

Touray Mahawa Vanessa
Form 4
March 07, 2018

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
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Touray Mahawa Vanessa

(Last) (First) (Middle)

350 LEGGET DRIVE, OTTAWA,
A6

(Street)

K2K 2W7

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

MITEL NETWORKS CORP [MITL]

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

02/28/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)

Senior Vice President, Finance

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ 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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Shares	03/05/2018		M	775 A	\$ 0 7,369	D	
Common Shares	03/05/2018		M	1,750 A	\$ 0 9,119	D	
Common Shares	03/06/2018		S	1,190 (1) D	\$ 8.0086 7,929	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)

number.

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

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	(2)	02/28/2018		A	45,000 (3)	(2) (2)	Common Shares 45,000
Restricted Stock Units	\$ 0	03/05/2018		M	775	(4) 03/05/2022	Common Shares 775
Restricted Stock Units	\$ 0	03/05/2018		M	1,750	(5) 03/04/2023	Common Shares 1,750

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Touray Mahawa Vanessa 350 LEGGET DRIVE OTTAWA, A6 K2K 2W7	Senior Vice President, Finance

Signatures

/s/Vanessa Mahawa Kanu 03/07/2018

**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).
- (1) Represents the automatic withholding of Common Shares to satisfy tax withholding obligations in connection with the vesting of RSUs.
- (2) Represents 45,000 Common Shares underlying 45,000 RSUs granted on February 28, 2018. These RSUs vest in four equal installments annually starting February 28, 2019.
- (3) The late filing of this equity award is due to a clerical error.
- (4)

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Represents 2,325 Common Shares underlying 2,325 RSUs granted to Ms. Touray on March 5, 2015. These RSUs will vest as follows: (i) 775 of the RSUs will vest on March 5, 2017; (ii) 775 of the RSUs will vest on March 5, 2018; and (iii) 775 of the RSUs will vest on March 5, 2019.

- Represents 7,000 Common Shares underlying 7,000 Restricted Stock Units ("RSUs") granted to Ms. Touray on March 4, 2016. These
- (5) RSUs will vest as follows: (i) 1,750 of the RSUs will vest on March 4, 2017; (ii) 1,750 of the RSUs will vest on March 4, 2018; (iii) 1,750 of the RSUs will vest on March 4, 2019; and (iv) 1,750 of the RSUs will vest on March 4, 2020.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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