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NETGEAR, Form 4/A June 07, 201 FORN	6					NGE C	OMMISSION	OMB AF OMB Number:	PPROVAL 3235-0287		
Check th if no long subject to Section 1 Form 4 o Form 5	ger 5 STATEMENT 16. 97	ox STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							January 31, 2005 werage rs per 0.5		
obligations may continue. See Instruction 1(b). Fried 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											
(Print or Type Responses)											
1. Name and A FALCON N	Symbol	2. Issuer Name and Ticker or Trading Symbol NETGEAR, INC [NTGR]					5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)						(Check all applicable)				
NETGEAR PLUMERIA		(Month/Day/Year) 06/03/2016				Director 10% Owner X Officer (give title Other (specify below) SVP, Operations					
SAN JOSE,		mendment, Date Original Month/Day/Year) 5/2016				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
							Person				
(City)	(State) (Zip)					-	uired, Disposed of		-		
1.Title of Security (Instr. 3)	2. Transaction Date 2A. 1 (Month/Day/Year) Exec any (Mon	ution Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock	06/03/2016		F	658	D	\$ 45.51	36,263	D			
Common Stock	06/06/2016 <u>(1)</u>		M <u>(2)</u>	417	А	\$ 31.31	36,680	D			
Common Stock	06/06/2016 <u>(1)</u>		M <u>(2)</u>	6,250	А	\$ 31.28	42,930	D			
Common Stock	06/06/2016 <u>(1)</u>		S <u>(2)</u>	6,667	D	\$ 45.79	36,263	D			

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

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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. Transactio Code (Instr. 8)	Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 21.1						(3)	02/02/2020	Common Stock	0
Employee Stock Option (Right to Buy)	\$ 20.8						<u>(4)</u>	06/13/2020	Common Stock	0
Employee Stock Option (Right to Buy)	\$ 35.32						(5)	02/03/2021	Common Stock	20,000
Employee Stock Option (Right to Buy)	\$ 33.15						<u>(6)</u>	04/26/2021	Common Stock	3,400
Employee Stock Option (Right to Buy)	\$ 31.31	06/03/2016		M <u>(2)</u>		417	<u>(7)</u>	06/06/2022	Common Stock	417
Employee Stock Option	\$ 32.54						(8)	05/16/2023	Common Stock	18,231

(Right to Buy)								
Employee Stock Option (Right to Buy)	\$ 32.52				<u>(9)</u>	06/03/2024	Common Stock	25,000
Employee Stock Option (Right to Buy)	\$ 31.28	06/03/2016	M <u>(2)</u>	6,250	(10)	06/02/2025	Common Stock	6,250
Employee Stock Option (Right to Buy)	\$ 39.53				(10)	03/24/2026	Common Stock	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FALCON MICHAEL F NETGEAR, INC. 350 E. PLUMERIA DR. SAN JOSE, CA 95134			SVP, Operations					
Signatures								
/s/ Andrew W. Kim, Attorney in Fact		06/07/201	16					

**Signature of Reporting Person

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) Fixed date from previous filed Form 4
- (2) The exercise and sale reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 26, 2016.
- (3) 25% of the option grant is exercisable on 2/2/2011, and 1/48 of the option grant is exercisable each month thereafter.

Date

- (4) $\frac{25\%}{\text{the shares subject to the option shall vest on 6/13/2011, and 1/48th of the shares subject to the option shall vest each month thereafter, subject to the optionee continuing to be a service provider on such dates.}$
- (5) 25% of the option grant is exercisable on 2/3/2012, and 1/48 of the option grant is exercisable each month thereafter.
- (6) 25% of the option grant is exercisable on 4/26/2012, and 1/48 of the option grant is exercisable each month thereafter.
- (7) 25% of the option grant is exercisable on 6/6/2013, and 1/48 of the option grant is exercisable each month thereafter.
- (8) 25% of the option grant is exercisable on 5/16/2014, and 1/48 of the option grant is exercisable each month thereafter.

Reporting Owners

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(9) 25% of the options will be exercisable on 6/03/2015, and 1/48 of the option grant is exercisable each month thereafter.

This Option shall be exercisable, in whole or in part, in accordance with the following schedule: 25% of the Shares subject to the Option(10) shall vest twelve months after the Vesting Start Date, and 1/48 of the Shares subject to the Option shall vest each month thereafter, subject to the Optionee continuing to be a Service Provider on such dates.

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.