### Edgar Filing: TRIEBES KARL D - Form 4

TRIEBES K.	ARL D										
Form 4											
November 0	· _								0145.4		
<b>FORM 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION								т	OMB APPROVAL		
Washington, D.C. 20549								OMB Number:	3235-0287		
Check thi					D.C. 20				Expires:	January 31,	
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP							<b>NERSHIP OF</b>		Estimated average		
Subject to STATE WEIT OF CHARTERS IN DETERTICIAL OWNER							burden hou	•			
Form 4 or									response	•	
Form 5 obligation	• •	<b>^</b>						ge Act of 1934,			
may cont				•	•	· ·		of 1935 or Section	on		
See Instru	iction	30(h	) of the Inv	vestment	Compan	y Aci	t of 19	40			
1(b).											
(Print or Type F	Responses)										
			2. Issuer	Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to			
TRIEBES K	ARL D		Symbol	Symbol				Issuer			
	F5 NET	F5 NETWORKS INC [FFIV]				(Check all applicable)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction								
	WODKG DI	C 401		onth/Day/Year)				Director 10% Owner X Officer (give title Other (specify			
C/O F5 NETWORKS, INC., 401 10/30/ ELLIOTT AVE. WEST			10/30/20	/30/2012				below) below)			
ELLIOTTAVE. WEST EVP, Product Development & CTO											
				4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Month.				h/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
SEATTLE, WA 98119											
	WII J0117							Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ities Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of	2. Transaction		emed	3.	4. Securi			5. Amount of		7. Nature of	
Security	(Month/Day/Y		ion Date, if	TransactionAcquired (A) of				Securities	Form: Direct		
(Instr. 3)		any (Month	/Day/Year)	CodeDisposed of (D)Year)(Instr. 8)(Instr. 3, 4 and 5)				Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership	
		•					Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported Transaction(s)			
				Cala V	A	or	D.::	(Instr. 3 and 4)			
Common					Amount 1,782	(D)	Price				
Stock	10/30/2012			А	(1)	А	\$0	7,428	D		
Common Stock	11/01/2012			Μ	1,790 (2)	А	\$0	9,218	D		
Stock											

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

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# 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. Transacti Code (Instr. 8)	orDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (3)	\$ 0	11/01/2012		М		720	<u>(4)</u>	(5)	Common Stock	720
Restricted Stock Units (3)	\$ 0	11/01/2012		М		676	<u>(6)</u>	(5)	Common Stock	676
Restricted Stock Units (3)	\$ 0	11/01/2012		М		394	<u>(7)</u>	(5)	Common Stock	394
Restricted Stock Units (3)	\$ 0	10/30/2012		А	15,285 (8)		<u>(9)</u>	(5)	Common Stock	15,285

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
TRIEBES KARL D C/O F5 NETWORKS, INC. 401 ELLIOTT AVE. WEST SEATTLE, WA 98119			EVP, Product Development & CTO					
Signatures								
/s/ Jeffrey A. Christianson by Pov Attorney	wer of	11/01/2012	2					
<u>**</u> 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 based on performance targets for the August 2, 2010, August 1, 2011, and November 9, 2011 awards of Restricted Stock Units.
- (2) Shares acquired upon vesting of the August 2, 2010, August 1, 2011, and November 9, 2011 awards of service-based Restricted Stock Units.

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- (3) Each Restricted Stock Unit represents a contingent right to receive one share of F5 Networks, Inc. Common Stock on the vest date.
- (4) 8,635 of the service-based Restricted Stock Units awarded August 2, 2010 vest in twelve equal quarterly increments beginning November 1, 2010; an additional 10,000 Restricted Stock Units vest August 1, 2013.
- (5) 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.
- (6) The August 1, 2011 award of service-based Restricted Stock Units vests in twelve equal quarterly increments beginning November 1, 2011.
- (7) The November 9, 2011 award of service-based Restricted Stock Units vests in twelve equal quarterly increments beginning February 1, 2012.

Concurrent with this award of service-based Restricted Stock Units, the Company granted the reporting person additional Restricted Stock Units that vest based on performance targets ("Performance RSUs"). If the performance targets are achieved at 100%, the reporting

- (8) person will receive 15,285 Performance RSUs over the four-year vesting period; the actual number of Performance RSUs received may be more or less depending on whether and to the extent that performance is greater than or less than targets. Performance RSUs are not reported in Table II; the underlying shares of Performance RSUs will be reported in Table I if and when the Compensation Committee of the Board of Directors determines that the performance targets have been achieved.
- (9) The November 1, 2012 award of service-based Restricted Stock Units vests in sixteen equal quarterly increments beginning February 1, 2013.

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.