NETFLIX INC
Form 4
January 28, 2014

FORM 4

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

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

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
HALEY TIMOTHY M

(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)
01/24/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/24/2014		S		1,600 (1)	D	$ 389.39 (2)	700	D	
Common Stock	01/24/2014		S		700 (1)	D	$ 390.22 (3)	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 Amoun Underlying Securit (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option (right to buy)	$ 31	01/24/2014		M			968 (1)	05/01/2008	05/01/2018	Common Stock	96
Non-Qualified Stock Option (right to buy)	$ 34.35	01/24/2014		M			1,164 (1)	03/02/2009	03/02/2019	Common Stock	1,1
Non-Qualified Stock Option (right to buy)	$ 36.51	01/24/2014		M			1,095 (1)	04/01/2008	04/01/2018	Common Stock	1,0
Non-Qualified Stock Option (right to buy)	$ 36.95	01/24/2014		M			1,083 (1)	02/02/2009	02/02/2019	Common Stock	1,0
Non-Qualified Stock Option (right to buy)	$ 40.62	01/24/2014		M			984 (1)	07/01/2009	07/01/2019	Common Stock	98
Non-Qualified Stock Option (right to buy)	$ 40.94	01/24/2014		M			977 (1)	06/01/2009	06/01/2019	Common Stock	97
Non-Qualified Stock Option (right to buy)	$ 42.15	01/24/2014		M			949 (1)	09/01/2009	09/01/2019	Common Stock	94
Non-Qualified Stock Option (right to buy)	$ 42.87	01/24/2014		M			933 (1)	04/01/2009	04/01/2019	Common Stock	93
Non-Qualified Stock Option (right to buy)	$ 44.48	01/24/2014		M			899 (1)	05/01/2009	05/01/2019	Common Stock	89
Non-Qualified Stock Option (right to buy)	$ 44.62	01/24/2014		M			896 (1)	10/01/2009	10/01/2019	Common Stock	89
	$ 92.01	01/24/2014		M				01/02/2013	01/02/2023		54

Non-Qualified Stock Option (right to buy)				543 (1)			Common Stock	
Non-Qualified Stock Option (right to buy)	$ 164.8	01/24/2014	M	303 (1)	02/01/2013	02/01/2023	Common Stock	30
Non-Qualified Stock Option (right to buy)	$ 182.43	01/24/2014	M	274 (1)	04/01/2013	04/01/2023	Common Stock	27
Non-Qualified Stock Option (right to buy)	$ 189.37	01/24/2014	M	264 (1)	03/01/2013	03/01/2023	Common Stock	26
Non-Qualified Stock Option (right to buy)	$ 200.14	01/24/2014	M	250 (1)	12/01/2010	12/01/2020	Common Stock	25
Non-Qualified Stock Option (right to buy)	$ 204.63	01/24/2014	M	244 (1)	03/01/2011	03/01/2021	Common Stock	24
Non-Qualified Stock Option (right to buy)	$ 212.9	01/24/2014	M	235 (1)	02/01/2011	02/01/2021	Common Stock	23
Non-Qualified Stock Option (right to buy)	$ 212.91	01/24/2014	M	235 (1)	05/01/2013	05/01/2023	Common Stock	23
Non-Qualified Stock Option (right to buy)	$ 221.97	01/24/2014	M	225 (1)	06/03/2013	06/03/2023	Common Stock	22
Non-Qualified Stock Option (right to buy)	$ 233.27	01/24/2014	M	214 (1)	09/01/2011	09/01/2021	Common Stock	21
Non-Qualified Stock Option (right to buy)	$ 237.19	01/24/2014	M	211 (1)	05/02/2011	05/02/2021	Common Stock	21
Non-Qualified Stock Option (right to buy)	$ 242.09	01/24/2014	M	207 (1)	04/01/2011	04/01/2021	Common Stock	20
Non-Qualified Stock Option (right to buy)	$ 263.38	01/24/2014	M	190 (1)	08/01/2011	08/01/2021	Common Stock	19
Non-Qualified Stock Option (right to buy)	$ 267.26	01/24/2014	M	187 (1)	06/01/2011	06/01/2021	Common Stock	18
Non-Qualified Stock Option	$ 267.99	01/24/2014	M	187 (1)	07/01/2011	07/01/2021	Common Stock	18

(right to buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HALEY TIMOTHY M 100 WINCHESTER CIRCLE LOS GATOS, CA 95032	X			

Signatures

By: David Hyman For: Timothy M. Haley	01/28/2014
**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) Transaction made pursuant to duly adopted trading plan under Rule 10b5-1(c).

(2) This transaction was executed in multiple trades at prices ranging from $388.84 to $389.67.The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) This transaction was executed in multiple trades at prices ranging from $389.92 to $390.56.The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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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