

JUNIPER NETWORKS INC

Form 4

February 03, 2016

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SINDHU PRADEEP

(Last) (First) (Middle)

1133 INNOVATION WAY

(Street)

SUNNYVALE, CA 94089

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
JUNIPER NETWORKS INC [JNPR]

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

EVP CTO

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

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)
Common Stock	02/01/2016		M	10,714 A \$ 0	1,827,803 ⁽¹⁾	D	
Common Stock	02/01/2016		F	4,027 ₍₂₎ D \$ 0	1,823,776	D	
Common Stock	02/03/2016		M	86,000 A \$ 14.68	1,909,776	D	
Common Stock	02/03/2016		G	92,687 ₍₃₎ D \$ 0	1,817,089	D	
Common Stock	02/03/2016		G	92,687 ₍₃₎ A \$ 0	1,808,860	I	by Family Trust

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Common Stock	1,017,076	I	by Family LP
Common Stock	6,867	I	by Spouse

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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 14.68	02/03/2016		M		86,000		02/20/2010 ⁽⁴⁾	02/20/2016	Common Stock
Performance Shares ⁽⁶⁾	\$ 0	02/01/2016		M		10,714 ⁽⁷⁾		02/01/2016 ⁽⁸⁾	03/20/2017	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SINDHU PRADEEP 1133 INNOVATION WAY SUNNYVALE, CA 94089	X EVP CTO

Signatures

By: Robert Mobassaly:Attorney in Fact For: Pradeep Sindhu

02/03/2016

 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) Amount of securities owned includes 888 shares acquired by the reporting person under the Juniper Networks, Inc. 2008 Employee Stock Purchase Plan on 01/29/2016.
- (2) Represents shares withheld from the released share award for the payment of applicable income and payroll withholding taxes due on release.
- (3) Represents the transfer of shares to the Sindhu Family Trust from the reporting person immediately upon vesting of the Performance Share Unit and exercise of the stock options
- (4) Vests as to 25% of the shares subject to the option one year from the grant date and the balance shall vest 1/48th of the total shares granted each month thereafter.
- (5) Column 8 is not an applicable reportable field.
- (6) This is a Performance Stock Unit
- (7) The exact number of shares issued was determined based on achievement of certain Company performance targets for the 2015 fiscal year, as determined by the Compensation Committee of the Board. The remaining unvested shares will vest on February 1, 2017.
- (8) The original Form 4 filed on March 24, 2015 erroneously indicated that the Date Exercisable of the performance share award was March 20, 2016. The correct Date Exercisable is February 1, 2016.

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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