

MOORE NICHOLAS G  
Form 4  
December 31, 2009

**FORM 4**

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MOORE NICHOLAS G

2. Issuer Name and Ticker or Trading Symbol  
NetApp, Inc. [NTAP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
24520 BELLA LADERA  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/29/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)

LOS ALTOS HILLS, CA 94024  
(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 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. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 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                    | 12/29/2009                           |  | M                              |   | 15,000  | A  | \$ 22.62  | 15,000 | I | by Lmtd Ptnrshp (1) |
| Common Stock                    | 12/29/2009                           |  | M                              |   | 5,000   | A  | \$ 22.62  | 20,000 | I | by Lmtd Ptnrshp (1) |
| Common Stock                    | 12/29/2009                           |  | S                              |   | 20,000  | D  | \$ 33.6809 (2)  | 0      | I | by Lmtd Ptnrshp (1) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or 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. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (right to buy)  | \$ 22.62   | 12/29/2009                           |  | M                              | 15,000  | (3) 09/01/2013   | Common Stock  | 15,000                     |
| Non-Qualified Stock Option (right to buy)  | \$ 22.62   | 12/29/2009                           |  | M                              | 5,000   | (3) 09/01/2013   | Common Stock  | 5,000                      |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MOORE NICHOLAS G<br>24520 BELLA LADERA<br>LOS ALTOS HILLS, CA 94024 |               | X         |         |       |

## Signatures

By: Janice Mahoney by Power of Attorney For: Nicholas G. Moore

12/31/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) Shares held by The Moore Family Ventures,, LP, a limited partnership of which the reporting person is General Partner.

The price in Column 4 is a weighted average price. The prices actually received ranged from \$33.68 to \$33.69. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

(3) Option is immediately exercisable, but any shares purchased under the option will be subject to repurchase by the Company at the option exercise price paid per share, upon the Optionee's cessation of Board service prior to vesting in those shares. The shares will vest upon the

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Optionee's continuation in Board service through the day immediately preceding the next Annual Stockholders Meeting following the grant date.

(4) Option held by The Moore Family Ventures, LP, a limited partnership of which the reporting person is General Partner.

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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