

NetApp, Inc.
Form DEFA14A
September 21, 2009

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

**SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934**

Filed by the Registrant Filed by a Party other than the Registrant
Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for use of the Commission only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to 240.14a-12

NETAPP, INC.

(Exact name of Registrant as specified in its charter)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

- Fee paid previously with preliminary materials.

Edgar Filing: NetApp, Inc. - Form DEFA14A

- o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

NetApp, Inc.
495 East Java Drive
Sunnyvale, California 94089
(408) 822-6000
September 21, 2009

In connection with the upcoming 2009 Annual Meeting of Stockholders of NetApp, Inc. (the **Company**) to be held on Wednesday October 14, 2009, the Company is providing the following additional information to supplement the information contained on page 15 of the Company's proxy statement, dated August 20, 2009 (the **Proxy Statement**).

As of June 26, 2009, under all of the Company's equity plans, there were 43,381,135 options outstanding, 8,660,452 RSUs outstanding and 71,250 unvested restricted stock awards outstanding. As of June 26, 2009, the outstanding options had a weighted average exercise price per share of \$23.2995 and a weighted average remaining term of 4.37 years.

This supplemental information should be read in conjunction with the Proxy Statement. A copy of the Proxy Statement and our annual report to stockholders were made available on the Internet at <http://investors.netapp.com/sec.cfm> on or about August 20, 2009.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

NETAPP, INC.
(Registrant)

September 21, 2009

By: /s/ Andrew Kryder

Andrew Kryder
Secretary, General Counsel, and
Senior Vice President, Legal and Tax