

F5 NETWORKS INC

Form 3/A

November 27, 2007

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Â Lynch Christopher P.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

09/12/2007

3. Issuer Name **and** Ticker or Trading Symbol
F5 NETWORKS INC [FFIV]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

SrVP Data Solutions

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

09/20/2007

C/O F5 NETWORKS,
INC.,Â 401 ELLIOTT AVENUE
WEST

(Street)

SEATTLE,Â WAÂ 98119

(City)

(State)

(Zip)

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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)Date Exercisable Expiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

				Shares		or Indirect (I) (Instr. 5)	
Incentive Stock Options (right to buy)	10/01/2007 ⁽¹⁾	05/04/2014	Common Stock	658	\$ 2.69	D	Â
Incentive Stock Options (right to buy)	09/20/2007 ⁽²⁾	12/20/2014	Common Stock	6,553	\$ 2.99	D	Â
Incentive Stock Options (right to buy)	10/10/2007 ⁽³⁾	11/10/2015	Common Stock	5,577	\$ 2.99	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lynch Christopher P. C/O F5 NETWORKS, INC. 401 ELLIOTT AVENUE WEST SEATTLE, WA 98119	Â	Â	Â SrVP Data Solutions	Â

Signatures

/s/ Jeffrey A. Christianson by Power of Attorney 11/27/2007

__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) This Incentive Stock Option grant was assumed in the Acopia Networks, Inc acquisition which closed on September 12, 2007, and was converted into an option to acquire F5 Common Stock. This grant vests 25% on October 1, 2007 with the remaining portion of the grant vesting monthly thereafter through January 1, 2008.

(2) This Incentive Stock Option grant was assumed in the Acopia Networks, Inc acquisition which closed on September 12, 2007, and was converted into an option to acquire F5 Common Stock. This grant vests 655 shares on September 20, 2007 with the remaining portion of the grant vesting monthly thereafter through June 20, 2008.

(3) This Incentive Stock Option grant was assumed in the Acopia Networks, Inc acquisition which closed on September 12, 2007, and was converted into an option to acquire F5 Common Stock. This grant vests 278 shares on October 10, 2007 with the remaining portion of the grant vesting monthly thereafter through May 10, 2009.

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.