

F5 NETWORKS INC

Form 3

September 15, 2016

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated 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 *

Kearny Ryan C.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

09/06/2016

3. Issuer Name **and** Ticker or Trading Symbol
F5 NETWORKS INC [FFIV]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Interim CTO & EVP6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting PersonC/O F5 NETWORKS,
INC., 401 ELLIOTT AVE. W.

(Street)

SEATTLE, WA 98119

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of
Shares4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

(Instr. 5)

Restricted Stock Units <u>(1)</u>	Â <u>(2)</u>	Â <u>(3)</u>	Common Stock	458	\$ 0	D	Â
Restricted Stock Units <u>(1)</u>	Â <u>(4)</u>	Â <u>(3)</u>	Common Stock	8,321	\$ 0	D	Â
Restricted Stock Units <u>(1)</u>	Â <u>(5)</u>	Â <u>(3)</u>	Common Stock	2,542	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kearny Ryan C. C/O F5 NETWORKS, INC. 401 ELLIOTT AVE. W. SEATTLE, WA 98119	Â	Â	Â Interim CTO & EVP	Â

Signatures

/s/ Scot F. Rogers by Power of Attorney

09/15/2016

__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) Each Restricted Stock Unit represents a contingent right to receive one share of F5 Networks, Inc. Common Stock on the vest date.
- (2) The service-based Restricted Stock Units (RSUs) outstanding under this 11/03/2014 grant vest 100% on 11/01/2016.
- (3) If the reporting person continues to serve as an officer of the Company on the vest date, the corresponding number of shares of Common Stock of F5 Networks, Inc. will be issued to the reporting person on the vest date.
- (4) The service-based Restricted Stock Units outstanding under this 12/10/2014 grant vest 100% on 02/01/2018.
- (5) The service-based Restricted Stock Units outstanding under this 11/02/2015 grant vest as follows: 508 vest 11/01/2016, 508 vest 02/01/2017, 509 vest 05/01/2017, 508 vest 08/01/2017, and 509 vest 11/01/2017.

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.