FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden hours per response... 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
HOAG JAY C (Last) (First) (Middle)	**NETFLIX INC [NFLX]**	__ X __ Director __ X __ 10% Owner
C/O TECHNOLOGY CROSSOVER VENTURES, 528 RAMONA STREET (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **4/26/2010**	_____ Officer (give title below) __ X __ Other (specify below) **May be part of a 13(d) group**
PALO ALTO, CA 94301 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ X _ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	**4/26/2010**		**J (1)**		**6761**	**A**	**$0**	**6761**	**I**	**The Hoag Family Trust U/A Dtd 8/2/94** (2) (3)
Common Stock	**4/26/2010**		**J (4)**		**119185**	**A**	**$0**	**125946**	**I**	**The Hoag Family Trust U/A Dtd 8/2/94** (2) (3)
Common Stock	**4/26/2010**		**J (5)**		**26138**	**A**	**$0**	**26138**	**I**	**Hamilton Investments Limited Partnership** (2) (6)
Common Stock	**4/26/2010**		**J (7)**		**704**	**A**	**$0**	**126650**	**I**	**The Hoag Family Trust U/A Dtd 8/2/94** (2) (3)
Common Stock	**4/26/2010**		**J (8)**		**235**	**A**	**$0**	**26373**	**I**	**Hamilton Investments Limited Partnership** (2) (6)
Common Stock	**4/26/2010**		**J (9)**		**525**	**A**	**$0**	**127175**	**I**	**The Hoag Family Trust U/A Dtd 8/2/94** (2) (3)
Common Stock	**4/26/2010**		**J (10)**		**175**	**A**	**$0**	**26548**	**I**	**Hamilton Investments Limited Partnership** (2) (6)
Common Stock	**4/27/2010**		**M**		**1558**	**A**	**$25.68**	**1558**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**M**		**1536**	**A**	**$26.05**	**3094**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**M**		**1504**	**A**	**$26.61**	**4598**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**M**		**1751**	**A**	**$22.83**	**6349**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**M**		**1704**	**A**	**$23.48**	**8053**	**I**	**Jay C. Hoag** (2) (11)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	**4/27/2010**		**M**		**1522**	**A**	**$26.29**	**9575**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**M**		**1681**	**A**	**$23.78**	**11256**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**M**		**1517**	**A**	**$26.35**	**12773**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**M**		**1575**	**A**	**$25.39**	**14348**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**M**		**1712**	**A**	**$23.36**	**16060**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**S**		**16060**	**D**	**$104.00**	**0**	**I**	**Jay C. Hoag** (2) (11)
Common Stock	**4/27/2010**		**S**		**115175**	**D**	**$104.2828**	**12000**	**I**	**The Hoag Family Trust U/A Dtd 8/2/94** (2) (3)
Common Stock	**4/27/2010**		**S**		**26548**	**D**	**$104.2828**	**0**	**I**	**Hamilton Investments Limited Partnership** (2) (6)

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	**$25.68**	**4/27/2010**		**M**			**1558**	**11/1/2005**	**11/1/2015**	**Common Stock**	**1558**	(12)	**0**	**D** (13)	
Non-Qualified Stock Option (right to buy)	**$26.05**	**4/27/2010**		**M**			**1536**	**1/3/2006**	**1/3/2016**	**Common Stock**	**1536**	(12)	**0**	**D** (13)	
Non-Qualified Stock Option (right to buy)	**$26.61**	**4/27/2010**		**M**			**1504**	**1/3/2007**	**1/3/2017**	**Common Stock**	**1504**	(12)	**0**	**D** (13)	
Non-Qualified Stock Option (right to buy)	**$22.83**	**4/27/2010**		**M**			**1751**	**3/1/2007**	**3/1/2017**	**Common Stock**	**1751**	(12)	**0**	**D** (13)	
Non-Qualified Stock Option (right to buy)	**$23.48**	**4/27/2010**		**M**			**1704**	**4/2/2007**	**4/2/2017**	**Common Stock**	**1704**	(12)	**0**	**D** (13)	
Non-Qualified Stock Option (right to buy)	**$26.29**	**4/27/2010**		**M**			**1522**	**11/1/2007**	**11/1/2017**	**Common Stock**	**1522**	(12)	**0**	**D** (13)	
Non-Qualified Stock Option (right to buy)	**$23.78**	**4/27/2010**		**M**			**1681**	**12/3/2007**	**12/3/2017**	**Common Stock**	**1681**	(12)	**0**	**D** (13)	
Non-Qualified Stock Option (right to buy)	**$26.35**	**4/27/2010**		**M**			**1517**	**1/2/2008**	**1/2/2018**	**Common Stock**	**1517**	(12)	**0**	**D** (13)	
Non-Qualified Stock Option (right to buy)	**$25.39**	**4/27/2010**		**M**			**1575**	**2/1/2008**	**2/1/2018**	**Common Stock**	**1575**	(12)	**0**	**D** (13)	
Non-Qualified Stock Option (right to buy)	**$23.36**	**4/27/2010**		**M**			**1712**	**11/3/2008**	**11/3/2018**	**Common Stock**	**1712**	(12)	**0**	**D** (13)	

Explanation of Responses:

(1) Acquisition by The Hoag Family Trust U/A Dtd 8/2/94 pursuant to an in kind pro-rata distribution by TCV IV Strategic Partners, L.P. ("TCV IV SP") to its partners, without consideration.

(2) This Form 4 is filed by more than one Reporting Person and is a joint filing with the Forms 4 filed by TCV IV, L.P. ("TCV IV"), TCV IV SP, Technology

Crossover Management IV, L.L.C. ("TCM IV") and Richard H. Kimball ("Kimball") and by TCV VI, L.P., TCV Member Fund, L.P. ("TCV MF"), Technology Crossover Management VI, L.L.C. ("TCM VI"), John L. Drew ("Drew"), Jon Q. Reynolds, Jr. ("Reynolds"), William J. G. Griffith IV ("Griffith") and Robert W. Trudeau ("Trudeau") on April 28, 2010.

(3) Jay C. Hoag ("Hoag") is a trustee of The Hoag Family Trust U/A Dtd 8/2/94. Hoag disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(4) Acquisition by The Hoag Family Trust U/A Dtd 8/2/94 pursuant to an in kind pro-rata distribution by TCM IV to its members, without consideration.

(5) Acquisition by Hamilton Investments Limited Partnership pursuant to an in kind pro-rata distribution by TCM IV to its members, without consideration.

(6) Hoag is the sole general partner and a limited partner of Hamilton Investments Limited Partnership. Hoag disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(7) Acquisition by The Hoag Family Trust U/A Dtd 8/2/94 pursuant to an in kind pro-rata distribution by TCM VI to its partners, without consideration.

(8) Acquisition by Hamilton Investments Limited Partnership pursuant to an in kind pro-rata distribution by TCM VI to its partners, without consideration.

(9) Acquisition by The Hoag Family Trust U/A Dtd 8/2/94 pursuant to an in kind pro-rata distribution by TCV MF to its partners, without consideration.

(10) Acquisition by Hamilton Investments Limited Partnership pursuant to an in kind pro-rata distribution by TCV MF to its partners, without consideration.

(11) Hoag has the sole voting and dispositive power over these shares; however, TCMI, Inc. has a right to 100% of the pecuniary interest in such shares. Hoag is a stockholder and director of TCMI, Inc. Hoag disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein. Does not include shares held by The Hoag Family Trust U/A Dtd 8/2/94 and Hamilton Investments Limited Partnership.

(12) Not applicable.

(13) Hoag has the sole voting and dispositive power over the options he holds directly; however, TCMI, Inc. has a right to 100% of the pecuniary interest in such options. Hoag is a stockholder and director of TCMI, Inc. Hoag disclaims beneficial ownership of such options or the shares he receives upon exercise of such options except to the extent of his pecuniary interest therein.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOAG JAY C C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	**X**	**X**		**May be part of a 13(d) group**

Signatures

Frederic D. Fenton Authorized signatory for Jay C. Hoag	**4/28/2010**
**Signature of Reporting Person	Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.