SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL

3235-0104 OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*       2. Date Requirin (Month/ (Month/ 04/22/		ment	3. Issuer Name and Ticker or Trading Symbol SONUS NETWORKS INC [ SONUS ]					
(Last) (First) (Middle) C/O SONUS NETWORKS, INC. 7 TECHNOLOGY PARK DRIVE			4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title below)	on(s) to Issue 10% Owne Other (spe below)	r cify 6. In	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street) WESTFORD MA 01886 (City) (State) (Zip)			SVP, General Couns	,	Appi X	Form filed b	y One Reporting Person y More than One erson	
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			Amount of Securities Beneficially Owned (Instr. 4)			lature of Indirect Beneficial Ownership tr. 5)		
Common Stock			210,000	D				
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4) 2. Da Expir (Mon			3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	or Indirect (I) (Instr. 5)		
Employee Stock Option (right to buy)	(1)	06/15/2019	Common Stock	210,000	1.94	D		

Explanation of Responses:

1. 25% of the shares underlying this option vests on June 8, 2010. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through June 8, 2013.

**Remarks:** 

## Jeffrey M. Snider

\*\* Signature of Reporting Person

04/29/2010 Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.