

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

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).

1. Name and Address of Reporting Person* <u>Scarfo Anthony</u> (Last) (First) (Middle) C/O RIBBON COMMUNICATIONS 6500 CHASE OAKS BLVD., SUITE 100 (Street) PLANO TX 75023 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ribbon Communications Inc. [RBBN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP & GM, Cloud & Edge BU</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/15/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	03/15/2022		M		13,940	A	(1)	170,279	D	
Common Stock	03/15/2022		A		22,341	A	(5)	192,620	D	
Common Stock	03/15/2022		M		21,839	A	(6)	214,459	D	
Common Stock	03/15/2022		F		16,998 ⁽²⁾	D	\$2.81 ⁽²⁾	197,461	D	
Common Stock	03/16/2022		M		27,006	A	(1)	224,467	D	
Common Stock	03/16/2022		F		7,089 ⁽²⁾	D	\$2.99 ⁽²⁾	217,378	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					
Restricted Stock Units (RSU)	(1)	03/15/2022		M		13,940	(4)	(4)	Common Stock	13,940	\$0	27,877	D	
Performance-based Restricted Stock Unit (PSU)	(6)	03/15/2022		M		21,839	(6)	(6)	Common Stock	21,839	\$0	0	D	
Restricted Stock Unit (RSU)	(1)	03/16/2022		M		27,006	(3)	(3)	Common Stock	27,006	\$0	54,012	D	

Explanation of Responses:

- RSUs convert into common stock on a one-for-one basis.
- Reflects shares of Common Stock withheld by the Issuer to satisfy tax withholding obligations in connection with the vesting of the RSUs and/or PSUs.
- The RSUs vested as to one-third on March 16, 2021, and the remaining two-thirds of the RSUs vest in four equal semi-annual installments thereafter through March 16, 2023.
- The RSUs vested as to one-third on March 15, 2022 and the remaining two-thirds will vest in four equal semi-annual installments thereafter through March 15, 2024.
- PSUs that convert to Common Stock on a one-for-one basis based on the achievement of financial metrics in each of the 2019, 2020 and 2021 fiscal years established by the Issuer's Compensation Committee of its Board of Directors (Compensation Committee) at the time of grant. The PSUs then vested on March 15, 2022. Any unearned shares were forfeited.
- PSUs that convert to Common Stock on a one-for-one basis based on the achievement of the Issuer's total shareholder return (TSR) for the 3-year period ended December 31, 2021 compared to TSR goals established by the Compensation Committee at the time of grant based on the TSR of a group of peer companies identified by the Compensation Committee. The PSUs then vested on March 15, 2022. Any unearned shares were forfeited.

Patrick Macken, Attorney-in-Fact 03/17/2022

** 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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