SEC Form 3

FORM 3

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

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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 [•] Kurian George	2. Date of Event Requiring Statement (Month/Day/Year) 09/11/2013		3. Issuer Name and Ticker or Trading Symbol <u>NetApp, Inc.</u> [NTAP]					
(Last) (First) (Middle)			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) EVP, Product Operations		(Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)		
1930 CALIFORNIA STREET (Street)					6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person			
SAN FRANCISCO CA 94109						Form filed by More than One Reporting Person		
(City) (State) (Zip)								
	Table I - No	n-Derivati	ve Securities Beneficial	y Owned				
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)			Nature of Indirect Beneficial Ownership str. 5)		
(e			e Securities Beneficially (nts, options, convertible		s)			
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Non-Qualified Stock Option (right to buy)	(1)	05/31/2019	Common Stock	32,500	29.44	D		
Non-Qualified Stock Option (right to buy)	(1)	06/02/2020	Common Stock	35,100	37.64	D		
Non-Qualified Stock Option (right to buy)	(2)	04/14/2018	Common Stock	75,000	48.56	D		
Restricted Stock Unit	(3)	04/15/2018	Common Stock	12,500	0	D		
Restricted Stock Unit	(3)	12/15/2018	Common Stock	18,750	0	D		
Restricted Stock Unit	(3)	04/16/2019	Common Stock	7,500	0	D		
Restricted Stock Unit	(3)	06/01/2019	Common Stock	8,100	0	D		
Restricted Stock Unit								
Restricted Stock Onit	(3)	10/15/2019	Common Stock	20,000	0	D		

Explanation of Responses:

1. Option vests in a series of equal monthly installments over 48 months of service beginning with the one-month annniversary of the grant date.

2. Option vests with respect to 25% of the option shares on the first anniversary of the Optionee's date of hire and the balance in a series of equal monthly installments over the next 36 months of service thereafter.

3. The restricted stock unit shares vest as to 25% of the shares on the one-year anniversary of the grant date, and 25% of the shares on each annual anniversary thereafter for the next 3 years.

By: Michael Nolan, Attornry-09/16/2013 in-Fact For: George Kurian

** 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 5 (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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

OMB APPROVAL

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of Matthew Fawcett, Michael Nolan and Haleh Carrillo, or either of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the Securities and Exchange Commission ("SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or 10% stockholder of NetApp, Inc. (the "Company"), any and all Form 3, 4 and 5 reports required to be filed by the undersigned in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 and 5 report, complete and execute any amendment or amendments thereto and timely file such report with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform each and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that no such attorney-in-fact, in serving in such capacity at the request of the undersigned, is hereby assuming, nor is the Company hereby assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Form 3, 4 and 5 reports with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11th day of September, 2013.

Signature: /s/ George Kurian

Print Name: George Kurian