

JUNIPER NETWORKS INC
Form 8-K
August 31, 2017

UNITED STATES
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

Date of Report (Date of Earliest Event Reported): August 29, 2017

Juniper Networks, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

001-34501
(Commission

File Number)

770422528
(I.R.S. Employer

Identification No.)

1133 Innovation Way,
Sunnyvale, California **94089**
(Address of principal executive offices) **(Zip Code)**
Registrant's telephone number, including area code: (408) 745-2000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) The Compensation Committee (the Committee) of the Board of Directors of Juniper Networks, Inc. (the Company) annually reviews the Company's form of change of control agreement and form of severance agreement.

On August 29, 2017, the Committee completed its regular annual review of both the Company's form of change of control agreement, which is due to expire pursuant to its terms on January 1, 2018, and form of severance agreement, which is due to expire pursuant to its terms on January 1, 2019. As part of this annual review, and upon the recommendation of the Committee's independent compensation consultant, the Committee approved (i) an updated form of change of control agreement (the Change of Control Agreement) and the use of such agreement for Rami Rahim, the Company's Chief Executive Officer, and certain members of the Company's senior management, including Ken Miller, Vincent Molinaro and Pradeep Sindhu, and (ii) an updated form of severance agreement (the Severance Agreement) and the use of the Severance Agreement for Mr. Rahim and certain members of the Company's senior management, including Messrs. Miller, Molinaro and Sindhu.

The Change of Control Agreement will replace the existing change of control agreements for such officers and members of senior management and includes, among other things, the following changes: (i) a change to the expiration date from January 1, 2018 to January 1, 2021, (ii) a change in the timing of initial eligibility to receive severance benefits for covered terminations from 4 months after a change of control to immediately following a change of control, (iii) a change to the payment in lieu of continuation of benefits (the Benefits Payment) from \$36,000 to 12 multiplied by the employee's monthly premium cost for coverage pursuant to the Consolidated Omnibus Budget Reconciliation Act of 1985, as amended, based on the employee's benefit plan elections in place as of the date of the employee's termination of employment (the Annual Benefit Amount), (iv) a revision to the matters carved out of the release of claims employees execute in connection with receipt of their severance benefits, and (v) the addition of a non-disparagement provision to the release of claims.

The Severance Agreement will replace the existing severance agreements for such officers and members of senior management and includes, among other things, the following changes: (i) a change to the expiration date from January 1, 2019 to January 1, 2021 to align to the expiration of the Change of Control Agreement, (ii) the addition of a form of release of claims as an exhibit to the Severance Agreement, similar to the one used in the Change of Control Agreement, (iii) a change to the Benefits Payment from \$18,000 to the Annual Benefit Amount, (iv) an extension of severance benefits to resignations for Good Reason (as defined in the Severance Agreement), and (v) the addition as a severance benefit of the payment of an employee's annual bonus (pro-rated for time spent at the Company during the year) based on actual performance.

The foregoing summaries of the Change of Control Agreement and Severance Agreement do not purport to be complete and are qualified in their entirety by reference to the text of the agreements, which are attached as Exhibits 10.1 and 10.2, respectively, and are incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibits are filed herewith:

Exhibit	Description
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No.

- 10.1 Form of Change of Control Agreement for Certain Officers, approved for use on August 29, 2017
- 10.2 Form of Severance Agreement for Certain Officers, approved for use on August 29, 2017

SIGNATURES

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.

Juniper Networks, Inc.

August 31, 2017

By: /s/ Brian M. Martin

Name: Brian M. Martin

Title: Senior Vice President and General Counsel

EXHIBIT INDEX
Exhibit

No.	Description
10.1	<u>Form of Change of Control Agreement for Certain Officers, approved for use on August 29, 2017</u>
10.2	<u>Form of Severance Agreement for Certain Officers, approved for use on August 29, 2017</u>
	<p>GUARANTY BANK AND TRUST COMPANY, STATE CHARTERED BANK4\$841,150.000.31%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA GUARANTY FEDERAL MORTGAGE, LLC2\$538,000.000.2%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HARBOR COMMUNITY BANK, STATE CHARTERED BANK4\$709,758.900.26%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HARTFORD FINANCIAL SERVICES INC., AN ILLINOIS CORPORATION1\$182,000.000.07%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HEARTLAND HOME MORTGAGE, LLC, A MICHIGAN LIMITED LIABILITY1\$132,000.000.05%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HEARTLAND HOME MORTGAGE, LLC, A MICHIGAN LIMITED LIABILITY C3\$544,880.000.2%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HI-TECH MORTGAGE, INC, AN ARIZONA CORPORATION2\$291,900.000.11%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HOME FINANCING INC, A CALIFORNIA CORPORATION2\$610,000.000.22%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HOME FINANCING INC, A CALIFORNIA CORPORATION1\$360,000.000.13%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HOME USA MORTGAGE, INC, A TEXAS CORPORATION4\$796,396.700.29%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HOMELINK MORTGAGE INC, A WASHINGTON CORPORATION1\$496,000.000.18%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HOMES MORTGAGE, LLC, A MINNESOTA LIMITED LIABILITY COMPANY5\$1,038,418.820.38%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HOMESTAR MORTGAGE INC, A RHODE ISLAND CORPORATION4\$728,950.000.27%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HOMETOWN LENDERS LLC, AN ALABAMA LIMITED LIABILITY COMPANY1\$256,410.000.09%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HOMETOWN MORTGAGE COMPANY INC, A TEXAS CORPORATION1\$412,379.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HOMEWAY MORTGAGE LLC1\$312,000.000.11%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HORIZON BANK, SSB1\$417,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA HUNTER LENDING LLC, A COLORADO CORPORATION1\$417,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA I3 LENDING, INC, A PENNSYLVANIA CORPORATION2\$352,918.890.13%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA IAB FINANCIAL BANK, A FEDERALLY CHARTERED SAVINGS BANK1\$150,850.000.06%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA IAB FINANCIAL BANK, FEDERALLY CHARTERED SAVINGS BANK2\$326,526.790.12%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA ICC MORTGAGE SERVICES, A NEW YORK</p>

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CORPORATION1\$330,300.000.12%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA ICM REAL ESTATE INC, A CALIFORNIA
CORPORATION3\$971,550.000.36%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA INDEPENDENT BANK5\$1,130,390.000.41%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA INLAND VALLEY HOME LOAN, INC., A CALIFORNIA
CORPORATION1\$315,000.000.12%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA INTEGRITY FINANCIAL SERVICES OF TAMPA BAY, INC., A FLORIDA
C2\$448,000.000.16%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA INTEGRITY MORTGAGE & FINANCIAL INC, A COLORADO
CORPORATION2\$554,500.000.2%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA J & P REAL ESTATE SERVICES INC, A CALIFORNIA
CORPORATION1\$285,000.000.1%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA JEBSEN FUNDING, INC., A CALIFORNIA
CORPORATION1\$320,000.000.12%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA JJST CORPORATION, A CALIFORNIA
CORPORATION1\$413,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA JTL BUSINESS GROUP INC, A CALIFORNIA
CORPORATION1\$337,000.000.12%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA K & B CAPITAL CORP, A FLORIDA
CORPORATION2\$411,500.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA K&B CAPITAL CORP, A FLORIDA
CORPORATION2\$580,200.000.21%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA KEYS FEDERAL CREDIT UNION, CREDIT UNION2\$354,842.000.13%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA KM CAPITAL MANAGEMENT INC., AN ALASKA
CORPORATION1\$408,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA KOHLER CREDIT UNION, CREDIT UNION5\$879,900.000.32%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA KRKABOB INCORPORATED, A CALIFORNIA
CORPORATION1\$249,900.000.09%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA KRKABOB INCORPORATION, A CALIFORNIA
CORPORATION1\$400,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA KS STATEBANK, A KANSAS
CORPORATION1\$180,000.000.07%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA L ALLEY LOANS, INC, A CALIFORNIA
CORPORATION3\$869,389.000.32%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LAKEVIEW MORTGAGE BANKERS CORP, A NEW YORK
CORPORATION1\$417,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LANGDON MORTGAGE COMPANY INC, AN I NDIANA
CORPORATION1\$241,400.000.09%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LARABY FINANCIAL GROUP INC, A TEXAS
CORPORATION2\$473,600.000.17%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LARABY FINANCIAL GROUP, INC., A TEXAS
CORPORATION1\$189,738.230.07%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LBE INC, A NEVADA
CORPORATION1\$272,000.000.1%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LEIGH KENDALL CORP, A GEORGIA
CORPORAITON1\$294,500.000.11%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LEIGH KENDALL CORP, A GEORGIA
CORPORATION1\$165,000.000.06%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LEND SMART MORTGAGE, LLC, A LIMITED LIABILITY

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COMPANY1\$374,300.000.14%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LEND TO AMERICA INC, A CALIFORNIA
CORPORATION1\$416,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LEND TO AMERICA INC, A CALIFORNIA
CORPORATION1\$355,300.000.13%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LENDING SOLUTIONS, INC, DBA LSI MORTGAGE PLUS, A GEORGIA
COR1\$311,125.000.11%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LENDING SOLUTIONS, INC. DBA LSI MORTGAGE PLUS, A GEORGIA
COR4\$1,293,020.000.47%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LIBERTY MORTGAGE LENDING INC, A FLORDIA
CORPORATION1\$304,000.000.11%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LIBERTY MORTGAGE LENDING INC, A FLORIDA
CORPORATION5\$1,523,700.000.56%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LOANLEADERS OF AMERICA INC, A CALIFORNIA
CORPORATION3\$856,000.000.31%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LOANLEADERS OF AMERICA INC, A CALIFORNIA
CORPORATION2\$967,024.500.35%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LUND MORTGAGE TEAM, INC., AN ARIZONA
CORPORATION1\$368,000.000.13%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA LYONS MORTGAGE SERVICES, INC., A NEW YORK
CORPORATION1\$163,000.000.06%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA M2 LENDING SOLUTIONS, LLC, A COLORADO LIMITED LIABILITY
COMP2\$706,488.140.26%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MAC5 MORTGAGE INC, A COLORADO
CORPORATION8\$1,950,900.000.71%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MAIN STREET BANK, A MICHIGAN CHARTERED
BANK1\$400,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MAPS CREDIT UNION3\$601,710.000.22%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MAS ASSOCIATES LLC, A MARYLAND LIMITED LIABILITY
COMPANY3\$811,200.000.3%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MATTAMY HOME FUNDING LLC, A FLORIDA LIMITED LIABILITY
COMPAN1\$189,564.000.07%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MATTAMY HOME FUNDING, LLC, A FLORIDA LIMITED LIABILITY
COMP1\$251,387.000.09%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MATTAMY HOME FUNDING, LLC, A FLORIDA LIMITED LIABILITY
COMPA14\$3,372,710.401.23%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MATTAMY HOOME FUNDING, LLC, A FLORIDA LIMITED LIABILITY
COMP1\$162,460.000.06%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MBS CAPITAL GROUP INC, A CALIFORNIA
CORPORATION1\$388,000.000.14%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MCJAB INC, A CALIFORNIA
CORPORATION1\$417,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MDKJR2 INC. , A TEXAS
CORPORATION2\$500,950.000.18%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MERIDIAN HOME MORTGAGE CORPORATION, A MARYLAND
CORPORATION1\$274,486.000.1%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA METRO PHOENIX FINANCIAL SERVICES, LLC1\$197,000.000.07%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA METROPOLITAN FINANCIAL MORTGAGE COMPANY, A MINNESOTA
CORORAT1\$172,900.000.06%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA METROPOLITAN FINANCIAL MORTGAGE COMPANY, A MINNESOTA

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CORPORA2\$696,755.000.25%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA METROPOLITAN HOME MORTGAGE, INC., A CALIFORNIA CORPORATION5\$1,767,417.870.65%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MEYERS FUNDING, INC, A COLORADO CORPORATION2\$512,000.000.19%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MFG FUNDING INC, A CALIFORNIA CORPORATION1\$417,000.000.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MFG FUNDING INC, A CALIFORNIA CORPORATION1\$381,000.000.14%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MICHIGAN UNITED MORTGAGE LLC, A MICHIGAN LIMITED LIABILITY C4\$1,025,500.000.37%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MID VALLEY SERVICES, INC., A CALIFORNIA CORPORATION1\$228,000.000.08%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MILLENNIUM BANK, AN ILLINOIS CORPORATION1\$279,164.510.1%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MINNESOTA LAKES BANK, STATE CHARTERED BANK1\$176,700.000.06%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MLS MORTGAGE LENDING SOLUTIONS LLC, A TEXAS LIMITED LIABILITY1\$130,000.000.05%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MORTGAGE ATLANTA LLC, A GEORGIA LIMITED LIABILITY COMPANY4\$1,110,557.260.41%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA MORTGAGE BROKERS SERVICES, INC, A WASHINGTON CORPORATION1\$130,000.000.05%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00N