.338 ⁽³⁾ | 9,325 | D |
| Common Stock | 09/08/2015 | | S ⁽¹⁾ | 200 | D \$ 89.385 ⁽⁴⁾ | 9,125 | D |
| Common Stock | 09/09/2015 | | M ⁽¹⁾ | 1,000 | A \$ 14.5 | 10,125 | D |

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Common Stock 09/09/2015 S⁽¹⁾ 1,000 D \$ 90.002₍₅₎ 9,125 D

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

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(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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (Right to Buy) | \$ 14.5 | 09/08/2015 | | <u>M</u> ⁽¹⁾ | 1,000 | <u>(6)</u> 12/12/2017 | Common Stock | 1,000 |
| Non-Qualified Stock Option (Right to Buy) | \$ 14.5 | 09/09/2015 | | <u>M</u> ⁽¹⁾ | 1,000 | <u>(6)</u> 12/12/2017 | Common Stock | 1,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FARRINGTON DEBORAH A 2955 CAMPUS DRIVE, SUITE 100 SAN MATEO, CA 94403 | | | X | |

Signatures

/s/ Douglas P. Solomon, Attorney-in-Fact for Deborah Farrington

09/10/2015

 **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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on April 28, 2015.

This sale price represents the weighted average sale price of the shares sold ranging from \$87.34 to \$87.75 per share. Upon request by the

(2) 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.

This sale price represents the weighted average sale price of the shares sold ranging from \$88.02 to \$88.91 per share. Upon request by the

(3) 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.

This sale price represents the weighted average sale price of the shares sold ranging from \$89.22 to \$89.55 per share. Upon request by the

(4) 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.

(5) This sale price represents the weighted average of 800 shares sold at \$90.00 per share and 200 shares sold at \$90.01 per share.

(6) The option vested and became exercisable in sixteen quarterly installments from December 13, 2007 to December 13, 2011.

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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