FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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)

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

2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* (Check all applicable) Ribbon Communications Inc. [RBBN] Swade Michael R. Director Officer (give title Other (specify below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Dav/Year) **EVP Global Sales** 06/15/2018 C/O RIBBON COMMUNICATIONS INC. 4 TECHNOLOGY PARK DRIVE 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) X Form filed by One Reporting Person **WESTFORD** 01886 MA Form filed by More than One Reporting Person (City) (State) (qiZ) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of Securities Beneficially Owned Following 4. Securities Acquired (A) or 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 6. Ownership 7. Nature of Transaction Code (Instr. Form: Direct (D) or Indirect Indirect Beneficial Execution Date. Disposed Of (D) (Instr. 3, 4 and (Month/Day/Year) if any (Month/Day/Year) 8) (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Code Price Amount (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Numbei 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 11. Nature 2. Conversion Derivative Transaction Code (Instr. Derivative **Execution Date Expiration Date** of Securities derivative Ownership of Indirect Security if any (Month/Day/Year) Security (Instr. 3) or Exercise Price of (Month/Day/Year) Derivative (Month/Day/Year) Underlying Derivative Securities Form: Beneficial 8) Direct (D) Security (Instr. 3 and (Instr. 5) Beneficially Ownership Securities Acquired (A) or Disposed Owned Following Derivative or Indirect (Instr. 4) Reported of (D) (Instr. 3, 4 and 5)

Explanation of Responses:

- 1. Each restricted stock unit represents a contingent right to receive one share of Ribbon Communications Inc. common stock.
- 2. The restricted stock units vest over a three-year period as follows: one-third of the restricted stock units shall vest on June 15, 2019, and the remaining two-thirds of the restricted stock units shall vest in four equal, semi-annual installments thereafter through June 15, 2021.

Date Exercisable

Expiration

(2)

Date

Title

Stock

Remarks:

Restricted

Units

(RSUs)

Michael R. Swade

Amount or Number of Shares

50,000(1)

\$<mark>0</mark>

06/19/2018

Transaction(s) (Instr. 4)

50,000

D

** 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).

06/15/2018

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

(A)

50,000

(D)

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.