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NETGEAR, Form 4 August 01, 2 FORM Check th if no long subject to Section 1 Form 4 c Form 5 obligation may com See Instr 1(b).	2016 A 4 UNITEI UNITEI UNITEI STATE Section 17	EMENT O ursuant to 7(a) of the	Was F CHAN Section 1	GES IN GES IN SECUR 6(a) of th tility Hold	, D.C. 20 BENEF RITIES le Securit ding Con	549 ICIA ies E ipany	L OWN xchange y Act of	OMMISSION NERSHIP OF e Act of 1934, 1935 or Section 0	OMB Number: Expires: Estimated a burden hour response	•	
Gorjanc Christine Marie S			2. Issuer Name and Ticker or Trading Symbol NETGEAR, INC [NTGR]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Me			(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 07/28/2016				Director 10% Owner X Officer (give title Other (specify below) below) Chief Financial Officer			
				nendment, Date Original (onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
(City)	(State)	(Zip)	T 11	T N T	.	a	• •	Person	D (* • 1)		
1.Title of Security (Instr. 3)	le of 2. Transaction Date 2A. Deemed rity (Month/Day/Year) Execution Date, if			e I - Non-Derivative Securities Acq 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Common Stock	07/28/2016			Code V M(1)	Amount 6,365	(D) A	Price \$ 28.79	(Instr. 3 and 4) 81,769	D		
Common Stock	07/28/2016			S <u>(1)</u>	6,365	D	\$ 51.24 (2)	75,404	D		

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

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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. Transacti Code (Instr. 8)	onof D Secu Acqu (A) o Disp (D)	rities uired or osed of r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 29.23						(3)	01/12/2017	Common Stock	0
Employee Stock Option (Right to Buy)	\$ 28.79	07/28/2016		M <u>(1)</u>		6,365	<u>(4)</u>	01/11/2018	Common Stock	6,365
Employee Stock Option (Right to Buy)	\$ 35.32						(5)	02/03/2021	Common Stock	25,000
Employee Stock Option (Right to Buy)	\$ 33.15						<u>(6)</u>	04/26/2021	Common Stock	6,000
Employee Stock Option (Right to Buy)	\$ 31.31						<u>(7)</u>	06/06/2022	Common Stock	25,000
Employee Stock Option (Right to Buy)	\$ 32.54						<u>(8)</u>	05/16/2023	Common Stock	30,000
Employee Stock Option	\$ 32.52						<u>(9)</u>	06/03/2024	Common Stock	30,000

(Right to Buy)					
Employee Stock Option (Right to Buy)	\$ 31.28	(10)	06/02/2025	Common Stock	30,000
Employee Stock Option (Right to Buy)	\$ 39.53	<u>(10)</u>	03/24/2026	Common Stock	35,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Gorjanc Christine Marie C/O NETGEAR, INC. 350 E. PLUMERIA DR. SAN JOSE, CA 95134			Chief Financial Officer					
Signatures								
/s/ Andrew W. Kim, Attorney		08/01/201	16					

in Fact

**Signature of Reporting Person

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).
- 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 (1)November 2, 2015.

The price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold. Upon request from the

- Commission staff, the Issuer, or a security holders of the Issuer, the Reporting Person will provide full information regarding the number (2) of shares sold at each separate price.
- (3) 25% of the option grant is exercisable on 1/12/2008, and 1/48 of the option grant is exercisable each month thereafter.

Date

- (4) 25% of the option grant is exercisable on 1/11/2009, and 1/48 of the option grant is exercisable each month thereafter.
- (5) 25% of the option grant is exercisable on 2/3/2012, and 1/48 of the option grant is exercisable each month thereafter
- 25% of the option grant is exercisable on 4/26/2012, and 1/48 of the option grant is exercisable each month thereafter. (6)
- 25% of the option grant is exercisable on 6/6/2013, and 1/48 of the option grant is exercisable each month thereafter. (7)
- 25% of the option grant is exercisable on 5/16/2014, and 1/48 of the option grant is exercisable each month thereafter. (8)
- 25% of the options will be exercisable on 6/03/2015, and 1/48 of the option grant is exercisable each month thereafter. (9)
- 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, (10) subject to the Optionee continuing to be a Service Provider on such dates.

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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.