

NetApp, Inc.  
Form 4  
June 03, 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 \*  
**GEORGENS THOMAS**

(Last) (First) (Middle)

495 EAST JAVA DRIVE

(Street)

SUNNYVALE, CA 94089

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**NetApp, Inc. [NTAP]**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/31/2015**

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)  
**Former CEO**

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)
Common Stock	05/31/2015		J <sup>(1)</sup>	666 A	\$ 28.39 11,131 <sup>(2)</sup>	D	
Common Stock	06/01/2015		M	8,750 A	<sup>(3)</sup> 19,881	D	
Common Stock	06/01/2015		F	3,288 D	\$ 33.155 16,593	D	
Common Stock	06/01/2015		M	6,250 A	<sup>(3)</sup> 22,843	D	
Common Stock	06/01/2015		F	2,348 D	\$ 33.155 20,495	D	



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- (2) Includes shares acquired under NetApp's 1999 Employee Stock Purchase Plan on November 28, 2014.
- (3) Restricted stock units convert into common stock on a one-for-one basis.
- (4) Mr. Georgens disclaims beneficial ownership of these shares.
- (5) On June 1, 2012, the reporting person was granted 35,000 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date, subject to continued service on each applicable vesting date.
- (6) On June 1, 2011, the reporting person was granted 25,000 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date, subject to continued service on each applicable vesting date.

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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