

Gault Robert J
Form 4
August 16, 2018

FORM 4

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

OMB APPROVAL

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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 *
Gault Robert J

2. Issuer Name and Ticker or Trading Symbol
EXTREME NETWORKS INC
[EXTR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6480 VIA DEL ORO
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP Worldwide Sales Services

SAN JOSE, CA 95119

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 08/15/2018 | 08/15/2018 | M | 26,400 | A \$ 0 | 205,208 | D |
| Common Stock | 08/15/2018 | 08/15/2018 | F | 12,360 (1) | D \$ 6.28 | 192,848 | D |
| Common Stock | 08/15/2018 | 08/15/2018 | F | 12,237 (2) | D \$ 6.28 | 180,611 | D |
| Common Stock | 08/15/2018 | 08/15/2018 | M | 6,670 | A \$ 0 | 187,281 | D |
| Common Stock | 08/15/2018 | 08/15/2018 | F | 3,092 (1) | D \$ 6.28 | 184,189 | D |

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| | | | | | | | | |
|--------------|------------|------------|---|---------------------|---|---------|---------|---|
| Common Stock | 08/15/2018 | 08/15/2018 | M | 6,670 | A | \$ 0 | 190,859 | D |
| Common Stock | 08/15/2018 | 08/15/2018 | F | <u>3,092</u> (3) | D | \$ 6.28 | 187,767 | D |
| Common Stock | 08/15/2018 | 08/15/2018 | M | 8,338 | A | \$ 0 | 196,105 | D |
| Common Stock | 08/15/2018 | 08/15/2018 | F | <u>3,865</u> (3) | D | \$ 6.28 | 192,240 | D |

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.

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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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|---------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of |
| Performance Shares | \$ 0 | 08/15/2018 | 08/15/2018 | M | 6,670 | 11/15/2017 ⁽⁴⁾ | 08/15/2019 | Common Stock | 6 |
| Performance Shares | \$ 0 | 08/15/2018 | 08/15/2018 | M | 26,400 | 08/15/2016 ⁽⁶⁾ | 08/15/2022 | Common Stock | 26 |
| RSU Award | \$ 0 | 08/15/2018 | 08/15/2018 | M | 6,670 | 11/15/2017 ⁽⁷⁾ | 08/15/2019 | Common Stock | 6 |
| RSU Award | \$ 0 | 08/15/2018 | 08/15/2018 | M | 8,338 | 02/15/2018 ⁽⁸⁾ | 02/15/2020 | Common Stock | 8 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gault Robert J 6480 VIA DEL ORO SAN JOSE, CA 95119 | | | EVP Worldwide Sales Services | |

Signatures

Quentin Wright, Power of
Attorney

08/16/2018

__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) Represents shares withheld from the Performance Based RSU award for the payment of applicable income and payroll withholding taxes due on release.

The reporting person was granted 80,000 RSUs on August 15, 2015, which vest annually over 3 years in equal installments with the first vesting date on August 15, 2016. On August 15, 2018 a total of 26,400 shares vested. 12,237 shares represents the aggregate number of shares of Issuer common stock withheld for payment of the tax liability incident to the vesting of the RSUs issued in accordance with Rule 16b-3.
- (3) Represents shares withheld from the RSU award for the payment of applicable income and payroll withholding taxes due on release.
- (4) Performance grants were earned when EXTR shares reached \$5.00 per share for 30 consecutive trading days after January 1st 2017. Earned shares vest as to 1/3 on the one year anniversary date and 1/12 each quarter thereafter.
- (5) This is not an applicable reportable field for this type of grant.
- (6) Performance grants were earned when EXTR shares reached \$3.50 per share for 30 consecutive trading days. Shares vest in equal installments on August 15, 2016, August 15, 2017 and August 15, 2018.
- (7) This Time Based RSU award vests from the original grant date as to 1/3 on the one year anniversary and 1/12 each quarter thereafter.
- (8) This Time Based RSU award vests as to 1/3 on February 15, 2018 and 1/12 each quarter thereafter subject to continued service at the company through the vesting dates.

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.