

MITEL NETWORKS CORP

Form 3

December 21, 2016

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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

(Print or Type Responses)

1. Name and Address of Reporting
Person *McCarthy Michael William
(Last) (First) (Middle)

350 LEGGET DRIVE

(Street)

OTTAWA, A6 K2K 2W7

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
12/20/20163. Issuer Name and Ticker or Trading Symbol
MITEL NETWORKS CORP [MITL]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)

See Remarks

5. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Shares

2,653

D

A

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

SEC 1473 (7-02)

**Persons who 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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Options (Common Shares)	Â (1)	03/05/2022	Common Shares	8,250	\$ 9.7	D	Â
Options (Common Shares)	Â (2)	04/03/2021	Common Shares	7,500	\$ 10.11	D	Â
Options (Common Shares)	Â (3)	09/27/2020	Common Shares	20,000	\$ 5.91	D	Â
Restricted Stock Units	Â (4)	Â (4)	Common Shares	6,500	\$ (4)	D	Â
Restricted Stock Units	Â (5)	Â (5)	Common Shares	5,813	\$ (5)	D	Â
Restricted Stock Units	Â (6)	Â (6)	Common Shares	1,750	\$ (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCarthy Michael William 350 LEGGET DRIVE OTTAWA,Â A6Â K2K 2W7	Â	Â	Â See Remarks	Â

Signatures

/s/ Michael William McCarthy 12/20/2016

__Signature of Reporting Person Date

Explanation of Responses:

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

- 8,250 stock options to purchase common shares ("Common Shares") of Mitel Networks Corporation (the "Company") were granted to
- (1) Mr. McCarthy on March 5, 2015. 515 options vested on June 5, 2015 and are scheduled to vest in approximately equal installments every three months thereafter until March 5, 2019.
- (2) 7,500 stock options to purchase Common Shares of the Company were granted to Mr. McCarthy on April 3, 2014. 468 options vested on July 3, 2014 and are scheduled to vest in approximately equal installments every three months thereafter until April 3, 2018.
- (3) 20,000 stock options to purchase Common Shares of the Company were granted to Mr. McCarthy on September 27, 2013. 1,250 options vested on December 27, 2013 and are scheduled to vest in equal installments every three months thereafter until September 27, 2017.
- Represents 6,500 Common Shares underlying 6,500 Restricted Stock Units ("RSUs") granted to Mr. McCarthy on March 4, 2016. These
- (4) RSUs will vest as follows: (i) 1,625 of the RSUs will vest on March 4, 2017; (ii) 1,625 of the RSUs will vest on March 4, 2018; (iii) 1,625 of the RSUs will vest on March 4, 2019; and (iv) 1,625 of the RSUs will vest on March 4, 2020.
- Represents 5,813 Common Shares underlying 5,813 RSUs granted to Mr. McCarthy on March 5, 2015. These RSUs will vest as follows:
- (5) (i) 1,937 of the RSUs will vest on March 5, 2017; (ii) 1,937 of the RSUs will vest on March 5, 2018; and (iii) 1,939 of the RSUs will vest on March 5, 2019.
- Represents 1,750 Common Shares underlying 1,750 RSUs granted to Mr. McCarthy on April 3, 2014. These RSUs will vest as follows:
- (6) (i) 875 of the RSUs will vest on March 1, 2017; and (ii) 875 of the RSUs will vest on December 15, 2017.

^

Remarks:

Mr. McCarthy's title is Vice President, Investor Relations.

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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