

# F5 NETWORKS INC

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 3/8/2001 For Period Ending 2/28/2001

|             |  |
|-------------|--|
| Address     | 401 ELLIOT AVE WEST STE 500<br>SEATTLE, Washington 98119 |
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| CIK         | 0001048695   |
| Industry    | Computer Networks  |
| Sector      | Technology   |
| Fiscal Year | 09/30  |

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

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|  |         |          |  |  |   |  |
|--|---------|----------|--|--|---|--|
| 1. Name and Address of Reporting Person* |         |          | 2. Issuer Name and Ticker or Trading Symbol                      |  | 6. Relationship of Reporting Person(s) to Issuer (check all applicable)   |  |
| AMDAHL, CARL                             |         |          | F5 NETWORKS, INC. (ffiv)   |  | <input checked="" type="checkbox"/> Director 10% Owner<br><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (specify below)<br><input type="checkbox"/> (give title below) |  |
| (Last)                                   | (First) | (Middle) | 3. IRS or Social Security Number of Reporting Person (Voluntary) |  | 4. Statement for Month/Year   |  |
| 48468                                    | AVALON  | HEIGHTS  | TERRACE  |  | FEBRUARY 2001   |  |
| (Street)                                 |         |          |  |  | 5. If Amendment, Date of Original (Month/Year)  |  |
| FREEMONT,                                | CA      | 94539    |  |  |   |  |
| (City)                                   | (State) | (Zip)    |  |  | 7. Individual or Joint/Group Filing (check applicable line)   |  |
|  |         |          |  |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More Than One Reporting Person   |  |

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|---------------------|---|---|--|--|
|                                 |                                      |                     | Amount (A) or Price (D)   |   |  |  |
| COMMON STOCK                    | 02/13/01                             | M                   | 18,000  | A \$0.50  | 46,000   | 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).

(Over)  
SEC 1474 (3-99)

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.

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) | 8. Price of Derivative Security<br>(Instr. 5) |                            |
|---|--|---|-----------------------------------|---|---|--|---|----------------------------|
|   |  |   |                                   |   | Date Exercisable  | Expiration Date  | Title   | Amount or Number of Shares |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY)     | \$0.50   | 02/13/01                                | M                                 | 18,000  | 05/11/08  | COMMON STOCK   | 18,000  |                            |

| 9. Number of Derivative Securities Beneficially Owned at End of Month<br>(Instr. 4) | 10. Ownership Form of Derivative Security:<br>Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|---|--|---|
| 28,000  | D  |   |

Explanation of Responses:

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ CARL AMDAHL 3/5/01  
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\*\*Signature of Reporting Person Date

Note: File three copies of this Form, one of which must be manually signed.  
If space provided 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.

**End of Filing**



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