Edgar Filing: NETSUITE INC - Form 4/A

NETSUITE I	INC											
Form 4/A												
March 17, 20)11											
										OMB AI	PPROVAL	
FORM	4 UNITE	CD STATE:		ITIES A				IGE C	COMMISSION	OMB Number:	3235-0287	
Check thi				0	·					Expires:	January 31,	
if no long subject to		STATEMENT OF CHANGES IN BENEFICIAL OWNER					NERSHIP OF		2005			
Section 1		SECURITIES							Estimated average burden hours per			
Form 4 or	r									response	•	
Form 5	Filed J	pursuant to	Section 1	5(a) of the function of the	he Sec	curitie	es Ex	chang	e Act of 1934,			
obligatior may conti									f 1935 or Section	n		
See Instru 1(b).		30(h)) of the In	vestmen	t Com	npany	Y Act	of 194	10			
(Print or Type R	Responses)											
1. Name and A	ddress of Report	ing Person <u>*</u>	2. Issuer	Name an	d Ticke	er or T	rading	ŗ	5. Relationship of	Reporting Pers	son(s) to	
NELSON ZACHARY Symbol									Issuer			
				UITE INC [N]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest T	ransac	tion			(Chee	k an applicable	-)	
(Month/Da				'Day/Year)					X_ Director		Owner	
	JITE INC., 29		03/07/20)11					XOfficer (give below)	title Othe below)	er (specify	
CAMPUS D	ORIVE, SUITE	E 100							· · · · · · · · · · · · · · · · · · ·	sident & CEO		
	(Street)		4. If Ame	ndment. D	ate Ori	iginal			6. Individual or Jo	oint/Group Filir	1g(Check	
				ed(Month/Day/Year)					Applicable Line)			
03/09/20				-					_X_Form filed by One Reporting Person Form filed by More than One Reporting			
SAN MATE	EO, CA 94403								Person	Iore than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-	Deriva	tive S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of	2. Transaction	Date 2A. Dee	emed	3.	4. S	ecuriti	ies Ac	quired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Ye		on Date, if	Transact		or Dis	sposed	of	Securities	Form: Direct		
(Instr. 3)		any (Month	/Day/Year)	Code (D) (Instr. 8) (Instr. 3, 4 and 5)			· · · ·	(D) or Indirect (I)	Beneficial Ownership			
		(Wonth	/Day/Teal)	(IIIsu. 0)) (1115	u. J, 4	r anu .	')	Following	(Instr. 4)	(Instr. 4)	
							(A)		Reported			
							or		Transaction(s)			
				Code		nount	(D)	Price	(Instr. 3 and 4)			
Common Stock	03/07/2011			А	17, (1)	864	А	\$0	1,128,719 <u>(3)</u>	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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) Instr. 3, 4,		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (right to buy)	\$ 29.32	03/07/2011		A	33,944	04/03/2011 <u>(2)</u>	03/07/2021	Common Stock	33,9

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NELSON ZACHARY C/O NETSUITE INC. 2955 CAMPUS DRIVE, SUITE 100 SAN MATEO, CA 94403	Х		President & CEO				
Signatures							

/s/ Adriana Botto, by power of attorney	03/17/2011
**Signature of Reporting Person	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).
- Shares represented by restricted stock units. Each restricted stock unit represents a contingent right to receive one share of (1)NetSuite Inc. common stock. The restricted stock units vest in sixteen equal quarterly installments beginning on June 3, 2011.
- (2)The option vests in forty-eight equal monthly installments beginning on April 3, 2011.
- This Form 4 is being filed solely to correct the typographical error in the Amount of Securities Beneficially Owned Following the (3) Reported Transaction(s).

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.