

HASTINGS REED

Form 4

December 26, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HASTINGS REED

(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)
12/24/2018

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)
CEO

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)
Common Stock	12/24/2018		M	Amount (1) 63,147	(A) or (D) A \$ 5.2786	63,147	D
Common Stock	12/24/2018		S	3,886 (1)	\$ 234.5694 (2)	59,261	D
Common Stock	12/24/2018		S	4,090 (1)	\$ 235.5229 (3)	55,171	D
Common Stock	12/24/2018		S	4,500 (1)	\$ 236.6082 (4)	50,671	D

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Common Stock	12/24/2018	S	<u>2,400</u> (1)	D	\$ <u>237.4892</u> (5)	48,271	D	
Common Stock	12/24/2018	S	<u>3,107</u> (1)	D	\$ <u>238.6648</u> (6)	45,164	D	
Common Stock	12/24/2018	S	<u>6,200</u> (1)	D	\$ <u>239.5418</u> (7)	38,964	D	
Common Stock	12/24/2018	S	<u>4,400</u> (1)	D	\$ <u>240.4698</u> (8)	34,564	D	
Common Stock	12/24/2018	S	<u>9,481</u> (1)	D	\$ <u>242.4718</u> (9)	25,083	D	
Common Stock	12/24/2018	S	<u>7,850</u> (1)	D	\$ <u>243.5093</u> (10)	17,233	D	
Common Stock	12/24/2018	S	<u>2,700</u> (1)	D	\$ <u>244.4363</u> (11)	14,533	D	
Common Stock	12/24/2018	S	<u>2,100</u> (1)	D	\$ <u>245.4095</u> (12)	12,433	D	
Common Stock	12/24/2018	S	<u>3,630</u> (1)	D	\$ <u>246.9544</u> (13)	8,803	D	
Common Stock	12/24/2018	S	<u>1,200</u> (1)	D	\$ <u>247.875</u> (14)	7,603	D	
Common Stock	12/24/2018	S	<u>1,400</u> (1)	D	\$ <u>248.8579</u> (15)	6,203	D	
Common Stock	12/24/2018	S	<u>700</u> (1)	D	\$ <u>249.8914</u> (16)	5,503	D	
Common Stock	12/24/2018	S	<u>5,503</u> (1)	D	\$ <u>241.5104</u> (17)	0	D	
Common Stock						5,558,947	I	by Trust (18)

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

SEC 1474
(9-02)

required to respond unless the form displays a currently valid OMB control number.

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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 5.2786	12/24/2018		M	63,147 (1)	02/02/2009	02/02/2019	Common Stock	63,147

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HASTINGS REED 100 WINCHESTER CIRCLE LOS GATOS, CA 95032	X CEO

Signatures

By: Veronique Bourdeau, Authorized Signatory For: Reed Hastings

12/26/2018

__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 \$233.94 to \$234.93. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) This transaction was executed in multiple trades at prices ranging from \$234.94 to \$235.89. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

(4) This transaction was executed in multiple trades at prices ranging from \$235.96 to \$236.95. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

(5)

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This transaction was executed in multiple trades at prices ranging from \$236.96 to \$237.95. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (6) This transaction was executed in multiple trades at prices ranging from \$237.98 to \$238.96. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (7) This transaction was executed in multiple trades at prices ranging from \$238.99 to \$239.96. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (8) This transaction was executed in multiple trades at prices ranging from \$240.00 to \$240.98. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (9) This transaction was executed in multiple trades at prices ranging from \$242.00 to \$242.99. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (10) This transaction was executed in multiple trades at prices ranging from \$243.00 to \$243.99. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (11) This transaction was executed in multiple trades at prices ranging from \$244.00 to \$244.90. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (12) This transaction was executed in multiple trades at prices ranging from \$245.00 to \$245.97. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (13) This transaction was executed in multiple trades at prices ranging from \$246.43 to \$247.42. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (14) This transaction was executed in multiple trades at prices ranging from \$247.44 to \$248.39. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (15) This transaction was executed in multiple trades at prices ranging from \$248.47 to \$249.30. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (16) This transaction was executed in multiple trades at prices ranging from \$249.50 to \$250.00. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (17) This transaction was executed in multiple trades at prices ranging from \$241.00 to \$241.98. 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 issuer full information regarding the number of shares and prices at which the transaction was effected.

- (18) As Trustee of the Hastings-Quillin Family Trust

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.