

CRANSTON MARY B
Form 4
May 22, 2012

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
CRANSTON MARY B

2. Issuer Name and Ticker or Trading Symbol
JUNIPER NETWORKS INC [JNPR]

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

(Last) (First) (Middle)
1194 NORTH MATHILDA AVENUE

3. Date of Earliest Transaction (Month/Day/Year)
05/18/2012

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)
SUNNYVALE, CA 94089

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/18/2012 | | M | | 4,052 | A | \$ 0 (1) |
| Common Stock | 05/18/2012 | | G | | 4,052 | D | \$ 0 (2) |
| Common Stock | 05/18/2012 | | G | | 4,052 | A | \$ 0 (2) |
| Common Stock | 05/22/2012 | | S | | 3,000 | D | \$ 18.2 (4) |

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

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| RSU Award | \$ 0 ⁽⁵⁾ | 05/18/2012 | | M | 4,052 | 05/18/2012 ⁽⁶⁾ 05/18/2012 | Common Stock | 4,052 |
| RSU Award | \$ 0 | 05/22/2012 | | A | 5,531 | 05/22/2013 ⁽⁶⁾ 05/22/2013 | Common Stock | 5,531 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CRANSTON MARY B 1194 NORTH MATHILDA AVENUE SUNNYVALE, CA 94089 | | | X | |

Signatures

By: Mitchell L. Gaynor, Attorney in Fact For: Mary Cranston
Date: 05/22/2012

**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) Per share price not applicable because the shares of common stock were acquired pursuant to the vest of a restricted stock unit.
- (2) A price is not applicable as the transaction is a gift.
- (3) Shares held by Trust over which the reporting person has voting and investment control.
- (4) The sale price represents the weighted average sale price in the range of 18.1972 to 18.202 per share. The Company can provide the full information regarding the number of shares sold at each separate price upon further request.
- (5) This is a full value award.

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- (6) Annual RSU award will vest in full one year from the date of grant in connection with reporting persons service as a Non-Employee member of the Board of Directors under the terms of the 2006 Equity Plan.
- (7) Column 8 is not an applicable reportable field.

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.