

NETSUITE INC
Form 3
December 19, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â NetSuite Restricted Holdings LLC			(Month/Day/Year)	NETSUITE INC [N]	
(Last)	(First)	(Middle)		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O BILL WRIGHT & ASSOCIATES, LLC, Â THREE EMBARCADERO CENTER, SUITE 2360				(Check all applicable)	
(Street)				<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	
				<input type="checkbox"/> Officer <input type="checkbox"/> Other	
				(give title below) (specify below)	6. Individual or Joint/Group Filing(Check Applicable Line)
					<input type="checkbox"/> Form filed by One Reporting Person
					<input checked="" type="checkbox"/> Form filed by More than One Reporting Person
SAN FRANCISCO, Â CA Â 94111					
(City)	(State)	(Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	67,500	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
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	(Month/Day/Year)		Derivative Security	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
	Date Exercisable	Expiration Date	Title (Instr. 4)				
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	603,069	\$ (1)	D	Â
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	126,967	\$ (1)	D	Â
Series D Preferred Stock	Â (1)	Â (1)	Common Stock	5,391,429	\$ (1)	D	Â
Series E Preferred Stock	Â (1)	Â (1)	Common Stock	7,152,470	\$ (1)	D	Â
Series F Preferred Stock	Â (1)	Â (1)	Common Stock	3,533,181	\$ (1)	D	Â
Series G Preferred Stock	Â (1)	Â (1)	Common Stock	9,945,428	\$ (1)	D	Â
Series H Preferred Stock	Â (1)	Â (1)	Common Stock	5,144,850	\$ (1)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NetSuite Restricted Holdings LLC C/O BILL WRIGHT & ASSOCIATES, LLC THREE EMBARCADERO CENTER, SUITE 2360 SAN FRANCISCO, CA 94111	Â	Â X	Â	Â
ELLISON LAWRENCE JOSEPH 101 YGNACIO VALLEY ROAD, SUITE 310 WALNUT CREEK, CA 94596	Â	Â X	Â	Â

Signatures

Bill Wright & Associates, LLC, a California limited liability company, Manager, By: Bill Wright, Member 12/19/2007

**Signature of Reporting Person Date

The Lawrence J. Ellison Revocable Trust U/D/D 12/8/95, By: Philip B. Simon, Co-Trustee (2) 12/19/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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)

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Each series of Preferred Stock is convertible into Common Stock automatically upon the consummation of the issuer's initial public offering. The conversion ratio for each series of Preferred Stock is as provided in the issuer's Certificate of Incorporation.

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Remarks:

(2)Â -Â FormÂ ofÂ ownershipÂ ofÂ sharesÂ ofÂ NetSuiteÂ Inc.Â forÂ theÂ LawrenceÂ J.Â EllisonÂ RevocableÂ TrustÂ

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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