EXTREME NETWORKS INC

Form 4

August 17, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * Gault Robert J

(Last) (First) (Middle)

145 RIO ROBLES

(Street)

SAN JOSE, CA 95134

Security

2. Issuer Name and Ticker or Trading

Symbol

EXTREME NETWORKS INC [EXTR]

3. Date of Earliest Transaction (Month/Day/Year)

08/15/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

below) EVP Worldwide Sales Services a

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

Form: Direct (D) or Indirect (I) (Instr. 4)

6. Ownership 7. Nature of Indirect Beneficial Ownership (Instr. 4)

Transaction(s) (Instr. 3 and 4)

or Code V Amount (D) Price

(A)

Common 08/15/2016 Stock

7,440 F (1)

D \$4 163,144 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and	Secu
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of
Performance Shares	\$ 0	08/15/2016		A	80,000	08/15/2017(2)	08/15/2019	Common Stock	80
RSU Award	\$ 0	08/15/2016		A	80,000	08/15/2017(4)	08/15/2019	Common	80

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Gault Robert J 145 RIO ROBLES SAN JOSE, CA 95134

EVP Worldwide Sales Services a

Signatures

Quentin Wright, Power of Attorney 08/17/2016

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- The reporting person was granted 80,000 RSUs on August 15, 2015, which vest annually over 3 years in equal installments with the first vesting date on August 15, 2016. On August 15, 2016 a total of 27,200 shares vested. 7440 shares represents the aggregate number of shares of Issuer common stock withheld for payment of the tax liability incident to the vesting of the RSUs issued in accordance with Rule 16b-3.
 - Performance based RSU shares vest once the Company's stock equals or exceeds \$5.00 for 30 consecutive trading days after January 1, 2017 ("Performance Threshold"). Once Performance Threshold is satisfied the Performance-Based RSUs shall vest with respect to the
- (2) number of Time-Based RSUs that have vested as of the date the Performance Threshold is satisfied and thereafter shall vest on the same schedule as the Time-Based RSUs (see footnote #4 below). If threshold is not met by the third anniversary of the grant date the award is terminated for no consideration.
- (3) Column 8 is not an applicable reportable field.
- (4) This Time Based RSU award vests from the original grant date as to 1/3 on the one year anniversary and 1/12 each quarter thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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