

Cotter Patricia  
 Form 4  
 September 03, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Cotter Patricia

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/01/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Sr. VP, Worldwide Operations

C/O NETEZZA CORPORATION, 26 FOREST STREET

(Street)

4. 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

MARLBOROUGH, MA 01752

(City) (State) (Zip)

**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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/01/2010		M		3,749	A	\$ 9.9
Common Stock	09/01/2010		M		2,500	A	\$ 5.98
Common Stock	09/01/2010		S <sup>(1)</sup>		6,249	D	\$ 19.7676 <u>(2)</u>
Common Stock							200
						I	By mother



## 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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 1, 2009, as amended on April 8, 2010.

The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$19.72 to \$19.83 per share. The reporting person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the issuer, or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.

(3) Represents partial exercise of an option to purchase 75,000 shares granted by the issuer pursuant to its 2007 Stock Incentive Plan on March 3, 2008. This option is currently vested as to 37,500 shares, and will vest as to 3,750 additional shares on December 1, 2010 and at the end of each successive three-month period thereafter, through and including March 1, 2013.

(4) Represents partial exercise of an option to purchase an aggregate of 50,000 shares granted by the issuer pursuant to its 2007 Stock Incentive Plan on March 9, 2009. This option is currently vested as to 15,000 shares, and will vest as to 2,500 additional shares on December 1, 2010 and at the end of each successive three-month period thereafter, through and including March 1, 2014.

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.