

JUNIPER NETWORKS INC  
Form S-8 POS  
February 27, 2017

As filed with the Securities and Exchange Commission on February 27, 2017

**Registration Statement No. 333-166248**

**Registration Statement No. 333-171299**

**Registration Statement No. 333-193906**

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO FORM S-8 REGISTRATION STATEMENT NO. 333-166248**

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**TO FORM S-8 REGISTRATION STATEMENT NO. 333-171299**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO FORM S-8 REGISTRATION STATEMENT NO. 333-193906**

*Under*

*the Securities Act of 1933*

**Juniper Networks, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**770422528**  
**(I.R.S. Employer**  
**Identification No.)**

**1133 Innovation Way**

**Sunnyvale, California 94089**

**(408) 745-2000**

**(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)**

**Ankeena Networks, Inc. 2008 Stock Plan**

**Altor Networks, Inc. 2007 Stock Plan**

**Altor Networks, Inc. 2009 Israeli Equity Incentive Sub Plan**

**WANDL, Inc. 2013 Restricted Stock Unit Plan**

**(Full titles of the plan)**

**Brian M. Martin, Esq.**

**Senior Vice President and General Counsel**

**Juniper Networks, Inc.**

**1133 Innovation Way**

**Sunnyvale, California 94089**

**(Name and address of agent for service)**

**Telephone number, including area code, of agent for service: (408) 745-2000**

*Copies to:*

**Robert Mobassaly, Esq.**

**Vice President and Deputy General Counsel**

**Shahzia Rahman, Esq.**

**Assistant General Counsel**

**Juniper Networks, Inc.**

**1133 Innovation Way**

**Sunnyvale, California 94089**

**Telephone: (408) 745-2000**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large Accelerated Filer

Non-Accelerated Filer

Accelerated Filer

Smaller reporting company

## DEREGISTRATION OF SECURITIES

Juniper Networks, Inc., a Delaware corporation (the **Registrant** ) is filing this Post-Effective Amendment No. 1 (this **Post-Effective Amendment** ) to each of the following Registration Statements on Form S-8 (collectively, the **Registration Statements** ) to deregister any and all securities that remain under such Registration Statements as described below:

Registration Statement on Form S-8 (No. 333-166248), pertaining to the registration of 468,473 shares of the Company's common stock, par value \$0.00001 per share (the **Common Stock** ) underlying options and 353,703 shares of Common Stock underlying restricted stock units granted under the Ankeena Networks, Inc. 2008 Stock Plan, which was filed with the U.S. Securities and Exchange Commission (the **Commission** ) on April 23, 2010.

Registration Statement on Form S-8 (No. 333-171299), pertaining to the registration of (i) 87,576 shares of the Company's Common Stock underlying options and (ii) 155,308 shares of the Company's Common Stock underlying restricted stock units granted under the Altor Networks, Inc. 2007 Stock Plan and Altor Networks, Inc. 2009 Israeli Equity Incentive Sub Plan, which was filed with the Commission on December 21, 2010.

Registration Statement on Form S-8 (No. 333-193906), pertaining to the registration of 629,414 shares of the Company's Common Stock underlying restricted stock units granted under the WANDL, Inc. 2013 Restricted Stock Unit Plan, which was filed with the Commission on February 12, 2014.

The Registrant has terminated any offering of the Registrant's securities pursuant to the Registration Statements as described above. In accordance with the undertaking made by the Registrant in the Registration Statements to remove from registration, by means of post-effective amendments, any of the securities that had been registered for issuance at the termination of the offering, the Registrant hereby removes from registration all such securities of the Registrant registered under the Registration Statements as of the date of this Post-Effective Amendment.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Sunnyvale, State of California, on February 27, 2017.

**Juniper Networks, Inc.**

By /s/ Brian M. Martin  
Brian M. Martin

Senior Vice President and General Counsel

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statements has been signed below by the following persons in the capacities and on the dates indicated.

| <b>Signature</b>                               | <b>Title</b>                                                                                            | <b>Date</b>       |
|------------------------------------------------|---------------------------------------------------------------------------------------------------------|-------------------|
| /s/ Rami Rahim<br>Rami Rahim                   | Chief Executive Officer and Director<br><br>(Principal Executive Officer)                               | February 27, 2017 |
| /s/ Kenneth Miller<br>Kenneth Miller           | Executive Vice President, Chief Financial Officer<br>(Principal Financial Officer)                      | February 27, 2017 |
| /s/ Terrance F. Spidell<br>Terrance F. Spidell | Vice President, Corporate Controller and Chief<br><br>Accounting Officer (Principal Accounting Officer) | February 27, 2017 |
| /s/ Scott Kriens<br>Scott Kriens               | Chairman of the Board                                                                                   | February 27, 2017 |
| /s/ Pradeep Sindhu<br>Pradeep Sindhu           | Vice Chairman of the Board and Chief Technical<br>Officer                                               | February 27, 2017 |
| /s/ Robert M. Calderoni<br>Robert M. Calderoni | Director                                                                                                | February 27, 2017 |
| /s/ Gary Daichendt<br>Gary Daichendt           | Director                                                                                                | February 27, 2017 |
| /s/ Kevin DeNuccio<br>Kevin DeNuccio           | Director                                                                                                | February 27, 2017 |
| /s/ James Dolce<br>James Dolce                 | Director                                                                                                | February 27, 2017 |

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|------------------------------------------------|----------|-------------------|
| /s/ Mercedes Johnson<br>Mercedes Johnson       | Director | February 27, 2017 |
| /s/ Rahul Merchant<br>Rahul Merchant           | Director | February 27, 2017 |
| /s/ William R. Stensrud<br>William R. Stensrud | Director | February 27, 2017 |