

Davies Benjamin Drew  
 Form 4  
 August 31, 2018

**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 \*  
 Davies Benjamin Drew

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)  
 6480 VIA DEL ORO  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 08/29/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP Chief Financial Officer

SAN JOSE, CA 95119  
 (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 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)  | Code V Amount (D) Price   |  |                                   |

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3)                                | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A)    | (D) | Date Exercisable          | Expiration Date | Title        |
|---|------------------------------|------------------|------------|--|------|---|--------|-----|---------------------------|-----------------|--------------|
| Non-Qualified Stock Option (right to buy) | \$ 6.4                       | 08/29/2018       | 08/29/2018 | A  |      |   | 71,800 |     | 08/31/2019 <sup>(1)</sup> | 08/29/2025      | Common Stock |
| Performance Shares                        | \$ 0                         | 08/29/2018       | 08/29/2018 | A  |      |   | 30,200 |     | 08/31/2019 <sup>(2)</sup> | 08/31/2021      | Common Stock |
| RSU Award                                 | \$ 0                         | 08/29/2018       | 08/29/2018 | A  |      |   | 30,200 |     | 08/31/2019 <sup>(4)</sup> | 08/31/2021      | Common Stock |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                             |       |
|--|---------------|-----------|-----------------------------|-------|
|  | Director      | 10% Owner | Officer                     | Other |
| Davies Benjamin Drew<br>6480 VIA DEL ORO<br>SAN JOSE, CA 95119 |               |           | EVP Chief Financial Officer |       |

## Signatures

Quentin Wright, Power of Attorney  
08/31/2018

\_\_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) Performance Options will be earned if EXTR shares reach \$10.00 per share for 30 consecutive trading days after August 31st 2018. Earned options vest as to 1/3 on 8/31/2019 and 1/12 each quarter thereafter, provided, however, that options earned after the one-year anniversary will vest ratably based on the time elapsed from 8/31/2018 until the hurdle date, and then quarterly thereafter. Shares will be cancelled if goal is not met by August 31st 2021.
  - (2) Performance Stock Unit will be earned if GAAP combined earnings per share meets or exceeds \$0.20 over two consecutive quarters. Earned shares vest as to 1/3 on 8/31/2019 and 1/12 each quarter thereafter, provided, however, that shares earned after the one-year anniversary will vest ratably based on the time elapsed from 8/31/2018 until the hurdle date, and then quarterly thereafter. Shares will be cancelled if goal is not met by August 31st 2021.
  - (3) This is not an applicable reportable field for this type of grant.
  - (4) This time based RSU award vests as to 1/3 on 8/31/2019 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. 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.