

Collins Patrick J III  
 Form 4  
 November 13, 2017

**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, 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 \*  
 Collins Patrick J III

2. Issuer Name and Ticker or Trading Symbol  
 NETGEAR, INC [NTGR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 350 E. PLUMERIA DR.  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/10/2017

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 SVP, Arlo Smart Home Devices

SAN JOSE, CA 95134

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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) | 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                    | 11/10/2017                           |  | S <sup>(1)</sup>               |   | 2,121   | D  | \$ 49.02<br>(2)                                       |
| Common Stock                    | 11/10/2017                           |  | M <sup>(1)</sup>               |   | 2,250   | A  | \$ 31.28  |
| Common Stock                    | 11/10/2017                           |  | M <sup>(1)</sup>               |   | 2,250   | A  | \$ 33.78  |
| Common Stock                    | 11/10/2017                           |  | M <sup>(1)</sup>               |   | 2,083   | A  | \$ 39.53  |
| Common Stock                    | 11/10/2017                           |  | S <sup>(1)</sup>               |   | 6,583   | D  | \$ 49.02  |

(2)

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

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(9-02)

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities |                                      | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|------------------------------------|--------------------------------------|--|-----------------|---|----------------------------|
|  |  |                                      |  |                                | (A) Acquired                       | (D) Disposed of (Instr. 3, 4, and 5) | Date Exercisable   | Expiration Date |   |                            |
| Employee Stock Option (Right to Buy)       | \$ 31.28   | 11/10/2017                           |  | M <sup>(1)</sup>               | 2,250                              |                                      | 06/02/2015   | 06/02/2025      | Common Stock  | 2,250                      |
| Employee Stock Option (Right to Buy)       | \$ 33.78   | 11/10/2017                           |  | M <sup>(1)</sup>               | 2,250                              |                                      | 06/06/2014   | 06/06/2024      | Common Stock  | 2,250                      |
| Employee Stock Option (Right to Buy)       | \$ 39.53   | 11/10/2017                           |  | M <sup>(1)</sup>               | 2,083                              |                                      | <sup>(3)</sup>   | 03/24/2026      | Common Stock  | 2,083                      |
| Employee Stock Option (Right to Buy)       | \$ 42.7  |                                      |  |                                |                                    |                                      | <sup>(4)</sup>   | 06/01/2027      | Common Stock  | 20,000                     |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

Collins Patrick J III  
350 E. PLUMERIA DR.  
SAN JOSE, CA 95134

SVP, Arlo Smart Home Devices

## Signatures

/s/ Andrew W. Kim, Attorney  
in Fact

11/13/2017

\_\_Signature of Reporting Person

Date

## 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 exercise and sale reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 30, 2017

The price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold. Upon request from the

(2) Commission staff, the Issuer, or a security holders of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

This Option shall be exercisable, in whole or in part, in accordance with the following schedule: 25% of the Shares subject to the Option

(3) 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.

This Option shall be exercisable, in whole or in part, in accordance with the following schedule: 25% of the Shares subject to the Option

(4) shall vest twelve months after the Vesting Start Date, June 1, 2017, 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.

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