EAMES EDWARD JULIAN

Form 4

November 02, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

January 31, Expires: 2005

OMB APPROVAL

Estimated average 0.5

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and AdeEAMES EDV		-	2. Issuer Name and Ticker or Trading Symbol F5 NETWORKS INC [FFIV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
C/O F5 NETWORKS, INC., 401 ELLIOTT AVE. WEST			(Month/Day/Year) 10/29/2010	Director 10% Owner _X Officer (give title Other (specify below) Sr. VP Business Operations		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
SEATTLE, WA 98119			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned		

(City)	(State)	Tab	le I - Non-	Derivativ	e Seci	irities Acquir	ed, Disposed of,	or Beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Date, if Transaction Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	10/29/2010		A(1)	119	A	\$ 60.418	119	D	
Common Stock	11/01/2010		M	8,927 (2)	A	\$ 0	9,046	D	
Common Stock	11/01/2010		S(3)	6,109	D	\$ 116.5795	2,937	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

Edgar Filing: EAMES EDWARD JULIAN - Form 4

number.

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)	Transactiond Code So (Instr. 8) A D (I	Number f Derivative ecurities acquired A) or bisposed of D) (nstr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V (A	A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	11/01/2010		M	6,932	11/01/2009	08/03/2019	Common Stock	6,932
Restricted Stock Units	\$ 0	11/01/2010		M	1,995	11/01/2010	08/02/2020	Common Stock	1,995

Relationshin

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
EAMES EDWARD JULIAN							
C/O F5 NETWORKS, INC. 401 ELLIOTT AVE. WEST			Sr. VP Business Operations				

Signatures

SEATTLE, WA 98119

/s/ Jeffrey A. Christianson by Power of
Attorney

**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) Reporting a purchase of shares acquired under the F5 Networks, Inc. stock purchase plan.
- $\textbf{(2)} \quad \text{Shares received from vesting of the 8/3/2009 and 8/2/2010 (exercisable date of 11/1/2010) restricted stock unit grants.}$
- (3) Sale pursuant to the terms of a 10b5-1 trading plan.

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.

Reporting Owners 2