F5 NETWORKS INC
Form 4
May 08, 2002

```
------                    U.S. SECURITIES AND EXCHANGE COMMISSION
FORM 4                            WASHINGTON, D.C. 20549
------
                          STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
[ ] CHECK THIS BOX IF NO
    LONGER SUBJECT TO        FILED PURSUANT TO SECTION 16(a) OF THE SECURITIES
    SECTION 16. FORM 4           EXCHANGE ACT OF 1934, SECTION 17(a) OF THE
    OR FORM 5 OBLIGATIONS       PUBLIC UTILITY HOLDING COMPANY ACT OF 1935
    MAY CONTINUE. SEE          OR SECTION 30(f) OF THE INVESTMENT COMPANY
    INSTRUCTION 1(b).                       ACT OF 1940
```

```
-----------------------------------------------------------------------------------
 1. Name and Address of Reporting Person*    2. Issuer Name and Ticker or Trading Symbol   6. R
    Eames          Edward        J.             F5 Networks, Inc. (ffiv)                       t
------------------------------------------    ------------------------------------------
    (Last)     (First)      (Middle)     3. IRS or Social Security  4. Statement for      -
c/o F5 Networks, Inc.                        Number of Reporting       Month/Year
401 Elliott Avenue West                      Person (Voluntary)        April 2002         -
------------------------------------------                            ------------------
   (Street)                                                          5. If Amendment,      S
    Seattle       WA        98119                                       Date of Original   G
------------------------------------------                              (Month/Year)       -
   (City)       (State)       (Zip)                                                     7. I
                                                                     ------------------   (

                                                                                         -

                                                                                         -
-----------------------------------------------------------------------------------
            TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA
-----------------------------------------------------------------------------------
 1. Title of Security           2. Trans-  3. Trans-   4. Securities Acquired (A)  5. Amount of
    (Instr. 3)                      action     action      or Disposed of (D)         Securitie
                                    Date       Code        (Instr. 3, 4 and 5)        Beneficia
                                    (Month/    (Instr. 8)                             Owned at
                                    Day/                                              End of Mo
                                    Year)   ---------------------------------------   (Instr. 3
                                            Code   V    Amount   (A)       Price
                                                                 or
                                                                 (D)
-----------------------------------------------------------------------------------
Common Stock                     4/30/02   V            650      A       $11.07         650(1
-----------------------------------------------------------------------------------
```

Reminder: Report on a separate line for each class of securities beneficially owned directly or i
*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Potential persons who are to respond to the collection of information contained in this form are
respond unless the form displays a currently valid OMB Number.

(Print or Type Responses)

FORM 4 (CONTINUED)　　　　　TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALL
　　　　　　　　　　　　　　　　　(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)	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.
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	

9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

(1) Includes 650 shares acquired under the F5 Networks stock purchase plan in April 2002.

**Intentional misstatements or omissions of facts constitute Federal
  Criminal Violations.

  See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

                                                                        /s/ Edwa
Note: File three copies of this Form, one of which must be manually signed.   ---------------
If space provided is insufficient, see Instruction 6 for procedure.   **Signature of

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.