

JUNIPER NETWORKS INC  
Form S-8 POS  
June 03, 2016

As filed with the Securities and Exchange Commission on June 3, 2016

**Registration Statement No. 333-85387**

**Registration Statement No. 333-32412**

**Registration Statement No. 333-44148**

**Registration Statement No. 333-52258**

**Registration Statement No. 333-57862**

**Registration Statement No. 333-57864**

**Registration Statement No. 333-75770**

**Registration Statement No. 333-92086**

**Registration Statement No. 333-92088**

**Registration Statement No. 333-92090**

**Registration Statement No. 333-114688**

**Registration Statement No. 333-124572**

**Registration Statement No. 333-124610**

**Registration Statement No. 333-126404**

**Registration Statement No. 333-141211**

**Registration Statement No. 333-168734**

**Registration Statement No. 333-180634**

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO FORM S-8 REGISTRATION STATEMENT NO. 333-85387**

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**POST-EFFECTIVE AMENDMENT NO. 1**

**TO FORM S-8 REGISTRATION STATEMENT NO. 333-124572**

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**POST-EFFECTIVE AMENDMENT NO. 1**

**TO FORM S-8 REGISTRATION STATEMENT NO. 333-124610**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO FORM S-8 REGISTRATION STATEMENT NO. 333-126404**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO FORM S-8 REGISTRATION STATEMENT NO. 333-141211**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO FORM S-8 REGISTRATION STATEMENT NO. 333-168734**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO FORM S-8 REGISTRATION STATEMENT NO. 333-180634**

*Under*

*the Securities Act of 1933*

**Juniper Networks, Inc.**

**(Exact name of registrant as specified in its charter)**

|   |   |
|---|---|
| <b>Delaware</b><br><b>(State or other jurisdiction of</b> | <b>770422528</b><br><b>(I.R.S. Employer</b> |
| <b>incorporation or organization)</b>                     | <b>Identification No.)</b>                  |

**1133 Innovation Way**

**Sunnyvale, California 94089**

**(408) 745-2000**

**(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)**

**Juniper Networks, Inc. 1999 Employee Stock Purchase Plan**

**Layer 5 1999 Stock Incentive Plan**

**Juniper Networks, Inc. 2000 Nonstatutory Stock Option Plan**

**Micro Magic 1995 Stock Option**

**Micro Magic 2000 Stock Option Plan**

**Pacific Broadband Communications, Inc. 2000 Stock Incentive Plan**

**Pacific Broadband Communications, Inc. 2000 Subplan**

**Unisphere Networks, Inc. Second Amended and Restated 1999 Stock Incentive Plan**

**NetScreen Technologies, Inc. 1997 Equity Incentive Plan**

**NetScreen Technologies, Inc. 2001 Equity Incentive Plan**

**OneSecure, Inc. 2000 Stock Option/Stock Issuance Plan**

**NetScreen Technologies, Inc. 2002 Stock Option Plan**

**Kagoor Networks, Inc. 2003 General Stock Option Plan**

**Kagoor Networks, Inc. 2003 Israel Stock Option Plan**

**Redline Networks, Inc. 2000 Stock Plan**

**Peribit Networks, Inc. 2000 Equity Incentive Plan**

**Juniper Networks, Inc. 2006 Equity Incentive Plan**

**Mykonos Software, Inc. 2010 Stock Plan**

**(Full titles of the plan)**

**Brian M. Martin, Esq.**

**Senior Vice President and General Counsel**

**Juniper Networks, Inc.**

**1133 Innovation Way**

**Sunnyvale, California 94089**

**(Name and address of agent for service)**

**Telephone number, including area code, of agent for service: (408) 745-2000**

*Copies to:*

**Katharine A. Martin, Esq.**

**Wilson Sonsini Goodrich & Rosati**

**Professional Corporation**

**650 Page Mill Road**

**Palo Alto, California 94304**

**Telephone: (650) 493-9300**

**Robert Mobassaly, Esq.**

**Associate General Counsel**

**Juniper Networks, Inc.**

**1133 Innovation Way**

**Sunnyvale, California 94089**

**Telephone: (408) 745-2000**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large Accelerated Filer

Accelerated Filer

Non-Accelerated Filer

Smaller reporting company

## DEREGISTRATION OF SECURITIES

Juniper Networks, Inc., a Delaware corporation (the **Registrant** ) is filing this Post-Effective Amendment No. 1 (this **Post-Effective Amendment** ) to each of the following Registration Statements on Form S-8 (collectively, the **Registration Statements** ) to deregister any and all securities that remain under such Registration Statements as described below:

Registration Statement on Form S-8 (No. 333-85387), pertaining to the registration of 500,000 shares of the Company's common stock, par value \$0.00001 per share (the **Common Stock** ) under the Juniper Networks, Inc. 1999 Employee Stock Purchase Plan, which was filed with the U.S. Securities and Exchange Commission (the **Commission** ) on March 9, 2007.

Registration Statement on Form S-8 (No. 333-32412), pertaining to the registration of 67,242 shares of the Company's Common Stock under the Layer 5 1999 Stock Incentive Plan, which was filed with the Commission on March 14, 2000.

Registration Statement on Form S-8 (No. 333-44148), pertaining to the registration of 12,000,000 shares of the Company's Common Stock under the Juniper Networks, Inc. 2000 Nonstatutory Stock Option Plan, which was filed with the Commission on August 18, 2000.

Registration Statement on Form S-8 (No. 333-52258), pertaining to the registration of (i) 348,200 shares of the Company's Common Stock under the Micro Magic 1995 Stock Option Plan and (ii) 277,987 shares of the Company's Common Stock under the Micro Magic 2000 Stock Option Plan which was filed with the Commission on December 20, 2000.

Registration Statement on Form S-8 (No. 333-57862), pertaining to the registration of 15,904,261 shares of the Company's Common Stock under the Juniper Networks, Inc. 2000 Nonstatutory Stock Option Plan, which was filed with the Commission on March 29, 2001.

Registration Statement on Form S-8 (No. 333-57864), pertaining to the registration of 6,000,000 shares of the Company's Common Stock under the Juniper Networks, Inc. 1999 Employee Stock Purchase Plan, which was filed with the Commission on March 29, 2001.

Registration Statement on Form S-8 (No. 333-75770), pertaining to the registration of (i) 1,114,040 shares of the Company's Common Stock under the Pacific Broadband Communications, Inc. 2000 Stock Incentive Plan and (ii) 362,902 shares of the Company's Common Stock under the Pacific Broadband Communications, Inc. 2000 Subplan, which was filed with the Commission on December 21, 2001.

Registration Statement on Form S-8 (No. 333-92086), pertaining to the registration of 16,457,281 shares of the Company's Common Stock under the Juniper Networks, Inc. 2000 Nonstatutory Stock Option Plan, which was filed with the Commission on July 9, 2002.

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Registration Statement on Form S-8 (No. 333-92088), pertaining to the registration of 3,000,000 shares of the Company's Common Stock under the Juniper Networks, Inc. 1999 Employee Stock Purchase Plan, which was filed with the Commission on July 9, 2002.

Registration Statement on Form S-8 (No. 333-92090), pertaining to the registration of 26,450,000 shares of the Company's Common Stock under the Unisphere Networks, Inc. Second Amended and Restated 1999 Stock Incentive Plan, which was filed with the Commission on July 9, 2002.

Registration Statement on Form S-8 (No. 333-114688), pertaining to the registration of (i) 4,882,000 shares of the Company's Common Stock under the NetScreen Technologies, Inc. 1997 Equity Incentive Plan, (ii) 18,996,750 shares of the Company's Common Stock under the NetScreen Technologies, Inc. 2001 Equity Incentive Plan, (iii) 276,000 shares of the Company's Common Stock under the OneSecure, Inc. 2000 Stock Option/Stock Issuance Plan, (iv) 1,405,000 shares of the Company's Common Stock under the Neoteris 2001 Stock Plan and (v) 70,750 shares of the Company's Common Stock under the NetScreen Technologies, Inc. 2002 Stock Option Plan, which was filed with the Commission on April 21, 2004.



Registration Statement on Form S-8 (No. 333-124572), pertaining to the registration of (i) 319,598 shares of the Company's Common Stock under the Kagoor Networks, Inc. 2003 General Stock Option Plan and (ii) 93,976 shares of the Company's Common Stock under the Kagoor Networks, Inc. 2003 Israel Stock Option Plan, which was filed with the Commission on May 3, 2005.

Registration Statement on Form S-8 (No. 333-124610), pertaining to the registration of 975,969 shares of the Company's Common Stock under the Redline Networks, Inc. 2000 Stock Plan, which was filed with the Commission on May 4, 2005.

Registration Statement on Form S-8 (No. 333-126404), pertaining to the registration of 1,903,614 shares of the Company's Common Stock under the Peribit Networks, Inc. 2000 Equity Incentive Plan, which was filed with the Commission on July 6, 2005.

Registration Statement on Form S-8 (No. 333-141211), pertaining to the registration of (i) 69,455,465 shares of the Company's Common Stock under the Juniper Networks, Inc. 2006 Equity Incentive Plan and (ii) 6,000,000 shares of the Common Stock under the Juniper Networks, Inc. Amended and Restated 1999 Employee Stock Purchase Plan, which was filed with the Commission on March 9, 2007.

Registration Statement on Form S-8 (No. 333-168734), pertaining to the registration of 30,000,000 shares of the Company's Common Stock under the Juniper Networks, Inc. 2006 Equity Incentive Plan, which was filed with the Commission on August 10, 2010.

Registration Statement on Form S-8 (No. 333-180634), pertaining to the registration of 224,623 shares of the Company's Common Stock under the Mykonos Software, Inc. 2010 Stock Plan, which was filed with the Commission on April 9, 2012.

The Registrant has terminated any offering of the Registrant's securities pursuant to the Registration Statements as described above. In accordance with the undertaking made by the Registrant in the Registration Statements to remove from registration, by means of post-effective amendments, any of the securities that had been registered for issuance at the termination of the offering, the Registrant hereby removes from registration all such securities of the Registrant registered under the Registration Statements as of the date of this Post-Effective Amendment.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Sunnyvale, State of California, on June 3, 2016.

**Juniper Networks, Inc.**

By /s/ Brian M. Martin  
Brian M. Martin

Senior Vice President and General Counsel

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statements has been signed below by the following persons in the capacities and on the dates indicated.

| Signature                                      | Title   | Date         |
|--|---|--------------|
| /s/ Rami Rahim<br>Rami Rahim                   | Chief Executive Officer and Director<br>(Principal Executive Officer)                               | June 3, 2016 |
| /s/ Kenneth Miller<br>Kenneth Miller           | Executive Vice President, Chief Financial Officer<br>(Principal Financial Officer)                  | June 3, 2016 |
| /s/ Terrance F. Spidell<br>Terrance F. Spidell | Vice President, Corporate Controller and Chief<br>Accounting Officer (Principal Accounting Officer) | June 3, 2016 |
| /s/ Scott Kriens<br>Scott Kriens               | Chairman of the Board   | June 3, 2016 |
| /s/ Pradeep Sindhu<br>Pradeep Sindhu           | Vice Chairman of the Board and Chief Technical<br>Officer   | June 3, 2016 |
| /s/ Robert M. Calderoni<br>Robert M. Calderoni | Director  | June 3, 2016 |
| /s/ Gary Daichendt<br>Gary Daichendt           | Director  | June 3, 2016 |
| /s/ Kevin DeNuccio<br>Kevin DeNuccio           | Director  | June 3, 2016 |
| /s/ James Dolce<br>James Dolce                 | Director  | June 3, 2016 |

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|  |          |              |
|--|----------|--------------|
| /s/ Mercedes Johnson<br>Mercedes Johnson       | Director | June 3, 2016 |
| /s/ Rahul Merchant<br>Rahul Merchant           | Director | June 3, 2016 |
| /s/ William R. Stensrud<br>William R. Stensrud | Director | June 3, 2016 |