GRIFFITH WILLIAM
Form 5
February 08, 2010

FORM 5

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

ANNUAL 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

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).
Form 3 Holdings Reported
Form 4 Transactions Reported

1. Name and Address of Reporting Person *
KIMBALL RICK

(Last) (First) (Middle)

C/O TECHNOLOGY CROSSOVER VENTURES,Â 528 RAMONA STREET

(Street)

PALO ALTO,Â CAÂ 94301

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
NETFLIX INC [NFLX]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ Officer (give title below)
__X__ 10% Owner
__X__ Other (specify below)
May be part of a 13(d) group

6. Individual or Joint/Group Reporting

(check applicable line)

___ Form Filed by One Reporting Person
_X_ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	12/22/2009	Â	G	4,770	D	$ 0	5,230	I	The Kimball Family Trust Uta Dtd 2/23/94 (1)
Common Stock	12/15/2009	Â	G	90	D	$ 0	18,067	I	The Griffith

									Family 2004 Trust (2)
Common Stock	11/18/2009	Â	G	10,000	D	$ 0	0	I	The Reynolds Family Trust (3)
Common Stock	Â	Â	Â	Â	Â	Â	5,323,672	I	TCV IV, L.P. (4)
Common Stock	Â	Â	Â	Â	Â	Â	198,515	I	TCV IV Strategic Partners, L.P. (5)
Common Stock	Â	Â	Â	Â	Â	Â	1,926,334	I	TCV VI, L.P. (6)
Common Stock	Â	Â	Â	Â	Â	Â	15,191	I	TCV Member Fund, L.P. (7)

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

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SEC 2270 (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 Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. of D Se Be O Ei Is Fi (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	Â	Â X	Â	

KIMBALL RICK C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO,Â CAÂ 94301				May be part of a 13(d) group
GRIFFITH WILLIAM C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO,Â CAÂ 94301	Â	Â X	Â	May be part of a 13(d) group
REYNOLDS JON Q JR C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO,Â CAÂ 94301	Â	Â X	Â	May be part of a 13(d) group

Signatures

Frederic D. Fenton, Authorized Signatory for Richard H. Kimball	02/08/2010
**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized Signatory for William J.G. Griffith IV	02/08/2010
**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized Signatory for Jon Q. Reynolds, Jr.	02/08/2010
**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) Richard H. Kimball ("Kimball") is a trustee of The Kimball Family Trust Uta Dtd 2/23/94. Kimball disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(2) William J.G. Griffith IV ("Griffith") is a trustee of The Griffith Family 2004 Trust. Griffith disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(3) Jon Q. Reynolds, Jr. ("Reynolds") is a trustee of The Reynolds Family Trust. Reynolds diclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(4) These share are held directly by TCV IV, L.P. Kimball is a managing member of Technology Crossover Management IV, L.L.C. ("TCM IV") which is the sole general partner of TCV IV, L.P. Kimball may be deemed to beneficially own the shares held by TCV IV, L.P. but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(5) These shares are held directly by TCV IV Strategic Partners, L.P. ("TCV IV S.P."). Kimball is a limited partner and managing member of TCM IV which is the sole general partner of TCV IV S.P. Kimball may be deemed to beneficially own the shares held by TCV IV S.P. but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(6) These shares are held directly by TCV VI, L.P. Each of Kimball, Reynolds and Griffith (collectively, the "TCM Members") are Class A Members of Technology Crossover Management VI, L.L.C. ("TCM VI") which is the sole general partner of TCV VI, L.P. The TCM Members may be deemed to beneficially own the shares held by TCV VI, L.P. but the TCM Members disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

(7) These shares are held directly by TCV Member Fund, L.P. ("TCV MF"). Each of the TCM Members are Class A Members of TCM VI, which is a general partner of TCV MF, and limited partners of TCV MF. The TCM Members may be deemed to beneficially own the shares held by TCV MF but the TCM Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.

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Explanation of Responses: