#### GAYNOR MITCHELL L

Form 4

February 21, 2013

## FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

**OMB APPROVAL** 

Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

Symbol

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

*See* Instruction 1(b).

(Print or Type Responses)

GAYNOR MITCHELL L

1. Name and Address of Reporting Person \*

				JUNIPER NETWORKS INC [JNPR]					NPR]	(Check all applicable)			
(Last) (First) (Middle)  1194 NORTH MATHILDA AVENUE  (Street)  SUNNYVALE, CA 94089				<ul> <li>3. Date of Earliest Transaction (Month/Day/Year) 02/15/2013</li> <li>4. If Amendment, Date Original Filed(Month/Day/Year)</li> </ul>						Director 10% Owner X Officer (give title Other (specify below) EVP General Counsel			
										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) Table I - Non-Derivative Securities Acquired, Dis									uired, Disposed o	Disposed of, or Beneficially Owned			
	1.Title of Security (Instr. 3)	any		emed on Date, if Day/Year)	( <i>I</i>			sposed	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)		
	Common Stock	02/15/2013			M		10,668 (1)	A	\$ 0 (2)	23,750	D		
	Common Stock	02/15/2013			D		10,668	D	\$ 21.5	13,082	D		
	Common Stock	02/15/2013			M		6,143 (1)	A	\$ 0 (2)	19,225	D		
	Common Stock	02/15/2013			D		6,143	D	\$ 21.5	13,082	D		
	Common Stock	02/15/2013			M		975	A	\$ 0 (3)	14,057 (1)	D		

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Common Stock 02/15/2013  $D_{\underline{(4)}} 975$   $D_{\underline{21.5}} 13,082$   $D_{\underline{(4)}} 975$ 

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

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.

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. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date	Title	Ar or Nu of
Performance Shares	\$ 0 (2)	02/15/2013		A	44,600 (5)	02/15/2016	02/15/2016	Common Stock	44
RSU Award	\$ 0 (2)	02/15/2013		A	32,500	02/15/2014(7)	02/15/2016	Common Stock	32

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GAYNOR MITCHELL L 1194 NORTH MATHILDA AVENUE SUNNYVALE, CA 94089

**EVP General Counsel** 

# **Signatures**

Mitchell L.
Gaynor

\*\*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) Represents the issuance of common stock pursuant to the vest of performance share award.
- (2) Represents the per share price for the award.

Reporting Owners 2

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- (3) Per share price not applicable because the shares of common stock were acquired pursuant to the vest of a restricted stock unit.
- (4) Represents shares withheld from the released share award for the payment of applicable income and payroll withholding taxes due on release.
- Represents the maximum quantity of shares issuable. The exact number of shares issuable with respect to each year will be determined (5) based on achievement of certain Company performance targets for each year, as determined by the Compensation Committee of the Board. The executive can earn between 0% and 200% of the target shares with respect to each year.
- (6) Column 8 is not an applicable reportable field.
- (7) Vests 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.