

WARMENHOVEN DANIEL J
 Form 4
 June 15, 2010

FORM 4

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

OMB APPROVAL

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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 *
WARMENHOVEN DANIEL J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
495 EAST JAVA DRIVE

3. Date of Earliest Transaction (Month/Day/Year)
06/11/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Chairman

(Street)
SUNNYVALE, CA 94089

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

(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 Ownership: Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	06/11/2010		M ⁽¹⁾		50,000	A	\$ 9.99 100,087	D
Common Stock	06/11/2010		S ⁽¹⁾		50,000	D	\$ 39.5 50,087	D
Common Stock	06/11/2010		M ⁽¹⁾		50,000	A	\$ 9.99 100,087	D
Common Stock	06/11/2010		S ⁽¹⁾		50,000	D	\$ 40 50,087	D
Common Stock	06/14/2010		M ⁽¹⁾		50,000	A	\$ 9.99 100,087	D

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Common Stock	06/14/2010	S ⁽¹⁾	50,000	D	\$ 40.5	50,087	D	
Common Stock	06/14/2010	S	100,000	D	\$ 40.41 <u>(2)</u>	2,376,685	I	by Trust <u>(3)</u>
Common Stock						170,000	I	by Lmted Ptnrshp2 <u>(4)</u>
Common Stock						78,962	I	by Trust2 <u>(5)</u>

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

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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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 9.99	06/11/2010		M ⁽¹⁾	50,000	<u>(6)</u>	10/31/2012	Common Stock	50,000
Non-Qualified Stock Option (right to buy)	\$ 9.99	06/11/2010		M ⁽¹⁾	50,000	<u>(6)</u>	10/31/2012	Common Stock	50,000
Non-Qualified Stock Option (right to buy)	\$ 9.99	06/14/2010		M ⁽¹⁾	50,000	<u>(6)</u>	10/31/2012	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
				Executive Chairman

