

Edgar Filing: F5 NETWORKS INC - Form 4

F5 NETWORKS INC
Form 4
May 08, 2002

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] CHECK THIS BOX IF NO
LONGER SUBJECT TO
SECTION 16. FORM 4
OR FORM 5 OBLIGATIONS
MAY CONTINUE. SEE
INSTRUCTION 1(b).

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(f) OF THE INVESTMENT COMPANY
ACT OF 1940

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	6. R
McAdam John	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, if an entity	April 2002
(Street)	(Voluntary)	5. If Amendment,
Seattle WA 98119		Date of Original
(City) (State) (Zip)		(Month/Year)
		7. I
		(

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficial Owned at End of Mo (Instr. 3)
		Code V	Amount (A) or (D)	Price
Common Stock	4/30/02	V	2,985 A	\$11.07 52,985(1)

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

*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 BENEFICIAL
(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 and 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)
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Explanation of Responses:

(1) Includes 2,985 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).

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

/s/ John McAda

**Signature of

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