UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): May 21, 2008

NetApp, Inc.

(Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization) 0-27130 (Commission File Number) 77-0307520 (I.R.S. Employer Identification Number)

495 East Java Drive Sunnyvale, CA 94089 (Address of principal executive offices) (Zip Code)

(408) 822-6000 (Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Derecommencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operations and Financial Condition

On May 21, 2008, NetApp, Inc. issued a press release announcing its earnings for the fourth quarter and fiscal year 2008. The press release is attached as an exhibit to this Form 8-K, and the information set forth therein is hereby incorporated by reference into this Item 2.02.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

NetApp, Inc.'s May 21, 2008 press release is hereby furnished as Exhibit 99.1 to this Form 8-K in connection with the disclosures under Item 2.02 of this Form 8-K.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

May 21, 2008

By:

/s/ Steven Gomo

Steven J. Gomo Chief Financial Officer ExhibitDescription99.1Press release of NetApp, Inc. issued on May 21, 2008.

NetApp Announces Results for Fourth Quarter and Fiscal Year 2008

Q4 Revenues \$938 Million, Up 17% Year over Year; Forecasts 23% – 27% Year over Year Revenue Growth for Q1 FY2009

SUNNYVALE, Calif.--(BUSINESS WIRE)--NetApp (NASDAQ:NTAP), today reported results for the fourth quarter of fiscal year 2008. Revenues for the fourth fiscal quarter were \$938 million, an increase of 17% compared to revenues of \$801 million for the same period a year ago and an increase of 6% compared to \$884 million in the prior quarter.

For the fourth fiscal quarter, GAAP net income was \$90 million, or \$0.26 per share¹ compared to GAAP net income of \$90 million, or \$0.23 per share for the same period in the prior year. Non-GAAP² net income for the fourth fiscal quarter was \$131 million, or \$0.38 per share, compared to non-GAAP net income of \$114 million, or \$0.30 per share for the same period a year ago.

Revenues for fiscal year 2008 totaled \$3.3 billion, an increase of 18% compared to revenues of \$2.8 billion for fiscal year 2007. For fiscal year 2008, GAAP net income increased 4% to \$310 million, or \$0.86 per share, compared to GAAP net income of \$298 million, or \$0.77 per share for fiscal year 2007. Non-GAAP net income for fiscal year 2008 increased 6% to \$455 million, or \$1.26 per share, compared to non-GAAP net income of \$431 million, or \$1.11 per share for fiscal year 2007.

"NetApp posted a strong finish to the fiscal year, ending the fourth quarter with 17% growth in revenue and 23% growth in storage systems," said Dan Warmenhoven, chairman and chief executive officer. "With solid performance from most areas around the world, customers continue to validate that NetApp provides them with comprehensive storage and data management solutions at the lowest cost of ownership in the industry."

Outlook

- NetApp estimates revenue for the first quarter of fiscal year 2009 to be between \$845 million and \$875 million.
- NetApp estimates that the first quarter fiscal year 2009 GAAP earnings per share will be approximately \$0.09 to \$0.13 per share. NetApp estimates first quarter fiscal year 2009 non-GAAP earnings per share to be approximately \$0.20 to \$0.23 per share.
- As presented at their analyst day in March 2008, NetApp reiterates estimated revenue for the full fiscal year to be between \$3.79 billion and \$3.95 billion.
- As presented at their analyst day in March 2008, NetApp reiterates estimated GAAP earnings per share for the full fiscal year to be approximately \$0.92 to \$0.98 per share and non-GAAP earnings per share to be approximately \$1.40 to \$1.46 per share.

Quarterly Highlights

In the fourth quarter of fiscal year 2008, NetApp launched a new brand identity that makes a bold statement about NetApp's strength in the marketplace and is designed to drive greater understanding of NetApp. NetApp also continued to help customers transform their data center architectures through higher efficiencies and asset utilization, greater power, space savings, and innovative data center design and data management techniques.

During the fourth quarter, NetApp unveiled the NetApp® Kilo Client, a large testing environment that is designed to exceed the most scalable and extreme performance conditions that most enterprises experience in their data centers.

Also during the quarter, NetApp introduced new products and capabilities as part of the NetApp Manageability Software Family. These new products (SnapManager® for Virtual Infrastructure, SnapManager Compatibility with VMware® Virtualization Software, and Provisioning Manager) enable customers to transform their data center architectures. NetApp is providing customers a proven storage platform for virtualized environments to achieve increased service levels, higher asset utilization, and greater data center power, space, and cooling efficiencies.

NetApp was recognized for its green initiatives with three separate awards for its innovative data center design and its advanced data management techniques to reduce power consumption. IDG's *Computerworld*, the "Voice of IT Management," selected NetApp as one of the top Green-IT Companies for 2008. IDG's *InfoWorld*, the leading integrated media brand for IT decision makers, named NetApp a winner in *InfoWorld's* inaugural Green 15 awards. NetApp was also named a winner of the prestigious 2008 Green Enterprise IT Award from the Uptime Institute, a leading research-based think-tank and corporate advisory on the business and technology issues related to critical computing environment reliability and energy efficiency.

NetApp continued to gain momentum in the storage software market, growing the fastest among the top five leading storage software providers in 2007. According to IDC's Worldwide Quarterly Storage Software Tracker Q4 2007³, NetApp grew more than three times faster than the storage software market in 2007 and gained share in each market segment in which it provides offerings. This marks the fifth consecutive year that NetApp grew faster than both the storage software market and the market leader.

During this quarter, Gartner, Inc., positioned NetApp in the "Leaders" quadrant for Enterprise NAS. In a recently released research note, "Magic Quadrant for Midrange and High-End NAS Solutions, 1H08,"⁴ Gartner asserts, "An enterprise NAS storage vendor in the Leaders quadrant has the market share, credibility, and marketing and sales capabilities needed to drive the acceptance of new technologies. It demonstrates understanding of market needs, is an innovator and thought leader, and has well-articulated plans that customers and prospects can use when designing their storage infrastructures and strategies."

NetApp unveiled a new brand identity and changed the official name of the company from Network Appliance to NetApp. The new brand identity was designed to achieve a broader and deeper awareness of the company and to communicate a consistent promise on a global basis to customers, partners, and employees. The NetApp brand is strongly grounded in NetApp's "create a model company" spirit which is based on the core values of the company, including trust and integrity, leadership, simplicity, teamwork and synergy, and going beyond.

Webcast and Conference Call Information

- The NetApp quarterly results conference call will be broadcast live on the Internet at <u>http://investors.netapp.com</u> on Wednesday, May 21, 2008, at 2:00 p.m. Pacific Time. This press release and any other information related to the call will also be posted on the Web site at that location.
- The conference call will also be available live in a listen-only format at (866) 543-6407 in the United States and (617) 213-8898 outside the United States. The pass code for both numbers is 95037280.
- A replay will be available for 72 hours following the completion of the live call by dialing (888) 286-8010 in the United States and (617) 801-6888 outside the United States, using replay code 13597413. The Webcast replay will be posted on our Web site for at least one year.

About NetApp

NetApp creates innovative storage and data management solutions that accelerate business breakthroughs and deliver outstanding cost efficiency. Discover NetApp's passion for helping companies around the world go further, faster at <u>www.netapp.com</u>.

"Safe Harbor" Statement Under U.S. Private Securities Litigation Reform Act of 1995

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements include all of the statements under the Outlook section relating to our forecasted operating results and metrics for the first quarter fiscal year 2009 and for fiscal year 2009, and statements regarding the performance and breadth of our product and service offerings, relative to our competitors' product and service offerings. These forward-looking statements include our ability to build non-deferred backlog to levels consistent with our past results and to increase our revenue over the next several quarters; general economic and industry conditions, including expenditure trends for storage-related products; risks associated with the anticipated growth in network storage and content delivery markets; our ability to deliver new product architectures and enterprise service offerings, our reliance on a limited number of suppliers; our ability to accurately forecast demand for our products and successfully manage our relationships with our contract manufacturers; our ability to expand our direct sales operations and reseller distribution channels; our ability to develop, maintain, and strengthen our relationships and product offerings with strategic partners; risks associated with international operations, our ability to successfully acquire and integrate complementary businesses and technologies; foreign currency exchange rate fluctuations; and the sections captioned "Risk Factors" in our most recently submitted 10-K and 10-Q. We disclaim any obligation to update information contained in these forward-looking statements with the sections captioned "Risk Factors" in our most recently submitted 10-K and 10-Q. We disclaim any obligation to update information contained in these forward-looking statements wither as a result of new information, future events, or otherwise.

¹ Earnings per share is calculated using the diluted number of shares for all periods presented.

² Non-GAAP results of operations exclude amortization of intangible assets, stock-based compensation expenses, acquisition-related retention costs, net gain on sale of investments, gain of sale on assets, restructuring charges/recoveries, prior acquisition-related costs, and the related effects on income taxes as well as certain discrete GAAP provisions for income tax matters recognized ratably for non-GAAP purposes.

³ IDC Worldwide Quarterly Storage Software Tracker Q4 2007.

⁴ Gartner Magic Quadrant for Midrange and High-End NAS Solutions, 1H08.

NetApp, the NetApp logo, Go further, faster, and SnapManager are trademarks or registered trademarks of NetApp, Inc. in the United States and other countries. All other brands or products are trademarks or registered trademarks of their respective holders and should be treated as such.

NetApp Usage of Non-GAAP Financials

The Company refers to the non-GAAP financial measures cited above in making operating decisions because they provide meaningful supplemental information regarding the Company's operational performance. These non-GAAP results of operations exclude amortization of intangible assets, stock-based compensation expenses, acquisition-related retention costs, net gain on sale of investments, gain on sale of assets, restructuring charges/recoveries, prior acquisition-related costs, and the related effects on income taxes as well as certain discrete GAAP provisions for income tax matters recognized ratably for non-GAAP purposes. We have excluded these items in order to enhance investors' understanding of our ongoing operations. The use of these non-GAAP financial measures has material limitations because they should not be used to evaluate our company without reference to their corresponding GAAP financial measures. As such, we compensate for these material limitations by using these non-GAAP financial measures in conjunction with GAAP financial measures.

These non-GAAP financial measures facilitate management's internal comparisons to the Company's historical operating results and comparisons to competitors' operating results. We include these non-GAAP financial measures in our earnings announcement because we believe they are useful to investors in allowing for greater transparency with respect to supplemental information used by management in its financial and operational decision making, such as employee compensation planning. In addition, we have historically reported similar non-GAAP financial measures to our investors and believe that the inclusion of comparative numbers provides consistency in our financial reporting at this time.

NETAPP, INC. CONDENSED CONSOLIDATED BALANCE SHEETS (In thousands) (Unaudited)

| | Арг | ril 25, 2008 | April 27, 2007 | |
|--|-----|--------------|----------------|-----------|
| ASSETS | | | | |
| CURRENT ASSETS: | | | | |
| Cash and cash equivalents | \$ | 936,479 | \$ | 489,079 |
| Short-term investments | | 227,911 | | 819,702 |
| Accounts receivable, net | | 582,110 | | 548,249 |
| Inventories | | 70,222 | | 54,880 |
| Prepaid expenses and other assets | | 120,561 | | 99,840 |
| Short-term restricted cash and investments | | 2,953 | | 118,312 |
| Short-term deferred income taxes | | 127,197 | | 110,741 |
| Total current assets | | 2,067,433 | | 2,240,803 |
| PROPERTY AND EQUIPMENT, net | | 693,792 | | 603,523 |
| GOODWILL | | 680,054 | | 601,056 |
| INTANGIBLE ASSETS, net | | 90,075 | | 83,009 |
| LONG-TERM INVESTMENTS AND RESTRICTED CASH | | 331,105 | | 12,572 |
| LONG-TERM DEFERRED INCOME TAXES AND OTHER ASSETS | | 283,801 | | 117,515 |
| | \$ | 4,146,260 | \$ | 3,658,478 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | | | |
| CURRENT LIABILITIES: | | | | |
| Current portion of long-term debt | | - | \$ | 85,110 |
| Accounts payable | | 178,233 | | 144,112 |
| Income taxes payable | | 6,245 | | 53,371 |
| Accrued compensation and related benefits | | 202,929 | | 177,327 |
| Other accrued liabilities | | 154,331 | | 97,017 |
| Deferred revenue | | 872,364 | | 630,610 |
| Total current liabilities | | 1,414,102 | | 1,187,547 |
| LONG-TERM DEBT | | 172,600 | | - |
| OTHER LONG-TERM ORI IGATIONS | | 146 058 | | 9 4 8 7 |

| LONG-TERM DEBT | 172,600 | - |
|-----------------------------|-----------------|-----------------|
| OTHER LONG-TERM OBLIGATIONS | 146,058 | 9,487 |
| LONG-TERM DEFERRED REVENUE | 637,889 | 472,423 |
| | 2,370,649 | 1,669,457 |
| STOCKHOLDERS' EQUITY | 1,775,611 | 1,989,021 |
| | \$ 4,146,260 | \$ 3,658,478 |

NETAPP, INC. CONDENSED CONSOLIDATED STATEMENTS OF INCOME (In thousands, except net income per share amounts)

| | Quarters Ended | | Years Ended | | | | | |
|--|----------------|--------------|-------------|--------------|---------------------------------------|---------------|----|---------------|
| | Ap | ril 25, 2008 | Ар | ril 27, 2007 | A | pril 25, 2008 | A | oril 27, 2007 |
| REVENUES: | | | | | | | | |
| Product | \$ | 629,610 | \$ | 588,121 | \$ | 2,242,474 | \$ | 2,085,898 |
| Software entitlements and maintenance | | 136,268 | | 99,206 | | 486,896 | | 341,258 |
| Service | | 171,854 | | 113,866 | | 573,797 | | 377,126 |
| Total revenues | | 937,732 | | 801,193 | | 3,303,167 | | 2,804,282 |
| COST OF REVENUES: | | | | | | | | |
| Cost of product | | 256,860 | | 230,491 | | 911,434 | | 815,928 |
| Cost of software entitlements and maintenance | | 2,014 | | 2,752 | | 8,572 | | 10,210 |
| Cost of service | | 105,986 | | 81,936 | | 369,785 | | 273,644 |
| Total cost of revenues | | 364,860 | · | 315,179 | · · · · · · · · · · · · · · · · · · · | 1,289,791 | | 1,099,782 |
| GROSS MARGIN | | 572,872 | · | 486,014 | | 2,013,376 | | 1,704,500 |
| OPERATING EXPENSES: | | | | | | | | |
| Sales and marketing | | 296,457 | | 259,599 | | 1,075,588 | | 895,813 |
| Research and development | | 124,968 | | 108,802 | | 452,205 | | 385,357 |
| General and administrative | | 47,793 | | 42,164 | | 171,536 | | 147,501 |
| Restructuring charges (recoveries) | | 447 | | .2,101 | | 447 | | (74 |
| Gain on sale of assets | | , | | _ | | - | | (25,339) |
| Total operating expenses | | 469,665 | | 410,565 | | 1,699,776 | | 1,403,258 |
| INCOME FROM OPERATIONS | | 103,207 | | 75,449 | | 313,600 | | 301,242 |
| OTHER INCOME (EXPENSES), net: | | | | | | | | |
| Interest income | | 14,316 | | 17,617 | | 64,610 | | 68,837 |
| Interest expense | | (1,860) | | (265) | | (7,990) | | (11,642) |
| Net gain (loss) on investments | | - | | (422) | | 12,614 | | (1,538 |
| Other income (expense), net | | (578) | | (362) | | (135) | | 2,829 |
| Total other income, net | | 11,878 | | 16,568 | | 69,099 | | 58,486 |
| INCOME BEFORE INCOME TAXES | | 115,085 | | 92,017 | | 382,699 | | 359,728 |
| PROVISION FOR INCOME TAXES | | 25,264 | | 2,397 | | 72,961 | | 61,993 |
| NET INCOME | \$ | 89,821 | \$ | 89,620 | \$ | 309,738 | \$ | 297,735 |
| NET INCOME PER SHARE: | | | | | | | | |
| BASIC | \$ | 0.26 | \$ | 0.24 | \$ | 0.88 | \$ | 0.80 |
| DILUTED | \$ | 0.26 | \$ | 0.23 | \$ | 0.86 | \$ | 0.77 |
| SHARES USED IN PER SHARE CALCULATION: BASIC | | 342,308 | | 369,002 | | 351,676 | | 371,204 |
| | | 348,492 | | 385,151 | | 361,090 | | 388,454 |

NETAPP, INC. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOW (In thousands) (Unaudited)

| | Quarte | rs Ended | Years Ended | | |
|---|----------------|----------------|----------------|----------------|--|
| | April 25, 2008 | April 27, 2007 | April 25, 2008 | April 27, 2007 | |
| Cash Flows from Operating Activities: | | | | | |
| Net income | \$ 89,821 | \$ 89,620 | \$ 309,738 | \$ 297,735 | |
| Adjustments to reconcile net income to net cash provided by operating activities: | | | | | |
| Depreciation | 31,329 | 25,075 | 115,250 | 87,391 | |
| Amortization of intangible assets and patents | 8,503 | 6,986 | 28,934 | 23,442 | |
| Stock-based compensation | 34,886 | 38,354 | 147,964 | 163,033 | |
| Net (gain) loss on investments | - | 422 | (12,614) | 1,538 | |
| Gain on sale of assets | - | - | - | (25,339) | |
| Net loss on disposal of equipment | 1,013 | 87 | 1,841 | 773 | |
| Allowance for doubtful accounts | 463 | 742 | 818 | 928 | |
| Deferred income taxes | (48,465) | (57,506) | (139,803) | (145,989) | |
| Deferred rent | 3,280 | 54 | 3,912 | 1,033 | |
| Income tax benefit from stock-based compensation | 26,477 | 42,577 | 123,467 | 175,036 | |
| Excess tax benefit from stock-based compensation | (73,556) | (19,696) | (120,663) | (63,159) | |
| Changes in assets and liabilities: | | | | | |
| Accounts receivable | (114,249) | (152,234) | (27,741) | (175,231) | |
| Inventories | (10,198) | 6,413 | (15,382) | 9,908 | |
| Prepaid expenses and other assets | 59,746 | (5,385) | 79,222 | (6,366) | |
| Accounts payable | 53,897 | 32,143 | 20,032 | 36,589 | |
| Income taxes payable | (6,286) | 13,963 | (47,300) | 1,556 | |
| Accrued compensation and related benefits | 23,776 | 26,742 | 18,754 | 43,612 | |
| Other accrued liabilities | (855) | 4,171 | 3,974 | 16,903 | |
| Other liabilities | 49,722 | 340 | 117,469 | (265) | |
| Deferred revenue | 163,998 | 157,879 | 401,014 | 421,328 | |
| Net cash provided by operating activities | 293,302 | 210,747 | 1,008,886 | 864,456 | |
| Cash Flows from Investing Activities: | 295,502 | 210,747 | 1,008,880 | 804,450 | |
| Cash Flows from investing Activities. | | | | | |
| Net redemptions of investments | 126,823 | 55,086 | 335,541 | 187,857 | |
| Decrease (increase) in restricted cash | 607 | (43) | (793) | 290 | |
| Proceeds from sale of assets | - | - | - | 23,914 | |
| Proceeds from sales of nonmarketable securities | - | 1,039 | 898 | 2,813 | |
| Proceeds from sales of marketable securities | - | - | 18,256 | - | |
| Purchases of property and equipment | (63,433) | (53,417) | (188,280) | (165,828) | |
| Purchases of nonmarketable securities | - | (250) | (4,235) | (1,583) | |
| Purchase of business, net of cash acquired | (99,601) | - | (99,390) | (131,241) | |
| Net cash (used in) provided by investing activities | (35,604) | 2,415 | 61,997 | (83,778) | |
| Cash Flows from Financing Activities: | | · · · · · | · | | |
| Proceeds from sale of common stock related to employee stock transactions | 14,510 | 38,028 | 114,697 | 215,453 | |
| Tax withholding payments reimbursed by restricted stock | (169) | (580) | (6,020) | (5,272) | |
| Excess tax benefit from stock-based compensation | 73,556 | 19,696 | 120,663 | 63,159 | |
| Change on revolving credit facility | (77,400) | | 172,354 | - | |
| Repayment of debt | (28,790) | (66,021) | (85,110) | (214,890) | |
| Repurchases of common stock | (59,453) | (200,000) | (903,704) | (805,708) | |
| • | | | | | |
| Net cash used in financing activities | (77,746) | (208,877) | (587,120) | (747,258) | |
| Effect of Exchange Rate Changes on Cash | (19,832) | (5,422) | (36,363) | (5,597) | |
| Net Increase (decrease) in Cash and Cash Equivalents | 160,120 | (1,137) | 447,400 | 27,823 | |
| Cash and Cash Equivalents: | | | | | |
| Beginning of period | 776,359 | 490,216 | 489,079 | 461,256 | |
| End of period | \$ 936,479 | \$ 489,079 | \$ 936,479 | \$ 489,079 | |

NETAPP, INC. SUPPLEMENTAL INFORMATION (In thousands) (Unaudited)

| - | Amortization of Intangible Assets | Stock-based Compensation Expenses | Acquisition-Related Retention Cost | Prior Acquisition- related Costs | Restructuring Charges (Recoveries) | Gain on Sale of Assets | Net Gain on Investments | Total |
|------------------------|--------------------------------------|---|---------------------------------------|-------------------------------------|---------------------------------------|---------------------------|----------------------------|----------|
| Cost of product | | | | | | | | |
| revenues | \$6,748 | \$870 | - | - | - | - | - | \$7,618 |
| Cost of service | | | | | | | | |
| revenues | - | 2,653 | - | - | - | - | - | 2,653 |
| Sales and marketing | | | | | | | | |
| expense | 1,259 | 15,971 | - | - | - | - | - | 17,230 |
| Research and | | | | | | | | |
| development expense | - | 10,309 | - | - | - | - | - | 10,309 |
| General and | | | | | | | | |
| administrative expense | - | 5,083 | - | - | - | - | - | 5,083 |
| Restructuring charges | | | | | | | | |
| (recoveries) | - | - | - | - | 447 | - | - | 447 |
| Net gain on | | | | | | | | |
| investments | - | - | - | - | - | - | - | - |
| - | | | | | | | | |
| Effect on pre-tax | | | | | | | | |
| income | \$8,007 | \$34,886 | - | - | \$447 | - | - | \$43,340 |
| | | | | | | | | |

QUARTER ENDED APRIL 25, 2008

YEAR ENDED APRIL 25, 2008

| - | Amortization of Intangible Assets | Stock-based Compensation Expenses | Acquisition-Related Retention Cost | Prior Acquisition- related Costs | Restructuring Charges (Recoveries) | Gain on Sale of Assets | Net Gain on Investments | Total |
|------------------------|--------------------------------------|---|---------------------------------------|-------------------------------------|---------------------------------------|---------------------------|----------------------------|-----------|
| Cost of product | | | | | | | | |
| revenues | \$22,582 | \$3,384 | - | - | - | - | - | \$25,966 |
| Cost of service | | | | | | | | |
| revenues | - | 10,442 | - | - | - | - | - | 10,442 |
| Sales and marketing | | | | | | | | |
| expense | 4,170 | 65,399 | 3,086 | - | - | - | - | 72,655 |
| Research and | | | | | | | | |
| development expense | - | 46,632 | - | - | - | - | - | 46,632 |
| General and | | | | | | | | |
| administrative expense | 200 | 22,107 | - | 2,800 | - | - | - | 25,107 |
| Restructuring charges | | | | | | | | |
| (recoveries) | - | - | - | - | 447 | - | - | 447 |
| Net gain on | | | | | | | | |
| investments | - | - | - | - | - | - | (12,614) | (12,614) |
| | | | | | | | | |
| Effect on pre-tax | | | | | | | | |
| income | \$26,952 | \$147,964 | \$3,086 | \$2,800 | \$447 | - | (\$12,614) | \$168,635 |
| | | | | | | | | |

| QUARTER | ENDED | APRIL | 27, | 2007 |
|---------|-------|-------|-----|------|
|---------|-------|-------|-----|------|

| | Amortization of Intangible Assets | Stock-based Compensation Expenses | Acquisition-Related Retention Cost | Prior Acquisition- related Costs | Restructuring Charges (Recoveries) | Gain on Sale of Assets | Net Loss on Investments | Total |
|---------------------------------------|--------------------------------------|---|---------------------------------------|-------------------------------------|---------------------------------------|---------------------------|----------------------------|---------|
| Cost of product revenues | \$5,278 | \$1,059 | _ | | | _ | _ | \$6,337 |
| Cost of service | \$5,270 | \$1,009 | - | | | - | - | \$0,557 |
| revenues | - | 2,431 | - | | | - | - | 2,431 |
| Sales and marketing | | | | | | | | |
| expense | 974 | 16,955 | 1,162 | | | - | - | 19,091 |
| Research and | | | | | | | | |
| development expense | - | 12,157 | - | | | - | - | 12,157 |
| General and administrative expense | 238 | 5,752 | - | | | - | - | 5,990 |
| Restructuring charges | | | | | | | | |
| (recoveries) | - | - | - | | | - | - | - |
| Gain on sale of assets | - | - | - | | | - | - | - |

| Net loss on |
|-------------|
| investments |

| investments | - | - | - | - | - | - | 422 | 422 | |
|--------------------------|---------|----------|---------|---|---|---|-------|----------|--|
| Effect on pre-tax income | \$6,490 | \$38,354 | \$1,162 | - | - | - | \$422 | \$46,428 | |

| | | | YE | AR ENDED APRIL | 27, 2007 | | | |
|------------------------|--------------------------------------|---|---------------------------------------|-------------------------------------|---------------------------------------|---------------------------|----------------------------|-----------|
| | Amortization of Intangible Assets | Stock-based Compensation Expenses | Acquisition-Related Retention Cost | Prior Acquisition- related Costs | Restructuring Charges (Recoveries) | Gain on Sale of Assets | Net Loss on Investments | Total |
| Cost of product | | | | | | | | |
| revenues | \$17,580 | \$3,720 | - | | | - | - | \$21,300 |
| Cost of service | | | | | | | | |
| revenues | - | 10,088 | - | | | - | - | 10,088 |
| Sales and marketing | | | | | | | | |
| expense | 2,930 | 71,701 | 1,743 | | | - | - | 76,374 |
| Research and | | | | | | | | |
| development expense | - | 51,323 | - | | | - | - | 51,323 |
| General and | | | | | | | | |
| administrative expense | 950 | 26,201 | - | | | - | - | 27,151 |
| Restructuring charges | | | | | (7.1) | | | (7.4) |
| (recoveries) | - | - | - | • | - (74) | - | - | (74) |
| Gain on sale of assets | - | - | - | | | (25,339) | - | (25,339) |
| Net loss on | | | | | | | 1.500 | 1.520 |
| investments | - | - | - | | | - | 1,538 | 1,538 |
| Effect on pre-tax | | | | | | | | |
| income | \$21,460 | \$163,033 | \$1,743 | | - (\$74) | (\$25,339) | \$1,538 | \$162,361 |

NETAPP, INC. RECONCILIATION OF NON-GAAP AND GAAP IN THE CONDENSED CONSOLIDATED STATEMENTS OF INCOME (In thousands, except net income per share amounts) (Unaudited)

| pril 25, 2008 | Apr | ·il 27, 2007 | Api | 1 25 2000 | | | |
|---------------|---|--|--|--|--|--|--|
| | | | April 25, 2008 | | Арі | April 27, 2007 | |
| | | | | | | | |
| 89,821 | \$ | 89,620 | \$ | 309,738 | \$ | 297,735 | |
| | | | | | | | |
| 8,007 | | 6,490 | | 26,952 | | 21,460 | |
| 34,886 | | 38,354 | | 147,964 | | 163,033 | |
| - | | 1,162 | | 3,086 | | 1,743 | |
| - | | - | | 2,800 | | - | |
| 447 | | - | | 447 | | (74) | |
| - | | - | | - | | (25,339) | |
| - | | 422 | | (12,614) | | 1,538 | |
| - | | - | | 5,477 | | - | |
| - | | (3,024) | | - | | (2,767) | |
| - | | (2,012) | | - | | 2,993 | |
| 17,669 | | 1,924 | | 17,044 | | (571) | |
| (20,129) | | (18,719) | | (46,044) | | (29,028) | |
| 130,701 | \$ | 114,217 | \$ | 454,850 | \$ | 430,723 | |
| 0.258 | \$ | 0.233 | \$ | 0.858 | \$ | 0.766 | |
| | | | | | | | |
| 0.023 | | 0.017 | | 0.075 | | 0.055 | |
| 0.100 | | 0.100 | | 0.410 | | 0.420 | |
| - | | 0.003 | | 0.009 | | 0.004 | |
| - | | - | | 0.008 | | - | |
| 0.001 | | - | | 0.001 | | - | |
| - | | - | | - | | (0.065) | |
| - | | 0.001 | | (0.035) | | 0.004 | |
| - | | - | | 0.015 | | - | |
| - | | (0.008) | | - | | (0.007) | |
| - | | (0.005) | | - | | 0.008 | |
| 0.051 | | 0.005 | | 0.047 | | (0.001) | |
| (0.058) | | (0.049) | | (0.128) | | (0.075) | |
| | | | | | | | |
| | 0.023 0.100 - - 0.001 - - - - - - - - - - - - - - - - - - | 0.023 0.100 - - 0.001 - - - - 0.051 | 0.023 0.017 0.100 0.100 - 0.003 0.001 - - 0.001 - (0.008) - (0.005) 0.051 0.005 | 0.023 0.017 0.100 0.100 - 0.003 0.001 - - 0.001 - (0.008) - (0.005) 0.051 0.005 | 0.023 0.017 0.075 0.100 0.100 0.410 - 0.003 0.009 0.008 0.001 - 0.001 - 0.001 (0.035) 0.015 - (0.008) - - (0.005) - 0.051 0.005 0.047 | $\begin{array}{cccccccccccccccccccccccccccccccccccc$ | |

NETAPP, INC. RECONCILIATION OF NON GAAP GUIDANCE TO GAAP EXPRESSED AS EARNINGS PER SHARE FIRST QUARTER AND FULL YEAR 2009 (Unaudited)

| | First Quarter 2009 | Fiscal Year 2009 |
|---|-------------------------------------|--------------------------|
| Non-GAAP Guidance | \$0.20 - \$0.23 | \$1.40 - \$1.46 |
| Adjustments of Specific Items to Earnings Per Share for the First Quarter and Full Year 2009: | | |
| Amortization of intangible assets Stock based compensation expense Income tax effect | (0.02) (\$0.10 - \$0.11) 0.02 | (0.10) (0.47) 0.09 |
| Total Adjustments | (\$0.10 - \$0.11) | (0.48) |
| GAAP Guidance - Earnings Per Share | \$0.09 - \$0.13 | \$0.92 - \$0.98 |
| CONTACT: NetApp Jodi Baumann, 408-822-3974 (Press) Jodi.Baumann@netapp.com Tara Dhillon, 408-822-6909 (Investors) <u>tara@netapp.com</u> Billie Fagenstrom, 408-822-6428 (Investors) <u>billief@netapp.com</u> | | |