

NETFLIX INC

FORM 8-K

(Unscheduled Material Events)

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Address	970 UNIVERSITY AVENUE . LOS GATOS, California 95032
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Industry	Recreational Activities
Sector	Services
Fiscal Year	12/31

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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):
June 8, 2005

NETFLIX, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

000-49802
(Commission File Number)

77-0467272
(I.R.S. Employer
Identification No.)

970 University Avenue
Los Gatos, CA
95032
(Address of principal executive offices)
(Zip Code)

(408) 317-3700
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

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))
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Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

(d) On June 8, 2005, at a meeting of the Board of Directors of the Registrant, the Board appointed Gregory S. Stanger and A. George “Skip” Battle as members of the Board. Messrs. Stanger and Battle have accepted this appointment. The Registrant issued a press release on this appointment which is attached hereto as Exhibit 99.1.

As it does with all directors and executive officers, the Registrant has entered into an indemnification agreement with each of Mr. Stanger and Mr. Battle. The indemnification agreement requires the Registrant to indemnify Mr. Stanger and Mr. Battle, to the fullest extent permitted by Delaware law, for certain liabilities to which they may become subject as a result of their affiliation with the Registrant. See the Registrant’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.

Item 9.01 Financial Statement and Exhibits.

(c) Exhibits

99.1 Press release dated June 13, 2005 by Netflix, Inc.

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.

Date: June 13, 2005

NETFLIX, INC.

/s/ Barry McCarthy

Barry McCarthy
Chief Financial Officer

Exhibit No.	Description of Exhibit
99.1*	Press release issued by Netflix, Inc. on June 13, 2005.

* 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 NAMES SKIP BATTLE AND GREG STANGER TO COMPANY’S BOARD OF DIRECTORS

LOS GATOS, Calif., June 13, 2005 – Netflix, Inc. (Nasdaq: NFLX), the world’s largest online movie rental service, today announced the appointments of two accomplished business leaders, A. George (“Skip”) Battle and Greg Stanger, to the company’s board of directors. The move increases the number of Netflix directors to eight.

Mr. Battle is currently executive chairman of the board of Ask Jeeves, Inc., which operates the popular Internet search engine, AskJeeves.com, and which announced in March an agreement to be acquired by IAC/InterActiveCorp. He was CEO of Ask Jeeves from 2000 to 2003. From 1968 until his retirement in 1995, Mr. Battle served in management roles at Arthur Andersen LLP and then Andersen Consulting LLP (now Accenture), where he became worldwide managing partner of market development and a member of the firm’s executive committee. Educated at Dartmouth College and the Stanford Graduate School of Business, Mr. Battle currently serves as chairman of the board of Fair, Isaac and Company and previously was a director of PeopleSoft, Inc. and of Barra, Inc.

Mr. Stanger is currently a venture partner at Technology Crossover Ventures, a Silicon Valley venture capital firm. Prior to joining TCV in 2003, he served as CFO and a director of Expedia, Inc., the Internet’s leading travel service. He led the company’s successful IPO in 1999, the 2002 sale of Microsoft’s majority interest in the company to USA Networks and the sale of the remaining public shares to USA’s successor, InterActiveCorp, in a transaction that valued the company at more than \$9 billion. Earlier, Mr. Stanger held a senior role in corporate development at Microsoft Corp. and was an investment banker at PaineWebber. Educated at Williams College and the Haas School of Business at the University of California, Berkeley, he currently serves as a director of Drugstore.com and of NexTag, Inc.

“Skip’s and Greg’s business acumen, marketplace savvy and wealth of Internet commerce experience will add significantly to our board,” said Reed Hastings, chairman, co-founder and CEO of Netflix. “And their outside perspective will be valuable to the company as we continue to grow and compete.”

About Netflix

Netflix (Nasdaq: NFLX) is the world’s largest online movie rental service, providing more than three million subscribers access to over 40,000 DVD titles. Under the company’s most popular program, for \$17.99 a month, Netflix subscribers rent as many DVDs as they want and keep them as long as they

want, with three movies out at a time. There are no due dates, no late fees and no shipping fees. DVDs are delivered for free by the USPS from regional shipping centers located throughout the United States. Netflix can reach nearly 90 percent of its subscribers with generally one business-day delivery. Netflix offers personalized movie recommendations to its members and has more than 500 million movie ratings. Netflix also allows members to share and recommend movies to one another through its Friends[™] feature. For more information, visit www.netflix.com.

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