

Ubiquiti Networks, Inc.
Form 4
July 11, 2017

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Moore Benjamin

(Last) (First) (Middle)

2580 ORCHARD PARKWAY

(Street)

SAN JOSE, CA 95131

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Ubiquiti Networks, Inc. [UBNT]

3. Date of Earliest Transaction
(Month/Day/Year)
07/07/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP BUSINESS DEVELOPMENT

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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/07/2017		M ⁽¹⁾		758	A	\$ 0 37,769
Common Stock	07/07/2017		F ⁽²⁾		238	D	\$ 52.45 37,531
Common Stock	07/08/2017		M ⁽¹⁾		635	A	\$ 0 38,166
Common Stock	07/08/2017		F ⁽²⁾		203	D	\$ 52.45 37,963

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

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SEC 1474
(9-02)

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)		8. Price of Derivative Security (Instr. 5)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	(3)	07/07/2017		M		758		(4)	(4)	Common Stock	758	\$ 0
Restricted Stock Unit	(3)	07/08/2017		M		635		(5)	(5)	Common Stock	635	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moore Benjamin 2580 ORCHARD PARKWAY SAN JOSE, CA 95131			VP BUSINESS DEVELOPMENT	

Signatures

/s/ Yi Qian Song,
Attorney-in-Fact

07/11/2017

__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) Shares acquired as a result of vesting of restricted stock units ("RSU") reported on Table II.
- (2) Represents shares withheld to satisfy tax obligations arising out of vesting of RSUs and does not represent a sale by the reporting person.
- (3) Each RSU represents a contingent right to receive one share of Ubiquiti Networks, Inc. common stock.
- (4) The RSUs will vest as follows: 758 RSUs vest on July 7, 2017; 757 RSUs vest on July 7, 2018; and the remaining 757 RSUs vest on July 7, 2019. Vested units will be delivered to the reporting person on each vesting date.

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- (5) The RSUs will vest as follows: 635 RSUs vest on July 8, 2017; 635 RSUs vest on July 8, 2018; 634 RSUs vest on July 8, 2019; and the remaining 634 RSUs vest on July 8, 2020. Vested units will be delivered to the reporting person on each vesting date.

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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