

Edgar Filing: PARADYNE NETWORKS INC - Form 5

PARADYNE NETWORKS INC  
Form 5  
February 14, 2003

-----  
OMB APPROVAL  
-----

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden  
hours per response.....1.0  
-----

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations  
may continue. See Instruction 1(b).  
 Form 3 Holdings Reported  
 Form 4 Transactions Reported

1. Name and Address of Reporting Person\*

Bonderman David  
-----  
(Last) (First) (Middle)  
  
301 Commerce Street, Suite 3300  
-----  
(Street)  
  
Fort Worth TX 76102  
-----  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Paradyne Networks, Inc. (PDYN)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

December 31, 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)



Edgar Filing: PARADYNE NETWORKS INC - Form 5

| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(mm/dd/<br>yy) | 3A.<br>Deemed<br>Execut-<br>ion<br>Date if<br>any<br>(mm/dd/<br>yy) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8) | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of<br>Shares |
|--|---|--|---|---|--|--|---|--|
| Stock<br>Options(1)<br>(Right to buy)                  | \$2.67  | 06/12/2002                                       | N/A   | A   | 5,000<br>(A)   | 6/12/2002 6/12/2012  | Common<br>Stock   | 5,000                                  |

Explanation of Responses:

- (1) Grant of options for service on the board of directors of the Issuer by the Reporting Person.
- (2) Richard A. Ekleberry is signing on behalf of Mr. Bonderman pursuant to an authorization and designation letter dated June 8, 2000 which was previously filed with the Securities and Exchange Commission.

/s/ Richard A. Ekleberry

February 13, 2003

-----  
\*\*Signature of Reporting Person

-----  
Date

Richard A. Ekleberry on behalf of  
David Bonderman

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal  
Violations  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.  
If space provided 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.