

MITEL NETWORKS CORP  
Form 3  
December 21, 2016

**FORM 3** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>CHARBONNEAU PETER</p> <p>(Last) (First) (Middle)</p> <p>350 LEGGET DRIVE</p> <p>(Street)</p> <p>OTTAWA, A6 K2K 2W7</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/20/2016</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>MITEL NETWORKS CORP [MITL]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director    <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer    <input type="checkbox"/> Other (give title below)    (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Shares	26,974	D	^
Common Shares	13,927	I	Held by Joan Charbonneau (Spouse) <sup>(1)</sup>
Common Shares	2,019	I	Held by the Peter Charbonneau Trust #2 <sup>(2)</sup>

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Options (Common Shares)	03/04/2017	03/04/2023	Common Shares	10,000	\$ 7.17	D	Â
Options (Common Shares)	12/31/2015	05/14/2022	Common Shares	10,000	\$ 8.94	D	Â
Options (Common Shares)	03/05/2015	03/05/2022	Common Shares	1,154	\$ 9.7	D	Â
Options (Common Shares)	11/13/2014	11/13/2021	Common Shares	4,854	\$ 9.96	D	Â
Options (Common Shares)	08/14/2014	08/14/2021	Common Shares	4,682	\$ 9.96	D	Â
Options (Common Shares)	05/20/2014	05/20/2021	Common Shares	4,682	\$ 10.83	D	Â
Options (Common Shares)	02/05/2014	02/05/2021	Common Shares	4,778	\$ 8.79	D	Â
Options (Common Shares)	12/12/2013	12/12/2020	Common Shares	4,960	\$ 9.58	D	Â
Options (Common Shares)	09/05/2013	09/05/2020	Common Shares	6,782	\$ 4.64	D	Â
Options (Common Shares)	07/01/2013	07/01/2020	Common Shares	10,338	\$ 3.8	D	Â
Options (Common Shares)	03/07/2013	03/07/2020	Common Shares	10,338	\$ 3.94	D	Â
Options (Common Shares)	12/06/2012	12/06/2019	Common Shares	10,819	\$ 3.06	D	Â
Options (Common Shares)	09/06/2012	09/06/2019	Common Shares	10,544	\$ 2.61	D	Â
Options (Common Shares)	06/26/2012	06/26/2019	Common Shares	10,550	\$ 4.22	D	Â
Options (Common Shares)	03/07/2012	03/07/2019	Common Shares	8,756	\$ 3.44	D	Â
Options (Common Shares)	12/23/2011	12/23/2018	Common Shares	8,756	\$ 3.05	D	Â
Options (Common Shares)	09/07/2011	09/07/2018	Common Shares	10,083	\$ 3.29	D	Â

Options (Common Shares)	07/07/2011	07/07/2018	Common Shares	20,441	\$ 4	D	Â
Options (Common Shares)	09/16/2011	09/16/2017	Common Shares	32,668	\$ 6.5	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Shares	10,000	\$ (3)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHARBONNEAU PETER 350 LEGGET DRIVE OTTAWA,Â A6Â K2K 2W7	Â X	Â	Â	Â

## Signatures

/s/ Peter D.  
Charbonneau

12/20/2016

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) 13,927 common shares ("Common Shares") of Mitel Networks Corporation (the "Company") are held by Mr. Charbonneau's wife, Joan Charbonneau. Mr. Charbonneau disclaims beneficial ownership of the Common Shares held by his wife and this report shall not be deemed an admission that Mr. Charbonneau is a beneficial owner of such shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or for any other purpose.
- (2) 2,019 Common Shares of the Company are held by the Peter Charbonneau Trust #2, of which Mr. Charbonneau is the sole trustee. Mr. Charbonneau disclaims beneficial ownership of the Common Shares held by the Peter Charbonneau Trust #2, except to the extent of any pecuniary interest therein, and this report shall not be deemed an admission that Mr. Charbonneau is a beneficial owner of such shares for purposes of Section 16 of the Exchange Act or for any other purpose.
- (3) Represents 10,000 Common Shares of the Company underlying 10,000 Restricted Stock Units ("RSUs") granted to Mr. Charbonneau on March 4, 2016. These RSUs will vest on February 28, 2017.

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.