SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*
Raiford Daryl
(Last) (First) (Middle)
C/O RIBBON COMMUNICATIONS INC.
4 TECHNOLOGY PARK DRIVE
(Street)
WESTFORD MA 01886
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Ribbon Communications Inc. [RBBN]

3. Date of Earliest Transaction (Month/Day/Year)
06/17/2019

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Director — 10% Owner
X Officer (give title below) — Other (specify below)
EVP & CFO

6. Individual or Joint/Group Filing (Check Applicable Line)
X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/17/2019		M		6,667	A	$0(1)	194,075	D	
Common Stock	06/17/2019		F		1,636(2)	D	$4.7	192,439	D	

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

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (RSUs)	(1)	06/17/2019		M			6,667	(3)	(3)	Common Stock	6,667	$0	13,333	D	
Restricted Stock Units (RSUs)	(1)	06/17/2019		A		75,758		(4)	(4)	Common Stock	75,758	$0	75,758	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of Ribbon Communications Inc. common stock.

2. PAYMENT OF TAX LIABILITY BY DELIVERING SECURITIES TO THE COMPANY INCIDENT TO THE VESTING OF A SECURITY.

3. 20,000 restricted stock units were granted to the Reporting Person on June 15, 2018, vesting over a three-year period. One-third of those restricted stock units vested on June 17, 2019, and the remaining two-thirds of the restricted stock units shall vest in four equal, semi-annual installments thereafter through June 15, 2021.

4. The restricted stock units vest over a three-year period as follows: one-third of the restricted stock units shall vest on June 17, 2020, and the remaining two-thirds of the restricted stock units shall vest in four equal, semi-annual installments thereafter through June 17, 2022.

Remarks:

Daryl E.Raiford — 06/19/2019

** Signature of Reporting Person — 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 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).

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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