

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

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

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

1. Name and Address of Reporting Person* <b>FAWCETT MATTHEW K</b>			2. Issuer Name and Ticker or Trading Symbol <b>NetApp, Inc. [ NTAP ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <b>SVP, GC &amp; Secretary</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/28/2021</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
1395 CROSSMAN AVE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <b>SUNNYVALE CA 94089</b>								
(City) (State) (Zip)								

**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	05/28/2021		J <sup>(1)</sup>		585	A	\$36.2695	54,078 <sup>(2)</sup>	D	
Common Stock	06/01/2021		M		5,000	A	\$0.0	59,078	D	
Common Stock	06/01/2021		F		1,563	D	\$76.71	57,515	D	
Common Stock	06/01/2021		M		3,000	A	\$0.0	60,515	D	
Common Stock	06/01/2021		F		938	D	\$76.71	59,577	D	
Common Stock	06/01/2021		M		2,875	A	\$0.0	62,452	D	
Common Stock	06/01/2021		F		899	D	\$76.71	61,553	D	
Common Stock	06/01/2021		M		4,375	A	\$0.0	65,928	D	
Common Stock	06/01/2021		F		1,702	D	\$76.71	64,226	D	
Common Stock	06/01/2021		A		6,937 <sup>(3)</sup>	A	\$0.0 <sup>(4)</sup>	71,163	D	
Common Stock	06/01/2021		F		3,210	D	\$76.71	67,953	D	
Common Stock	06/01/2021		A		3,977 <sup>(5)</sup>	A	\$0.0 <sup>(4)</sup>	71,930	D	
Common Stock	06/01/2021		F		1,840	D	\$76.71	70,090	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	\$0.0 <sup>(6)</sup>	06/01/2021		M			5,000	06/01/2018 <sup>(7)</sup>	06/01/2024	Common Stock	5,000	\$0.0	0	D	
Restricted Stock Unit	\$0.0 <sup>(6)</sup>	06/01/2021		M			3,000	06/01/2019 <sup>(8)</sup>	06/01/2025	Common Stock	3,000	\$0.0	3,000	D	
Restricted Stock Unit	\$0.0 <sup>(6)</sup>	06/01/2021		M			2,875	06/01/2020 <sup>(9)</sup>	06/03/2026	Common Stock	2,875	\$0.0	5,750	D	
Restricted Stock Unit	\$0.0 <sup>(6)</sup>	06/01/2021		M			4,375	06/01/2021 <sup>(10)</sup>	07/01/2027	Common Stock	4,375	\$0.0	13,125	D	

**Explanation of Responses:**

- Shares purchased under the NetApp 1999 Employee Stock Purchase plan on May 28, 2021.
- Includes 2,675 shares received under the broad-based dividend reinvestment plan.
- Represents the settlement of TSR performance share units originally granted on June 4, 2018.
- Performance stock units convert into stock on a one-for-one basis.
- Represents the settlement of AOI performance share units originally granted on June 4, 2018.
- Restricted stock units convert into common stock on a one-for-one basis.
- On June 1, 2017, the reporting person was granted 20,000 restricted stock units, vesting in four equal annual installments beginning on June 1, 2018 and subject to continued service on each applicable vesting date.
- On June 4, 2018, the reporting person was granted 12,000 restricted stock units, vesting in four equal annual installments beginning on June 1, 2019 and subject to continued service on each applicable vesting date.

9. On June 3, 2019, the reporting person was granted 11,500 restricted stock units, vesting in four equal annual installments beginning on June 1, 2020 and subject to continued service on each applicable vesting date.

10. On July 1, 2020, the reporting person was granted 17,500 restricted stock units, vesting in four equal annual installments beginning on June 1, 2021 and subject to continued service on each applicable vesting date.

By: Roberta S Cohen Attorney-  
in-Fact For: Matthew K      06/03/2021  
Fawcett

\*\* 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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