F5 NETWORKS INC

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 9/7/2001 For Period Ending 8/31/2001

Address 401 ELLIOT AVE WEST STE 500

SEATTLE, Washington 98119

Telephone 206-272-5555 CIK 0001048695

Industry Computer Networks

Sector Technology

Fiscal Year 09/30



FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

OMB APPROVAL

OMB NUMBER: 3235-0287 EXPIRES: DECEMBER 31, 2001 ESTIMATED AVERAGE BURDEN HOURS PER RESPONSE...........0.5

(Print or Type Responses)

1. Name and Address of Reporting Person* GOLDMAN, STEVEN				2. Issuer Name and Ticker or Trading Symbol 6. F5 NETWORKS, INC. (FFIV)					Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner		
(Last) (First) (Middle) C/O F5 NETWORKS, INC. 401 ELLIOTT AVENUE WEST (Street) SEATTLE, WA 98119		3.	Number	Identification of Reporting		4. Statement Month/Year AUGUST 200	:)1		X Oth	er (specify	
		_	(VOIUIII	uncary		5. If Amendme Date of Or (Month/Yea	nt, iginal		PRESIDENT OF	SALES	
	(State)		_					7.	(Check Appl X Form Repor Form One F	or Joint/Group icable Line) filed by One ting Person filed by More eporting Perso	than on
	TABL	E I NON-DER	IVATIV	E SECURI	TIES AC	QUIRED, D	SPOSED OF, OR				
1. Title of Security (Instr. 3)		action	a c C c	3. Trans- 4. Securities Acquiaction or Disposed of (Code (Instr. 3, 4 and (Instr. 8)			(D) Secur d 5) Benef Owned End c		ies ially	(D) or Indirect	Indirect Beneficia
		Year) Co				(A) or (D)				(Instr. 4)	
COMMON STOCK		08/20/01	S		5,000	D	\$14.20			D	
COMMON STOCK		08/20/01	S		2,500	D	\$14.23			D	
COMMON STOCK		08/20/01	S		2,500	D	\$14.24			D	
COMMON STOCK		08/20/01	S		2,500	D	\$14.25			D	
COMMON STOCK		08/20/01			2,500		\$14.30		4,360	D	

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).

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 CONTROL NUMBER.

(Over)

SEC 1474 (3-99)

FORM 4 (CONTINUED)		CALLS, WARRAN	NTS, OPTIONS, CONV	ERTIBLE S	SECURITIE	S)		
1. Title of Derivative Security (Instr. 3)	2. Conver- 3. Tra sion or act Exercise Dat Price of (Mc Deriv- Day	s- 4. Trans- on action Code	5. Number of	6. Date cisa Exp: Date (Mon	e Exer- able and iration e nth/Day/	7. Title of Un Secur (Inst	and Amount derlying	
			(A) (D)	Date - Exer-	tion	Title	Amount or Number of Shares	
			(A) (D)					
derivative Securities Beneficially	O. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Natu Indi Benei Ownei (Inst	re of rect ficial rship					
Explanation of Responses								
**Intentional misstateme	nts or omissions of f		e Federal Criminal	Violatio	ons.		teven Goldmar	

**Signature of Reporting Person Date

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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End of Filing



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