

F5 NETWORKS INC
 Form 3
 November 05, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Anderson Mark		(Month/Day/Year)	F5 NETWORKS INC [FFIV]	
(Last)	(First)	(Middle)	10/25/2007	
401 ELLIOTT AVENUE WEST			4. Relationship of Reporting Person(s) to Issuer	
(Street)			(Check all applicable)	
SEATTLE,Â WAÂ 98119			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Sr. VP, Worldwide Sales	
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,730	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Restricted Stock Units <u>(1)</u>	10/01/2006 ⁽²⁾	09/30/2015	Common Stock	3,750 ⁽³⁾	\$ 0	D	Â
Restricted Stock Units <u>(1)</u>	10/01/2006 ⁽⁴⁾	07/01/2016	Common Stock	7,500 ⁽³⁾	\$ 0	D	Â
Stock Award <u>(1)</u>	11/01/2007 ⁽⁵⁾	08/01/2017	Common Stock	10,000 <u>(6)</u>	\$ 0	D	Â
Non-Qualified Stock Option (right to buy)	10/25/2005 ⁽⁷⁾	10/25/2014	Common Stock	43,751 <u>(8)</u>	\$ 16.475	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Anderson Mark 401 ELLIOTT AVENUE WEST SEATTLE, WA 98119	Â	Â	Â Sr. VP, Worldwide Sales	Â

Signatures

/s/ Jeffrey A. Christianson by Power of Attorney 11/05/2007

Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Right to receive shares of F5 Networks, Inc. common stock on the vest date.
- (2) 5,000 (Pre-Stock Split) RSUs were granted on 9/30/2005. The RSUs vested 1/8 on October 1, 2006, with the remainder vesting 1/8 on the first day of the subsequent seven quarters. 1/1/2008 is the first vest date for the outstanding RSUs.
- (3) Indicates the number of RSUs outstanding as of October 25, 2007.
- (4) 10,000 (Pre-Stock Split) RSUs were granted on 7/1/2006. The RSUs vest quarterly over a 2 year period from the date of grant. 1/1/2008 is the first vest date for the outstanding RSUs.
- (5) 10,000 Stock Award shares were granted on 8/1/2007. The Stock Award shares vest quarterly over a 2 year period from the date of grant.
- (6) Indicates the number of Stock Award shares outstanding as of 10/25/2007.
- (7) 75,000 (Pre-Stock Split) Non-Qualified Stock Options were granted on 10/25/2004. Options vest 25% one year following the date of grant and the remaining 75% vest monthly over the following three year period.
- (8) Indicates the number of options outstanding as of October 25, 2007.

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.