Sainsbury Jon Form 3 February 17, 2011

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement BLUE NILE INC [NILE] Sainsbury Jon (Month/Day/Year) 02/08/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 705 5TH AVE SOUTH. SUITE (Check all applicable) 900 (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting VP of Marketing Person SEATTLE, WAÂ 98104 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock D 844 Common Stock 265 By Wife I Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02)

owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
(Instr. 4)	(Month/Day/Year)	Derivative Security (Instr. 4)	or Exercise Price of	Form of Derivative	Ownership (Instr. 5)

Edgar Filing: Sainsbury Jon - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Unit	02/23/2010(1)	(1)	Common Stock	117	\$ 0	D	Â
Stock Options (Right to Buy)	08/26/2004(2)	10/09/2013	Common Stock	2,200	\$ 8.75	D	Â
Stock Options (Right to Buy)	08/26/2005(3)	07/27/2014	Common Stock	450	\$ 30	D	Â
Stock Options (Right to Buy)	08/26/2006(4)	08/07/2015	Common Stock	1,000	\$ 32.43	D	Â
Stock Options (Right to Buy)	08/04/2007(5)	08/03/2016	Common Stock	625	\$ 30.31	D	Â
Stock Options (Right to Buy)	08/04/2007(5)	08/03/2016	Common Stock	625	\$ 37.07	D	Â
Stock Options (Right to Buy)	08/04/2007(5)	08/03/2016	Common Stock	625	\$ 40	D	Â
Stock Options (Right to Buy)	08/04/2007(5)	08/03/2016	Common Stock	625	\$ 55.34	D	Â
Stock Options (Right to Buy)	08/29/2008(6)	08/28/2017	Common Stock	3,000	\$ 83.81	D	Â
Stock Options (Right to Buy)	08/08/2009(7)	08/07/2018	Common Stock	10,000	\$ 41.13	D	Â
Stock Options (Right to Buy)	02/23/2010(8)	02/22/2019	Common Stock	14,000	\$ 21.22	D	Â
Stock Options (Right to Buy)	02/17/2011(9)	02/16/2020	Common Stock	10,000	\$ 49.11	D	Â

Reporting Owners

Reporting Owner Name / Address	Keiationsinps				
	Director	10% Owner	Officer	Other	
Sainsbury Jon 705 5TH AVE SOUTH SUITE 900 SEATTLE, WA 98104	Â	Â	VP of Marketing	Â	

Signatures

/s/ Lauren Neiswender, Power of Attorney 02/17/2011

**Signature of Reporting Person

Reporting Owners 2

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) The restricted stock units vest and convert into common stock in two equal annual installments commencing on February 23, 2010.
- (2) 25% of the option shares vest on August 26 2004 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
- (3) 25% of the option shares vest on August 26, 2005 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
- (4) 25% of the option shares vest on August 26, 2006 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
- (5) 25% of the option shares vest on August 4, 2007 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
- (6) 25% of the option shares vest on August 29, 2008 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
- (7) 25% of the option shares vest on August 8, 2009 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
- (8) 25% of the option shares vest on February 23, 2010 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
- (9) 25% of the option shares vest on February 17, 2011 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.