NETSUITE INC Form 4 October 02, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

0.5

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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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person *

McGeever James

2. Issuer Name and Ticker or Trading

Symbol

NETSUITE INC [N]

(Last) (First) (Middle)

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

2955 CAMPUS DRIVE, SUITE 100

09/30/2014

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

5. Relationship of Reporting Person(s) to

Chief Operating Officer

6. Individual or Joint/Group Filing(Check

(Check all applicable)

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

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

Issuer

SAN MATEO, CA 94403

(State)

(7:m)

(C:tr.)

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y 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)		sed of 4 and (A) or	` ′	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	09/30/2014		M(1)	443	A	\$ 29.32	266,786	D	
Common Stock	09/30/2014		M(1)	381	A	\$ 46.78	267,167	D	
Common Stock	09/30/2014		S <u>(1)</u>	824	D	\$ 89.4914 (2)	266,343	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 on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	f Expiration Date Derivative (Month/Day/Year) decurities Acquired A) or Disposed f (D) Instr. 3, 4,		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
Employee Stock Option (right to buy)	\$ 29.32	09/30/2014		M <u>(1)</u>	443	(3)	03/07/2021	Common Stock	443
Employee Stock Option (right to buy)	\$ 46.78	09/30/2014		M <u>(1)</u>	381	<u>(4)</u>	03/06/2022	Common Stock	381

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
McGeever James			Chief				
2955 CAMPUS DRIVE, SUITE 100			Operating				
SAN MATEO, CA 94403			Officer				

Signatures

/s/ Adriana Botto, by power of attorney 10/02/2014

**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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 14, 2012.

Reporting Owners 2

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- The sale price reported in column 4 of Table I represents the weighted average sale price of the shares sold ranging from \$89.16 to
- (2) \$89.85, per share. Upon request by the 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.
- (3) This option vests in forty-eight equal monthly installments beginning on April 3, 2011.
- (4) This option vests in forty-eight equal monthly installments beginning on April 3, 2012.

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.