

# FORM 4

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

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

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 <sup>*</sup> <b>BARTON RICHARD N</b> (Last) (First) (Middle) <b>100 WINCHESTER CIRCLE</b> (Street) <b>LOS GATOS, CA 95032</b> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>NETFLIX INC [ NFLX ]</b>					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			3. Date of Earliest Transaction (MM/DD/YYYY) <b>7/27/2011</b>					<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)				
			4. If Amendment, Date Original Filed (MM/DD/YYYY)					6. Individual or Joint/Group Filing (Check Applicable Line)				
								<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	7/27/2011			M		2331	A	\$17.16	2674	D
Common Stock	7/27/2011			S		2331	D	\$271.68 (I)	343	D
Common Stock	7/27/2011			M		2203	A	\$18.14	2546	D
Common Stock	7/27/2011			S		2203	D	\$271.68 (I)	343	D
Common Stock	7/27/2011			M		1883	A	\$21.22	2226	D
Common Stock	7/27/2011			S		1883	D	\$271.68 (I)	343	D
Common Stock	7/27/2011			M		1522	A	\$26.29	1865	D
Common Stock	7/27/2011			S		1522	D	\$271.68 (I)	343	D
Common Stock	7/27/2011			M		1681	A	\$23.78	2024	D
Common Stock	7/27/2011			S		1681	D	\$271.68 (I)	343	D

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

1. Title of Derivative 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)	\$17.16	7/27/2011		M				2331		8/1/2007	8/1/2017	Common Stock	2331	\$0	0	D
Non-Qualified Stock Option (right to buy)	\$18.14	7/27/2011		M				2203		9/4/2007	9/4/2017	Common Stock	2203	\$0	0	D
Non-Qualified Stock Option (right to buy)	\$21.22	7/27/2011		M				1883		10/1/2007	10/1/2017	Common Stock	1883	\$0	0	D
Non-Qualified Stock Option (right to buy)	\$23.78	7/27/2011		M				1681		12/3/2007	12/3/2017	Common Stock	1681	\$0	0	D
Non-Qualified Stock Option (right to buy)	\$26.29	7/27/2011		M				1522		11/1/2007	11/1/2017	Common Stock	1522	\$0	0	D

#### Explanation of Responses:

(1) This transaction was executed in multiple trades at prices ranging from \$271.48 to \$271.84. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>BARTON RICHARD N 100 WINCHESTER CIRCLE LOS GATOS, CA 95032</b>	<b>X</b>			

### Signatures

**By: David Hyman, Authorized Signatory For: Richard Barton**

**7/29/2011**

<sup>\*\*</sup> 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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