

NETFLIX INC  
Form 4  
March 24, 2016

**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  
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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BARTON RICHARD N**

(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)  
**03/22/2016**

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)

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 03/22/2016                              |                                                             | M                                       | (A)<br>or<br>(D)<br>Amount<br>(1)<br>\$<br>8.0071                       | 16,262                                                                                                             | D                                                                          |                                                                   |
| Common<br>Stock                       | 03/22/2016                              |                                                             | S                                       | (A)<br>or<br>(D)<br>Amount<br>(1)<br>\$<br>100.42                       | 14,862                                                                                                             | D                                                                          |                                                                   |
| Common<br>Stock                       | 03/23/2016                              |                                                             | M                                       | (A)<br>or<br>(D)<br>Amount<br>(1)<br>\$<br>8.0071                       | 16,262                                                                                                             | D                                                                          |                                                                   |
| Common<br>Stock                       | 03/23/2016                              |                                                             | S                                       | (A)<br>or<br>(D)<br>Amount<br>(1)<br>\$<br>99.88<br>(2)                 | 14,862                                                                                                             | D                                                                          |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                         | 20,000                                                                                                             | I                                                                          | By<br>Foundation<br>(3)                                           |

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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.**

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) | 5. Number of Derivative Securities (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. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|--------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|-------------------------------|
| Non-Qualified Stock Option (right to buy)  | \$ 8.0071                                              | 03/22/2016                           |                                                    | M                              | 1,400<br>(1)                                                                   | 10/01/2012 10/01/2022                                    | Common Stock                                                | 1,400                         |
| Non-Qualified Stock Option (right to buy)  | \$ 8.0071                                              | 03/23/2016                           |                                                    | M                              | 1,400<br>(1)                                                                   | 10/01/2012 10/01/2022                                    | Common Stock                                                | 1,400                         |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       |
|------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                  | Director      | 10% Owner | Officer | Other |
| BARTON RICHARD N<br>100 WINCHESTER CIRCLE<br>LOS GATOS, CA 95032 |               |           | X       |       |

## Signatures

By: Carole Payne, Authorized Signatory For: Richard N. Barton 03/24/2016

\_\_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).
- (2) This transaction was executed in multiple trades at prices ranging from \$99.75 to \$100.00. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the

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issuer full information regarding the number of shares and prices at which the transaction was effected.

**(3)** As trustee of the Barton Family Foundation

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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