

Martin Brian
 Form 4
 February 20, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
Martin Brian

(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)

02/15/2019

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)

SVP General Counsel

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	02/15/2019		M		3,541 A \$ 0	68,711 ⁽¹⁾	D
Common Stock	02/15/2019		F ⁽²⁾		1,375 D \$ 27.12	67,336	D
Common Stock	02/16/2019		M		7,030 A \$ 0	74,366	D
Common Stock	02/16/2019		F ⁽²⁾		2,415 D \$ 27.12	71,951	D
Common Stock	02/17/2019		M		6,171 A \$ 0	78,122	D

Edgar Filing: Martin Brian - Form 4

Common Stock	02/17/2019	F ⁽²⁾	2,134	D	\$ 27.12	75,988	D
Common Stock	02/19/2019	M	7,180	A	\$ 0	83,168	D
Common Stock	02/19/2019	F ⁽²⁾	2,483	D	\$ 27.15	80,685	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Stock Unit	\$ 0	02/15/2019		M		3,541		02/15/2019 ⁽³⁾	02/15/2019	Common Stock	3,541
Performance Stock Unit	\$ 0	02/16/2019		M		7,030		02/16/2019 ⁽⁵⁾	02/16/2020	Common Stock	7,030
RSU Award	\$ 0	02/19/2019		M		7,180		02/19/2017 ⁽⁶⁾	02/19/2019	Common Stock	7,180
RSU Award	\$ 0	02/17/2019		M		6,171		02/17/2018 ⁽⁶⁾	02/17/2020	Common Stock	6,171

Reporting Owners

Reporting Owner Name / Address

Relationships

Martin Brian
1133 INNOVATION WAY
SUNNYVALE, CA 94089

Director 10% Owner Officer Other

SVP General Counsel

Signatures

By: Robert Mobassaly: Attorney in Fact For: Brian Michael
Martin

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 567 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.
Represents number of shares earned and vested under the performance share award granted 2/19/2016. The shares vest on the third year anniversary of the grant date and upon determination of the achievement of certain Company performance targets over the three year period.
- (3) Column 8 is not an applicable reportable field.
- (4) The exact number of shares issued was determined by the Compensation Committee of the Board and will vest in equal installments over two years.
- (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.
- (6)

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.