F5 NETWORKS INC

FORM 3

(Initial Statement of Beneficial Ownership)

Filed 6/3/1999 For Period Ending 6/3/1999

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Industry Computer Networks

Sector Technology

Fiscal Year 09/30



FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549 OMB APPROVAL

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

3235-0104 Expires: December 31, 2001 Estimated average burden

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 hours per response 0.5 (Print or Type Responses) Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* 2. Date of Event Re-4. Issuer Name AND Ticker or Trading Symbol quiring Statement (Month/Day/Year) F5 NETWORKS, INC. (FFIV) Britannia Holdings Limited (First) (Middle) June 3, 1999 5. Relationship of Reporting Person(s) 6. If Amendment, Date (Last) to Issuer (Check all applicable) of Original X 10% Owner 3. IRS or Social Se-Director (Month/Day/Year) P.O.Box 556 curity Number of Officer (give title below) Other (specify -----below) 7. Individual or Main Street Reporting Person (Voluntary) (Street) Joint/Group Filing (Check Applicable Line) Form filed by One X Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) TABLE I -- NON-DERIVATIVE SECURITIES BENEFICIALLY OWNED 2. Amount of Securities 3. Ownership 4. Nature of Indirect Beneficial Beneficially Owned Form: Direct Ownership (Instr. 5) 1. Title of Security (Instr. 4) (Instr. 4) (D) or Indirect (I) Common Stock 2,475,000 D

* If the form is filed by more than one reporting person, SEE Instruction 5(b)(v).

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(Over)

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

FORM 3 (CONTINUED) TABLE II - DERIVATIVE SECURITIES BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)								
1. Title of Derivative Security (Instr. 4)	2. Date Exer- 3. Title and Amount cisable and Underlying Deriv Expiration (Instr. 4) Date (Month/Day/ Year)					sion or Exercise Price of Deri- vative Security	5. Owner- ship Form of Deriv- ative Security Direct	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exer- cisable	Expir- ation Date	Title		Amount or Number of	Becarrey	(D) or Indirect (I)	
					Shares		(Instr. 5)	
Warrant	8/5/97 	8/5/2002 	Common S		600,000 	\$0.50	D	
Warrant	3/21/97	3/21/2002	Common S		100,000	\$0.64	D	
Warrant		11/19/2002	Common S		1,125,000	\$0.80		
Explanation of Responses:								
-								
				/s/	Patrick Adri			June 3, 1999
**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).				I	BRITANNIA HOL ts Director ignature of R	DINGS LIMITE		Date
Note: File three copies of this SEE Instruction 6 for proc		E which must be	e manually s	signed	. If space is	insufficier	ıt,	

End of Filing



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