

SPIDELL TERRANCE F
Form 4
February 20, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SPIDELL TERRANCE F

(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)

02/16/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Corp VP Corp Controller & CAO

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock | 02/16/2019 | | M | | 2,285 A \$ 0 | 2,948 ⁽¹⁾ | D |
| Common Stock | 02/16/2019 | | F ⁽²⁾ | | 935 D \$ 27.12 | 2,013 | D |
| Common Stock | 02/17/2019 | | M | | 2,438 A \$ 0 | 4,451 | D |
| Common Stock | 02/17/2019 | | F ⁽²⁾ | | 898 D \$ 27.12 | 3,553 | D |
| Common Stock | 02/17/2019 | | M | | 3,828 A \$ 0 | 7,381 | D |

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| | | | | | | | |
|--------------|------------|------------------|-------|---|----------|--------|---|
| Common Stock | 02/17/2019 | F ⁽²⁾ | 1,313 | D | \$ 27.12 | 6,068 | D |
| Common Stock | 02/19/2019 | M | 4,785 | A | \$ 0 | 10,853 | D |
| Common Stock | 02/19/2019 | F ⁽²⁾ | 1,655 | D | \$ 27.15 | 9,198 | D |

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 Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Performance Stock Unit | \$ 0 | 02/17/2019 | | M | 2,438 | 02/17/2018 ⁽³⁾ 02/17/2019 | Common Stock 2,438 |
| Performance Stock Unit | \$ 0 | 02/16/2019 | | M | 2,285 | 02/16/2019 ⁽³⁾ 02/16/2020 | Common Stock 2,285 |
| RSU Award | \$ 0 | 02/19/2019 | | M | 4,785 | 02/19/2017 ⁽⁵⁾ 02/19/2019 | Common Stock 4,785 |
| RSU Award | \$ 0 | 02/17/2019 | | M | 3,828 | 02/17/2018 ⁽⁵⁾ 02/17/2020 | Common Stock 3,828 |

Reporting Owners

Reporting Owner Name / Address

Relationships

SPIDELL TERRANCE F
1133 INNOVATION WAY
SUNNYVALE, CA 94089

Director 10% Owner Officer Other

Corp VP Corp Controller & CAO

Signatures

By: Robert Mobassaly: Attorney in Fact For: Terrance F. Spidell

02/20/2019

__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 663 shares acquired by the reporting person under the Juniper Networks, Inc. 2008 Employee Stock Purchase Plan on 01/31/2019.
- (2) Represents shares withheld from the released share award for the payment of applicable income and payroll withholding taxes due on release.
- (3) The exact number of shares issued was determined by the Compensation Committee of the Board and will vest in equal installments over two years.
- (4) Column 8 is not an applicable reportable field.
- (5) This awards vests from the original grant date as to thirty-four percent on the one year anniversary of the grant date and thirty-three percent annually on the second anniversary and third anniversary.

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.