Edgar Filing: F5 NETWORKS INC - Form 4

F5 NETWORKS INC Form 4 May 05, 2014 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 Form 5 obligations May continue. See Instruction						OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5				
l(b). (Print or Type	Responses)									
			Issuer Name aı ıbol NETWORK			I	5. Relationship of Reporting Person(s) to			
			3. Date of Earliest Transaction(Month/Day/Year)05/01/2014				(Check all applicable) Director 10% Owner _X Officer (give title Other (specify below) General Counsel			
Fil			Filed(Month/Day/Year)				5. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting			
SEATTLE, WA 90119 Person							Joining			
(City)	(State)	(Zip)	Table I - Non	-Derivativ	e Seci	urities Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code ear) (Instr. 8)	4. Securi oror Dispo (Instr. 3,	(A) or	• •	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6.7. Nature ofOwnershipIndirectForm:BeneficialDirect (D)Ownershipor Indirect(Instr. 4)(I)(Instr. 4)		
Common Stock	05/01/2014		M	1,033 (1)	A	\$ 0	2,557 <u>(2)</u>	D		
Common Stock	05/01/2014		S	300	D	\$ 105.18 (3)	2,257	D		
Common Stock	05/01/2014		S	320	D	\$ 106.5069 (4)	1,937	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

Edgar Filing: F5 NETWORKS INC - Form 4

displays a currently valid OMB control 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)	4. Transactio Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 6. Date Exer Expiration I (Month/Day		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Sec (In	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (5)	\$ 0	05/01/2014		М		442	(6)	(7)	Common Stock	442	
Restricted Stock Units (5)	\$ 0	05/01/2014		М		591	(8)	(7)	Common Stock	591	
Restricted Stock Units <u>(5)</u>	\$ 0	05/01/2014		А	4,755		<u>(9)</u>	(7)	Common Stock	4,755	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Rogers Scot Frazier C/O F5 NETWORKS, INC. 401 ELLIOTT AVE. WEST SEATTLE, WA 98119			General Counsel				
Signatures							

/s/ Scot F. Rogers <u>**Signature of</u> 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) Shares acquired upon vesting of the August 1, 2012, and November 1, 2013, awards of service-based Restricted Stock Units.
- (2) Includes 26 shares acquired on April 30, 2014 under the F5 Networks, Inc. stock purchase plan.

Edgar Filing: F5 NETWORKS INC - Form 4

This transaction was executed pursuant to a Rule 10b5-1 trading plan, in multiple trades at prices ranging from \$105.00 to \$105.49. The

(3) reported price is the weighted average sale price. The reporting person undertakes to provide to the Company, any security holder of the Company, or Securities and Exchange Commission staff, upon request, complete information regarding the number of shares sold at each separate price.

This transaction was executed pursuant to a Rule 10b5-1 trading plan, in multiple trades at prices ranging from \$106.36 to \$106.71. The reported price is the weighted average sale price. The reporting person undertakes to provide to the Company, any security holder of the

- (4) Reported price is the weighted average sale price. The reporting person undertakes to provide to the Company, any security holder of the Company, or Securities and Exchange Commission staff, upon request, complete information regarding the number of shares sold at each separate price.
- (5) Each Restricted Stock Unit represents a contingent right to receive one share of F5 Networks, Inc. Common Stock on the vest date.
- (6) The service-based Restricted Stock Units outstanding under this $\frac{8}{12012}$ grant vest as follows: 441 vest $\frac{11}{12013}$, 442 vest $\frac{2}{12014}$, 442 vest $\frac{5}{12014}$, and 442 vest $\frac{8}{12014}$.
- (7) If the reporting person continues to serve as an officer of the Company on the vest date, the corresponding number of shares of Common Stock of F5 Networks, Inc. will be issued to the reporting person on the vest date.
- (8) Twenty-five percent (25%) of the November 1, 2013 award of service-based Restricted Stock Units vest February 1, 2014, and the remaining seventy-five percent (75%) vest in seven equal quarterly increments beginning May 1, 2014.
- (9) Twenty five percent (25%) of this May 1, 2014 award of service-based Restricted Stock Units vests on May 1, 2015, and the remaining seventy-five percent (75%) vests in twelve equal quarterly increments beginning August 1, 2015.

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.