

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-28** | Period of Report: **2013-01-24**  
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### REPORTING OWNER

**FRIEDLAND JONATHAN**

CIK: **1540444**

Type: **4** | Act: **34** | File No.: **001-35727** | Film No.: **13553053**

Mailing Address  
C/O NETFLIX, INC., 100  
WINCHESTER CIRCLE  
LOS GATOS CA 95032

### ISSUER

**NETFLIX INC**

CIK: **1065280** | IRS No.: **770467272** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **7841** Video tape rental

Mailing Address  
100 WINCHESTER CIRCLE  
LOS GATOS CA 95032-7606

Business Address  
100 WINCHESTER CIRCLE  
.  
LOS GATOS CA 95032  
408-540-3700

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>FRIEDLAND JONATHAN</b>  (Last) (First) (Middle)  100 WINCHESTER CIRCLE  (Street)  LOS GATOS, CA 95032  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>NETFLIX INC [NFLX]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  <b>Chief Communications Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) 01/24/2013	
	4. If Amendment, Date Original Filed(Month/Day/Year)	

**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	01/24/2013		M		692 <sup>(1)</sup>	A	\$72.24	692	D	
Common Stock	01/24/2013		S		692 <sup>(1)</sup>	D	\$144.03	0	D	
Common Stock	01/24/2013		M		822 <sup>(1)</sup>	A	\$76.01	822	D	
Common Stock	01/24/2013		S		822 <sup>(1)</sup>	D	\$144.03	0	D	
Common Stock	01/24/2013		M		804 <sup>(1)</sup>	A	\$77.69	804	D	
Common Stock	01/24/2013		S		804 <sup>(1)</sup>	D	\$144.03	0	D	
Common Stock	01/24/2013		M		624 <sup>(1)</sup>	A	\$80.09	624	D	
Common Stock	01/24/2013		S		624 <sup>(1)</sup>	D	\$144.03	0	D	
Common Stock	01/24/2013		M		768 <sup>(1)</sup>	A	\$81.36	768	D	
Common Stock	01/24/2013		S		768 <sup>(1)</sup>	D	\$144.03	0	D	
Common Stock	01/24/2013		M		554 <sup>(1)</sup>	A	\$112.75	554	D	
Common Stock	01/24/2013		S		554 <sup>(1)</sup>	D	\$146.58	0	D	
Common Stock	01/24/2013		M		442 <sup>(1)</sup>	A	\$113.25	442	D	
Common Stock	01/24/2013		S		442 <sup>(1)</sup>	D	\$147.23	0	D	
Common Stock	01/24/2013		M		548 <sup>(1)</sup>	A	\$113.97	548	D	
Common Stock	01/24/2013		S		548 <sup>(1)</sup>	D	\$148.16	0	D	
Common Stock	01/25/2013		M		508 <sup>(1)</sup>	A	\$122.97	508	D	

Common Stock	01/25/2013		S	508 <sup>(1)</sup>	D	\$159.86	0		D	
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**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$72.24	01/24/2013		M			692 <sup>(1)</sup>	01/03/2012	01/03/2022	Common Stock	692	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$76.01	01/24/2013		M			822 <sup>(1)</sup>	12/03/2012	12/03/2022	Common Stock	822	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$77.69	01/24/2013		M			804 <sup>(1)</sup>	11/01/2012	11/01/2022	Common Stock	804	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$80.09	01/24/2013		M			624 <sup>(1)</sup>	11/01/2011	11/01/2021	Common Stock	624	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$81.36	01/24/2013		M			768 <sup>(1)</sup>	05/01/2012	05/01/2022	Common Stock	768	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$112.75	01/24/2013		M			554 <sup>(1)</sup>	03/01/2012	03/01/2022	Common Stock	554	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$113.25	01/24/2013		M			442 <sup>(1)</sup>	10/03/2011	10/03/2021	Common Stock	442	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$113.97	01/24/2013		M			548 <sup>(1)</sup>	04/02/2012	04/02/2022	Common Stock	548	\$ 0	0	D	

Non- Qualified Stock Option (right to buy)	\$122.97	01/25/2013		<u>M</u>		508 (1)	02/01/2012	02/01/2022	Common Stock	508	\$ 0	0	D	
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**Explanation of Responses:**

- Transaction made pursuant to duly adopted trading plan under Rule 10b5-1(c).

**Signatures**

By: David Hyman, Authorized Signatory For: Jonathan Friedland

01/28/2013

\*\* Signature of Reporting Person

Date

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

\* 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).

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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