

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

August 8, 2002

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)

SONUS NETWORKS, INC.  
(Exact Name of Registrant as Specified in its Charter)

DELAWARE

000-30229

04-3387074

(State or Other Jurisdiction  
of Incorporation)

(Commission File Number)

(IRS Employer  
Identification No.)

5 CARLISLE ROAD, WESTFORD, MASSACHUSETTS 01886  
(Address of Principal Executive Offices) (Zip Code)

(978) 692-8999  
(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS.

A copy of Sonus' press release, dated August 8, 2002, announcing the reduction of its worldwide workforce, is attached as Exhibit 99.1 hereto and incorporated by reference herein.

The press release filed as an exhibit to this report includes "safe harbor" language pursuant to the Private Securities Litigation Reform Act of 1995, as amended, indicating that certain statements about Sonus' business contained in the press release are "forward-looking" rather than "historic." The press release also states that these and other risks relating to Sonus' business are set forth in the documents filed by Sonus with the Securities and Exchange Commission.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) EXHIBIT

99.1 Press release dated August 8, 2002 announcing the reduction of Sonus' worldwide workforce.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 9, 2002

SONUS NETWORKS, INC.

By:

/s/ Stephen J. Nill

Stephen J. Nill

Chief Financial Officer, Vice President of  
Finance and Administration and Treasurer

(Principal Financial and Accounting Officer)

FOR IMMEDIATE RELEASE

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## SONUS NETWORKS ANNOUNCES REDUCTION IN WORKFORCE

WESTFORD, MASS., AUGUST 8, 2002 - Sonus Networks (Nasdaq: SONS) today announced that as part of its ongoing cost reduction initiatives in the currently challenging telecommunications environment, the Company is reducing its worldwide workforce, presently 492 employees, by approximately 85 personnel or 17%.

In connection with the workforce reduction, the Company expects to record a restructuring charge of approximately \$3 million in Q3 FY2002, primarily representing severance expenses and charges associated with excess facilities.

"While these workforce reductions are difficult for all involved, today's actions reflect one of our key priorities - preserving the financial strength of our business," said Hassan Ahmed, president and CEO, Sonus Networks. "We remain committed to delivering technologies and solutions that lead the industry, broadening our customer base, and providing our customers with unmatched service and support."

## CONFERENCE CALL INFORMATION

Sonus Networks will host a conference call and webcast for investors on Thursday, August 8, beginning at 4:45 pm EDT. Sonus' president and CEO Hassan Ahmed and CFO Steve Nill will provide brief comments on today's news, followed by an opportunity for investors to ask questions. To listen via telephone, please call 1-800-774-8574 or 1-212-896-6100. To listen via the Internet, visit the Sonus Networks Investor Site at <http://www.sonusnet.com/investor.cfm>.

A telephone playback of the call will be available following the conference and can be accessed by calling 1-800-633-8284 or 1-402-977-9140. The reservation number for the replay is 20816147. The telephone playback will be available through Thursday, August 22, 2002. The webcast will be available on the Sonus Networks Investor Relations site through Thursday, August 22, 2002. To access the replay of the webcast, visit <http://www.sonusnet.com/investor.cfm>.

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## ABOUT SONUS NETWORKS

Sonus Networks, Inc., is a leading provider of packet voice infrastructure products for the new public network. With its Open Services Architecture(TM) (OSA), Sonus delivers end-to-end solutions addressing a full range of carrier applications, including trunking, residential access and Centrex, tandem switching, and IP voice termination, as well as enhanced services. Sonus' award-winning voice infrastructure solutions, including media gateways, softswitches and network management systems, are deployed in service provider networks worldwide. Sonus, founded in 1997, is headquartered in Westford, Massachusetts. Additional information on Sonus is available at <http://www.sonusnet.com>.

This release may contain projections or other forward-looking statements regarding future events or the future financial performance of Sonus that involve risks and uncertainties. Readers are cautioned that these forward-looking statements are only predictions and may differ materially from actual future events or results. Readers are referred to Sonus' Quarterly Report on Form 10-Q, dated May 10, 2002 and filed with the SEC, which identifies important risk factors that could cause actual results to differ from those contained in the forward-looking statements. These risk factors include, among others, the adverse effect of recent developments in the telecommunications industry, the weakened financial position of many emerging service providers, Sonus' ability to grow its customer base, dependence on new product offerings, market acceptance of its products, rapid technological and market change and manufacturing and sourcing risks.

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OPEN SERVICES ARCHITECTURE IS A TRADEMARK OF SONUS NETWORKS. ALL OTHER TRADEMARKS, SERVICE MARKS, REGISTERED TRADEMARKS, OR REGISTERED SERVICE MARKS ARE THE PROPERTY OF THEIR RESPECTIVE OWNERS.