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

England Gale E.	2. Date of Event Requiring State (Month/Day/Yea 04/22/2010	ment	3. Issuer Name and Ticker or Trading Symbol SONUS NETWORKS INC [SONUS]							
(Last) (First) (Middle) C/O SONUS NETWORKS, INC.			4. Relationship of Reporting Perso (Check all applicable) Director		10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)			
7 TECHNOLOGY PARK DRIVE			below)	Officer (give title below) VP, Product Oper	Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street) WESTFORD MA 01886			VP, Produc	ct Oper	rations		Х	,	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)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock			45,980		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 Securit Underlying Derivative Security			4. Conver or Exer Price of	sion cise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiratio Date	n Title		Amount or Number of Shares	Derivative Security		or Indirect (I) (Instr. 5)		
Employee Stock Option (right to buy)	(1)	04/29/2015	5 Common Stoc	k	128,500	3.4	4	D		
Employee Stock Option (right to buy)	(2)	08/15/2017	7 Common Stoc	k	70,000	5.6	4	D		

Explanation of Responses:

1. The option originally covered 150,000 shares and vested as to 25% of the shares on March 14, 2006. The remaining 75% of the shares vested in equal monthly increments until fully vested on March 14, 2009.

2. 25% of the shares underlying this option vested on August 15, 2008. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through August 15, 2011.

Remarks:

Gale E. England

04/29/2010

Date

** Signature of Reporting Person

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.

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