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

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 7)*

NETFLIX, INC.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

64110L106

(CUSIP Number)

Carla S. Newell c/o Technology Crossover Ventures 528 Ramona Street Palo Alto, California 94301 (650) 614-8200

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

August 23, 2006

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of $\S240.13d-1(e)$, 240.13d-1(f) or 240.13d-1(g), check the following box. \square

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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.

	NAMES OF REPORTING PERSONS:				
	TECHN	OLOG	SY CROSSOVER VENTURES II, L.P.		
1	ID C II		TYCATIVON NOC OF A POLIC PERSONS (ENTITIVES ON A)		
	I.R.S. II	DENTI	FICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):		
	_				
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):		
2	(a) 🗆				
	(b) 🗹 SEC US	E ON	· V·		
3	SEC OS	L ON			
	COLIDO	T OF	CUNDO (CEE INCEDITIONS).		
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):		
_	AF,OO				
5	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):		
<u> </u>					
	CITIZE	NSHII	OR PLACE OF ORGANIZATION:		
6	DELAV	VARE			
			SOLE VOTING POWER:		
NUMI	BER OF	7	700,197 SHARES OF COMMON STOCK (A)		
	ARES		SHARED VOTING POWER:		
	ICIALLY	8	0. SHADES OF COMMON STOCK		
	ED BY CH		-0- SHARES OF COMMON STOCK SOLE DISPOSITIVE POWER:		
	RTING	9	SOLE DISTOSTITVE TOWER.		
	SON		700,197 SHARES OF COMMON STOCK (A)		
W.	ITH	10	SHARED DISPOSITIVE POWER:		
		10	-0- SHARES OF COMMON STOCK		
11	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:		
11	700,197	SHAI	RES OF COMMON STOCK (A)		
10	CHECK	IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):		
12					
	_	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):		
13	1.0%				
)F REI	PORTING PERSON (SEE INSTRUCTIONS):		
14					
	PN				

	NAMES OF REPORTING PERSONS:						
	TCV II	TCV II (Q), L.P.					
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):						
	CHECK	THE	A DDD ODDI A TE DOV JE A MEMDED OF A CDOUD (SEE INSTRUCTIONS).				
2		ITE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):				
4	(a) □ (b) ☑						
_	SEC US	E ON	LY:				
3							
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):				
4	AF, OO						
_			SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):				
5							
		NSHII	P OR PLACE OF ORGANIZATION:				
6							
	DELAW	VAKE	SOLE VOTING POWER:				
		7					
NUMBER OF			538,321 SHARES OF COMMON STOCK (A) SHARED VOTING DOWED:				
SHARES BENEFICIALLY SHARED VOTING POWER:		8	SHARED VOTING POWER:				
	ED BY		-0- SHARES OF COMMON STOCK				
	ACH RTING	9	SOLE DISPOSITIVE POWER:				
	RSON		538,321 SHARES OF COMMON STOCK (A)				
W	ITH	10	SHARED DISPOSITIVE POWER:				
		10	-0- SHARES OF COMMON STOCK				
44	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
11	538,321 SHARES OF COMMON STOCK (A)						
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):						
12							
		NT OI	CLASS REPRESENTED BY AMOUNT IN ROW (11):				
13	LESS T	HΔN	1 %				
			PORTING PERSON (SEE INSTRUCTIONS):				
14							
	PN						

	NAMES OF REPORTING PERSONS:											
	TCV II,	V.O.F										
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):											
	1.13. 11)LN11	TICATION NOS. OF ABOVE FERSONS (ENTITIES ONLT).									
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):									
2	(a) 🗆											
	(a) □ (b) ☑											
2	SEC US	E ON	LY:									
3												
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):									
4	AF, OO											
_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):									
5												
	CITIZE	NSHII	OR PLACE OF ORGANIZATION:									
6	NETHE	RLAN	DS ANTILLES									
			SOLE VOTING POWER:									
NUMI	BER OF	7	22,743 SHARES OF COMMON STOCK (A)									
	ARES		SHARED VOTING POWER:									
	ICIALLY ED BY	8	-0- SHARES OF COMMON STOCK									
	СН		SOLE DISPOSITIVE POWER:									
	RTING SON	9	22,743 SHARES OF COMMON STOCK (A)									
	ITH		SHARED DISPOSITIVE POWER:									
		10	-0- SHARES OF COMMON STOCK									
	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:									
11	22 742 9	CH A D	ES OF COMMON STOCK (A)									
	22,743 SHARES OF COMMON STOCK (A) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):											
12	$2 \mid$											
	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):									
13	LESS T											
	_		PORTING PERSON (SEE INSTRUCTIONS):									
14	PN											
	114											

	NAMES OF REPORTING PERSONS:						
	TCV II	TCV II STRATEGIC PARTNERS, L.P.					
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):						
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):				
2	(a) 🗆						
	(b) ☑						
2	SEC US	E ON	LY:				
3							
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):				
4	AF, OO						
_			SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):				
5							
		NSHII	P OR PLACE OF ORGANIZATION:				
6	DEV						
	DELAV	ARE	SOLE VOTING POWER:				
		7	SOLE VOTINGTOWEK.				
NUMBER OF			95,532 SHARS OF COMMON STOCK (A)				
	ARES ICIALLY	8	SHARED VOTING POWER:				
	ED BY		-0- SHARES OF COMMON STOCK				
	ACH RTING	9	SOLE DISPOSITIVE POWER:				
	RSON	7	95,532 SHARES OF COMMON STOCK (A)				
W	ITH	10	SHARED DISPOSITIVE POWER:				
		10	-0- SHARES OF COMMON STOCK				
	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
11	95 532 9	SHAR	ES OF COMMON STOCK (A)				
	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):						
12	$2\mid$						
	PERCE	NT OF	F CLASS REPRESENTED BY AMOUNT IN ROW (11):				
13							
	LESS T						
14	TYPEC	JF KE	PORTING PERSON (SEE INSTRUCTIONS):				
	PN						

	NAMES OF REPORTING PERSONS:					
	TECHN	OLOC	SY CROSSOVER VENTURES II, C.V.			
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):					
	1.K.S. II	JEN I I	FICATION NOS. OF ABOVE PERSONS (ENTITIES ONLT):			
	CHECK	TUE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):			
2	CHECK	LIIIL	AFFROFRIATE BOATIFA MEMBER OF A GROUF (SEE INSTRUCTIONS).			
	(a) □ (b) ☑					
2	SEC US	E ON	LY:			
3						
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):			
4	AF, OO					
_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):			
5						
_		NSHII	OR PLACE OF ORGANIZATION:			
6	NETHE	ΡΙ ΔΝ	DS ANTILLES			
	NETTIE	KLA	SOLE VOTING POWER:			
NILIMI	BER OF	7	104 004 SHADES OF COMMON STOCK (A)			
	ARES		106,906 SHARES OF COMMON STOCK (A) SHARED VOTING POWER:			
BENEF	ICIALLY	8				
	ED BY ACH		-0- SHARES OF COMMON STOCK SOLE DISPOSITIVE POWER:			
	RTING	9	SOLE DISTOSITIVE TOWER.			
	RSON		106,906 SHARES OF COMMON STOCK (A)			
W.	ITH	10	SHARED DISPOSITIVE POWER:			
	_		-0- SHARES OF COMMON STOCK			
11	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:			
	_		RES OF COMMON STOCK (A)			
12	CHECK	IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):			
12						
13	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):			
13	LESS T	HAN I	%			
11	TYPE C	F REI	PORTING PERSON (SEE INSTRUCTIONS):			
14	PN					

	NAMES OF REPORTING PERSONS:				
	TECHN	OLOG	SY CROSSOVER MANAGEMENT II, L.L.C.		
1	ID C II		EVICATIVO VINOS OF A POLICI PERSONS (ENTREVES ON AVI		
	I.R.S. II	DENTI	FICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):		
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):		
2	(a)				
	_(b) \overline{\overline{\sigma}}				
3	SEC US	E ON	LY:		
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):		
4	AF, OO				
			SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):		
5					
		NSHII	OR PLACE OF ORGANIZATION:		
6					
	DELAV	VARE	SOVE MORPHIG DOWNER		
		7	SOLE VOTING POWER:		
NUMI	BER OF		1,463,699 SHARES OF COMMON STOCK (A)		
	ARES	8	SHARED VOTING POWER:		
	ICIALLY ED BY	O	-0- SHARES OF COMMON STOCK		
EA	СH		SOLE DISPOSITIVE POWER:		
	RTING SON	9	1,463,699 SHARES OF COMMON STOCK (A)		
	ITH		SHARED DISPOSITIVE POWER:		
		10			
	A CCDI	C A TI	-0- SHARES OF COMMON STOCK		
11	AGGKE	EGAII	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:		
	1,463,69	99 SH	ARES OF COMMON STOCK (A)		
12	CHECK	IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):		
12					
	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):		
13	2.2%				
		F RE	PORTING PERSON (SEE INSTRUCTIONS):		
14		- 123			
	00				

	NAMES OF REPORTING PERSONS:					
	TCV IV	, L.P.				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):					
	1.13. 11)LN11	FICATION NOS. OF ABOVE LERSONS (ENTITLES ONLT).			
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):			
2	(a) 🗆					
	(a) □ (b) ☑					
3	SEC US	E ON	LY:			
3						
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):			
4	AF, OO					
_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):			
5						
	CITIZE	NSHII	OR PLACE OF ORGANIZATION:			
6	DELAW	VARE				
		_	SOLE VOTING POWER:			
NUMI	BER OF	7	10,143,932 SHARES OF COMMON STOCK (A)			
SHA	ARES		SHARED VOTING POWER:			
	ICIALLY ED BY	8	-0- SHARES OF COMMON STOCK			
	ACH		SOLE DISPOSITIVE POWER:			
	RTING SON	9	10,143,932 SHARES OF COMMON STOCK (A)			
	ITH		SHARED DISPOSITIVE POWER:			
		10	-0- SHARES OF COMMON STOCK			
	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:			
11						
	10,143,932 SHARES OF COMMON STOCK (A) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):					
12	2					
	□ PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):			
13	14.9%					
		F REI	PORTING PERSON (SEE INSTRUCTIONS):			
14	PN					
	1 1 N					

	NAMES OF REPORTING PERSONS:						
	TCV IV STRATEGIC PARTNERS, L.P.						
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):						
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):				
2	(a) 🗆						
	(b) ☑						
2	SEC US	E ON	LY:				
3							
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):				
4	AF, OO						
_			SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):				
5							
		NSHII	P OR PLACE OF ORGANIZATION:				
6							
	DELAW	ARE	SOLE VOTING POWER:				
		7	SOLE VOTINGTOWEK.				
NUMBER OF			378,255 SHARES OF COMMON STOCK (A)				
	ARES ICIALLY	8	SHARED VOTING POWER:				
OWNED BY -0- SHARES OF COMMON STOCK			-0- SHARES OF COMMON STOCK				
	ACH RTING	9	SOLE DISPOSITIVE POWER:				
	SON	9	378,255 SHARES OF COMMON STOCK (A)				
W	ITH	10	SHARED DISPOSITIVE POWER:				
		10	-0- SHARES OF COMMON STOCK				
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:						
11	11 378,255 SHARES OF COMMON STOCK (A)						
	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):						
12							
		NT OF	F CLASS REPRESENTED BY AMOUNT IN ROW (11):				
13							
	LESS T						
14	TIPEC	JF KE	PORTING PERSON (SEE INSTRUCTIONS):				
	PN						

	NAMES OF REPORTING PERSONS:					
	TECHNOLOGY CROSSOVER MANAGEMENT IV, L.L.C.					
1						
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):			
2	(a) 🗆					
	(a) <u></u> (b) <u></u>					
•	SEC US	E ON	LY:			
3						
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):			
4	AF, OO					
			SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):			
5						
	CITIZE	NSHII	P OR PLACE OF ORGANIZATION:			
6						
	DELAW	VARE	SOLE VOTING POWER:			
		7	SOLE VOTING FOWER:			
	NUMBER OF		10,522,187 SHARES OF COMMON STOCK (A)			
	ARES ICIALLY	8	SHARED VOTING POWER:			
	ED BY	0	-0- SHARES OF COMMON STOCK			
	ACH RTING	9	SOLE DISPOSITIVE POWER:			
	RING	9	10,522,187 SHARES OF COMMON STOCK (A)			
W	ITH	10	SHARED DISPOSITIVE POWER:			
		10	-0- SHARES OF COMMON STOCK			
	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:			
11	10 522 1	127 SL	JAPES OF COMMON STOCK (A)			
	10,522,187 SHARES OF COMMON STOCK (A) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):					
12						
	DEDCE	NT OF	F CLASS REPRESENTED BY AMOUNT IN ROW (11):			
13	TERCE	IVI OI	CLASS KLI KESENTED DI AMOONI IN KOW (II).			
	15.5%					
14	TYPE C	of RE	PORTING PERSON (SEE INSTRUCTIONS):			
_	OO					

	NAMES OF REPORTING PERSONS:					
	TCV VI	, L.P.				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):					
	1.13. 11)EN11	PICATION NOS. OF ABOVE LEKSONS (ENTITIES ONE L).			
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):			
2						
_	(a) □ (b) ☑					
2	SEC US	E ON	LY:			
3						
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):			
4	AF, OO					
_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):			
5						
_		NSHII	OR PLACE OF ORGANIZATION:			
6	DELAW	VARE				
	DEELTV		SOLE VOTING POWER:			
NITIMI	BER OF	7	2,571,248 SHARES OF COMMON STOCK (A)			
	ARES		SHARED VOTING POWER:			
	ICIALLY	8	0. SHADES OF COMMON STOCK			
	ED BY ACH		-0- SHARES OF COMMON STOCK SOLE DISPOSITIVE POWER:			
REPO	RTING	9				
	RSON ITH		2,571,248 SHARES OF COMMON STOCK (A) SHARED DISPOSITIVE POWER:			
, vv	ш	10	SHAKED DISPOSITIVE FOWER.			
	A CCDE	C A TEX	-0- SHARES OF COMMON STOCK			
11	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:			
			ARES OF COMMON STOCK (A)			
12	CHECK	IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):			
13	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):			
13	3.8%					
14	TYPE C	F REI	PORTING PERSON (SEE INSTRUCTIONS):			
14	PN					

	NAMES OF REPORTING PERSONS:						
	TCV M	TCV MEMBER FUND, L.P.					
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):						
	1.10.5. 11)LIVII	TICATION NOS. OF ABOVE LEADONS (ENTITLES ONLT).				
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):				
2							
	(a) □ (b) ☑						
2	SEC US	E ON	LY:				
3							
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):				
4	AF, OO						
_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):				
5							
_	_	NSHII	OR PLACE OF ORGANIZATION:				
6	DELAW	VARE					
	DEELTY		SOLE VOTING POWER:				
NIIMI	BER OF	7	20,277 SHARES OF COMMON STOCK (A)				
	ARES		SHARED VOTING POWER:				
	ICIALLY	8	0. SHADES OF COMMON STOCK				
	ED BY ACH		-0- SHARES OF COMMON STOCK SOLE DISPOSITIVE POWER:				
REPO	RTING	9					
	RSON ITH		20,277 SHARES OF COMMON STOCK (A) SHARED DISPOSITIVE POWER:				
, vv	ш	10	SHARED DISPOSITIVE FOWER.				
	A CCDE	C A TO	-0- SHARES OF COMMON STOCK				
11	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
	20,277 SHARES OF COMMON STOCK (A)						
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):						
13	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):				
13	LESS T	HAN	1%				
14	TYPE C	F REI	PORTING PERSON (SEE INSTRUCTIONS):				
14	PN						

	NAMES OF REPORTING PERSONS:					
	TECHN	OLOC	SY CROSSOVER MANAGEMENT VI, L.L.C.			
1						
	I.R.S. II	DENTI	FICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):			
	<u> </u>					
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):			
2	(a)					
	(b) 🗹					
3	SEC US	E ON	LY:			
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):			
4	AF, OO					
_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):			
5						
		NSHII	OR PLACE OF ORGANIZATION:			
6						
	DELAV	ARE	SOLE VOTING POWER:			
		7	SOLE VOTING FOWER.			
	BER OF		2,591,525 SHARES OF COMMON STOCK (A)			
	ARES ICIALLY	8	SHARED VOTING POWER:			
	ED BY	O	-0- SHARES OF COMMON STOCK			
	СH		SOLE DISPOSITIVE POWER:			
	RTING SON	9	2,591,525 SHARES OF COMMON STOCK (A)			
	ITH		SHARED DISPOSITIVE POWER:			
		10				
	AGGRE	CATI	-0- SHARES OF COMMON STOCK E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:			
11	AGGKL	OAII	ZAMOUNI BENEFICIALLI OWNED BI EACH KEFOKTING LEKSON.			
			ARES OF COMMON STOCK (A)			
12	CHECK	IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):			
12						
10	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):			
13	3.8%					
		F RE	PORTING PERSON (SEE INSTRUCTIONS):			
14						
	00					

CUSIP No.	64110L106

	NAMES OF REPORTING PERSONS:							
1	JAY C. HOAG							
•	I.R.S. II	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):						
	CHECK THE ADDODDIATE DOVIE A MEMBER OF A CROUP (SEE BASTRACTIONS)							
2		THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):					
4	(a) □ (b) ☑							
2	SEC US	E ON	LY:					
3								
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):					
7	AF, OO							
5	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):					
6	CITIZE	NSHII	P OR PLACE OF ORGANIZATION:					
U	UNITE	D STA	TES CITIZEN					
		7	SOLE VOTING POWER:					
	BER OF		22,976 SHARES OF COMMON STOCK (A)(B)					
	ARES ICIALLY	8	SHARED VOTING POWER:					
OWN	ED BY		14,577,411 SHARES OF COMMON STOCK (B)					
	ACH RTING	9	SOLE DISPOSITIVE POWER:					
	RSON		12,008,862 SHARES OF COMMON STOCK (B)(C)					
W.	ITH	10	SHARED DISPOSITIVE POWER:					
			2,591,525 SHARES OF COMMON STOCK (B)					
11	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:					
			HARES OF COMMON STOCK (B)(C)					
12	CHECK	IF TH	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):					
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13	PERCE	NT OF	F CLASS REPRESENTED BY AMOUNT IN ROW (11):					
	21.4%	AE DE	DODTING DED CON (CEE INCTRICTIONS).					
14		л KE	PORTING PERSON (SEE INSTRUCTIONS):					
	IN							

(B) Please see Item 5
(C) Includes options issued under the 2002 Stock Option Plan and held directly by the Reporting Person that are immediately exercisable into a total of 22,976 shares of common stock.

	NAMES OF REPORTING PERSONS:						
	RICHARD H. KIMBALL						
1	I.R.S. II	DENT]	FICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):				
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):				
2	(a) 🗆						
	(b) 🗹						
3	SEC US	E ON	LY:				
	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):				
4	AF, OO						
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	BER OF ARES		-0- SHARES OF COMMON STOCK SHARED VOTING POWER:				
BENEF	ICIALLY	8					
	ED BY		14,577,411 SHARES OF COMMON STOCK (A)				
	ACH RTING	9	SOLE DISPOSITIVE POWER:				
	RSON		11,985,886 SHARES OF COMMON STOCK (A)				
W	ITH	10	SHARED DISPOSITIVE POWER:				
		10	2,591,525 SHARES OF COMMON STOCK (A)				
11	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
11	14,577,4	411 SF	IARES OF COMMON STOCK (A)				
10	CHECK	IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):				
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	_	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):				
13	21.4%						
	_	F RE	PORTING PERSON (SEE INSTRUCTIONS):				
14	IN						
	11.4						

	NAMES OF REPORTING PERSONS:						
	JOHN L. DREW						
1	LD G TRENTFIELGATION NOG OF A DOVE DEDGONG (ENTERFIEG ONLY)						
	1.13. 11	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):					
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):				
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	(a) □ (b) ☑						
2	SEC US	E ON	LY:				
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4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):				
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_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):				
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_	_	CITIZENSHIP OR PLACE OF ORGANIZATION:					
6	UNITEI	O STA	TES CITIZEN				
	CIVITEI		SOLE VOTING POWER:				
MIIMI	BER OF	7	-0- SHARES OF COMMON STOCK				
	ARES		SHARED VOTING POWER:				
	ICIALLY	8	A 501 505 GVA DEG OF GOVERNOV GEOGRA (A)				
	ED BY ACH		2,591,525 SHARES OF COMMON STOCK (A) SOLE DISPOSITIVE POWER:				
REPO	RTING	9	SOLE DISTOSTITVE FOWER.				
	RSON		-0- SHARES OF COMMON STOCK				
W.	ITH	10	SHARED DISPOSITIVE POWER:				
	_		2,591,525 SHARES OF COMMON STOCK (A)				
11	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
			ARES OF COMMON STOCK (A)				
12	CHECK	IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):				
12							
12	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):				
13	3.8%						
11	TYPE C	F REI	PORTING PERSON (SEE INSTRUCTIONS):				
14	IN						

	NAMES OF REPORTING PERSONS:						
	JON Q. REYNOLDS, JR.						
1							
	1.K.S. II	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):					
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):				
2							
_	(a) □ (b) ☑						
2	SEC US	E ON	LY:				
3							
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):				
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_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):				
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	CITIZE	NSHII	OR PLACE OF ORGANIZATION:				
6	UNITEI	O STA	TES CITIZEN				
		_	SOLE VOTING POWER:				
NUMI	BER OF	7	-0- SHARES OF COMMON STOCK				
	ARES		SHARED VOTING POWER:				
	ICIALLY ED BY	8	2,591,525 SHARES OF COMMON STOCK (A)				
	ACH		SOLE DISPOSITIVE POWER:				
	RTING SON	9	-0- SHARES OF COMMON STOCK				
	ITH		SHARED DISPOSITIVE POWER:				
		10	2,591,525 SHARES OF COMMON STOCK (A)				
	AGGRE	EGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
11	2 501 52)5 CU	A DES DE COMMON STOCK (A)				
	2,591,525 SHARES OF COMMON STOCK (A) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):						
12							
	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):				
13	3.8%						
	_	F REI	PORTING PERSON (SEE INSTRUCTIONS):				
14	IN						
	'						

	NAMES OF REPORTING PERSONS:						
	WILLIAM J.G. GRIFFITH IV						
1							
	1.K.S. II	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):					
	CHECK	TIID	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):				
2	CHECK	ITE	AFFROFRIATE BOX IF A MEMBER OF A GROUF (SEE INSTRUCTIONS).				
	(a) □ (b) ☑						
	SEC US	E ON	LY:				
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4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS):				
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_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):				
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	CITIZE	NSHII	OR PLACE OF ORGANIZATION:				
6	UNITEI	O STA	TES CITIZEN				
			SOLE VOTING POWER:				
NUMI	BER OF	7	-0- SHARES OF COMMON STOCK				
	ARES		SHARED VOTING POWER:				
	ICIALLY ED BY	8	2,591,525 SHARES OF COMMON STOCK (A)				
	ACH		SOLE DISPOSITIVE POWER:				
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	RSON ITH		-0- SHARES OF COMMON STOCK SHARED DISPOSITIVE POWER:				
		10					
	AGGRE	GATI	2,591,525 SHARES OF COMMON STOCK (A) E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
11							
	2,591,525 SHARES OF COMMON STOCK (A) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):						
12		. 11	IL AGGREGATE AWOUNT IN NOW (11) EXCEODES CERTAIN SHARES (SEE INSTRUCTIONS).				
	DEDCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11):				
13		WI OF	CLASS REI RESERTED DT AMOUNT IN ROW (11).				
	3.8%	E DE	PORTING PERSON (SEE INSTRUCTIONS):				
14	TIPEC)F KEI	OKTINO LEASON (SEE INSTRUCTIONS).				
	IN						

	NAMES OF REPORTING PERSONS:					
	ROBERT W. TRUDEAU					
1	I.R.S. II	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):				
	11110111		110111101(1100) 01 12 0 (2 1 2 1 0 1 0 (2 1 1 1 1 1 2 0 0 1 2 1))			
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):			
2	(a) 🗆					
	(b) ☑					
3	SEC USE ONLY:					
<u>J</u>						
4	SOURC	SOURCE OF FUNDS (SEE INSTRUCTIONS):				
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_	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):					
5						
	CITIZENSHIP OR PLACE OF ORGANIZATION:					
6 UNITED STATES CITIZEN						
SOLE VOTING POWER:						
		7				
	BER OF		-0- SHARES OF COMMON STOCK			
BENEF	ARES ICIALLY	8	SHARED VOTING POWER:			
	ED BY		2,591,525 SHARES OF COMMON STOCK (A)			
	ACH	_	SOLE DISPOSITIVE POWER:			
	RTING RSON	9	-0- SHARES OF COMMON STOCK			
W	ITH	4.0	SHARED DISPOSITIVE POWER:			
		10	2,591,525 SHARES OF COMMON STOCK (A)			
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:					
11	2 591 53	25 SH.	ARES OF COMMON STOCK (A)			
	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):					
12						
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):					
13	3.8%					
	_)F RE	PORTING PERSON (SEE INSTRUCTIONS):			
14	IN					
	IN					

ITEM 1. SECURITY AND ISSUER.

This statement relates to shares of common stock, par value \$0.001 per share (the "Common Stock"), of Netflix, Inc., a Delaware corporation ("Netflix" or the "Company"). The Company's principal executive offices are located at 100 Winchester Circle, Los Gatos, CA 95032.

ITEM 2. IDENTITY AND BACKGROUND.

(a)-(c), (f). This statement is being filed by (1) TCV II, V.O.F., a Netherlands Antilles general partnership ("TCV II, V.O.F."), (2) Technology Crossover Ventures II, L.P., a Delaware limited partnership ("TCV II, L.P."), (3) TCV II (Q), L.P., a Delaware limited partnership ("TCV II (Q)"), (4) TCV II Strategic Partners, L.P., a Delaware limited partnership ("Strategic Partners II"), (5) Technology Crossover Ventures II, C.V., a Netherlands Antilles limited partnership ("TCV II, C.V."), (6) Technology Crossover Management II, L.L.C., a Delaware limited liability company ("Management II"), (7) TCV IV, L.P., a Delaware limited partnership ("TCV IV"), (8) TCV IV Strategic Partners, L.P., a Delaware limited partnership ("Strategic Partners IV"), (9) Technology Crossover Management IV, L.L.C., a Delaware limited liability company ("Management IV"), (10) TCV VI, L.P., a Delaware limited partnership ("TCV VI"), (11), TCV Member Fund, L.P., a Delaware limited partnership ("Member Fund"), (12) Technology Crossover Management VI, L.L.C., a Delaware limited liability company ("Management VI") (13) Jay C. Hoag ("Mr. Hoag"), (14) Richard H. Kimball ("Mr. Kimball"), (15) John L. Drew ("Mr. Drew"), (16) Jon Q Reynolds, Jr. ("Mr. Reynolds"), (17) William J.G. Griffith IV ("Mr. Griffith"), and (18) Robert Trudeau ("Mr. Trudeau"). TCV II, V.O.F., TCV II, L.P., TCV II (Q), Strategic Partners II, TCV II, C.V., Management II, TCV IV, Strategic Partners IV, Management IV, TCV VI, Member Fund, Management VI, Mr. Hoag, Mr. Kimball, Mr. Drew, Mr. Reynolds, Mr. Griffith and Mr. Trudeau are sometimes collectively referred to herein as the "Reporting Persons." The agreement among the Reporting Persons relating to the joint filing of this statement is attached as Exhibit 1 hereto.

TCV II, V.O.F., TCV II, L.P., TCV II (Q), Strategic Partners II, TCV II, C.V., Management II, TCV IV, Strategic Partners IV, Management IV, TCV VI, Member Fund and Management VI are each principally engaged in the business of investing in securities of privately and publicly held companies. Management II is the sole general partner of TCV II, L.P., TCV II (Q) and Strategic Partners II and the sole investment general partner of TCV II, V.O.F. and TCV II, C.V. Management IV is the sole general partner of TCV IV and Strategic Partners IV. Management VI is the sole general partner of TCV VI and a general partner of Member Fund. The address of the principal business and office of each of TCV II, V.O.F., TCV II, (Q), Strategic Partners II, TCV II, C.V., Management II, TCV IV, Strategic Partners IV, Management IV, TCV VI, Member Fund and Management VI is 528 Ramona Street, Palo Alto, California 94301. TCV II, V.O.F., TCV II, L.P., TCV II (Q), Strategic Partners II, TCV II, C.V., TCV IV, Strategic Partners IV, TCV VI and Member Fund are sometimes referred to collectively herein as the "Funds" and individually as a "Fund." TCV II, V.O.F., TCV II, L.P., TCV II (Q), Strategic Partners II, TCV II, C.V. are collectively referred to herein as the "TCV II Funds."

Mr. Hoag and Mr. Kimball are the managing members of Management II and Management IV. Mr. Hoag, Mr. Kimball, Mr. Drew, Mr. Reynolds, Mr. Griffith and Mr. Trudeau (collectively the "Management VI Members") are the Class A Members of Management VI. The Management VI Members are each United States citizens, and the present principal occupation of each is as a venture capital investor. The business address of each of the TCV VI Members is 528 Ramona Street, Palo Alto, California 94301.

(d), (e). During the last five years, none of the Reporting Persons has (1) been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (2) been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

On August 23, 2006, August 24, 2006 and August 25, 2006, TCV VI and Member Fund acquired the additional shares of Common Stock (the "Additional Shares") in the market transactions set forth in the table below.

Name of Investor	Date	Number of Shares Acquired	Purchase Price
TCV VI	8/23/2006	487,060	\$ 18.59(1)
Member Fund	8/23/2006	3,840	\$ 18.59(1)
TCV VI	8/24/2006	322,457	\$ 18.52(2)
Member Fund	8/24/2006	2,543	\$ 18.52(2)
TCV VI	8/25/2006	520,892	\$ 18.59(3)
Member Fund	8/25/2006	4,108	\$ 18.59(3)

⁽¹⁾ This number represents the weighted average price per share for which the shares were purchased. The shares were purchased at a prices ranging from \$18.40 to \$18.70 per share.

The source of funds for the acquisition of the Additional Shares was from capital contributions from the respective partners of each of the funds.

⁽²⁾ This number represents the weighted average price per share for which the shares were purchased. The shares were purchased at a prices ranging from \$18.22 to \$18.70 per share.

⁽³⁾ This number represents the weighted average price per share for which the shares were purchased. The shares were purchased at a prices ranging from \$18.39 to \$18.82 per share.

ITEM 4. PURPOSE OF TRANSACTION.

The Reporting Persons acquired the Additional Shares for investment purposes. Depending on the factors discussed herein, the Reporting Persons may, from time to time, acquire additional shares of Common Stock in the open market, in connection with issuances by the company or sales by other stockholders in transactions registered under the Securities Act of 1933, as amended, in privately negotiated transactions or otherwise and/or retain and/or sell or otherwise dispose of all or a portion of their shares in the open market, through transactions registered under the Securities Act, through privately negotiated transactions or through distributions to their respective partners or otherwise. Any actions the Reporting Persons might undertake will be dependent upon the Reporting Persons' review of numerous factors, including, among other things, the price levels of the Common Stock; general market and economic conditions; ongoing evaluation of the Company's business, financial condition, operating results and prospects; the relative attractiveness of alternative business and investment opportunities; and other future developments.

Except as set forth above and as set forth in the Reporting Persons' initial statement on Schedule 13D with respect to the Company's securities, filed May 29, 2002 (which is incorporated by reference herein), the Reporting Persons have no present plans or intentions which would result in or relate to any of the transactions described in subparagraphs (a) through (j) of Item 4 of Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a), (b). As of the close of business on August 25, 2006, TCV II, V.O.F., TCV II, L.P., TCV II (Q), Strategic Partners II, TCV II, C.V., Management II, TCV IV, Strategic Partners IV, Management IV, TCV VI, Member Fund, L.P., Management VI and the Management VI Members owned directly and/or indirectly the following shares:

Name of Investor	Number of Total Shares	Percentage of Outstanding Shares(*)
TCV II, V.O.F	22,743	Less than 1%(**)
TCV II, L.P.	700,197	1.0%(**)
TCV II (Q)	538,321	Less than 1%(**)
Strategic Partners II	95,532	Less than 1%(**)
TCV II, C.V	106,906	Less than 1%(**)
Management II	1,463,699	2.2%(**)
TCV IV	10,143,932	14.9%(**)
Strategic Partners IV	378,255	Less than 1%(**)
Management IV	10,522,187	15.5%(**)
TCV VI, L.P.	2,571,248	3.8%
TCV Member Fund, L.P.	20,277	Less than 1%
Management VI	2,591,525	3.8%
Mr. Hoag	14,600,387	21.4%(**)(***)
Mr. Kimball	14,577,411	21.4%(**)
Mr. Drew	2,591,525	3.8%(**)
Mr. Reynolds	2,591,525	3.8%(**)
Mr. Griffith	2,591,525	3.8%(**)
Mr. Trudeau	2,591,525	3.8%(**)

^(*) all percentages in this table are based on 68,068,332 shares of Common Stock of the Company outstanding as of August 3, 2006 and as reported on the Company's Form 10-Q filed with the Securities and Exchange Commission on August 9, 2006.

Each of the Funds has the sole power to dispose or direct the disposition of the shares held by such Fund and has the sole power to direct the voting of its respective shares held by such Fund.

Management II, as a general partner of the TCV II Funds, may also be deemed to have the sole power to dispose or direct the disposition of the shares held by the TCV II Funds and have the sole power to direct the vote of the shares held by the TCV II Funds. Management II disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

Management IV, as the general partner of the TCV IV and Strategic Partners IV (the "TCV IV Funds"), may also be deemed to have the sole power to dispose or direct the disposition of the shares held by the TCV IV Funds and have the sole power to direct the vote of the shares held by the TCV IV Funds. Management IV disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

^(**) Certain Reporting Persons disclaim beneficial ownership as set forth below.

^(***) Includes 22,976 options issued under the 2002 Stock Option Plan that are immediately exercisable.

Messrs. Hoag and Kimball are the managing members of Management IV and Management II. Under the operating agreements of Management IV and Management II, each of Messrs. Hoag and Kimball have the independent power to cause the Funds of which Management IV and Management II are the general partners to buy and sell securities of publicly traded portfolio companies; however, in general, they must act by unanimous consent with respect to all other matters, including directing the voting of such securities. As a result, each of Messrs. Hoag and Kimball may also be deemed to have the sole power to dispose or direct the disposition of the shares of Common Stock held by the TCV IV Funds and the TCV II Funds, respectively, as well as to have the shared power to vote or direct the vote of the respective shares of Common Stock held by the TCV IV Funds and the TCV II Funds. Messrs. Hoag and Kimball disclaim beneficial ownership of the securities owned by Management IV, Management II, the TCV IV Funds and the TCV II Funds except to the extent of their respective pecuniary interest therein.

Management VI, as the general partner of TCV VI and a general partner of the Member Fund (collectively with TCV VI, the "TCV VI Funds"), may also be deemed to have the sole power to dispose or direct the disposition of the shares held by the TCV VI Funds and have the sole power to direct the vote of the shares held by the TCV VI Funds. Management VI disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

The Management VI Members are Class A Members of Management VI. Under the operating agreement of Management VI, the Class A Members have the shared power to dispose or direct the disposition of the shares held by TCV Funds and the shared power to direct the vote of the shares held by the TCV VI Funds. Each of the Management VI Members disclaims beneficial ownership of the securities owned by Management VI and the TCV IV Funds except to the extent of his respective pecuniary interest therein.

Mr. Hoag has the sole power to dispose and direct the disposition of the shares of Common Stock received upon exercise of his options and the sole power to direct the vote of his shares of Common Stock received upon exercise of his options.

The Reporting Persons may be deemed to be acting as a group in relation to their respective holdings in the Company but do not affirm the existence of any such group.

Except as set forth in this Item 5(a) — (b), each of the Reporting Persons disclaims beneficial ownership of any Common Stock owned beneficially or of record by any other Reporting Person.

(c). Except as set forth herein and as set forth in the Reporting Persons' statement on Schedule 13D with respect to the Company's securities on August 7, 2006, none of the Reporting Persons has effected any transaction in the Company stock during the past 60 days.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Except as set forth herein and as set forth in the Reporting Persons' initial statement on Schedule 13D with respect to the Company's securities, filed May 29, 2002 (which is incorporated by reference herein), none of the Reporting Persons has any contracts, arrangements, understandings or relationships (legal or otherwise) with any person with respect to any securities of Company, including but not limited to any contracts, arrangements, understandings or relationships concerning the transfer or voting of such securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or losses, or the giving or withholding of proxies.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Exhibit 1 Joint Filing Agreement (incorporated by reference from Exhibit 1 to the Schedule 13D/A relating to the common stock of Netflix, Inc. filed on August 7, 2006)

Exhibit 2 Series E Non-Voting Preferred Stock and Warrant Purchase Agreement dated April 13, 2000 (incorporated by reference from Exhibit 2 to the Schedule 13D relating to the common stock of Netflix, Inc. on May 29, 2002)

Exhibit 3 Amended and Restated Stockholders' Rights Agreement dated July 10, 2001 (incorporated by reference from Exhibit 6 to the Schedule 13D relating to the common stock of Netflix, Inc. on May 29, 2002)

Exhibit 4 Statement Appointing Designated Filer and Authorized Signatories dated November 5, 2001 (incorporated by reference from Exhibit A to the Schedule 13D/A relating to the common stock of Digital Generation Systems, Inc. filed on March 21, 2002)

Exhibit 5 Statement Appointing Designated Filer and Authorized Signatories dated May 1, 2006 (incorporated by reference from Exhibit 3 to the Schedule 13D relating to the common stock of Penson Worldwide, Inc. filed on May 24, 2006)

SIGNATURE

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: September 7, 2006

TCV II, V.O.F.

<u>By: /s/ Carla S. Newell</u> Name: Carla S. Newell Its: Authorized Signatory

TECHNOLOGY CROSSOVER VENTURES II, L.P.

<u>By: /s/ Carla S. Newell</u> Name: Carla S. Newell Its: Authorized Signatory

TCV II (Q), L.P.

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

TCV II STRATEGIC PARTNERS, L.P.

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

TECHNOLOGY CROSSOVER VENTURES II, C.V.

<u>By: /s/ Carla S. Newell</u> Name: Carla S. Newell Its: Authorized Signatory

TECHNOLOGY CROSSOVER MANAGEMENT II, L.L.C.

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

TCV IV, L.P.

<u>By: /s/ Carla S. Newell</u> Name: Carla S. Newell Its: Authorized Signatory

TCV IV STRATEGIC PARTNERS, L.P.

<u>By: /s/ Carla S. Newell</u> Name: Carla S. Newell Its: Authorized Signatory

TECHNOLOGY CROSSOVER MANAGEMENT IV, L.L.C.

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

TCV VI, L.P.

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

TCV MEMBER FUND, L.P.

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

TECHNOLOGY CROSSOVER MANAGEMENT VI, L.L.C.

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

JAY C. HOAG

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

RICHARD H. KIMBALL

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

JOHN L. DREW

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

JON Q. REYNOLDS JR.

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

WILLIAM J. G. GRIFFITH IV

By: /s/ Carla S. Newell
Name: Carla S. Newell
Its: Authorized Signatory

ROBERT W. TRUDEAU

<u>By: /s/ Carla S. Newell</u> Name: Carla S. Newell Its: Authorized Signatory

EXHIBIT INDEX

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Exhibit 3 Amended and Restated Stockholders' Rights Agreement dated July 10, 2001 (incorporated by reference from Exhibit 6 to the Schedule 13D relating to the common stock of Netflix, Inc. on May 29, 2002)

Exhibit 4 Statement Appointing Designated Filer and Authorized Signatories dated November 5, 2001 (incorporated by reference from Exhibit A to the Schedule 13D/A relating to the common stock of Digital Generation Systems, Inc. filed on March 21, 2002)

Exhibit 5 Statement Appointing Designated Filer and Authorized Signatories dated May 1, 2006 (incorporated by reference from Exhibit 3 to the Schedule 13D relating to the common stock of Penson Worldwide, Inc. filed on May 24, 2006)