## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

	OMB APPROVAL										
	OMB Number:	3235-0287									
	Estimated average burden										
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## 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

1. Name a		2. Issuer Name and Ticker or Trading Symbol NetApp, Inc. [ NTAP ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner										
(Last) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 09/04/2014										(give title		Other (s below)	·			
495 EAST JAVA DRIVE  (Street)					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person						
SUNNYVALE CA 94089					,										Form filed by More than One Reporting Person					
(City)	(\$		tive Securities Acquired, Disposed of, or Benefi																	
4 770 6			le I - N							Disp							1.	7. Nature		
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day							Execution Date,			3. 4. Securities Acquired Disposed Of (D) (Instr. 8)				Securiti Benefici Owned	es Form ally (D) o		n: Direct or E rect (I)	of Indirect Beneficial Ownership Instr. 4)		
							Code	v	Amount	unt (A) or (D)		Reporte Transac	Following Reported Transaction(s) (Instr. 3 and 4)		. 4)	mstr. 4)				
Common	Stock		2014	09/04/2014		M		2,856	A	\$0.0	5,	5,689		D						
Common Stock														6,	6,166		I 1	oy Trust		
			Tabl								sed of, or			wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		) if any	on Date,	4. Transaction Code (Instr. 8)				6. Date Exerci Expiration Da (Month/Day/Yo		te	7. Title a Amount Securitie Underlyi Derivativ Security and 4)	of es ing /e	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficia Owned Followin Reported Transacti	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership		
					Code	v	(A)	(D)	Date Exercisal	ble	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)					
Non- Qualified Stock Option (right to buy)	\$42.21	09/05/2014	09/05/2014		A		13,498		09/04/201	5 <sup>(1)</sup>	09/04/2021	Common Stock	13,498	\$42.21	13,498		D			
Restricted Stock Unit	\$0.0	09/04/2014	09/04/2014		M			2,856	(2)		(2)	Common Stock	2,856	\$0.0	0		D			
Restricted Stock Unit			5/2014	A		2,961		(2)		(2)	Common	2,961	\$0.0	2,96	1	D				

## **Explanation of Responses:**

- 1. Option is immediately exercisable, but any shares purchased under the option will be subject to repurchase by the Company at the option exercise price paid per share, upon the Optionee's cessation of Board service prior to vesting in those shares. The shares will vest upon the Optionee's continuation in Board service through the day immediately preceding the next Annual Stockholders Meeting following the grant date.
- 2. The shares will vest and be delivered upon the reporting person's continuation in Board Service through the day immediately preceding the next Annual Stockholder's Meeting following the grant date.

By: Roberta S Cohen Attorney-in-Fact For: Jeffry R. 09/08/2014 Allen

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of Matthew Fawcett, Elizabeth O'Callahan, Michael Nolan and Roberta Cohen, 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 supersedes any other powers granted on a prior date for the same purposes and specifically revokes the powers granted to Haleh Carrillo in August 2012. 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; provided that this Power of Attorney shall be automatically revoked with respect to an attorney-in-fact upon the termination of such attorney-in-fact's employment with the Company.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 6th day of May, 2014.

Signature: /s/ Jeffry R. Allen

Print Name: JEFFRY R ALLEN