SINDHU PRADEEP

Form 4 May 03, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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10% Owner

if no longer subject to Section 16.

Check this box

Form 4 or Form 5 obligations may continue.

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

1(b).

(Last)

AVENUE

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * SINDHU PRADEEP

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First)

(Street)

JUNIPER NETWORKS INC [JNPR]

(Check all applicable)

1194 NORTH MATHILDA

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

_X__ Director

04/29/2005

X_ Officer (give title Other (specify below) below)

4. If Amendment, Date Original

Chief Technical Officer 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

> _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SUNNYVALE, CA 94089

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

Reported

(A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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

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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)	\$ 22.59	04/29/2005		A	110,000	01/01/2006(1)	04/29/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 22.59	04/29/2005		A	70,000	02/01/2006(3)	04/29/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SINDHU PRADEEP
1194 NORTH MATHILDA AVENUE X Chief Technical Officer
SUNNYVALE, CA 94089

Signatures

By: Mitchell L. Gaynor, Attorney-in-Fact For: Pradeep Sindhu 05/03/2005

**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) Vests as to 25% of the shares one year from the applicable vesting commencement date and in equal monthly installments thereafter over three years.
- (2) Non-Qualified Stock Option exercise price.
- (3) The option will vest as to 1/48th of the shares on February 1, 2006 and in equal monthly installments of 1/48th on each monthly anniversary 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.

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