WARMENHOVEN DANIEL J

Form 4

January 12, 2006

FORM 4

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

OMB Number: 3235-0287

burden hours per

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Re WARMENHOVEN D	. –	2. Issuer Name and Ticker or Trading Symbol NETWORK APPLIANCE INC [NTAP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) 495 EAST JAVA DRI	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/11/2006	Director 10% Owner _X Officer (give title Other (specify below) Chief Executive Officer		
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
SUNNYVALE, CA 94	-089		Form filed by More than One Reporting Person		

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

` •	· · · · ·	Tab	ie i - Noii-i	Jerivative i	Securi	nes Acqu	iirea, Disposea oi	, or beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	sposed 4 and 3 (A) or	of (D)	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	01/11/2006		$S_{\underline{(1)}}$	50,000	D D		3,704,830	I	by Trust
Common Stock	01/11/2006		M <u>(1)</u>	38,562	A	\$ 4.508	3,743,392	I	by Trust
Common Stock	01/11/2006		M <u>(1)</u>	11,438	A	\$ 4.508	3,754,830	I	by Trust
Common Stock							43,762	D	
Common Stock							970,000	I	by Lmtd Ptnrshp2

Edgar Filing: WARMENHOVEN DANIEL J - Form 4

Common Stock	170	I	by Spouse (4)
Common Stock	85,800	I	by Trust2
Common Stock	903,250	I	by Trust4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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 onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day	ate	7. Title and A Underlying S (Instr. 3 and	Securit
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 4.508	01/11/2006		M <u>(1)</u>	38,562	<u>(7)</u>	04/30/2008	Common Stock	38,:
Non-Qualified Stock Option (right to buy)	\$ 4.508	01/11/2006		M <u>(1)</u>	11,438	<u>(7)</u>	04/30/2008	Common Stock	11,4

Reporting Owners

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
WARMENHOVEN DANIEL J							
495 EAST JAVA DRIVE			Chief Executive Officer				
SUNNYVALE CA 94089							

Signatures

By: Janice Mahoney by Power of Attorney For: Daniel J.
Warmenhoven

01/12/2006

**Signature of Reporting Person Date

Reporting Owners 2

Edgar Filing: WARMENHOVEN DANIEL J - Form 4

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 option exercise(s) and sale(s) reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 5, 2005.
- (2) Shares held in trust by Daniel J. Warmenhoven & Charmaine A. Warmenhoven, trustees to The Warmenhoven 1987 Revocable Trust UTA dated 12/16/87, as amended.
- Shares held by Warmenhoven Ventures LP, a limited partnership of which the Warmenhoven Management Trust is the general partner, of (3) which the reporting person and his wife are the trustees. Reporting person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (4) Shares held by Charmaine A. Warmenhoven, Mr. Warmenhoven's spouse, as separate property. Reporting person disclaims beneficial ownership of such shares.
- (5) Shares held in trust by Richard A. Andre, trustee to The Daniel J. Warmenhoven 1991 Children's Trust. Reporting person disclaims beneficial ownership of such shares.
- (6) Shares held in trust by Richard A. Andre, trustee to The Laura Warmenhoven Trust, under trust agreement dated June 13, 2005. Reporting person disclaims beneficial ownership of such shares.
- (7) Option vests in equal monthly installments over the 36 months of services beginning with the second yearly anniversay of the grant date. 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.