

FRIEDLAND JONATHAN

Form 4

January 24, 2013

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
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FRIEDLAND JONATHAN

(Last) (First) (Middle)

100 WINCHESTER CIRCLE

(Street)

LOS GATOS, CA 95032

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NETFLIX INC [NFLX]

3. Date of Earliest Transaction
(Month/Day/Year)
01/22/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Communications Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock	01/22/2013		M	815 ⁽¹⁾ A \$ 56.05	815	D	
Common Stock	01/22/2013		S	815 ⁽¹⁾ D \$ 98.05	0	D	
Common Stock	01/22/2013		M	100 ⁽¹⁾ A \$ 56.05	100	D	
Common Stock	01/22/2013		S	100 ⁽¹⁾ D \$ 98.07	0	D	
Common Stock	01/22/2013		M	100 ⁽¹⁾ A \$ 56.05	100	D	

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Common Stock	01/22/2013	S	100 <u>(1)</u>	D	\$ 98.08	0	D
Common Stock	01/22/2013	M	100 <u>(1)</u>	A	\$ 56.05	100	D
Common Stock	01/22/2013	S	100 <u>(1)</u>	D	\$ 98.1	0	D
Common Stock	01/22/2013	M	893 <u>(1)</u>	A	\$ 62.95	893	D
Common Stock	01/22/2013	S	893 <u>(1)</u>	D	\$ 98.12	0	D
Common Stock	01/22/2013	M	100 <u>(1)</u>	A	\$ 62.95	100	D
Common Stock	01/22/2013	S	100 <u>(1)</u>	D	\$ 98.14	0	D
Common Stock	01/22/2013	M	82 <u>(1)</u>	A	\$ 55.93	82	D
Common Stock	01/22/2013	S	82 <u>(1)</u>	D	\$ 98.21	0	D
Common Stock	01/22/2013	M	600 <u>(1)</u>	A	\$ 55.93	600	D
Common Stock	01/22/2013	S	600 <u>(1)</u>	D	\$ 98.22	0	D
Common Stock	01/22/2013	M	100 <u>(1)</u>	A	\$ 55.93	100	D
Common Stock	01/22/2013	S	100 <u>(1)</u>	D	\$ 98.23	0	D
Common Stock	01/22/2013	M	100 <u>(1)</u>	A	\$ 55.93	100	D
Common Stock	01/22/2013	S	100 <u>(1)</u>	D	\$ 98.26	0	D
Common Stock	01/22/2013	M	100 <u>(1)</u>	A	\$ 55.93	100	D
Common Stock	01/22/2013	S	100 <u>(1)</u>	D	\$ 98.31	0	D
Common Stock	01/22/2013	M	100 <u>(1)</u>	A	\$ 55.93	100	D
Common Stock	01/22/2013	S	100 <u>(1)</u>	D	\$ 98.32	0	D
Common Stock	01/22/2013	M	35 <u>(1)</u>	A	\$ 55.93	35	D
	01/22/2013	S	35 <u>(1)</u>	D	\$ 98.33	0	D

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Common
Stock

Common Stock	01/23/2013	M	744 <u>(1)</u>	A	\$ 67.17	744	D
Common Stock	01/23/2013	S	744 <u>(1)</u>	D	\$ 100.76	0	D
Common Stock	01/23/2013	M	921 <u>(1)</u>	A	\$ 67.85	921	D
Common Stock	01/23/2013	S	921 <u>(1)</u>	D	\$ 101.78	0	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. 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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 55.93	01/22/2013		M	82 (1)	09/04/2012	09/04/2022	Common Stock	82
Non-Qualified Stock Option (right to buy)	\$ 55.93	01/22/2013		M	600 (1)	09/04/2012	09/04/2022	Common Stock	600
Non-Qualified Stock Option (right to buy)	\$ 55.93	01/22/2013		M	100 (1)	09/04/2012	09/04/2022	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 55.93	01/22/2013		M	100 (1)	09/04/2012	09/04/2022	Common Stock	100
	\$ 55.93	01/22/2013		M		09/04/2012	09/04/2022		100

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Non-Qualified Stock Option (right to buy)				100 <u>(1)</u>			Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 55.93	01/22/2013	M	100 <u>(1)</u>	09/04/2012	09/04/2022	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 55.93	01/22/2013	M	35 <u>(1)</u>	09/04/2012	09/04/2022	Common Stock	35
Non-Qualified Stock Option (right to buy)	\$ 56.05	01/22/2013	M	815 <u>(1)</u>	10/01/2012	10/01/2022	Common Stock	815
Non-Qualified Stock Option (right to buy)	\$ 56.05	01/22/2013	M	100 <u>(1)</u>	10/01/2012	10/01/2022	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 56.05	01/22/2013	M	100 <u>(1)</u>	10/01/2012	10/01/2022	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 56.05	01/22/2013	M	100 <u>(1)</u>	10/01/2012	10/01/2022	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 62.95	01/22/2013	M	893 <u>(1)</u>	06/01/2012	06/01/2022	Common Stock	893
Non-Qualified Stock Option (right to buy)	\$ 62.95	01/22/2013	M	100 <u>(1)</u>	06/01/2012	06/01/2022	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 67.17	01/23/2013	M	744 <u>(1)</u>	12/01/2011	12/01/2021	Common Stock	744
Non-Qualified Stock Option (right to buy)	\$ 67.85	01/23/2013	M	921 <u>(1)</u>	07/02/2012	07/02/2022	Common Stock	921

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRIEDLAND JONATHAN 100 WINCHESTER CIRCLE LOS GATOS, CA 95032			Chief Communications Officer	

Signatures

By: David Hyman, Authorized Signatory For: Jonathan
Friedland

01/24/2013

__**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) Transaction made pursuant to duly adopted trading plan under Rule 10b5-1(c).

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