

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

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

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 *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
HALEY TIMOTHY M		NETFLIX INC [NFLX]		☒ Director 10% Owner ☐ Officer (give title below) Other (specify below)	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
100 WINCHESTER CIRCLE		1/24/2014			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
LOS GATOS, CA 95032				☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person	
(City) (State) (Zip)					

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	1/24/2014		S		1600.0 (1)	D	\$389.39 (2)	700	D	
Common Stock	1/24/2014		S		700.0 (1)	D	\$390.22 (3)	0	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				
Non-Qualified Stock Option (right to buy)	\$31.0	1/24/2014		M			968.0 (1)	5/1/2008	5/1/2018	Common Stock	968	\$0.0	322	D	
Non-Qualified Stock Option (right to buy)	\$34.35	1/24/2014		M			1164.0 (1)	3/2/2009	3/2/2019	Common Stock	1164	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$36.51	1/24/2014		M			1095.0 (1)	4/1/2008	4/1/2018	Common Stock	1095	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$36.95	1/24/2014		M			1083.0 (1)	2/2/2009	2/2/2019	Common Stock	1083	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$40.62	1/24/2014		M			984.0 (1)	7/1/2009	7/1/2019	Common Stock	984	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$40.94	1/24/2014		M			977.0 (1)	6/1/2009	6/1/2019	Common Stock	977	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$42.15	1/24/2014		M			949.0 (1)	9/1/2009	9/1/2019	Common Stock	949	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$42.87	1/24/2014		M			933.0 (1)	4/1/2009	4/1/2019	Common Stock	933	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$44.48	1/24/2014		M			899.0 (1)	5/1/2009	5/1/2019	Common Stock	899	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$44.62	1/24/2014		M			896.0 (1)	10/1/2009	10/1/2019	Common Stock	896	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$92.01	1/24/2014		M			543.0 (1)	1/2/2013	1/2/2023	Common Stock	543	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$164.8	1/24/2014		M			303.0 (1)	2/1/2013	2/1/2023	Common Stock	303	\$0.0	0	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				
Non-Qualified Stock Option (right to buy)	\$182.43	1/24/2014		M			274.0 (1)	4/1/2013	4/1/2023	Common Stock	274	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$189.37	1/24/2014		M			264.0 (1)	3/1/2013	3/1/2023	Common Stock	264	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$200.14	1/24/2014		M			250.0 (1)	12/1/2010	12/1/2020	Common Stock	250	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$204.63	1/24/2014		M			244.0 (1)	3/1/2011	3/1/2021	Common Stock	244	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$212.9	1/24/2014		M			235.0 (1)	2/1/2011	2/1/2021	Common Stock	235	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$212.91	1/24/2014		M			235.0 (1)	5/1/2013	5/1/2023	Common Stock	235	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$221.97	1/24/2014		M			225.0 (1)	6/3/2013	6/3/2023	Common Stock	225	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$233.27	1/24/2014		M			214.0 (1)	9/1/2011	9/1/2021	Common Stock	214	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$237.19	1/24/2014		M			211.0 (1)	5/2/2011	5/2/2021	Common Stock	211	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$242.09	1/24/2014		M			207.0 (1)	4/1/2011	4/1/2021	Common Stock	207	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$263.38	1/24/2014		M			190.0 (1)	8/1/2011	8/1/2021	Common Stock	190	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$267.26	1/24/2014		M			187.0 (1)	6/1/2011	6/1/2021	Common Stock	187	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$267.99	1/24/2014		M			187.0 (1)	7/1/2011	7/1/2021	Common Stock	187	\$0.0	0	D	

Explanation of Responses:

- (1) Transaction made pursuant to duly adopted trading plan under Rule 10b5-1(c).
- (2) This transaction was executed in multiple trades at prices ranging from \$388.84 to \$389.67.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.
- (3) This transaction was executed in multiple trades at prices ranging from \$389.92 to \$390.56.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
HALEY TIMOTHY M 100 WINCHESTER CIRCLE LOS GATOS, CA 95032	X			

Signatures

By: David Hyman For: Timothy M. Haley

1/28/2014

--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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.