#### JUNIPER NETWORKS INC

Form 4

February 24, 2009

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

3235-0287 Number:

January 31, Expires: 2005

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**OMB APPROVAL** 

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Check this box

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

See Instruction 1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* **ROSE MICHAEL** 

(First)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

(Middle)

JUNIPER NETWORKS INC [JNPR]

(Check all applicable)

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

02/20/2009

Director 10% Owner X\_ Officer (give title Other (specify

below)

1194 NORTH MATHILDA **AVENUE** 

4. If Amendment, Date Original

**EVP** 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

SUNNYVALE, CA 94089

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(Instr. 4) (Instr. 4)

(A)

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and A Underlying S (Instr. 3 and

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	Acquired (A) of Disposed of (I (Instr. 3, 4, and 5)	0)		
				Code	/ (A) (I	D) Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 14.68	02/20/2009		A	73,000	02/20/2010(1)	02/20/2016	Common Stock
Performance Shares	\$ 0 (3)	02/20/2009		A	249,000	03/01/2012(4)	03/01/2012	Common Stock

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

ROSE MICHAEL

1194 NORTH MATHILDA AVENUE EVP

SUNNYVALE, CA 94089

# **Signatures**

By: Mitchell L. Gaynor, Attorney-in-Fact For: Michael J.
Rose
02/24/2009

\*\*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) Vests as to 25% of the shares subject to the option one year from the grant date and the balance shall vest in thirty six successive equal monthly installments thereafter.
- (2) Column 8 is not an applicable reportable field.
- (3) This is a full value award.

Represents the maximum quantity of shares issuable. The exact number of shares issuable with respect to each year will be determined by based on achievement of certain Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the Company performance targets for 2000, 2010, and 2011, as determined by the 2011,

(4) based on achievement of certain Company performance targets for 2009, 2010, and 2011, 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.

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.

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