

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>O'Callahan Elizabeth M</u>  (Last) (First) (Middle) 3060 OLSEN DRIVE  (Street) SAN JOSE CA 95128  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NetApp, Inc. [ NTAP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <span style="float:right">10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">Other (specify below)</span> <u>EVP, Chief Legal Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/15/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 shares	08/15/2023		M		2,840	A	\$0.00	15,050	D	
Common Shares	08/15/2023		F		1,409	D	\$76.29	13,641	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Unit	\$0.00 <sup>(1)</sup>	08/15/2023		M			1,793	05/15/2022 <sup>(2)</sup>	07/01/2028	Common Stock	1,793	\$0.00	12,557	D	
Restricted Stock Unit	\$0.00 <sup>(1)</sup>	08/15/2023		M			1,047	05/15/2023 <sup>(3)</sup>	07/01/2029	Common Stock	1,047	\$0.00	11,522	D	

**Explanation of Responses:**

- Restricted Stock Units convert into common stock on a one-for-one basis.
- On July 1, 2021, the reporting person was granted 28,700 restricted stock units. Restricted stock unit awards shall vest as to twenty-five percent (25%) of the shares May 15, 2022 and 1/16th (6.25%) of the shares quarterly thereafter for the next three years, subject to continued service on each applicable vesting date.
- On July 1, 2022, the reporting person was granted 16,758 restricted stock units. Restricted stock unit awards shall vest as to twenty-five percent (25%) of the shares May 15, 2023 and 1/16th (6.25%) of the shares quarterly thereafter for the next three years, subject to continued service on each applicable vesting date.

**Remarks:**

By: Roberta S Cohen,  
Attorney-in-Fact for Elizabeth M. O'Callahan 08/17/2023

\*\* Signature of Reporting Person Date

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

\* 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).

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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