NETSUITE INC Form 4 June 22, 2011

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 Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Goldberg Evan

> (Last) (First) (Middle)

C/O NETSUITE INC., 2955 **CAMPUS DRIVE, SUITE 100**

SAN MATEO, CA 94403

(Street)

(Ctata)

(7:-

Filed(Month/Day/Year)

2. Issuer Name and Ticker or Trading Symbol

NETSUITE INC [N] 3. Date of Earliest Transaction

(Month/Day/Year) 06/20/2011

4. If Amendment, Date Original

OMB APPROVAL

OMB Number:

3235-0287

January 31, Expires:

2005 Estimated average

burden hours per response...

0.5

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

CTO & Chairman of the Board

6. Individual or Joint/Group Filing(Check Applicable Line)

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

Person

(City)	(State)	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. Transac Code (Instr. 8		4. Securitinor Disposo (Instr. 3, 4	ed of (land 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)
Common Stock	06/14/2011		G	V	1,000	(D)	\$ 0	2,882,974	D	
Common Stock	06/20/2011		M <u>(1)</u>		10,000	A	\$ 1.5	2,892,974	D	
Common Stock	06/20/2011		S <u>(1)</u>		8,500	D	\$ 34.8064 (2)	2,884,474	D	
Common Stock	06/20/2011		S <u>(1)</u>		1,500	D	\$ 35.1555 (4)	2,882,974	D	

Edgar Filing: NETSUITE INC - Form 4

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.

CTO & Chairman of the Board

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)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	\$ 1.5	06/20/2011		M <u>(1)</u>		10,000	(3)	01/28/2014	Common Stock	10,000

Reporting Owners

Relationships Reporting Owner Name / Address 10% Owner Officer Other Director

X

Goldberg Evan

C/O NETSUITE INC. 2955 CAMPUS DRIVE, SUITE 100

SAN MATEO, CA 94403

Signatures

/s/ Adriana Botto, by power of 06/22/2011 attorney

**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).
- The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 15, 2010, and amended on December 15, 2010.
- The sale price reported in column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$34.10 to (2) \$35.07 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.

Reporting Owners 2

Edgar Filing: NETSUITE INC - Form 4

- (3) This option is fully vested.
 - The sale price reported in column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$35.10 to
- (4) \$35.21 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.

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.