



State of California
Kevin Shelley
Secretary of State
STATEMENT OF INFORMATION
(Foreign Corporation)

57

FEES (Filing and Disclosure): \$25.00. If amendment, see instructions.

IMPORTANT — READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

1 CORPORATE NAME: (Please do not alter if name is preprinted.)

Netflix, Inc.

C2061762

FILED
 In the office of the Secretary of State
 of the State of California

DEC - 5 2003

Kevin Shelley
 KEVIN SHELLEY, SECRETARY OF STATE

This Space For Filing Use Only

CALIFORNIA CORPORATE DISCLOSURE ACT (Corporations Code Section 2117)

2 ☒ CHECK HERE IF THE CORPORATION IS PUBLICLY TRADED. IF PUBLICLY TRADED, COMPLETE THIS STATEMENT OF INFORMATION AND THE CORPORATE DISCLOSURE STATEMENT (FORM SI-PTSUPP). SEE ITEM 2 OF INSTRUCTIONS.

NO CHANGE STATEMENT

3 ☐ IF THERE HAS BEEN NO CHANGE IN ANY OF THE INFORMATION CONTAINED IN THE LAST STATEMENT OF INFORMATION FILED WITH THE SECRETARY OF STATE, INCLUDING ANY INFORMATION CONTAINED IN FORM SI-PTSUPP, CHECK THE BOX AND PROCEED TO ITEM 13. IF THERE HAVE BEEN ANY CHANGES TO THE INFORMATION CONTAINED IN EITHER FORM, OR NO STATEMENT HAS BEEN PREVIOUSLY FILED, THIS FORM (AND THE FORM SI-PTSUPP, IF PUBLICLY TRADED) MUST BE COMPLETED IN THEIR ENTIRETY.

COMPLETE ADDRESSES FOR THE FOLLOWING (Do not abbreviate the name of the city. Items 4 and 5 cannot be PO Boxes.)

4 STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE	CITY AND STATE	ZIP CODE
970 University Avenue	Los Gatos CA	95032
5 STREET ADDRESS OF PRINCIPAL BUSINESS OFFICE IN CALIFORNIA, IF ANY	CITY	STATE ZIP CODE
970 University Avenue	Los Gatos	CA 95032
6 MAILING ADDRESS	CITY AND STATE	ZIP CODE
970 University Avenue	Los Gatos, CA	95032

NAMES AND COMPLETE ADDRESSES OF THE FOLLOWING OFFICERS (The corporation must have these three officers. A comparable title for the specific officer may be added; however, the preprinted titles on this statement must not be altered.)

7 CHIEF EXECUTIVE OFFICER/	ADDRESS	CITY AND STATE	ZIP CODE
Reed Hastings	970 University Avenue	Los Gatos, CA	95032
8 SECRETARY/	ADDRESS	CITY AND STATE	ZIP CODE
W. Barry McCarthy	970 University Avenue	Los Gatos, CA	95032
9 CHIEF FINANCIAL OFFICER/	ADDRESS	CITY AND STATE	ZIP CODE
W. Barry McCarthy	970 University Avenue	Los Gatos, CA	95032

AGENT FOR SERVICE OF PROCESS

- If an individual, the agent must reside in California and Item 11 must be completed with a California address.
- If another corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1505 and Item 11 must be left blank.

10 NAME OF AGENT FOR SERVICE OF PROCESS

National Registered Agents, Inc.

11 ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL CITY STATE ZIP CODE

CA

TYPE OF BUSINESS

12 DESCRIBE THE TYPE OF BUSINESS OF THE CORPORATION
 Entertainment subscription service via the Internet and US Mail

13 THE INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT.

David Hyman

TYPE OR PRINT NAME OF OFFICER OR AGENT

SIGNATURE

General Counsel

TITLE

11/18/03

DATE



State of California
Kevin Shelley
Secretary of State

CORPORATE DISCLOSURE STATEMENT
Supplement to Statement of Information
(Domestic Stock and Foreign Corporations)

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IMPORTANT - READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

1. **CORPORATE NAME:**
Netflix, Inc.

INDEPENDENT AUDITOR (See explanation in instructions.)

2. **NAME OF THE INDEPENDENT AUDITOR:** KPMG

3. **DATE OF THE LAST REPORT PREPARED FOR THE CORPORATION BY THE INDEPENDENT AUDITOR:**
 (ATTACH A COPY OF THE LAST REPORT TO THIS STATEMENT) 1/14/03

4. **DESCRIPTION OF ANY OTHER SERVICES PERFORMED BY THE INDEPENDENT AUDITOR** (See Instructions)
Tax returns for Federal and States

DIRECTORS AND EXECUTIVE OFFICERS (See explanation in instructions.)

5. NAMES OF DIRECTORS	ANNUAL COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
1) <u>Barton, Richard</u>	<u>0.00</u>	<u>3,000</u>	<u>32,292</u>	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
2) <u>Haley, Timothy</u>	<u>0.00</u>	<u>1,224</u>	<u>0.00</u>	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
3) <u>Ramsay, Michael</u>	<u>0.00</u>	<u>0.00</u>	<u>35,000</u>	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
4) <u>Schuh, Michael</u>	<u>0.00</u>	<u>25,048</u>	<u>0.00</u>	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
5) <u>Pisano, A. Robert</u>	<u>0.00</u>	<u>3,000</u>	<u>66,666</u>	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO

IF THE CORPORATION HAS ADDITIONAL DIRECTORS, COMPLETE ITEM B OF THE ATTACHMENT (FORM SI-PTSUPPA).

6. NAMES OF EXECUTIVE OFFICERS	ANNUAL COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
1) <u>Dillon, Thomas R.</u>	<u>480,000</u>	<u>26,538</u>	<u>100,197</u>	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
2) <u>Hastings, Reed</u>	<u>160,000</u>	<u>2,257,760</u>	<u>638,095</u>	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
3) <u>Kilgore, Leslie J.</u>	<u>400,000</u>	<u>4,000</u>	<u>203,169</u>	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
4) <u>McCarthy, W. Barry</u>	<u>250,000</u>	<u>35,072</u>	<u>279,171</u>	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
5) _____	_____	_____	_____	<input type="checkbox"/> YES <input type="checkbox"/> NO	<input type="checkbox"/> YES <input type="checkbox"/> NO

LOANS TO MEMBERS OF THE BOARD OF DIRECTORS (See explanation in instructions.)

7. NAMES OF DIRECTORS	DESCRIPTION OF LOAN (INCLUDING AMOUNT AND TERMS)
1) <u>NONE</u>	_____
2) _____	_____
3) _____	_____
4) _____	_____
5) _____	_____

IF THE CORPORATION HAS MADE ADDITIONAL LOANS TO DIRECTORS, COMPLETE ITEM C OF THE ATTACHMENT (FORM SI-PTSUPPA).

ADDITIONAL STATUTORY DISCLOSURES

8. HAS THE CORPORATION FILED BANKRUPTCY WITHIN THE PREVIOUS 10 YEARS? ☐ YES ☒ NO

9. HAS THE CORPORATION VIOLATED ANY FEDERAL SECURITY LAWS OR ANY SECURITY OR BANKING PROVISION OF CALIFORNIA LAW DURING THE PREVIOUS 10 YEARS FOR WHICH THE CORPORATION WAS FOUND LIABLE IN AN ACTION BEFORE A FEDERAL OR STATE COURT OR REGULATORY AGENCY OR A SELF-REGULATORY ORGANIZATION IN WHICH A JUDGEMENT OVER TEN THOUSAND DOLLARS (\$10,000) WAS ENTERED? ☐ YES ☒ NO

10. BY SUBMITTING THIS CORPORATE DISCLOSURE STATEMENT TO THE SECRETARY OF STATE, THE CORPORATION CERTIFIES THE INFORMATION CONTAINED HEREIN, INCLUDING ANY ATTACHMENTS, IS TRUE AND CORRECT.

David Hyman
 TYPE OR PRINT NAME OF OFFICER OR AGENT

General Counsel
 TITLE

11-18-03
 DATE

**ATTACHMENT TO
CORPORATE DISCLOSURE STATEMENT**
(Domestic Stock and Foreign Corporations)

This Space For Filing Use Only

A. CORPORATE NAME:

Netflix, Inc.

B. ADDITIONAL DIRECTORS (Continued from Item 5 on Form SI-PTSUPP)

NAMES OF DIRECTORS	ANNUAL COMPENSATION	SHARES	OPTIONS	BANKRUPTCY		FRAUD	
6) <u>Hoag, Jay</u>	<u>0.00</u>	<u>3,598,323</u>	<u>0.00</u>	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
7) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
8) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
9) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
10) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
11) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
12) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
13) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
14) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
15) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
16) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
17) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
18) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
19) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO
20) _____	_____	_____	_____	<input type="checkbox"/> YES	<input type="checkbox"/> NO	<input type="checkbox"/> YES	<input type="checkbox"/> NO

IF THE CORPORATION HAS ADDITIONAL DIRECTORS, ATTACH ADDITIONAL PAGES AS NEEDED.

C. ADDITIONAL LOANS TO MEMBERS OF THE BOARD OF DIRECTORS (Continued from Item 7 on Form SI-PTSUPP)

NAMES OF DIRECTORS	DESCRIPTION OF LOAN (INCLUDING AMOUNT AND TERMS)
6) _____	_____
7) _____	_____
8) _____	_____
9) _____	_____
10) _____	_____

IF THE CORPORATION HAS MADE ADDITIONAL LOANS TO DIRECTORS, ATTACH ADDITIONAL PAGES AS NEEDED.

D. ADDITIONAL INFORMATION (Please reference item number from Form SI-PTSUPP or Form SI-PTSUPPA, as applicable)

INDEPENDENT AUDITORS' REPORT**The Board of Directors and Stockholders
Netflix, Inc.**

We have audited the accompanying balance sheets of Netflix, Inc. (formerly known as NetFlix.com, Inc.) as of December 31, 2001 and 2002, and the related statements of operations, stockholders' (deficit) equity and comprehensive loss, and cash flows for each of the years in the three-year period ended December 31, 2002. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Netflix, Inc. as of December 31, 2001 and 2002, and the results of its operations and its cash flows for each of the years in the three-year period ended December 31, 2002, in conformity with accounting principles generally accepted in the United States of America.

/s/ KPMG LLP

Mountain View, California
January 14, 2003