UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20539

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): January 20, 2012 (January 13, 2012)

NETFLIX, INC.
(Exact name of registrant as specified in its charter)

DELAWARE	000-49802	77-0467272
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

100 Winchester Circle
Los Gatos, CA 95032
(Address of principal executive offices, with zip code)

(408) 540-3700
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On January 13, 2012, Leslie Kilgore resigned as Netflix, Inc.'s Chief Marketing Officer effective February 2, 2012. A copy of the press release press release, issued January 20, 2012, regarding Ms. Kilgore's departure is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference into this Item 5.02

(d) On January 19, 2012, Leslie Kilgore was appointed to the Board of Directors (the "Board") of Netflix, Inc. ("Netflix"). Her appointment is effective January 20, 2012 and she will hold office as a Class II director until the Company's annual meeting of stockholders in 2013. In connection with her appointment, Ms. Kilgore has not yet been appointed to serve as a member of any Board of Directors committee.

Ms. Kilgore, like the Company's other non-employee directors, will receive stock options pursuant to the Director Equity Compensation Plan following the end of her employment with the Company. The Director Equity Compensation Plan provides for a monthly grant of stock options to each non-employee director of the Company in consideration for services provided to the Company and subject to the terms and conditions of the Company's 2002 Stock Plan. The actual number of options to be granted to Ms. Kilgore will be determined by the following formula: $10,000 / ([fair market value on the date of grant] x 0.20). Each monthly grant is made on the first trading day of the month, is fully vested upon grant and is exercisable at a strike price equal to the fair market value as reflected by the closing price on the date of the option grant.

As it does with all directors and executive officers, the Company will enter into an indemnification agreement with Ms. Kilgore. The indemnification agreement will require the Company to indemnify Ms. Kilgore, to the fullest extent permitted by Delaware law, for certain liabilities to which she may become subject as a result of her affiliation with the Company. See the Company's Form of Indemnification Agreement filed with the Securities and Exchange Commission on March 20, 2002 as Exhibit 10.1 to the Registrant's Registration Statement on Form S-1/A.

There are no related party transactions between the Company and Ms. Kilgore that are subject to disclosure under Item 404(a) of Regulation S-K.

A copy of the press release issued on January 20, 2012, regarding Ms. Kilgore's election is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference into this Item 5.02.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description of Exhibit
99.1	Press Release Issued by Netflix, Inc. on January 20, 2012

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NETFLIX, INC.

Date: January 20, 2012

/ s / David Hyman

David Hyman
General Counsel and Secretary

EXHIBIT INDEX

Exhibit No.	Description of Exhibit
99.1*	Press Release Issued by Netflix, Inc. on January 20, 2012

* This exhibit is intended to be furnished and shall not be deemed “filed” for purposes of the Securities Exchange Act of 1934.

Exhibit 99.1

NETFLIX ANNOUNCES MANAGEMENT CHANGES

LOS GATOS, Calif., Jan. 20 2012 — Netflix, Inc. (Nasdaq: NFLX) today announced Leslie Kilgore, its Chief Marketing Officer for the last 12 years, will join the Netflix board as a non-executive director and that it had appointed Jessie Becker, interim Chief Marketing Officer and Jonathan Friedland, Chief Communications Officer.

“Leslie has been instrumental in our long-term success and our recent return to solid growth”, said Reed Hastings, Netflix co-founder and CEO. “We are delighted she is joining our board of directors and will continue to be a key part of Netflix.”

Ms. Kilgore joined Netflix in 2000 as CMO after holding various positions at Amazon.com, Procter & Gamble and Booz Allen and Hamilton. Ms. Kilgore, who has an MBA from Stanford University and a BS in Economics from the University of Pennsylvania/ Wharton School of Business, also serves as a director at LinkedIn Corporation.

An 11-year Netflix veteran, Ms. Becker has most recently been Vice President, Marketing, in charge of a variety of acquisition channels. Previously, she held positions at Amazon.com and Oracle Corp. Ms. Becker has a MBA from Stanford University and a BA and BS in Economics from the University of Pennsylvania/Wharton School of Business.

Mr. Friedland joined Netflix in February 2011 from The Walt Disney Company, where he was SVP, Corporate Communications. Before that, he spent over 20 years as a foreign correspondent and editor, mainly with The Wall Street Journal, in the U.S., Asia and Latin America and co-founded the Diarios Rumbo chain of Spanish-language newspapers in Texas. Mr. Friedland, who has a MSc. Economics from the London School of Economics and a BA from Hampshire College, was a member of the WSJ team that won the Pulitzer Prize for its coverage of the 9/11 attacks.

Ms. Becker and Mr. Friedland will report to Mr. Hastings. During the coming months, Netflix will also conduct an external search for a new CMO.

About Netflix:

With more than 20 million streaming members in the Americas, the United Kingdom and Ireland, Netflix, Inc. [Nasdaq: NFLX] is the world’s leading internet subscription service for enjoying films and TV programmes. For about US$7.99 a month, Netflix members can instantly watch unlimited films and TV episodes streamed over the internet to PCs, Macs and TVs. Among the large and expanding base of devices streaming from Netflix are the Microsoft Xbox 360, Nintendo Wii and Sony PS3 consoles; an array of Blu-ray disc players, internet-connected TVs, home theatre systems, digital video recorders and internet video players; Apple iPhone, iPad and iPod touch, as well as Apple TV and Google TV. In all, more than 700 devices that stream from Netflix are available. For additional information, visit www.netflix.com . Follow Netflix on Facebook and Twitter .