Spooner Steven Edward Form 4 March 05, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

0.5

Estimated average burden hours per response...

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

(Print or Type Responses)

Spooner Steven Edward

1. Name and Address of Reporting Person *

1(b).

			MITEL NETWORKS CORP [MITL]					[MITL]	(Check all applicable)			
(Last) 350 LEGG A6	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2018						Director 10% Owner X Officer (give title Other (specify below)					
				If Amendment, Date Original ed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Tal	ole I - Noi	ı-D	erivative	Secu	rities Acqu	Person ired, Disposed	of, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transact Code (Instr. 8)	ion (4. Securiti or Dispose (Instr. 3, 4	ed of ((D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4	` '	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Shares	03/01/2018			M	1	16,750	A	<u>(1)</u>	203,104	D		
Common Shares	03/02/2018			S		7,913	D	\$ 8.0278	195,191	D		
Common Shares									14,900	I	Held By Registered Retirement Savings Plan For Steven Edward Spooner	

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Held By The Common Ι 5,100 Spooner **Shares** Children Trust (3)

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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	\$ 0	03/01/2018		M	16,750	<u>(1)</u>	03/01/2024	Common Shares	16,750

Reporting Owners

Relationships **Reporting Owner Name / Address**

Director 10% Owner Officer Other

Spooner Steven Edward 350 LEGGET DRIVE OTTAWA, A6 K2K 2W7

Chief Financial Officer

Signatures

Units

/s/ Steven Edward 03/05/2018 Spooner

**Signature of Reporting Date

Person

2 Reporting Owners

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 67,000 Common Shares underlying 67,000 RSUs granted on March 1, 2017. These RSUs vest in four equal installments annually starting March 1, 2018.
- (2) Represents the automatic withholding of Common Shares to satisfy tax withholding obligations in connection with the vesting of RSUs.
 - 5,100 common shares ("Common Shares") of Mitel Networks Corporation (the "Company") are held by the Spooner Children Trust, of which Mr. Spooner is one of three trustees, for the benefit of the children of Mr. Spooner. Mr. Spooner disclaims beneficial ownership of
- which Mr. Spooner is one of three trustees, for the benefit of the children of Mr. Spooner. Mr. Spooner disclaims beneficial ownership of the Common Shares held for the benefit of his children and this report shall not be deemed an admission that Mr. Spooner is a beneficial owner of such shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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