**NETSUITE INC** Form 4 August 07, 2013

## FORM 4

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

**OMB APPROVAL OMB** 

Number:

Expires:

5. Relationship of Reporting Person(s) to

3235-0287 January 31,

2005

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Check this box

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

2. Issuer Name and Ticker or Trading

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

(Print or Type Responses)

1. Name and Address of Reporting Person \*

1(b).

FARRINGTON DEBORAH A			Symbol NETSUITE INC [N]						Issuer				
	(First) UITE INC., 2955 DRIVE, SUITE			of Earlie Day/Yea	st T	Fransaction			(Check _X_ Director Officer (give tit below)		Owner r (specify		
SAN MAT	(Street)		4. If Am Filed(Mo			Oate Originar)	al		6. Individual or Join Applicable Line) _X_ Form filed by On Form filed by More	e Reporting Per	son		
(City)	(State)	(Zip)	Tak	ole I - N	on-	Derivative	Secu	rities Acqu	ired, Disposed of, o	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transa Code (Instr.	8)	4. SecuritionDisposed (Instr. 3, 4)	of (D)		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 o Indirect Beneficial Ownership (Instr. 4)		
Common Stock	08/05/2013			S(1)	•	35,020	D	\$ 100.1696 (2)	6 94,074 (3)	I	See footnote (4)		
Common Stock									4,449 <u>(5)</u>	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 (9-02)required to respond unless the form displays a currently valid OMB control number.

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title o	of 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivativ	ve Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number Expiration D		ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	rities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	. 3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	T:41-	or Namel		
						Exercisable	Date	Title	Number		
				C-1- V	(A) (D)				of Shares		
				Code V	(A) (I))				Snares		

## **Reporting Owners**

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

**FARRINGTON DEBORAH A** C/O NETSUITE INC. 2955 CAMPUS DRIVE, SUITE 100 SAN MATEO, CA 94403



### **Signatures**

/s/ Adriana Botto, by power of attorney

08/07/2013

\*\*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 sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 plan adopted by StarVest Partners, L.P. on February 5, 2013.
- The sale price reported in column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$100.00 to (2) \$100.47 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.
- Includes 815 shares that were released on May 22, 2013 as the result of vesting of 1,631 restricted stock units awarded to the Reporting Person on June 13, 2012. The re-resgistration of shares to StarVest Partners, L.P. is pursuant to the Management Agreement dated (3) January 1, 2001 between StarVest Partners, L.P. and StarVest Management, Inc. No consideration was paid by StarVest Partners, L.P. in connection with the re-registration and there has been no change in the Reporting Person's pecuniary interest in the re-registered shares.
- Shares held directly by StarVest Partners, L.P. The Reporting Person is a Managing Member of StarVest Associates LLC, the General Partner of StarVest Partners, L.P. and disclaims beneficial ownership except to the extent of her pecuniary interest therein.
- (5) This total reflects the re-registration of 815 shares to StarVest Partners, L.P. (see footnote 3)

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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