Holmes William J Form 3 June 14, 2012

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Holmes William J

(Last)

(First) (Middle) 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

06/05/2012

NETFLIX INC [NFLX]

4. Relationship of Reporting Person(s) to Issuer

Director

_X__ Officer

5. If Amendment, Date Original

6. Individual or Joint/Group

Filed(Month/Day/Year)

100 WINCHESTER CIRCLE

(Street)

(Check all applicable)

Chief Business Dev Officer

10% Owner Other

Filing(Check Applicable Line) _X_ Form filed by One Reporting Person (give title below) (specify below)

Form filed by More than One

Reporting Person

LOS GATOS. CAÂ 95032

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities

Beneficially Owned (Instr. 4)

(I) (Instr. 5)

Ownership Form: Direct (D)

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership (Instr. 5)

or Indirect

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Title

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise

Price of

Security

5. Ownership Form of Derivative Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable Expiration Date

Amount or Number of Shares

Security: Direct (D) or Indirect

(I) (Instr. 5)

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Non-Qualified Stock Option (right to buy)	04/02/2012	04/02/2022	Common Stock	731	\$ 113.97	D	Â
Non-Qualified Stock Option (right to buy)	02/01/2012	02/01/2022	Common Stock	678	\$ 122.97	D	Â
Non-Qualified Stock Option (right to buy)	09/01/2010	09/01/2020	Common Stock	309	\$ 134.91	D	Â
Non-Qualified Stock Option (right to buy)	10/01/2010	10/01/2020	Common Stock	269	\$ 154.66	D	Â
Non-Qualified Stock Option (right to buy)	11/01/2010	11/01/2020	Common Stock	249	\$ 167.37	D	Â
Non-Qualified Stock Option (right to buy)	01/03/2011	01/03/2021	Common Stock	234	\$ 178.41	D	Â
Non-Qualified Stock Option (right to buy)	12/01/2010	12/01/2020	Common Stock	208	\$ 200.14	D	Â
Non-Qualified Stock Option (right to buy)	03/01/2011	03/01/2021	Common Stock	305	\$ 204.63	D	Â
Non-Qualified Stock Option (right to buy)	02/01/2011	02/01/2021	Common Stock	294	\$ 212.9	D	Â
Non-Qualified Stock Option (right to buy)	09/01/2011	09/01/2021	Common Stock	268	\$ 233.27	D	Â
Non-Qualified Stock Option (right to buy)	05/02/2011	05/02/2021	Common Stock	264	\$ 237.19	D	Â
Non-Qualified Stock Option (right to buy)	04/01/2011	04/01/2021	Common Stock	258	\$ 242.09	D	Â
Non-Qualified Stock Option (right to buy)	08/01/2011	08/01/2021	Common Stock	237	\$ 263.38	D	Â
Non-Qualified Stock Option (right to buy)	06/01/2011	06/01/2021	Common Stock	234	\$ 267.26	D	Â
Non-Qualified Stock Option (right to buy)	07/01/2011	07/01/2021	Common Stock	233	\$ 267.99	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
Holmes William J 100 WINCHESTER CIRCLE LOS GATOS, CA 95032	Â	Â	Chief Business Dev Officer	Â		

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Signatures

William J. 06/12/2012 Holmes

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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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