

NETAPP, INC.
Reported by
FAWCETT MATTHEW K

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 05/10/18 for the Period Ending 11/30/17

Address	1395 CROSSMAN AVENUE SUNNYVALE, CA, 94089
Telephone	4088226000
CIK	0001002047
Symbol	NTAP
SIC Code	3572 - Computer Storage Devices
Industry	Computer Hardware
Sector	Technology
Fiscal Year	04/27

FORM 4

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 and Address of Reporting Person * FAWCETT MATTHEW K (Last) (First) (Middle) 1395 CROSSMAN AVE (Street) SUNNYVALE, CA 94089 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol NetApp, Inc. [NTAP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) SVP, GC & Secretary
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">11/30/2017</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned		

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	11/30/2017		J	(1)	528	A	\$21.3095	2645	D	
Common Stock	5/8/2018		M		21500	A	\$53.22	24145	D	
Common Stock	5/8/2018		M		15625	A	\$37.64	39770	D	
Common Stock	5/8/2018		M		24107	A	\$36.59	63877	D	
Common Stock	5/8/2018		S	(2)	61232	D	\$70.006 (3)	2645	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$36.59	5/8/2018		M		24107		(4)	6/2/2021	Common Stock	24107	\$70.006	1148	D	
Non-Qualified Stock Option (right to buy)	\$37.64	5/8/2018		M		15625		(4)	6/2/2020	Common Stock	15625	\$70.006	0	D	
Non-Qualified Stock Option (right to buy)	\$53.22	5/8/2018		M		21500		(4)	5/31/2018	Common Stock	21500	\$70.006	0	D	

Explanation of Responses:

- (1) Shares acquired under the NetApp's 1999 Employee Stock Purchase Plan on November 30, 2017.
- (2) The sale(s) reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on January 3, 2018.
- (3) The price in Column 4 is a weighted average price. The prices actually received ranged from \$70.00 to \$70.02. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (4) Option vests in a series of equal monthly installments over 48 months of service beginning with the one-month anniversary of the grant date.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FAWCETT MATTHEW K 1395 CROSSMAN AVE SUNNYVALE, CA 94089			SVP, GC & Secretary	

Signatures

By: Roberta S Cohen Attorney-in-Fact For: Matthew K. Fawcett

5/10/2018

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.

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