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F5 NETWORKS INC Form 4 April 04, 2002

 FORM 4			U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549												
[] CHECK THIS LONGER SUB- SECTION 16 OR FORM 5 (MAY CONTINU INSTRUCTION	JECT TO . FORM 4 OBLIGATIONS UE. SEE N 1(b).	STATEMENT Filed pursuar Exchange A Public Uti or Section	nt to Act o ility n 30(Section of 1934, S y Holding	16(a) of Section 17 Company <i>F</i> e Investme	the Secu 7(a) of t Act of 19	ıriti he 935								
	ddress of Repor Joann	rting Person* M.		F5 Net	tworks, Ir	nc. (ffiv	7)			f					
C/o F5 Networks 401 Elliott Ave	s, Inc. enue West			3. IRS on Number Person	IRS or Social Security Number of Reporting Person, if an entity,		4.	Stateme Month/Y March 2	ent f Year 2002	for -					
Seattle	(Street) WA	98119		(Volur	(Voluntary)			. If Amendme Date of On (Month/Yea		iginal (
	TAB	 LE 1 NON-DEF	 RTVA]	 TVF SECU		 OUITRED, D	 TSP	OSED OF	· - OR	 BENEFICI					
1. Title of Se (Instr. 3)	ecurity	2. Trans- action Date (Month/	3.	Trans- action Code (Instr. 8	4. Secur or Di (Inst	rities Accisposed o	of (D) and 5)		5.	Amount o Securiti Benefici Owned at End of M					
		Day/ - Year) C	 Code		Amount					(Instr.					
Common Stock		3/14/02	 М 		1,250	A	\$().75		15,635					

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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 to respond unless the form displays a currently valid OMB Number

(Print or Type Responses)

FORM 4 (CONTINUED)	ם	TABLE II (E.G		IVATIVE S												
1. Title of Derivative Security (Instr. 3)	2	2. Conversion or Exercise Price of Derivative Security		Trans- action Date (Month/ Day/ Year)		acti	on			Deriva Securi quired Dispos	vative arities Acred (A) or cosed of (str. 3, 4,			Date Exercisable an Expiration Date (Month/Day Year)		
					(Code	V		(Ex ci	er- sable	Expira tion Date	
Incentive Stock Option (right to buy)		\$0.75		3/14/02		М					1,2					
9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)		Ownership of Derivative Security: Direct (D) or Indirect (Instr. 4)	(I)	1:	Be:	dir nef ner	e o: ect icia ship	al p							
		D														

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Ехр	lana	atio	n of	Re	spor	ises:	:						

**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 is insufficient, see Instruction 6 for procedure.

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/S/ Joann Reite

**Signature of