

Martin Brian
Form 4
February 21, 2018

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

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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 *
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)

02/17/2018

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 | 02/17/2018 | | M | | 6,358 A \$ 0 | 36,500 ⁽¹⁾ | D |
| Common Stock | 02/17/2018 | | F | | 2,471 ⁽²⁾ D \$ 26.35 | 34,029 | D |
| Common Stock | 02/19/2018 | | M | | 7,181 A \$ 0 | 41,210 | D |
| Common Stock | 02/19/2018 | | F | | 2,473 ⁽²⁾ D \$ 26.35 | 38,737 | D |
| Common Stock | 02/19/2018 | | M | | 6,272 A \$ 0 | 45,009 | D |

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Common Stock 02/19/2018 F 2,169
(2) D \$ 26.35 42,840 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)

| 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Performance Stock Unit | \$ 0 | 02/19/2018 | | M | 6,272 | 02/19/2017 ⁽³⁾ 02/19/2018 | Common Stock | 6,272 |
| RSU Award | \$ 0 | 02/19/2018 | | M | 7,181 | 02/19/2017 ⁽⁵⁾ 02/19/2019 | Common Stock | 7,181 |
| RSU Award | \$ 0 | 02/17/2018 | | M | 6,358 | 02/17/2018 ⁽⁵⁾ 02/17/2020 | Common Stock | 6,358 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Martin Brian 1133 INNOVATION WAY SUNNYVALE, CA 94089 | | | SVP General Counsel | |

Signatures

By: Robert Mobassaly: Attorney in Fact For: Brian Michael Martin 02/21/2018

____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) Amount of securities sold includes 450 shares acquired by the reporting person under the Juniper Networks, Inc. 2008 Employee Stock Purchase Plan on 01/31/2018.
- (2) Represents shares withheld from the released share award for the payment of applicable income and payroll withholding taxes due on release.
- (3) The exact number of shares issued was determined based on achievement of certain Company performance targets for the 2016 fiscal year, as determined by the Compensation Committee of the Board.
- (4) Column 8 is not an applicable reportable field.
- (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.

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.