

NETFLIX INC

FORM RW

(Withdrawal of Registration Statement)

Filed 7/21/2000

Address	970 UNIVERSITY AVENUE . LOS GATOS, California 95032
Telephone	408-317-3700
CIK	0001065280
Fiscal Year	12/31

July 21, 2000

Securities and Exchange Commission

Judiciary Plaza
450 Fifth Street, N.W.

Washington, D.C. 20549

Re: Registration Statement on Form S-1
File Number 333-35014
Request for Withdrawal

Ladies and Gentlemen:

NetFlix.com, Inc. (the "Company") hereby makes application to withdraw its Registration Statement on Form S-1, File Number 333-35014 (the "Form S-1 Registration Statement"), relating to its common stock, par value \$0.001 per share (the "Common Stock"), pursuant to Rule 477 under the Securities Act of 1933, as amended. The Company believes that terms that could be obtained in the public marketplace at this time are not sufficiently attractive to warrant proceeding with the public sale of the Common Stock. The public offering of the Common Stock would be a discretionary financing for the Company, and the Company does not believe that completing a discretionary financing on potentially unfavorable terms would be in the best interests of the Company and its stockholders. No securities have been sold under the Form S-1 Registration Statement and all activity in pursuit of the public offering has been discontinued.

Accordingly, we request an order granting the withdrawal of the Form S-1 Registration Statement be issued by the Securities and Exchange Commission as soon as possible.

Should you have any questions regarding this matter, please call our attorney, Robert Sanchez of Wilson Sonsini Goodrich & Rosati, at (650) 493-9300.

Very truly yours,

NETFLIX.COM, INC.

By: /s/ Barry McCarthy

Barry McCarthy
Chief Financial Officer

cc: Kenneth Lench

(Securities and Exchange Commission)

Jim Campbell

(Securities and Exchange Commission)

Una Hahn

(NASDAQ National Stock Market, Inc.)

Robert Sanchez

(Wilson Sonsini Goodrich & Rosati)

End of Filing

Powered By **EDGAR**
Online

© 2005 | **EDGAR Online, Inc.**