

NetApp, Inc.
Form 4
June 03, 2015

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 *
Salmon Robert E

(Last) (First) (Middle)

495 EAST JAVA DRIVE

(Street)

SUNNYVALE, CA 94089

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NetApp, Inc. [NTAP]

3. Date of Earliest Transaction (Month/Day/Year)
04/24/2015

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)

President, Head of Go-to-Mkt

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/24/2015		J		22,211	D	\$ 0
Common Stock	04/24/2015		J		22,211	A	\$ 0
Common Stock	05/31/2015		J ⁽²⁾		667	A	\$ 28.39
Common Stock	06/01/2015		M		11,250	A	<u>(3)</u> 51,555
Common Stock	06/01/2015		F		4,227	D	\$ 33.155
							20,273
							32,303
							40,305
							51,555
							47,328
							D
							I
							I
							I
							by Trust1 <u>(1)</u>
							by Trust1
							by Trust1
							by Trust1

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Common Stock	06/01/2015	M	5,025	A	(3)	52,353	I	by Trust1
Common Stock	06/01/2015	F	1,888	D	\$ 33.155	50,465	I	by Trust1
Common Stock						240	I	by Trust2 (4)
Common Stock						240	I	by Trust3 (5)

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

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(9-02)

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 Securities (Instr. 3 and 4)	8. De	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0	06/01/2015		M	11,250	(6)	(6)	Common Stock	11,250
Restricted Stock Unit	\$ 0	06/01/2015		M	5,025	(7)	(7)	Common Stock	5,025

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Salmon Robert E
495 EAST JAVA DRIVE
SUNNYVALE, CA 94089

President, Head of Go-to-Mkt

Signatures

Robert E
Salmon

06/03/2015

Date

__Signature of
Reporting Person

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) Previously reported as direct holdings.
- (2) Shares acquired under the NetApp 1999 Employee Stock Purchase Plan on May 31, 2015.
- (3) Restricted stock units convert into common stock on a one-for-one basis.
- (4) Shares held in trust by Patricia Mertens-Salmon, Custodian for Michael T. Salmon UTMA CA.
- (5) Shares held in trust by Patricia Mertens-Salmon, Custodian for Gregory Salmon UTMA CA.
- (6) On June 1, 2012, the reporting person was granted 45,000 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date, subject to continued service on each applicable vesting date.
- (7) On June 1, 2011, the reporting person was granted 20,100 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date, subject to continued service on each applicable vesting date.

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.