

EXTREME NETWORKS INC
Form 4
August 17, 2016

FORM 4

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

OMB APPROVAL

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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 *
Gault Robert J

2. Issuer Name and Ticker or Trading Symbol
EXTREME NETWORKS INC
[EXTR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
145 RIO ROBLES

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/15/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP Worldwide Sales Services a

SAN JOSE, CA 95134

(City) (State) (Zip)

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

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	08/15/2016		F	(1) 7,440 D \$ 4	163,144	D	

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)

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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 and Amount of Underlying Security (Instr. 3 and 4)
Performance Shares	\$ 0	08/15/2016		A	80,000	08/15/2017 ⁽²⁾ 08/15/2019	Common Stock 80
RSU Award	\$ 0	08/15/2016		A	80,000	08/15/2017 ⁽⁴⁾ 08/15/2019	Common Stock 80

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gault Robert J 145 RIO ROBLES SAN JOSE, CA 95134			EVP Worldwide Sales Services a	

Signatures

Quentin Wright, Power of Attorney 08/17/2016

**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) The reporting person was granted 80,000 RSUs on August 15, 2015, which vest annually over 3 years in equal installments with the first vesting date on August 15, 2016. On August 15, 2016 a total of 27,200 shares vested. 7440 shares represents the aggregate number of shares of Issuer common stock withheld for payment of the tax liability incident to the vesting of the RSUs issued in accordance with Rule 16b-3.

(2) Performance based RSU shares vest once the Company's stock equals or exceeds \$5.00 for 30 consecutive trading days after January 1, 2017 ("Performance Threshold"). Once Performance Threshold is satisfied the Performance-Based RSUs shall vest with respect to the number of Time-Based RSUs that have vested as of the date the Performance Threshold is satisfied and thereafter shall vest on the same schedule as the Time-Based RSUs (see footnote #4 below). If threshold is not met by the third anniversary of the grant date the award is terminated for no consideration.

(3) Column 8 is not an applicable reportable field.

(4) This Time Based RSU award vests from the original grant date as to 1/3 on the one year anniversary and 1/12 each quarter thereafter.

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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