NETSUITE INC Form 4 January 05, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations 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 1(b).

(Print or Type Responses)

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)

12/31/2014

2955 CAMPUS DRIVE, SUITE 100

(Zip)

(Street)

(State)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

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January 31,

2005

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

Chief Operating Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

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X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SAN MATEO, CA 9	4403
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(City)

(City)	(State)	Tat	ole I - Non-	Derivativ	e Seci	irities Acquir	ed, Disposed of,	or Beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired (A) ctionor Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	12/31/2014		M(1)	443	A	\$ 29.32	258,629	D	
Common Stock	12/31/2014		M(1)	381	A	\$ 46.78	259,010	D	
Common Stock	12/31/2014		S <u>(1)</u>	824	D	\$ 109.0926 (2)	258,186	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

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displays a currently valid OMB control number.

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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. Transactio Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year) urities uired or cosed D) tr. 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	12/31/2014		M <u>(1)</u>	443	<u>(3)</u>	03/07/2021	Common Stock	443
Employee Stock Option (right to buy)	\$ 46.78	12/31/2014		M <u>(1)</u>	381	<u>(4)</u>	03/06/2022	Common Stock	381

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Reporting Owners

Reporting Owner Name / Address	Keiationsinps				
	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 01/05/2015

**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 \$108.68 to
- (2) \$109.42, 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.