
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-K/A

(MARK ONE)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

FOR THE FISCAL YEAR ENDED APRIL 28, 2000

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM _____ TO _____ .

COMMISSION FILE NUMBER 0-27130

NETWORK APPLIANCE, INC.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

CALIFORNIA
(STATE OR OTHER JURISDICTION OF INCORPORATION OR
ORGANIZATION)

77-0307520
(IRS EMPLOYER IDENTIFICATION NO.)

495 EAST JAVA DRIVE,
SUNNYVALE, CALIFORNIA 94089
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES, INCLUDING ZIP CODE)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: (408) 822-6000

SECURITIES REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:
NONE

TITLE OF EACH CLASS

NAME OF EXCHANGE ON WHICH REGISTERED

NONE

NONE

SECURITIES REGISTERED PURSUANT TO SECTION 12(G) OF THE ACT:
COMMON STOCK (NO PAR VALUE)

Indicate by check mark whether the registrant: (1) has filed all reports
required to be filed by Section 13 or 15(d) of the Securities Exchange Act of
1934 during the preceding 12 months (or for such shorter period that the
registrant was required to file such reports), and (2) has been subject to such
filing requirements for the past 90 days. Yes No

Indicate by a check mark if disclosure of delinquent filers pursuant to
Item 405 of Regulation S-K is not contained herein, and will not be contained,
to the best of registrant's knowledge, in definitive proxy or information
statements incorporated by reference in Part III of this Form 10-K or any
amendment to this Form 10-K.

The aggregate market value of voting stock held by non-affiliates of the
Registrant, as of May 26, 2000, was \$18,217,977,594 (based on the closing price
for shares of the Registrant's common stock as reported by the Nasdaq National
Market for the last trading day prior to that date). Shares of common stock held
by each executive officer, director, and holder of 5% or more of the outstanding
common stock have been excluded in that such persons may be deemed to be

affiliates. This determination of affiliate status is not necessarily a conclusive determination for other purposes.

On May 26, 2000, 312,417,087 shares of the Registrant's common stock, no par value, were outstanding.

DOCUMENTS INCORPORATED BY REFERENCE

The information called for by Part III is incorporated by reference from the definitive Proxy Statement for our annual meeting of shareholders to be held on October 11, 2000, which will be filed with the Securities and Exchange Commission not later than 120 days after April 28, 2000.

2

(a) (2) Financial Statement Schedule.

The following financial statement schedule of the Company is filed in Part IV, Item 14(d) of this Annual Report on Form 10-K:

Schedule II -- Valuation and Qualifying Accounts

All other schedules have been omitted since the required information is not present in amounts sufficient to require submission of the schedule or because the information required is included in the consolidated financial statements or notes thereto.

(a) (3) Exhibits.

EXHIBIT NUMBER -----	DESCRIPTION -----
2.1(1)	Agreement and Plan of Reorganization, dated as of March 17, 1997, between the Company and IMC, a California corporation
2.2(1)	Agreement of Merger between the Company and IMC as filed with the California Secretary of State on March 17, 1997
3.1(2)	Restated Articles of Incorporation of the Company
3.2(3)	Bylaws of the Company
3.3(8)	Amendment to the Restated Articles of Incorporation of the Company, filed December 18, 1997
3.4(11)	Certificate of Amendment to the Restated Articles of Incorporation of the Company
4.1(3)	Reference is made to Exhibits 3.1 and 3.2
4.2(3)	Specimen Common Stock certificate
4.3(3)	Amended and Restated Investors' Rights Agreement, dated September 23, 1994, among the Company and the investors and the founders named therein, as amended
4.4(3)	Amended and Restated Shareholders Agreement, dated September 23, 1994, among the Company and the employee holders and the Preferred Stock investors named therein
4.5(3)	Forms of Warrants to Purchase Shares of Series A and Series C Preferred Stock
10.1*(3)	Distributor Agreement, dated June 1, 1993, by and among the Company, Itochu Corporation and CTC Supply Sales
10.2(3)	Forms of Indemnification Agreements entered into between the Company and its directors and officers
10.3(3)	The Company's 1993 Stock Option/Stock Issuance Plan
10.4(3)	The Company's 1993 Stock Incentive Plan
10.5(3)	The Company's Employee Stock Purchase Plan
10.6(3)	Series C Preferred Stock and Common Stock and Warrant to Purchase Series C Preferred Stock Purchase Agreement, dated September 23, 1994, among the Company and the purchasers named therein
10.7(3)	Office lease dated October 21, 1993, between the Company and Vanni Business Park General Partnership ("Vanni") and Office Lease Agreement, dated October 20, 1994, between the Company and Vanni
10.8(3)	Agreement dated June 19, 1995, between the Company and

- Imperial Bank, as amended, Promissory Note issued thereunder and ancillary documents
- 10.9(3) Settlement Agreement and General Release, dated June 28, 1995, between the Company and Michael Malcolm
- 10.10(3) Security and Loan Agreement, Credit Terms and Conditions and General Security Agreement between the Company and Imperial Bank, dated August 31, 1994, as amended
- 10.11(4) Facility sublease, dated August 9, 1996, by and between S3, Inc. and the Company
- 10.12(5) The Company's Amended 1995 Stock Incentive Plan
- 10.13(5) The Company's Special Non-Officer Stock Option Plan
- 10.14(6) Facility lease, dated August 18, 1997, by and between the McCandless -- San Tomas No. 2 and the Company

EXHIBIT NUMBER -----	DESCRIPTION -----
10.15(8)	Agreement of Purchase and Sale, dated June 11, 1998, by and between 495 Java Drive Associates, L.P. and the Company
10.16(8)	Operating lease agreement, dated June 11, 1998, by and between 475 Java Drive Associates L.P. and the Company
10.17(8)	Purchase Option Agreement, dated June 11, 1998, by and between 475 Java Drive Associates L.P. and the Company
10.18(8)	Line of credit agreement dated July 10, 1998, between the Company and Wells Fargo Bank, National Association
10.19(9)	Purchase and Sale Agreement, dated August 5, 1998, by and between Martin/Crossman, LLC and the Company.
10.20*(10)	OEM Distribution and License Agreement, dated October 27, 1998, by and between Dell Products L.P. and the Company
10.21(11)	Amended Purchase and Sale Agreement, dated December 9, 1998, by and between Martin/ Crossman, LLC and the Company.
10.22(11)	Amended Purchase and Sale Agreement, dated December 21, 1998, by and between 495 Java Drive Associates. L.P. and the Company.
10.23(11)	Lease Agreement, dated January 20, 1999, by and between BNP Leasing Corporation and the Company
10.24(11)	Purchase Agreement, dated January 20, 1999, by and between BNP Leasing Corporation and the Company
10.25(11)	Pledge Agreement, dated January 20, 1999, by and between BNP Leasing Corporation, Bank Nationale De Paris and the Company
10.26(11)	OEM Distribution and License Agreement, dated November 6, 1998, by and between Fujitsu Limited and the Company
10.27(12)	Construction Management Agreement (Phase II -- Improvements), dated May 3, 1999, by and between BNP Leasing Corporation and the Registrant
10.28(12)	Lease Agreement (Phase II -- Improvements), dated May 3, 1999, by and between BNP Leasing Corporation and the Registrant
10.29(12)	Lease Agreement (Phase II -- Land), dated May 3, 1999, by and between BNP Leasing Corporation and the Registrant
10.30(12)	Pledge Agreement (Phase II -- Land), dated May 3, 1999, by and between BNP Leasing Corporation and the Registrant
10.31(12)	Pledge Agreement (Phase II -- Improvements), dated May 3, 1999, by and between BNP Leasing Corporation and the Registrant
10.32(12)	Purchase Agreement (Phase II -- Land), dated May 3, 1999, by and between BNP Leasing Corporation and the Registrant
10.33(12)	Purchase Agreement (Phase II -- Improvements), dated May 3, 1999, by and between BNP Leasing Corporation and the Registrant
10.34(12)	Construction Management Agreement (Phase III -- Improvements), dated June 16, 1999, by and between BNP Leasing Corporation and the Registrant
10.35(12)	Lease Agreement (Phase III -- Improvements), dated June 16, 1999, by and between BNP Leasing Corporation and the Registrant
10.36(12)	Lease Agreement (Phase III -- Land), dated June 16, 1999, by

- 10.37(12) and between BNP Leasing Corporation and the Registrant
Pledge Agreement (Phase III -- Land), dated June 16, 1999,
by and between BNP Leasing Corporation and the Registrant
- 10.38(12) Pledge Agreement (Phase III -- Improvements), dated June 16,
1999, by and between BNP Leasing Corporation and the
Registrant
- 10.39(12) Purchase Agreement (Phase III -- Land), dated June 16, 1999,
by and between BNP Leasing Corporation and the Registrant
- 10.40(12) Purchase Agreement (Phase III -- Improvements), dated June
16, 1999, by and between BNP Leasing Corporation and the
Registrant

EXHIBIT NUMBER -----	DESCRIPTION -----
10.41(13)	Purchase and Sale Agreement, dated September 9, 1999, by and between Trinet Essential Facilities XII, Inc., and the Company
10.42(13)	Agreement of Assignment of Lease, dated September 3, 1999 by and between Lockheed Martin Corporation, and the Company
10.43(14)	Industrial Lease Agreement, dated December 20, 1999 between TRW Inc. and the Company in connection with 1347 Crossman Avenue in Sunnyvale, California
10.44(14)	Industrial Lease Agreement, dated December 20, 1999 between TRW Inc. and the Company in connection with 1350 Geneva Drive in Sunnyvale, California
10.45(14)	Industrial Lease Agreement, dated December 20, 1999 between TRW Inc. and the Company in connection with 1345 Crossman Avenue in Sunnyvale, California
10.46(14)	Industrial Lease Agreement, dated December 20, 1999 between TRW Inc. and the Company in connection with 1330 Geneva Drive in Sunnyvale, California
10.47(14)	Assignment of Agreement of Sale, dated December 20, 1999, by and between BNP Leasing and the Company
10.48(14)	Purchase and Sale Agreement, dated November 16, 1999, by and between TRW Inc. and ESL Incorporated and the Company
10.49(14)	Closing Certificate (Phase IV) and Agreement, dated December 20, 1999, by and between BNP Leasing Corporation and the Company
10.5(14)	Lease Agreement (Phase IV -- Land), dated December 20, 1999, by and between BNP Leasing Corporation and the Company
10.51(14)	Lease Agreement (Phase IV -- Improvements), dated December 20, 1999, by and between BNP Leasing Corporation and the Company
10.52(14)	Purchase Agreement (Phase IV -- Land), dated December 20, 1999, by and between BNP Leasing Corporation and the Company
10.53(14)	Purchase Agreement (Phase IV -- Improvements), dated December 20, 1999, by and between BNP Leasing Corporation and the Company
10.54(14)	Pledge Agreement (Phase IV -- Land), dated December 20, 1999, by and between BNP Leasing Corporation and the Company
10.55(14)	Pledge Agreement (Phase IV -- Improvements), dated December 20, 1999, by and between BNP Leasing Corporation and the Company
10.56(14)	Participation Agreement (Phase IV), dated December 20, 1999, by and between BNP Leasing Corporation and Banque Nationale De Paris
10.57(15)	Closing Certificate (Phase V) and Agreement, dated March 1, 2000, by and between BNP Leasing Corporation and the Company
10.58(15)	Lease Agreement (Phase V -- Land), dated March 1, 2000, by and between BNP Leasing Corporation and the Company
10.59(15)	Lease Agreement (Phase V -- Improvements), dated March 1, 2000, by and between BNP Leasing Corporation and the Company
10.60(15)	Purchase Agreement (Phase V -- Land), dated March 1, 2000, by and between BNP Leasing Corporation and the Company
10.61(15)	Purchase Agreement (Phase V -- Improvements), dated March 1, 2000, by and between BNP Leasing Corporation and the Company

- 10.62(15) Pledge Agreement (Phase V -- Land), dated March 1, 2000, by and between BNP Leasing Corporation and the Company
- 10.63(15) Pledge Agreement (Phase V -- Improvements), dated March 1, 2000, by and between BNP Leasing Corporation and the Company
- 10.64(15) Construction Management Agreement (Phase V -- Improvements), dated March 1, 2000, by and between BNP Leasing Corporation and the Company
- 10.65(15) Participation Agreement (Phase V), dated March 1, 2000, by and between BNP Leasing Corporation and Banque Nationale De Paris
- 10.66(15) Modification Agreement (Phase V), dated April 19, 2000, by and between BNP Leasing Corporation and the Company
- 21.1(15) Subsidiaries of the Company

EXHIBIT NUMBER -----	DESCRIPTION -----
23.1(15)	Independent Auditors' Consent
24.1(15)	Power of Attorney (see signature page)
27.1	Financial Data Schedule
27.2	Restated Financial Data Schedules
27.3	Restated Financial Data Schedules
27.4	Restated Financial Data Schedules
27.5	Restated Financial Data Schedules
27.6	Restated Financial Data Schedules
27.7	Restated Financial Data Schedules

-
- (1) Previously filed as an exhibit with the Company's Form 8-K dated March 17, 1997.
 - (2) Previously filed as an exhibit with the Company's Annual Report on Form 10-K dated July 25, 1996.
 - (3) Previously filed as an exhibit to the Company's Registration Statement on Form S-1 (No. 33-97864)
 - (4) Previously filed as an exhibit with the Company's Quarterly Report on Form 10-Q dated March 7, 1997.
 - (5) Previously filed as an exhibit with the Company's Annual Report on Form 10-K dated July 23, 1997.
 - (6) Previously filed as an exhibit with the Company's Quarterly Report on Form 10-Q dated December 5, 1997.
 - (7) Previously filed as an exhibit with the Company's Quarterly Report on Form 10-Q dated March 6, 1998
 - (8) Previously filed as an exhibit with the Company's Annual Report on Form 10-K dated July 22, 1998
 - (9) Previously filed as an exhibit with the Company's Quarterly Report on Form 10-Q dated September 11, 1998
 - (10) Previously filed as an exhibit with the Company's Quarterly Report on Form 10-Q dated December 11, 1998
 - (11) Previously filed as an exhibit with the Company's Quarterly Report on Form 10-Q dated March 11, 1999
 - (12) Previously filed as an exhibit with the Company's Quarterly Report on Form 10-Q dated August 31, 1999
 - (13) Previously filed as an exhibit with the Company's Quarterly Report on Form 10-Q dated December 2, 1999

(14) Previously filed as an exhibit with the Company's Quarterly Report on Form 10-Q dated February 29, 2000

(15) Previously filed as an exhibit with the Annual Report on Form 10-K dated July 12, 2000.

* Specified portions of this agreement have been omitted and have been filed separately with the Commission pursuant to a request for confidential treatment

(b) Reports on Form 8-K.

None.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, on July 12, 2000.

NETWORK APPLIANCE, INC.

By: /s/ DANIEL J. WARMENHOVEN

Daniel J. Warmenhoven
Chief Executive Officer

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Daniel J. Warmenhoven and Jeffry R. Allen, and each of them, as his true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities, to sign any and all amendments (including post-effective amendments) to this Annual Report on Form 10-K, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done in connection therewith, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or any of them, or their or his substitutes, may lawfully do or cause to be done by virtue thereof.

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Company and in the capacities and on the dates indicated:

SIGNATURES -----	TITLE -----	DATE ----
/s/ DANIEL J. WARMENHOVEN ----- (Daniel J. Warmenhoven)	Chief Executive Officer, Director (Principal Executive Officer)	July 12, 2000
/s/ DONALD T. VALENTINE ----- (Donald T. Valentine)	Chairman of the Board, Director	July 12, 2000
/s/ JEFFRY R. ALLEN ----- (Jeffry R. Allen)	Executive Vice President Finance and Operations, Chief Financial Officer (Principal Financial and Accounting Officer) and Secretary	July 12, 2000
/s/ SANJIV AHUJA ----- (Sanjiv Ahuja)	Director	July 12, 2000
/s/ CAROL A. BARTZ	Director	July 12, 2000

(Carol A. Bartz)

/s/ LARRY R. CARTER

Director

July 12, 2000

(Larry R. Carter)

46

7

SIGNATURES

TITLE

DATE

/s/ MICHAEL R. HALLMAN

Director

July 12, 2000

(Michael R. Hallman)

/s/ ROBERT T. WALL

Director

July 12, 2000

(Robert T. Wall)

/s/ DR. SACHIO SEMMOTO

Director

July 12, 2000

(Dr. Sachio Semmoto)

47

<ARTICLE> 5
<MULTIPLIER> 1,000

<PERIOD-TYPE>	YEAR	
<FISCAL-YEAR-END>	APR-28-2000	
<PERIOD-START>	APR-30-1999	
<PERIOD-END>	APR-28-2000	
<CASH>		279,014
<SECURITIES>		74,477
<RECEIVABLES>		108,902
<ALLOWANCES>		3,039
<INVENTORY>		20,434
<CURRENT-ASSETS>		533,000
<PP&E>		66,622
<DEPRECIATION>		18,673
<TOTAL-ASSETS>		592,233
<CURRENT-LIABILITIES>		113,433
<BONDS>		0
<PREFERRED-MANDATORY>		0
<PREFERRED>		0
<COMMON>		351,519
<OTHER-SE>		127,227
<TOTAL-LIABILITY-AND-EQUITY>		592,233
<SALES>		579,300
<TOTAL-REVENUES>		579,300
<CGS>		235,846
<TOTAL-COSTS>		235,846
<OTHER-EXPENSES>		238,086
<LOSS-PROVISION>		0
<INTEREST-EXPENSE>		0
<INCOME-PRETAX>		114,406
<INCOME-TAX>		40,614
<INCOME-CONTINUING>		73,792
<DISCONTINUED>		0
<EXTRAORDINARY>		0
<CHANGES>		0
<NET-INCOME>		73,792
<EPS-BASIC>		0.25
<EPS-DILUTED>		0.21

<ARTICLE> 5
<MULTIPLIER> 1,000

<PERIOD-TYPE>	YEAR	YEAR	
<FISCAL-YEAR-END>		APR-30-1999	APR-24-1998
<PERIOD-START>		APR-25-1998	APR-26-1997
<PERIOD-END>		APR-30-1999	APR-24-1998
<CASH>		221,284	37,315
<SECURITIES>		5,800	10,800
<RECEIVABLES>		57,163	34,313
<ALLOWANCES>		1,886	811
<INVENTORY>		13,581	8,707
<CURRENT-ASSETS>		315,346	98,939
<PP&E>		33,959	21,723
<DEPRECIATION>		14,688	9,506
<TOTAL-ASSETS>		346,347	115,736
<CURRENT-LIABILITIES>		50,530	29,308
<BONDS>		0	0
<PREFERRED-MANDATORY>		0	0
<PREFERRED>		0	0
<COMMON>		240,093	65,924
<OTHER-SE>		55,631	20,341
<TOTAL-LIABILITY-AND-EQUITY>		346,347	115,736
<SALES>		289,420	166,163
<TOTAL-REVENUES>		289,420	166,163
<CGS>		118,120	67,549
<TOTAL-COSTS>		118,120	67,549
<OTHER-EXPENSES>		116,174	65,956
<LOSS-PROVISION>		0	0
<INTEREST-EXPENSE>		0	0
<INCOME-PRETAX>		56,990	33,547
<INCOME-TAX>		21,377	12,582
<INCOME-CONTINUING>		35,613	20,965
<DISCONTINUED>		0	0
<EXTRAORDINARY>		0	0
<CHANGES>		0	0
<NET-INCOME>		35,613	20,965
<EPS-BASIC>		0.13	0.08
<EPS-DILUTED>		0.11	0.07

<ARTICLE> 5
<MULTIPLIER> 1,000

<PERIOD-TYPE>	YEAR	
<FISCAL-YEAR-END>	APR-25-1997	
<PERIOD-START>	APR-27-1996	
<PERIOD-END>	APR-25-1997	
<CASH>		21,520
<SECURITIES>		6,916
<RECEIVABLES>		13,911
<ALLOWANCES>		330
<INVENTORY>		9,920
<CURRENT-ASSETS>		56,620
<PP&E>		13,752
<DEPRECIATION>		4,514
<TOTAL-ASSETS>		68,941
<CURRENT-LIABILITIES>		14,701
<BONDS>		0
<PREFERRED-MANDATORY>		0
<PREFERRED>		0
<COMMON>		54,653
<OTHER-SE>		(624)
<TOTAL-LIABILITY-AND-EQUITY>		68,941
<SALES>		93,333
<TOTAL-REVENUES>		93,333
<CGS>		38,061
<TOTAL-COSTS>		38,061
<OTHER-EXPENSES>		52,189
<LOSS-PROVISION>		0
<INTEREST-EXPENSE>		0
<INCOME-PRETAX>		4,043
<INCOME-TAX>		3,793
<INCOME-CONTINUING>		250
<DISCONTINUED>		0
<EXTRAORDINARY>		0
<CHANGES>		0
<NET-INCOME>		250
<EPS-BASIC>		0.00
<EPS-DILUTED>		0.00

<ARTICLE> 5
<MULTIPLIER> 1,000

<PERIOD-TYPE>	3-MOS	6-MOS	9-MOS
<FISCAL-YEAR-END>	APR-28-2000	APR-28-2000	APR-28-2000
<PERIOD-START>	MAY-01-1999	MAY-01-1999	MAY-01-1999
<PERIOD-END>	JUL-30-1999	OCT-29-1999	JAN-28-2000
<CASH>	230,025	220,828	231,416
<SECURITIES>	15,869	51,673	58,636
<RECEIVABLES>	68,910	78,747	99,674
<ALLOWANCES>	2,190	2,609	2,882
<INVENTORY>	15,019	17,542	20,878
<CURRENT-ASSETS>	348,046	395,214	447,428
<PP&E>	42,109	47,122	53,111
<DEPRECIATION>	17,093	20,042	19,465
<TOTAL-ASSETS>	382,334	434,304	493,916
<CURRENT-LIABILITIES>	58,395	68,538	77,748
<BONDS>	0	0	0
<PREFERRED-MANDATORY>	0	0	0
<PREFERRED>	0	0	0
<COMMON>	254,508	280,393	312,144
<OTHER-SE>	69,363	85,221	103,969
<TOTAL-LIABILITY-AND-EQUITY>	382,334	434,304	493,916
<SALES>	103,279	227,991	379,281
<TOTAL-REVENUES>	103,279	227,991	379,281
<CGS>	42,539	94,055	155,470
<TOTAL-COSTS>	42,539	94,055	155,470
<OTHER-EXPENSES>	41,922	92,419	154,507
<LOSS-PROVISION>	0	0	0
<INTEREST-EXPENSE>	0	0	0
<INCOME-PRETAX>	20,881	45,761	76,457
<INCOME-TAX>	7,413	16,245	27,142
<INCOME-CONTINUING>	13,468	29,516	49,315
<DISCONTINUED>	0	0	0
<EXTRAORDINARY>	0	0	0
<CHANGES>	0	0	0
<NET-INCOME>	13,468	29,516	49,315
<EPS-BASIC>	0.05	0.10	0.17
<EPS-DILUTED>	0.04	0.09	0.14

<ARTICLE> 5
 <MULTIPLIER> 1,000

<PERIOD-TYPE>	3-MOS	6-MOS	9-MOS
<FISCAL-YEAR-END>	APR-30-1999	APR-30-1999	APR-30-1999
<PERIOD-START>	APR-25-1998	APR-25-1998	APR-25-1998
<PERIOD-END>	JUL-31-1998	OCT-30-1998	JAN-29-1999
<CASH>	31,476	48,355	59,886
<SECURITIES>	14,930	8,750	8,150
<RECEIVABLES>	35,960	44,928	50,735
<ALLOWANCES>	911	1,511	1,686
<INVENTORY>	9,732	10,722	11,751
<CURRENT-ASSETS>	99,523	121,565	143,720
<PP&E>	22,292	25,188	29,939
<DEPRECIATION>	9,631	11,128	12,735
<TOTAL-ASSETS>	126,073	150,548	172,648
<CURRENT-LIABILITIES>	26,397	39,150	36,792
<BONDS>	0	0	0
<PREFERRED-MANDATORY>	0	0	0
<PREFERRED>	0	0	0
<COMMON>	72,064	75,468	90,655
<OTHER-SE>	27,455	35,796	45,085
<TOTAL-LIABILITY-AND-EQUITY>	126,073	150,548	172,648
<SALES>	57,375	123,000	198,616
<TOTAL-REVENUES>	57,375	123,000	198,616
<CGS>	23,239	50,120	80,938
<TOTAL-COSTS>	23,239	50,120	80,938
<OTHER-EXPENSES>	22,901	49,239	79,540
<LOSS-PROVISION>	0	0	0
<INTEREST-EXPENSE>	0	0	0
<INCOME-PRETAX>	11,356	24,757	39,796
<INCOME-TAX>	4,259	9,284	14,929
<INCOME-CONTINUING>	7,097	15,473	24,867
<DISCONTINUED>	0	0	0
<EXTRAORDINARY>	0	0	0
<CHANGES>	0	0	0
<NET-INCOME>	7,097	15,473	24,867
<EPS-BASIC>	0.03	0.06	0.09
<EPS-DILUTED>	0.02	0.05	0.08

<ARTICLE> 5
<MULTIPLIER> 1,000

<PERIOD-TYPE>	3-MOS	6-MOS	9-MOS
<FISCAL-YEAR-END>	APR-24-1998	APR-24-1998	APR-24-1998
<PERIOD-START>	APR-26-1997	APR-26-1997	APR-26-1997
<PERIOD-END>	JUL-25-1997	OCT-24-1997	JAN-23-1998
<CASH>	25,578	28,520	39,302
<SECURITIES>	4,850	5,250	5,250
<RECEIVABLES>	16,852	23,113	26,684
<ALLOWANCES>	296	421	546
<INVENTORY>	12,719	11,718	9,045
<CURRENT-ASSETS>	63,855	73,361	85,394
<PP&E>	15,161	17,014	18,638
<DEPRECIATION>	5,543	6,783	8,074
<TOTAL-ASSETS>	76,492	86,598	98,908
<CURRENT-LIABILITIES>	16,891	20,479	25,122
<BONDS>	0	0	0
<PREFERRED-MANDATORY>	0	0	0
<PREFERRED>	0	0	0
<COMMON>	55,814	57,457	59,579
<OTHER-SE>	3,597	8,482	14,037
<TOTAL-LIABILITY-AND-EQUITY>	76,492	86,598	98,908
<SALES>	33,420	71,821	115,805
<TOTAL-REVENUES>	33,420	71,821	115,805
<CGS>	13,570	29,316	47,196
<TOTAL-COSTS>	13,570	29,316	47,196
<OTHER-EXPENSES>	13,264	28,332	45,791
<LOSS-PROVISION>	0	125	125
<INTEREST-EXPENSE>	0	0	0
<INCOME-PRETAX>	6,754	14,570	23,458
<INCOME-TAX>	2,533	5,464	8,797
<INCOME-CONTINUING>	4,221	9,106	14,661
<DISCONTINUED>	0	0	0
<EXTRAORDINARY>	0	0	0
<CHANGES>	0	0	0
<NET-INCOME>	4,221	9,106	14,661
<EPS-BASIC>	0.02	0.04	0.06
<EPS-DILUTED>	0.02	0.03	0.05

<ARTICLE> 5
 <MULTIPLIER> 1,000

<PERIOD-TYPE>	3-MOS	6-MOS	9-MOS
<FISCAL-YEAR-END>	APR-25-1997	APR-25-1997	APR-25-1997
<PERIOD-START>	APR-27-1996	APR-27-1996	APR-27-1996
<PERIOD-END>	JUL-26-1996	OCT-25-1996	JAN-24-1997
<CASH>	21,758	15,244	20,938
<SECURITIES>	6,350	8,850	6,850
<RECEIVABLES>	6,751	10,866	12,336
<ALLOWANCES>	330	0	0
<INVENTORY>	6,993	8,318	9,585
<CURRENT-ASSETS>	44,891	46,314	53,007
<PP&E>	5,704	5,841	6,148
<DEPRECIATION>	0	0	0
<TOTAL-ASSETS>	50,803	52,345	59,357
<CURRENT-LIABILITIES>	11,475	10,225	12,833
<BONDS>	0	0	0
<PREFERRED-MANDATORY>	0	40,448	0
<PREFERRED>	0	0	0
<COMMON>	40,416	0	41,495
<OTHER-SE>	(1,365)	1,416	4,796
<TOTAL-LIABILITY-AND-EQUITY>	50,803	52,345	59,357
<SALES>	18,460	39,508	64,353
<TOTAL-REVENUES>	18,460	39,508	64,353
<CGS>	7,593	16,176	26,292
<TOTAL-COSTS>	7,593	16,176	26,292
<OTHER-EXPENSES>	11,913	20,361	30,131
<LOSS-PROVISION>	0	0	0
<INTEREST-EXPENSE>	0	0	0
<INCOME-PRETAX>	(755)	3,523	8,723
<INCOME-TAX>	(264)	1,233	3,053
<INCOME-CONTINUING>	(491)	2,290	5,670
<DISCONTINUED>	0	0	0
<EXTRAORDINARY>	0	0	0
<CHANGES>	0	0	0
<NET-INCOME>	(491)	2,290	5,670
<EPS-BASIC>	(0.00)	0.01	0.02
<EPS-DILUTED>	(0.00)	0.01	0.02