Rogers Tamesa Form 4 December 04, 2018

# FORM 4

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

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

obligations may continue.

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Rogers Tamesa			2. Issuer Name and Ticker or Trading Symbol NETGEAR, INC [NTGR]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
			(Month/Day/Year)	Director 10% Owner		
350 EAST PLUMERIA DR.		R.	12/03/2018	X Officer (give title Other (specify below)		
				SVP, Human Resources		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year) Applicable Line)			
SAN JOSE, CA	A 95134			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/03/2018		Code V $M_{\underline{(1)}}$	Amount 2,000		Price \$ 31.28	(Instr. 3 and 4) 32,102	D	
Common Stock	12/03/2018		S <u>(1)</u>	2,000	D	\$ 54.2	30,159 (2)	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

### Edgar Filing: Rogers Tamesa - Form 4

# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. Number stion Derivative Securities 3) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisabl Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securitie (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Common Stock	\$ 16.53						<u>(3)</u>	02/09/2014	Common Stock	365
Common Stock	\$ 21.1						<u>(4)</u>	02/02/2020	Common Stock	1,30
Common Stock	\$ 20.8						(5)	06/13/2020	Common Stock	821
Common Stock	\$ 33.15						<u>(6)</u>	04/26/2021	Common Stock	1,60
Common Stock	\$ 35.32						<u>(7)</u>	02/03/2021	Common Stock	15,0
Common Stock	\$ 31.31						<u>(8)</u>	06/06/2022	Common Stock	7,26
Common Stock	\$ 32.54						<u>(9)</u>	05/16/2023	Common Stock	15,0
Common Stock	\$ 32.52						(10)	06/03/2024	Common Stock	15,0
Common Stock	\$ 31.28	12/03/2018		M(1)		2,000	(11)	06/02/2025	Common Stock	2,00
Employee Stock Option (Right to Buy)	\$ 39.53						03/24/2016(11)	03/24/2026	Common Stock	15,0
Employee Stock Option (Right to Buy)	\$ 42.7						(12)	06/01/2027	Common Stock	15,0
Common Stock	\$ 70.15						<u>(11)</u>	01/25/2028	Common Stock	15,0

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Rogers Tamesa

350 EAST PLUMERIA DR. SVP, Human Resources

SAN JOSE, CA 95134

### **Signatures**

/s/ Andrew W. Kim, Attorney in Fact 12/04/2018

\*\*Signature of Reporting Person Dat

# **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) The exercise and sale reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 31, 2018.
- (2) Includes 57 shares acquired under the NETGEAR, Inc. Employee Stock Purchase Plan
- (3) 25% of the option grant is exerciseable on 2/9/2005, and 1/48 of the option grant is exercisable each month thereafter.
- (4) 25% of the option grant is exerciseable on 2/2/2011, and 1/48 of the option grant is exercisable each month thereafter.
- (5) 25% of the option grant is exerciseable on 6/13/2011, and 1/48 of the option grant is exercisable each month thereafter.
- (6) 25% of the option grant is exerciseable on 4/26/2012, and 1/48 of the option grant is exercisable each month thereafter.
- (7) 25% of the option grant is exerciseable on 2/3/2012, and 1/48 of the option grant is exercisable each month thereafter.
- (8) 25% of the option grant is exerciseable on 6/6/2013, and 1/48 of the option grant is exercisable each month thereafter.
- (9) 25% of the option grant is exerciseable on 5/16/2014, and 1/48 of the option grant is exercisable each month thereafter.
- (10) 25% of the option grant is exerciseable on 6/3/2015, and 1/48 of the option grant is exercisable each month thereafter.
- This Option shall be exercisable, in whole or in part, in accordance with the following schedule: 25% of the Shares subject to the Option shall vest twelve months after the Vesting Start Date, and 1/48 of the Shares subject to the Option shall vest each month thereafter, subject to the Optionee continuing to be a Service Provider on such dates.
- This Option shall be exercisable, in whole or in part, in accordance with the following schedule: 25% of the Shares subject to the Option (12) shall vest twelve months after the Vesting Start Date, June 1, 2017, and 1/48 of the Shares subject to the Option shall vest each month thereafter, subject to the Optionee continuing to be a Service Provider on such dates.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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