JUNIPER NETWORKS INC
Form DEFA14A
April 08, 2011

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934 (Amendment No.   )

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Filed by the Registrant   þ
Filed by a Party other than the Registrant   o

Check the appropriate box:

o   Preliminary Proxy Statement
o   **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
o   Definitive Proxy Statement
þ   Definitive Additional Materials
o   Soliciting Material Pursuant to §240.14a-12

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Juniper Networks, Inc.

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(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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Payment of Filing Fee (Check the appropriate box):

þ   No fee required.
o   Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

   (1) Title of each class of securities to which transaction applies:

   (2) Aggregate number of securities to which transaction applies:

   (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

   (4) Proposed maximum aggregate value of transaction:

   (5) Total fee paid:

   o   Fee paid previously with preliminary materials.

o   Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

*** Exercise Your *Right* to Vote ***
Important Notice Regarding the Availability of Proxy Materials for the
Shareholder Meeting to Be Held on May 18, 2011.
JUNIPER NETWORKS, INC.
<u>**Meeting Information**</u>

Meeting Type: Annual Meeting
For holders as of: March 24, 2011
Date: May 18, 2011   **Time:** 9:00 AM PDT
Location: Juniper Networks, Inc.
                1220 N. Mathilda Ave., Building 3
                Pacific Conference Room
                Sunnyvale, CA 94089

JUNIPER NETWORKS, INC.
ATTN: INVESTOR RELATIONS
1194 N. MATHILDA AVENUE
SUNNYVALE, CA 94089-1206

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at *www.proxyvote.com* or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

1. Proxy Statement   2. Annual Report on Form 10-K

How to View Online:

Have the information that is printed in the box marked by the arrow è   XXXX XXXX XXXX   (located on the following page) and visit: *www.proxyvote.com.*

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

      1) *BY INTERNET*:   www.proxyvote.com
      2) *BY TELEPHONE*:   1-800-579-1639
      3) *BY E-MAIL**:   sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow è   XXXX XXXX XXXX   (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 4, 2011 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance and directions to the meeting. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to *www.proxyvote.com.* Have the information that is printed in the box marked by the arrow è   XXXX XXXX XXXX   available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting Items
The Board of Directors recommends you vote FOR the following:

1. Election of Class III Directors

   Nominees:

   01) Mary B. Cranston
   02) Kevin R. Johnson
   03) J. Michael Lawrie
   04) David Schlotterbeck

The Board of Directors recommends you vote FOR proposals 2, 3, 4 and 5:

2. Ratification of Ernst & Young LLP, an independent registered public accounting firm, as auditors.

3. Approval of the Performance Bonus Plan for purposes of complying with Internal Revenue Code Section 162(m).

4. Approval of the proposed amendment to the Juniper Networks, Inc. 2006 Equity Incentive Plan that increases the number of shares available for issuance thereunder.

5. To approve a non-binding advisory resolution on Juniper Networks, Inc. s executive compensation.

The Board of Directors recommends you vote for   1 YEAR   on proposal 6:

6. To approve a non-binding advisory resolution on the frequency of executive compensation advisory votes in the future.

The Board of Directors has no recommendation for proposal 7:

7. To vote on a stockholder proposal, if properly presented at the Annual Meeting, requesting the board of director to take the necessary steps to declassify the board of directors and establish annual elections of directors, whereby directors would be elected annually and not by classes.