

NETSUITE INC
Form 4/A
November 15, 2016

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ORACLE CORP

(Last) (First) (Middle)

500 ORACLE PARKWAY

(Street)

REDWOOD CITY, CA 94065

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NETSUITE INC [N]

3. Date of Earliest Transaction
(Month/Day/Year)
11/07/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)
09/27/2016

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ ☒ 10% Owner
____ Officer (give title below) ____ Other (specify below)

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)
Common Stock, par value \$0.01 ⁽¹⁾	11/07/2016		J ⁽¹⁾	81,597,759 ⁽¹⁾	A \$ 109 ⁽¹⁾	100	D

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

**Persons who respond to the collection of
information contained in this form are not
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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ORACLE CORP 500 ORACLE PARKWAY REDWOOD CITY, CA 94065		X		
OC Acquisition LLC 500 ORACLE PARKWAY REDWOOD CITY, CA 94065		X		
Napa Acquisition Corp 500 ORACLE PARKWAY REDWOOD CITY, CA 94065		X		

Signatures

/s/ Brian S. Higgins, Vice President, Oracle Corporation	11/15/2016
__Signature of Reporting Person	Date
/s/ Brian S. Higgins, Secretary, OC Acquisition LLC	11/15/2016
__Signature of Reporting Person	Date
/s/ Brian S. Higgins, Vice President, Napa Acquisition Corporation	11/15/2016
__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) On November 7, 2016, Oracle Corporation ("Oracle") and OC Acquisition LLC ("Parent") completed the transactions contemplated by the Agreement and Plan of Merger, dated as of July 28, 2016, by and among NetSuite Inc. (the "Issuer"), Parent, Napa Acquisition Corporation ("Purchaser") and Oracle (the "Merger Agreement"). Pursuant to the terms of the Merger Agreement, Purchaser merged with and into the Issuer (the "Merger"), with the Issuer surviving the Merger as a subsidiary of Oracle (the "Surviving Corporation"). At the effective time of the Merger, the outstanding shares of common stock of Purchaser were converted into and became shares of the Surviving Corporation.

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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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