Noviello Nicholas R Form 3 January 09, 2012

FORM 3

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

OMB APPROVAL

OMB Number:

response...

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement NetApp, Inc. [NTAP] À Noviello Nicholas R (Month/Day/Year) 01/01/2012 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 495 EAST JAVA DRIVE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person (give title below) (specify below) SUNNYVALE, CAÂ 94089 Form filed by More than One Chief Financial Officer Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 12,992 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
			(Instr. 4)		Price of	Derivative	(Instr. 5)
		Expiration Date	Title	Amount or	Derivative Security	Security: Direct (D)	
				Number of		or Indirect	

Edgar Filing: Noviello Nicholas R - Form 3

				Shares		(I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	(1)	05/31/2016	Common Stock	45,000	\$ 20.69	D	Â
Non-Qualified Stock Option (right to buy)	(2)	02/14/2015	Common Stock	45,000	\$ 21.4	D	Â
Non-Qualified Stock Option (right to buy)	(1)	06/01/2015	Common Stock	11,000	\$ 23.79	D	Â
Non-Qualified Stock Option (right to buy)	(1)	05/31/2017	Common Stock	22,500	\$ 37.62	D	Â
Non-Qualified Stock Option (right to buy)	(1)	05/31/2018	Common Stock	20,000	\$ 53.22	D	Â
Restricted Stock Unit	(3)	(3)	Common Stock	23,341	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
Fg	Director	10% Owner	Officer	Other		
Noviello Nicholas R 495 EAST JAVA DRIVE SUNNYVALE, CA 94089	Â	Â	Chief Financial Officer	Â		

Signatures

By: Janice Mahoney by Power of Attorney For: Nicholas R.
Noviello
01/09/2012

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

**Signature of Reporting Person

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Option vests in a series of equal monthly installments over 48 months of service beginning with the one-month annniversary of the grant date.

Date

- Option vests with respect to 25% of the option shares on January 14, 2009, and the balance in a series of equal monthly installments over the next 36 months of service thereafter.
- (3) The restricted stock unit shares vest as to 25% of the shares on the one-year anniversary of the grant date, and 25% of the shares on each annual anniversary thereafter for the next 3 years.

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.

Reporting Owners 2