#### SHUTTERFLY INC

Form 4

November 02, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* **HOUSENBOLD JEFFREY T** 

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

(Middle)

SHUTTERFLY INC [SFLY]

3. Date of Earliest Transaction

(Check all applicable)

C/O SHUTTERFLY INC, 2800 **BRIDGE PARKWAY SUITE 101** 

11/01/2007

(Month/Day/Year)

Director 10% Owner X\_ Officer (give title ) \_ Other (specify

below) PRESIDENT & CEO

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

### REDWOOD CITY, CA 94065

(Ctata)

(City)	(State) (	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)	ransaction(A) or Disposed of (D) ode (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)			
Common Stock	11/01/2007		S <u>(1)</u>	500	D	\$ 32.51	2,400	D		
Common Stock	11/01/2007		S <u>(1)</u>	300	D	\$ 32.54	2,100	D		
Common Stock	11/01/2007		S <u>(1)</u>	600	D	\$ 32.6	1,500	D		
Common Stock	11/01/2007		S <u>(1)</u>	400	D	\$ 32.63	1,100	D		
Common Stock	11/01/2007		S <u>(1)</u>	300	D	\$ 32.64	800	D		

### Edgar Filing: SHUTTERFLY INC - Form 4

Common Stock	11/01/2007	S <u>(1)</u>	200	D	\$ 32.8 600	D
Common Stock	11/01/2007	S <u>(1)</u>	100	D	\$ 32.84 500	D
Common Stock	11/01/2007	S <u>(1)</u>	500	D	\$ 32.85 0	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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)	4. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ e	6. Date Exercisable and Expiration Date (Month/Day/Year)		le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

HOUSENBOLD JEFFREY T C/O SHUTTERFLY INC 2800 BRIDGE PARKWAY SUITE 101 REDWOOD CITY, CA 94065

PRESIDENT & CEO

# **Signatures**

/s/ Douglas Appleton

Attorney-in-fact 11/02/2007

\*\*Signature of Reporting Person Date

2 Reporting Owners

### Edgar Filing: SHUTTERFLY INC - Form 4

## **Explanation of Responses:**

- \* 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).
- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 3, 2007.

#### **Remarks:**

Due to exceeding the SEC's maximum filing limitation, the reporting person's transactions are continued on this Table 1 from

This Statement confirms that the undersigned, Jeffrey T. Housenbold, has authorized and designated John A. Kaelle and Doug

/s/ Jeffrey T. Housenbold

Date: September 28, 2006

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.