#### **NETSUITE INC**

Form 4

November 04, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287 January 31,

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**OMB APPROVAL** 

burden hours per 0.5 response...

Check this box if no longer subject to Section 16.

**SECURITIES** Form 4 or Form 5 obligations may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * McGeever James			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
		(Middle)	NETSUITE INC [N]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
			(Month/Day/Year)	Director 10% Owner			
C/O NETSUITE INC., 2955			10/31/2013	_X_ Officer (give title Other (specify			
CAMPUS DRIVE, SUITE 100				below) below) Chief Operating Officer			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
				_X_ Form filed by One Reporting Person			
SAN MATEO, CA 94403				Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	ole I - Non-	Derivativ	e Secu	rities Acquire	ed, 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. Transactic Code (Instr. 8)	omor Dispo (Instr. 3,	sed of 4 and (A) or	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	10/31/2013		Code V $M_{\underline{(1)}}$	Amount 703	(D)	Price \$ 5	248,774	D	
Common Stock	10/31/2013		M(1)	1,562	A	\$ 12.4	250,336	D	
Common Stock	10/31/2013		M(1)	443	A	\$ 29.32	250,779	D	
Common Stock	10/31/2013		M(1)	381	A	\$ 46.78	251,159	D	
Common Stock	10/31/2013		S <u>(1)</u>	1,088	D	\$ 98.9703 (2)	250,071	D	

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Common Stock	10/31/2013	S <u>(1)</u>	900	D	\$ 100.031 (2)	249,171	D
Common Stock	10/31/2013	S <u>(1)</u>	1,100	D	\$ 100.9473 (2)	248,071	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactio Code (Instr. 8)	Secu Acqu (A) o Disp (D)	rities nired or osed of r. 3, 4,	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)	\$ 5	10/31/2013		M <u>(1)</u>		703	<u>(3)</u>	12/30/2015	Common Stock	703
Employee Stock Option (right to buy)	\$ 12.4	10/31/2013		M <u>(1)</u>		1,562	<u>(4)</u>	03/03/2020	Common Stock	1,562
Employee Stock Option (right to buy)	\$ 29.32	10/31/2013		M <u>(1)</u>		443	<u>(5)</u>	03/07/2021	Common Stock	443
Employee Stock Option (right to buy)	\$ 46.78	10/31/2013		M <u>(1)</u>		380	<u>(6)</u>	03/06/2022	Common Stock	380

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

McGeever James
C/O NETSUITE INC.
2955 CAMPUS DRIVE, SUITE 100
SAN MATEO, CA 94403

### **Signatures**

/s/ Adriana Botto, by power of attorney

11/04/2013

\*\*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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 14, 2012.
- The sale prices reported in column 4 of Table 1 represent the weighted average sale price of the shares sold ranging from \$98.53 to \$99.46, \$99.69 to \$100.59, and \$100.69 to \$101.26, per share, respectively. 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.
- (3) This option is subject to an early exercise provision and is immediately exercisable. One ninety-sixth of the original shares subject to the option vested on January 30, 2006 and one ninety-sixth of the shares vest monthly thereafter.
- (4) This option vests in forty-eight equal monthly installments beginning on April 3, 2010.
- (5) This option vests in forty-eight equal monthly installments beginning on April 3, 2011.
- (6) This option vests in forty-eight equal monthly installments beginning on April 3, 2012.

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.

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