

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 *

NetSuite Restricted Holdings
LLC

(Last)

(First)

(Middle)

C/O BILL WRIGHT &
ASSOCIATES, LLC, THREE
EMBARCADERO CENTER,
SUITE 2360

(Street)

SAN

FRANCISCO, CA 94111

(City)

(State)

(Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
12/19/2007

3. Issuer Name and Ticker or Trading Symbol
NETSUITE INC [N]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

____ Form filed by One Reporting Person
____X____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned1. 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 A

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 (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
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.

Â

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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