#### Edgar Filing: F5 NETWORKS INC - Form 4

F5 NETWO Form 4 May 05, 20										
FORM	<b>A</b> 4 UNITED	STATES		RITIES A			COMMISSIO	-	PPROVAL 3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Section 17(a) of the Public Utility Holding Company Act of 1 30(h) of the Investment Company Act of 1940							nge Act of 1934, of 1935 or Secti	Estimated burden hoi response	urs per	
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> Dimlow Kristen			2. Issuer Name <b>and</b> Ticker or Trading Symbol F5 NETWORKS INC [FFIV]			5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) C/O F5 NETWORKS, INC., 401 ELLIOTT AVE. WEST			3. Date of Earliest Transaction (Month/Day/Year) 05/01/2015				(Check all applicable) <u>X</u> Director <u>10%</u> Owner <u>X</u> Officer (give title <u>Other</u> (specify below) EVP, Human Resources			
(Street) SEATTLE, WA 98119			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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)	
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	Perso inform requir	ns who res nation cont red to resp	or indirectly. spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	or Di (D)	ired (A) sposed of : 3, 4,					(
				Code	V (A	.) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	5
Restricted Stock Units (1)	\$ 0	05/01/2015		А	35,2	292	(2)	(3)	Common Stock	35,292	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Dimlow Kristen C/O F5 NETWORKS, INC. 401 ELLIOTT AVE. WEST SEATTLE, WA 98119			EVP, Human Resources				
Signatures							

# /s/ Scot F. Rogers by Power of

Attorney

05/05/2015

Date

\*\*Signature of Reporting Person

### **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) Each Restricted Stock Unit represents a contingent right to receive one share of F5 Networks, Inc. Common Stock on the vest date.
- (2) Twenty five percent (25%) of the May 1, 2015 award of service-based Restricted Stock Units vest on May 1, 2016, and the remaining seventy five percent (75%) vest in twelve equal quarterly increments beginning August 1, 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.

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.

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