

CALDERONI ROBERT

Form 4

May 25, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
CALDERONI ROBERT

2. Issuer Name **and** Ticker or Trading
 Symbol
JUNIPER NETWORKS INC [JNPR]

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

(Last) (First) (Middle)

1133 INNOVATION WAY

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/23/2018

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

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

6. Individual or Joint/Group Filing(Check
 Applicable Line)

SUNNYVALE, CA 94089

☒ 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 Ownership (Instr. 4)
Common Stock	05/23/2018		M	9,147 A \$ 0	30,445	D	

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

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SEC 1474
 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
RSU Award	\$ 0	05/23/2018		M		9,147		05/23/2018 ⁽¹⁾	05/23/2018	Common Stock	9,147
RSU Award	\$ 0	05/24/2018		A		8,180		05/24/2019 ⁽³⁾	05/24/2019	Common Stock	8,180

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CALDERONI ROBERT 1133 INNOVATION WAY SUNNYVALE, CA 94089	X

Signatures

By: Robert Mobassaly: Attorney in Fact For: Robert
Calderoni

05/25/2018

**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) Pursuant to the terms of the Juniper Networks, Inc. 2015 Equity Incentive Plan, the restricted stock unit ("RSU") award becomes 100% vested on the earlier of (A) the one year anniversary of the grant date, and (B) the day prior to the date of the Company's next annual stockholder meeting, subject to the individual maintaining continuous status as a director through the vesting date. The RSU award was granted at the 2017 annual stockholder meeting, which was held on May 25, 2017. The company has announced that its 2018 annual stockholder meeting will be on May 24, 2018; accordingly, this RSU award vests in full on May 23, 2018.
- (2) Column 8 is not an applicable reportable field.
- (3) The restricted stock unit is automatically granted pursuant to the terms of the Juniper Networks, Inc. 2015 Equity Incentive Plan to each non-employee director who is elected at (or whose term continues after) the company's annual stockholder meeting. The award will become 100% vested on the earlier of (A) the one year anniversary of the grant date, and (B) the day prior to the date of the company's next annual stockholder meeting, subject in either case to the director maintaining continuous status as a director through the vesting date.

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.