

Spooner Steven Edward
 Form 4
 December 04, 2018

FORM 4

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

OMB APPROVAL

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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 *
 Spooner Steven Edward

2. Issuer Name and Ticker or Trading Symbol
 MITEL NETWORKS CORP [MITL]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 350 LEGGET DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/30/2018

____ Director
 Officer (give title below) _____ Other (specify below)
 Chief Financial Officer

OTTAWA, A6 K2K 2W7

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Shares ⁽¹⁾ ₍₂₎	11/30/2018		D		240,404	D	\$ 11.15 0
Common Shares ⁽¹⁾ ₍₂₎	11/30/2018		D		5,100	D	\$ 11.15 0

Held By The Spooner Children Trust ⁽³⁾

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

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SEC 1474 (9-02)

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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 Number of Shares
Options (Common Shares)	\$ 4.22	11/30/2018		D	18,750	06/26/2016	06/26/2019	Common Shares	18,750
Options (Common Shares)	\$ 3.8	11/30/2018		D	21,875	07/01/2017	07/01/2020	Common Shares	21,875
Options (Common Shares)	\$ 5.73	11/30/2018		D	200,000	10/09/2017	10/09/2020	Common Shares	200,000
Options (Common Shares)	\$ 10.11	11/30/2018		D	75,000	04/03/2018	04/03/2021	Common Shares	75,000
Options (Common Shares)	\$ 9.7	11/30/2018		D	99,000	<u>(4)</u>	03/05/2022	Common Shares	99,000
Options (Common Shares)	\$ 7.17	11/30/2018		D	165,000	<u>(5)</u>	03/04/2023	Common Shares	165,000
Performance Stock Units	\$ 0	11/30/2018		D	67,000	<u>(7)</u>	<u>(7)</u>	Common Shares	67,000
Performance Stock Units	\$ 0	11/30/2018		D	85,575	<u>(7)</u>	<u>(7)</u>	Common Shares	85,575
Restricted Stock Units	\$ 0	11/30/2018		D	23,325	<u>(9)</u>	<u>(9)</u>	Common Shares	23,325
Restricted Stock Units	\$ 0	11/30/2018		D	67,500	<u>(10)</u>	<u>(10)</u>	Common Shares	67,500
Restricted Stock Units	\$ 0	11/30/2018		D	50,250	<u>(11)</u>	<u>(11)</u>	Common Shares	50,250
Restricted Stock Units	\$ 0	11/30/2018		D	85,575	<u>(12)</u>	<u>(12)</u>	Common Shares	85,575

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Pursuant to the Plan of Arrangement, the unvested Non-Exercisable RSUs were accelerated and became fully vested and exercisable as **(13)** of the Closing Date and each Non-Exercisable RSU was cancelled in exchange for the right to receive US\$11.15 in cash, less any applicable withholding taxes.

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.