

WELLS DAVID B
Form 4
May 02, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
WELLS DAVID B

(Last) (First) (Middle)
100 WINCHESTER CIRCLE

(Street)

LOS GATOS, CA 95032

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NETFLIX INC [NFLX]

3. Date of Earliest Transaction (Month/Day/Year)
04/30/2013

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)
CFO

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)
				(A) or (D) Price			
Common Stock	04/30/2013		M	1,288 (1)	A \$ 113.25	1,288	D
Common Stock	04/30/2013		S	1,288 (1)	D \$ 214.6	0	D
Common Stock	04/30/2013		M	1,821 (1)	A \$ 80.09	1,821	D
Common Stock	04/30/2013		S	1,821 (1)	D \$ 214.6	0	D
Common Stock	04/30/2013		M	2,171 (1)	A \$ 67.17	2,171	D

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Common Stock	04/30/2013	S	<u>2,171</u> (1)	D	\$ 214.6 0	D
Common Stock	04/30/2013	M	<u>2,019</u> (1)	A	\$ 72.24 2,019	D
Common Stock	04/30/2013	S	<u>2,019</u> (1)	D	\$ 214.6 0	D
Common Stock	04/30/2013	M	<u>1,728</u> (1)	A	\$ 122.97 1,728	D
Common Stock	04/30/2013	S	<u>1,728</u> (1)	D	\$ 214.6 0	D
Common Stock	04/30/2013	M	<u>1,885</u> (1)	A	\$ 112.75 1,885	D
Common Stock	04/30/2013	S	<u>1,885</u> (1)	D	\$ 214.6 0	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 of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	8. An or Nu of Sha	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 67.17	04/30/2013		M	<u>2,171</u> (1)	12/01/2011 12/01/2021	Common Stock	2.	
Non-Qualified Stock Option (right to buy)	\$ 72.24	04/30/2013		M	<u>2,019</u> (1)	01/03/2012 01/03/2022	Common Stock	2.	
Non-Qualified Stock Option (right to buy)	\$ 80.09	04/30/2013		M	<u>1,821</u> (1)	11/01/2011 11/01/2021	Common Stock	1.	
	\$ 112.75	04/30/2013		M		03/01/2012 03/01/2022		1.	

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Non-Qualified Stock Option (right to buy)					1,885 (1)			Common Stock
Non-Qualified Stock Option (right to buy)	\$ 113.25	04/30/2013	M		1,288 (1)	10/03/2011	10/03/2021	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 122.97	04/30/2013	M		1,728 (1)	02/01/2012	02/01/2022	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 212.91	05/01/2013	A	646		05/01/2013	05/01/2023	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WELLS DAVID B 100 WINCHESTER CIRCLE LOS GATOS, CA 95032			CFO	

Signatures

By: David Hyman, Authorized Signatory For: David B. Wells

05/02/2013

__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) Transaction made pursuant to duly adopted trading plan under Rule 10b5-1(c).

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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