Rivelo Manuel Felix Form 4 February 04, 2013

FORM 4

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

OMB Number: 3235-0287 January 31,

response...

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Rivelo Manuel Felix		2. Issuer Name a Symbol F5 NETWORK	nd Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)		3. Date of Earliest		(Check all applicable)	
	TWORKS, INC. AVE. WEST	, 401	(Month/Day/Year) 01/31/2013		Director 10% Owner _X_ Officer (give title Other (specify below) EVP, Strategic Solutions	
	(Street)		4. If Amendment,	Date Original	6. Individual or Joint/Group Filing(Check	
SEATTLE,	, WA 98119		Filed(Month/Day/Y	ear)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	
(City)	(State)	(Zip)	Table I - Nor	a-Derivative Securities Acq	uired, Disposed of, or Beneficially Owned	
1.Title of	2. Transaction Date	2A. Deeme	d 3.	4. Securities Acquired (A) 5. Amount of 6. 7. Natu	

(City)	(State)	(Zip) Tak	ole I - Non-	-Derivativ	e Secu	ırities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi oror Dispo (Instr. 3,	sed of 4 and (A) or		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)
Common Stock	n 01/31/2013		A	946 (1)	A	\$ 0	5,584	D	
Common Stock	n 02/01/2013		M	3,455 (2)	A	\$ 0	9,039	D	
Common Stock	n 02/01/2013		S	1,205	D	\$ 105.2009 (3)	7,834	D	
Common	n 02/01/2013		S	1,435	D	\$ 106.2545	6,399	D	

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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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number conf 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 Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (5)	\$ 0	02/01/2013		M	2,500	<u>(6)</u>	<u>(7)</u>	Common Stock	2,500	\$
Restricted Stock Units (5)	\$ 0	02/01/2013		M	955	<u>(8)</u>	<u>(7)</u>	Common Stock	955	\$

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

Rivelo Manuel Felix

C/O F5 NETWORKS, INC.

401 ELLIOTT AVE. WEST EVP, Strategic Solutions

SEATTLE, WA 98119

Signatures

/s/ Jeffrey A. Christianson by Power of Attorney 02/04/2013

**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) Shares acquired based on performance targets for the November 1, 2012 award of Restricted Stock Units.
- (2) Shares acquired upon vesting of the November 9, 2011 and November 1, 2012 awards of service-based Restricted Stock Units.

Reporting Owners 2

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- This transaction was executed pursuant to a Rule 10b5-1 trading plan, in multiple trades at prices ranging from \$104.71 to \$105.64. The reported price is the weighted average sale price. The reporting person undertakes to provide to the Company, any security holder of the Company, or Securities and Exchange Commission staff, upon request, complete information regarding the number of shares sold at each separate price.
- This transaction was executed pursuant to a Rule 10b5-1 trading plan, in multiple trades at prices ranging from \$105.79 to \$106.57. The reported price is the weighted average sale price. The reporting person undertakes to provide to the Company, any security holder of the Company, or Securities and Exchange Commission staff, upon request, complete information regarding the number of shares sold at each separate price.
- (5) Each Restricted Stock Unit represents a contingent right to receive one share of F5 Networks, Inc. Common Stock on the vest date.
- (6) 25% of the November 1, 2011 award of service-based Restricted Stock Units vested on November 1, 2012, and the remaining 75% vests in twelve equal quarterly increments beginning February 1, 2013.
- (7) If the reporting person continues to serve as an officer of the Company on the vest date, the corresponding number of shares of Common Stock of F5 Networks, Inc. will be issued to the reporting person on the vest date.
- (8) The November 1, 2012 award of service-based Restricted Stock Units vests in sixteen equal quarterly increments beginning February 1, 2013.

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.