SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

Polizzi Peter	2. Date of Even Requiring State Month/Day/Yea 08/15/2013	ment	3. Issuer Name and Ticker or Trac SONUS NETWORKS		NS]		
(Last) (First) (Middle) C/O SONUS NETWORKS, INC. 4 TECHNOLOGY PARK DRIVE (Street) WESTFORD MA 01886			4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title below) VP, Global Serv	10% Owne Other (spec below)	r cify 6.	Ionth/Day/Year) Individual or Joint pplicable Line) X Form filed b	ate of Original Filed /Group Filing (Check y One Reporting Person y More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Common Stock			25,000	D			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversio or Exercis	e Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Common Stock	(1)	12/15/2021	Common Stock	43,750	2.4	D	
Common Stock	(2)	03/15/2022	Common Stock	6,667	2.89	D	
Common Stock	(3)	03/15/2023	Common Stock	50,000	2.51	D	
Common Stock	(4)	06/17/2023	Common Stock	100,000	3.3	D	

Explanation of Responses:

1. The shares underlying this option vest in equal monthly increments through November 30, 2015.

2. The shares underlying this option vest in equal monthly increments through March 15, 2016.

3. 25% of the shares underlying this option vests on March 15, 2014. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through March 15, 2017.

4. 25% of the shares underlying this option vests on June 17, 2014. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through June 17, 2017.

Remarks:

<u>Peter Polizzi</u>

08/15/2013

** 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 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.