

NETEZZA CORP
Form 3
July 18, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Saxena Jitendra S
(Last) (First) (Middle)

C/O NETEZZA CORPORATION,Â 200 CROSSING BOULEVARD

(Street)

FRAMINGHAM,Â MAÂ 01702

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
07/18/2007

3. Issuer Name and Ticker or Trading Symbol
NETEZZA CORP [NZ]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
CEO

5. If Amendment, Date Original Filed(Month/Day/Year)

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 Beneficially Owned

1. Title of Security (Instr. 4)

Common Stock

2. Amount of Securities Beneficially Owned (Instr. 4)

1,588,571 ⁽¹⁾

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

D Â

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Edgar Filing: NETEZZA CORP - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Convertible Preferred Stock	Â (2)	Â (3)	Common Stock	200,000 (2)	\$ (2)	D	Â
Employee Stock Option (right to buy)	Â (4)	11/01/2013	Common Stock	376,000 (1)	\$ 0.2 (1)	D	Â
Employee Stock Option (right to buy)	Â (5)	01/14/2015	Common Stock	250,000 (1)	\$ 1 (1)	D	Â
Employee Stock Option (right to buy)	Â (6)	02/20/2016	Common Stock	400,000 (1)	\$ 2.5 (1)	D	Â
Employee Stock Option (right to buy)	Â (7)	02/14/2017	Common Stock	300,000 (1)	\$ 6.7 (1)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Saxena Jitendra S C/O NETEZZA CORPORATION 200 CROSSING BOULEVARD FRAMINGHAM, MA 01702	Â X	Â X	Â CEO	Â

Signatures

/s/ Jitendra S.
Saxena

07/18/2007

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Reflects a one-for-two reverse stock split effected on June 25, 2007.
- (2) Convertible into Common Stock on a one-for-two basis without payment of further consideration. Each share will automatically convert into 0.5 shares of Common Stock upon the closing of the Issuer's initial public offering.
- (3) Not applicable.
- (4) Currently vested as to 291,500 shares, with further vesting as to an additional 42,250 shares on 08/01/2007 and 42,250 shares on 11/01/2007.
- (5) Currently vested as to 140,625 shares, with further vesting as to an additional 15,625 shares on 07/14/2007 and at the end of each successive three-month period until 01/14/2009.
- (6) Currently vested as to 100,000 shares, with further vesting as to an additional 20,000 shares on 08/01/2007 and at the end of each successive three-month period until 02/01/2011.
- (7) Vests as to 60,000 shares on 02/01/2008 and an additional 15,000 shares on 05/01/2008 and at the end of each successive three-month period until 02/01/2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Edgar Filing: NETEZZA CORP - Form 3

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.