Edgar Filing: NETSUITE INC - Form 4

Form 4											
FORM										OMB APPROVAL OMB 3235-0287 Number:	
Check thi if no long subject to Section 1 Form 4 or Form 5 obligation may cont <i>See</i> Instru 1(b).	er 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 10(b) of the Investment Company Act of 1940								Expires: January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type F	Responses)										
Goldberg Evan Symbo			Symbol	er Name and Ticker or Trading UITE INC [N]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) ((Middle)	3. Date of Earliest Transaction (Check					k all applicable)			
			(Month/E 10/20/2	n/Day/Year) /2008				_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) CTO & Chairman of the Board			
			endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
SAN MATE	EO, CA 94403							Person	ore than One Rep	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	rities Acqu	iired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	(Instr. 3,	(A) or	d of (D) 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	10/20/2008			Code V $S_{(1)}^{(1)}$	Amount 1,000	(D) D	Price \$ 11.344 (2)	3,163,868	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 required to respond unless the form displays a currently valid OMB control number.

 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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne 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						
		10% Owner	Officer	Other				
Goldberg Evan C/O NETSUITE INC., 2955 CAMPUS DRIVE SUITE 100 SAN MATEO, CA 94403	Х		CTO & Chairman of the Board					
Signatures								
/s/ Douglas P. Solomon, by power of attorney	10/21/2	2008						
<u>**</u> Signature of Reporting Person	Date	;						
Explanation of Responses:								

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) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 5, 2008.

The sale price reported in column 4 of Table I represents the weighted average sale price of the shares sold ranging from \$11.17 to \$11.70
 (2) per share. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

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.