

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 * MCCARTHY W BARRY JR (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol NETFLIX INC [NFLX]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☐ Director ☐ 10% Owner ☒ Officer (give title below) ☐ Other (specify below) CFO	
970 UNIVERSITY AVENUE (Street)		3. Date of Earliest Transaction (MM/DD/YYYY) 10/27/2005		6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person	
LOS GATOS, CA 95032 (City) (State) (Zip)		4. If Amendment, Date Original Filed (MM/DD/YYYY)			

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	10/27/2005		M		100 (1)	A	\$1.5	36917	D	
Common Stock	10/27/2005		S		100 (1)	D	\$25.87	36817	D	
Common Stock	10/27/2005		M		100 (1)	A	\$1.5	36917	D	
Common Stock	10/27/2005		S		100 (1)	D	\$25.88	36817	D	
Common Stock	10/27/2005		M		5000 (1)	A	\$1.5	41817	D	
Common Stock	10/27/2005		S		5000 (1)	D	\$26	36817	D	
Common Stock	10/28/2005		M		4000 (1)	A	\$1.5	40817	D	
Common Stock	10/28/2005		S		4000 (1)	D	\$26	36817	D	
Common Stock								14352	I	by Trust (2)

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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M		100 (1)	4/19/1999	4/14/2009	Common Stock	100	\$0	88584	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M		4900 (1)	4/19/1999	4/14/2009	Common Stock	4900	\$0	83684	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M		5000 (1)	4/19/1999	4/14/2009	Common Stock	5000	\$0	78684	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M		4685 (1)	4/19/1999	4/14/2009	Common Stock	4685	\$0	73999	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M		515 (1)	4/19/1999	4/14/2009	Common Stock	515	\$0	73484	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M		65 (1)	4/19/1999	4/14/2009	Common Stock	65	\$0	73419	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M		200 (1)	4/19/1999	4/14/2009	Common Stock	200	\$0	73219	D	

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				
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			900 (U)	4/19/1999	4/14/2009	Common Stock	900	\$0	72319	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			200 (U)	4/19/1999	4/14/2009	Common Stock	200	\$0	72119	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			200 (U)	4/19/1999	4/14/2009	Common Stock	200	\$0	71919	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			600 (U)	4/19/1999	4/14/2009	Common Stock	600	\$0	71319	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			800 (U)	4/19/1999	4/14/2009	Common Stock	800	\$0	70519	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			100 (U)	4/19/1999	4/14/2009	Common Stock	100	\$0	70419	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			235 (U)	4/19/1999	4/14/2009	Common Stock	235	\$0	70184	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			300 (U)	4/19/1999	4/14/2009	Common Stock	300	\$0	69884	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			100 (U)	4/19/1999	4/14/2009	Common Stock	100	\$0	69784	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			100 (U)	4/19/1999	4/14/2009	Common Stock	100	\$0	69684	D	
Incentive Stock Option (right to buy)	\$1.5	10/27/2005		M			5000 (U)	4/19/1999	4/14/2009	Common Stock	5000	\$0	64684	D	
Incentive Stock Option (right to buy)	\$1.5	10/28/2005		M			4000 (U)	4/19/1999	4/14/2009	Common Stock	4000	\$0	60684	D	

Explanation of Responses:

- (1) Transaction made pursuant to duly adopted trading plan under Rule 10b5-1(c).
- (2) By Peter Dudley McCarthy Trust - 2001 u/i dtd. Dec. 31, 2001

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCARTHY W BARRY JR 970 UNIVERSITY AVENUE LOS GATOS, CA 95032			CFO	

Signatures

By: David Hyman, Power of Attorney For: Barry McCarthy

10/28/2005

**
 [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.

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