

Moore Benjamin
Form 4
July 10, 2018

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Moore Benjamin

(Last) (First) (Middle)

685 THIRD AVENUE, 27TH
FLOOR

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Ubiquiti Networks, Inc. [UBNT]

3. Date of Earliest Transaction
(Month/Day/Year)
07/07/2018

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)

VP BUSINESS DEVELOPMENT

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/07/2018		M ⁽¹⁾		757	A	\$ 0
							773,187
Common Stock	07/07/2018		F ⁽²⁾		335	D	\$ 86.66
							772,852
Common Stock	07/08/2018		M ⁽¹⁾		635	A	\$ 0
							773,487
Common Stock	07/08/2018		F ⁽²⁾		281	D	\$ 86.66
							773,206

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

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(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 Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	(3)	07/07/2018		M		757		(4)	(4)	Common Stock	757	\$ 0
Restricted Stock Unit	(3)	07/08/2018		M		635		(5)	(5)	Common Stock	635	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Moore Benjamin 685 THIRD AVENUE, 27TH FLOOR NEW YORK, NY 10017	VP BUSINESS DEVELOPMENT

Signatures

/s/ Yi Qian Song,
Attorney-in-Fact

07/10/2018

__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) Shares acquired as a result of vesting of restricted stock units ("RSU") reported on Table II.
- (2) Represents shares withheld to satisfy tax obligations arising out of vesting of RSUs and does not represent a sale by the reporting person.
- (3) Each RSU represents a contingent right to receive one share of Ubiquiti Networks, Inc. common stock.
- (4) The RSUs will vest as follows: 757 RSUs vested on July 7, 2018; and the remaining 757 RSUs vest on July 7, 2019. Vested units will be delivered to the reporting person on each vesting date.

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- (5) The RSUs will vest as follows: 635 RSUs vested on July 8, 2018; 634 RSUs vest on July 8, 2019; and the remaining 634 RSUs vest on July 8, 2020. Vested units will be delivered to the reporting person on each 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.

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