

Morris John  
 Form 4  
 February 23, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
**Morris John**

(Last) (First) (Middle)

1194 NORTH MATHILDA AVENUE

(Street)

SUNNYVALE, CA 94089

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
 02/18/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP Sales

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/18/2011		M		10,292	A	\$ 22.55 11,182
Common Stock	02/18/2011		S		10,292	D	\$ 43.9623 890 <u>(1)</u>
Common Stock	02/18/2011		M		29,708	A	\$ 14.68 30,598
Common Stock	02/18/2011		S		29,708	D	\$ 43.9623 890 <u>(1)</u>

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

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SEC 1474  
(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 of Underlying Security (Instr. 3)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 14.68	02/18/2011		M		29,708	02/20/2010 <sup>(2)</sup>	02/20/2016	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 22.55	02/18/2011		M		10,292	07/18/2009 <sup>(2)</sup>	07/18/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 44	02/18/2011		A		89,900	02/18/2012 <sup>(2)</sup>	02/18/2018	Common Stock
Performance Shares	\$ 0 <sup>(4)</sup>	02/18/2011		A		67,500 <sup>(5)</sup>	02/21/2014	02/21/2014	Common Stock

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morris John 1194 NORTH MATHILDA AVENUE SUNNYVALE, CA 94089			EVP Sales	

**Signatures**

By: Mitchell L. Gaynor, Attorney in Fact For: John Morris  
Date: 02/23/2011

\*\*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).

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- (1) The sale price represents the weighted average sale price in the range of 43.90 to 44.02 per share. The Company can provide the full information regarding the number of shares sold at each separate price upon further request.
- (2) Vests as to 25% of the shares subject to the option one year from the grant date and the balance shall vest 1/48th of the total shares granted each month thereafter.
- (3) Column 8 is not an applicable reportable field.
- (4) This is a full value award.  
Represents the maximum quantity of shares issuable in aggregate for 2011, 2012 and 2013. The exact number of shares issuable with respect to each year will be determined based on achievement of certain Company performance targets for 2011, 2012 and 2013, as determined by the Compensation Committee of the Board. The executive can earn between 0% and 250% of the target shares with respect to each year.
- (5)

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

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