

MITEL NETWORKS CORP  
 Form 3  
 December 21, 2016

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Durow Wesley Dean		(Month/Day/Year)	MITEL NETWORKS CORP [MITL]	
(Last)	(First)	(Middle)	12/20/2016	
350 LEGGET DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
OTTAWA,Â A6Â K2K 2W7			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Chief Marketing Officer	

**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	3,604	D	Â

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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Options (Common Shares)	Â (1)	03/04/2023	Common Shares	49,500	\$ 7.17	D	Â
Options (Common Shares)	Â (2)	05/14/2022	Common Shares	40,000	\$ 8.94	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Shares	40,500	\$ (3)	D	Â
Restricted Stock Units	Â (4)	Â (4)	Common Shares	15,000	\$ (4)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Durow Wesley Dean 350 LEGGET DRIVE OTTAWA,Â A6Â K2K 2W7	Â	Â	Â Chief Marketing Officer	Â

## Signatures

/s/ Wesley Dean  
Durow  
12/20/2016  
Date  
\*\*Signature of Reporting Person

## 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).
- (1) 49,500 stock options to purchase common shares ("Common Shares") of Mitel Networks Corporation (the "Company") were granted to Mr. Durow on March 4, 2016. 3,093 options vested on June 4, 2016 and are scheduled to vest in approximately equal installments every three months thereafter until March 4, 2020.
- (2) 40,000 stock options to purchase Common Shares of the Company were granted to Mr. Durow on May 14, 2015. 2,500 options vested on August 14, 2015 and are scheduled to vest in equal installments every three months thereafter until May 14, 2019.
- (3) Represents 40,500 Common Shares underlying 40,500 Restricted Stock Units ("RSUs") granted to Mr. Durow on March 4, 2016. These RSUs will vest as follows: (i) 10,125 of the RSUs will vest on March 4, 2017; (ii) 10,125 of the RSUs will vest on March 4, 2018; (iii) 10,125 of the RSUs will vest on March 4, 2019; and (iv) 10,125 of the RSUs will vest on March 4, 2020.
- (4) Represents 15,000 Common Shares underlying 15,000 RSUs granted to Mr. Durow on May 14, 2015. These RSUs will vest as follows: (i) 5,000 of the RSUs will vest on May 14, 2017; (ii) 5,000 of the RSUs will vest on May 14, 2018; and (iii) 5,000 of the RSUs will vest on May 14, 2019.

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.