

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)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Bellomo John Anthony		(Month/Day/Year)	MITEL NETWORKS CORP [MITL]	
(Last)	(First)	(Middle)	12/21/2016	
350 LEGGET DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
OTTAWA,Â A6Â K2K 2W7			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			See Remarks	

**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	2,269	D	Â

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)**

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	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Options (Common Shares)	Â (1)	03/05/2022	Common Shares	3,300	\$ 9.7	D	Â
Options (Common Shares)	Â (2)	07/01/2020	Common Shares	5,000	\$ 3.8	D	Â
Options (Common Shares)	Â (3)	07/07/2018	Common Shares	7,000	\$ 4	D	Â
Options (Common Shares)	Â (4)	07/15/2017	Common Shares	666	\$ 8.79	D	Â
Restricted Stock Units	Â (5)	Â (5)	Common Shares	6,000	\$ (5)	D	Â
Restricted Stock Units	Â (6)	Â (6)	Common Shares	2,325	\$ (6)	D	Â
Restricted Stock Units	Â (7)	Â (7)	Common Shares	2,500	\$ (7)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bellomo John Anthony 350 LEGGET DRIVE OTTAWA,Â A6Â K2K 2W7	Â	Â	Â See Remarks	Â

## Signatures

/s/ John Anthony  
Bellomo

12/21/2016

\*\*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) 3,300 stock options to purchase common shares ("Common Shares") of Mitel Networks Corporation (the "Company") were granted to Mr. Bellomo on March 5, 2015. 206 options vested on June 5, 2015 and are scheduled to vest in approximately equal installments every three months thereafter until March 5, 2019.
  - (2) 5,000 stock options to purchase Common Shares of the Company were granted to Mr. Bellomo on July 1, 2013. 312 options vested on October 1, 2013 and are scheduled to vest in approximately equal installments every three months thereafter until July 1, 2017.
  - (3) 7,000 stock options to purchase Common Shares of the Company were granted to Mr. Bellomo on July 7, 2011. 437 options vested on October 7, 2011 and vested in approximately equal installments every three months thereafter until July 7, 2015.
  - (4) 666 stock options to purchase Common Shares of the Company were granted to Mr. Bellomo on July 15, 2010. 41 options vested on October 15, 2010 and vested in approximately equal installments every three months thereafter until July 15, 2014.
- Represents 6,000 Common Shares underlying 6,000 Restricted Stock Units ("RSUs") granted to Mr. Bellomo on March 4, 2016. These
- (5) RSUs will vest as follows: (i) 1,500 of the RSUs will vest on March 4, 2017; (ii) 1,500 of the RSUs will vest on March 4, 2018; (iii) 1,500 of the RSUs will vest on March 4, 2019; and (iv) 1,500 of the RSUs will vest on March 4, 2020.

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- Represents 2,325 Common Shares underlying 2,325 RSUs granted to Mr. Bellomo on March 5, 2015. These RSUs will vest as follows:
- (6) (i) 775 of the RSUs will vest on March 5, 2017; (ii) 775 of the RSUs will vest on March 5, 2018; and (iii) 775 of the RSUs will vest on March 5, 2019.
  - (7) Represents 2,500 Common Shares underlying 2,500 RSUs granted to Mr. Bellomo on August 6, 2014. These RSUs will vest as follows:
    - (i) 1,250 of the RSUs will vest on August 6, 2017; and (ii) 1,250 of the RSUs will vest on August 6, 2018.

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**Remarks:**

Mr.Â Bellomo'sÂ titleÂ isÂ ViceÂ PresidentÂ andÂ CorporateÂ Controller.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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