

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

**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>WARMENHOVEN DANIEL J</u>  (Last) (First) (Middle) 495 E. JAVA DRIVE  (Street) SUNNYVALE CA 94089  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NETWORK APPLIANCE INC [ NTAP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 12/07/2004	
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 Stock	12/07/2004		M		6,668	A	\$3.75	116,668	I	by Limited Partnership <sup>(2)</sup>
Common Stock	12/07/2004		M		140,000	A	\$1.82	256,668	I	by Limited Partnership <sup>(2)</sup>
Common Stock	12/08/2004		G	V	21,250	D	\$0	4,041,051	I	by Trust <sup>(1)</sup>
Common Stock								42,490	D	
Common Stock								970,000	I	By Limited Partnership <sup>2</sup>
Common Stock								170	I	by Spouse
Common Stock								1,806,500	I	by Trust <sup>1</sup>
Common Stock								85,800	I	by Trust <sup>2</sup>
Common Stock								9,567	I	by Trust <sup>3</sup>

**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
Non-Qualified Stock Option (right to buy)	\$1.82	12/07/2004		M			140,000	(3)	04/30/2007	Common Stock	140,000	\$0	0	I	by Limited Partnership <sup>(2)</sup>
Non-Qualified Stock Option (right to buy)	\$3.75	12/07/2004		M			6,668	(4)	01/03/2009	Common Stock	6,668	\$0	0	I	by Limited Partnership <sup>(2)</sup>

**Explanation of Responses:**

1. Shares held in trust by Daniel J. Warmenhoven & Charmaine A. Warmenhoven, Trustees to The Warmenhoven 1987 Revocable Trust UTA dated 12/16/87, as amended.

2. Shares held by Warmenhoven Enterprises LP, a limited partnership of which the Warmenhoven Management Trust is the general partner, of which the reporting person and his wife are the trustees. Reporting person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
3. Option vests with respect to 25% of the option shares on the first anniversary of the grant date and the balance in a series of equal monthly installments over the next 36 months of service thereafter.
4. Option vests in a series of equal monthly installments over 12 months of service beginning with the one-month anniversary of the grant date.

**Remarks:**

Janice Mahoney by Power of  
Attorney for Daniel J.      12/09/2004  
Warmenhoven

\*\* 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.

**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.**