Incentive Stock

Option

Option

(right to buy) Non-Qualified Stock

Option

(right to buy)

(right to buy) Non-Qualified Stock \$19.17

\$19.17

\$20.16

Explanation of Responses:

06/04/2010

06/04/2010

06/04/2010

staff, upon request, information regarding the number of shares sold at each price within the range.

staff, upon request, information regarding the number of shares sold at each price within the range.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

(Instr. 4)

0

0

0

D

D

D

Amount or Number

of Shares

5,216

84,784

109,414

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

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	1	2. Issuer Name and Ticker or Trading Symbol NetApp, Inc. [NTAP]								ionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner							
(Last)	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/04/2010								Officer (give title below)			Other (spe below)			
495 EAS		4							ır) 6. Lin		dual or .	loint/Group	/Group Filing (Check Applicable				
(Street) SUNNYVALE CA 940			94089	_								X	Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	ity) (State) (Zip)																
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3)			2. Transactior Date (Month/Day/Ye		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) c Disposed Of (D) (Instr. 3, 4			5)	5. Amount of Securities Beneficially Owned Following		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		Reporte Transac (Instr. 3	d tion(s)	(1150.4)		insu. 4)
Common Stock			06/04/201	0			М		109,414	A	\$20.16	16 131		,580	D		
Common Stock			06/04/201	0			М		5,216	Α	\$19.17	7	136,796		D		
Common Stock			06/04/201	0			М		84,784	Α	\$19.17	5 <mark>19.17</mark>		221,580		D	
Common Stock			06/04/201	0			S		120,739	D \$38.097		7 ⁽¹⁾	100,841		D		
Common Stock			06/04/201	0			S		78,675 D \$39.0		\$39.070	4 ⁽²⁾	22,	,166	D		
			Table II - Der (e.ç						isposed of, o s, convertibl			Owne	d				
1. Title of Derivative Security (Instr. 3)	vative Conversion Date Exec Irity or Exercise (Month/Day/Year) if an		3A. Deemed Execution Date, if any (Month/Day/Year)	Cod	nsaction de (Instr.	5. Number of Derivativ Securitie Acquired (A) or Disposed of (D)	Exp e (Mo s	iratio	xercisable and on Date Day/Year)	7. Title and Amount of Securities Underlying Derivative Sec (Instr. 3 and 4)		of De Se	Price 9. Number derivative Securities ecurity Beneficial nstr. 5) Owned Following Reported Transactic		G Ow For Ily Dir or g (I) (4)	nership m: ect (D) Indirect Instr.	Beneficial Ownership

(Instr. 3, 4 and 5)

(D)

5,216

84,784

109,414

(A)

v

Code

Μ

М

Μ

Date

Exercisable

(3)

(3)

(4)

Expiration

05/02/2014

05/02/2014

04/25/2011

. Date Title

Commo

Stock

ommo

Stock

Commo

Stock

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

4. 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.

1. The price in Column 4 is a weighted average price. The prices actually received ranged from \$37.705 to 38.70. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC

2. The price in Column 4 is a weighted average price. The prices actually received ranged from \$38.705 to 39.37. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC

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.