## Edgar Filing: NETFLIX INC - Form 4

| NETFLIX INC  |                    |               |   |                                |                       |  |   |                    |                         |  |
|--|--------------------|---------------|---|--------------------------------|-----------------------|--|---|--------------------|-------------------------|--|
| Form 4   |                    |               |   |                                |                       |  |   |                    |                         |  |
| March 03, 2017   |                    |               |   |                                |                       |  |   |                    |                         |  |
| FORM 4   |                    | ST A TES      | SECU  | DITIES A                       | ND EV                 |  | COMMERIO  |                    | PPROVAL                 |  |
| Washington, D.C. 20549   |                    |               |   |                                |                       |  |   |                    | 3235-0287               |  |
| Check this box<br>if no longer CTLATED (ENTROPE CHANCED CHANCE) ALL ON NED CHANCES OF  |                    |               |   |                                |                       |  |   | Expires:           | January 31<br>2005      |  |
| subject to STATEMENT OF CHANGES IN<br>Section 16. SECU<br>Form 4 or  |                    |               |   |                                | BENEF<br>ITIES        | ICIAL O  | Estimated<br>burden hou<br>response   | average<br>urs per |                         |  |
| Form 5<br>obligations<br>may continue.<br><i>See</i> Instructio<br>1(b).   | Section 17(        | (a) of the l  | Public U  |                                | ling Cor              | npany Act  | nge Act of 1934,<br>of 1935 or Secti-<br>940  |                    |                         |  |
| (Print or Type Respo   | onses)             |               |   |                                |                       |  |   |                    |                         |  |
| 1. Name and Address of Reporting Person <u>*</u><br>HOAG JAY C   |                    |               | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>NETFLIX INC [NFLX]   |                                |                       |  | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)                       |                    |                         |  |
| (Last)   | (First) (          | Middle)       | 3. Date of Earliest Transaction   |                                |                       |  | (Cne  | еск ан аррисаы     | e)                      |  |
| C/O TECHNOLOGY CROSSOVER<br>VENTURES, 528 RAMONA<br>STREET   |                    |               | (Month/Day/Year)<br>03/01/2017  |                                |                       |  | X Director<br>Officer (giv<br>below)  |                    | % Owner<br>her (specify |  |
|  | (Street)           |               | 4. If Am  | endment, Da                    | te Origina            | ıl   | 6. Individual or  | Joint/Group Fili   | ng(Check                |  |
| PALO ALTO, CA 94301  |                    |               |   | onth/Day/Year                  | )                     |  | Applicable Line)<br>_X_ Form filed by One Reporting Person<br>Form filed by More than One Reporting |                    |                         |  |
|  |                    |               |   |                                |                       |  | Person  |                    |                         |  |
| (City)   | (State)            | (Zip)         | Tab   | ole I - Non-D                  | erivative             | Securities A   | cquired, Disposed   | of, or Beneficia   | lly Owned               |  |
| 1.Title of<br>Security<br>(Instr. 3)2. Transaction Date<br>(Month/Day/Year)2A. Deemed<br>Execution Date<br>any<br>(Month/Day/Year) |                    | Date, if      | 3. 4. Securities<br>TransactionAcquired (A) or<br>Code Disposed of (D)<br>(Instr. 8) (Instr. 3, 4 and 5)<br>(A)<br>or |                                | Beneficially<br>Owned | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)                                   |                    |                         |  |
|  |                    |               |   | Code V                         | Amount                | (D) Price  | (mout 5 and 4)  |                    |                         |  |
| Reminder: Report o   | on a separate line | e for each cl | ass of sec  | urities benef                  | icially ow            | ned directly   | or indirectly.  |                    |                         |  |
|  |                    |               |   |                                | inforn<br>requi       | nation cont<br>red to resp<br>ays a curre                            | spond to the colle<br>tained in this form<br>ond unless the fo<br>ntly valid OMB co                 | n are not<br>rm    | SEC 1474<br>(9-02)      |  |
|  | Tab                |               |   | curities Acqu<br>ls, warrants, |                       |  | Beneficially Owner<br>securities)   | 1                  |                         |  |

| 1. Title of | 2.         | 3. Transaction Date | 3A. Deemed         | 4.         | 5. Number | 6. Date Exercisable and | 7. Title and Amou |
|-------------|------------|---------------------|--------------------|------------|-----------|-------------------------|-------------------|
| Derivative  | Conversion | (Month/Day/Year)    | Execution Date, if | Transactio | onof      | Expiration Date         | Underlying Securi |

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| Security<br>(Instr. 3)                          | or Exercise<br>Price of<br>Derivative<br>Security |            | any<br>(Month/Day/Year) | Code<br>(Instr. 8) | Deriv<br>Secur<br>Acqu<br>(A) or<br>Dispo<br>of (D)<br>(Instr<br>and 5 | ities<br>ired<br>r<br>osed<br>)<br>. 3, 4, | (Month/Day/Year)      |                    | (Instr. 3 and 4) |                                |
|---|---|------------|-------------------------|--------------------|--|--|-----------------------|--------------------|------------------|--------------------------------|
|   |   |            |                         | Code V             | (A)  | (D)  | Date Exercisable      | Expiration<br>Date | Title            | Amo<br>or<br>Num<br>of<br>Shar |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 142.65   | 03/01/2017 |                         | А                  | 438  |  | 03/01/2017 <u>(1)</u> | 03/01/2027         | Common<br>Stock  | 43                             |
| Reporting Owners                                |   |            |                         |                    |  |  |                       |                    |                  |                                |

|   | Relationships |              |         |       |  |  |
|---|---------------|--------------|---------|-------|--|--|
| <b>Reporting Owner Name / Address</b>   | Director      | 10%<br>Owner | Officer | Other |  |  |
| HOAG JAY C<br>C/O TECHNOLOGY CROSSOVER VENTURES<br>528 RAMONA STREET<br>PALO ALTO, CA 94301 | X             |              |         |       |  |  |
| Signatures  |               |              |         |       |  |  |
| Frederic D. Fenton Authorized signatory for Jay C.<br>Hoag                                  |               | 03/03/20     | )17     |       |  |  |
| **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) These options are 100% vested.

Jay C. Hoag has sole voting and dispositive power over the options he holds directly. However, TCV VII Management, L.L.C. and TCV VII Management, L.L.C. collectively have a right to 100% of the pecuniary interest in such options. Mr. Hoag is a Member of TCV VII

(2) Vin Management, L.L.C. contentively have a right to 100% of the peculiary interest in such options. Mr. Hoag is a Member of TeV Vin Management, L.L.C. and TCV VIII Management, L.L.C. Mr. Hoag disclaims beneficial ownership of such options and the shares to be received upon the exercise of such options except to the extent of his peculiary interest therein.

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.