

BALL BENJAMIN
Form 4
December 04, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BALL BENJAMIN

(Last) (First) (Middle)

ONE LETTERMAN
DRIVE, BUILDING C - SUITE 410

(Street)

SAN FRANCISCO, CA 94129

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

MITEL NETWORKS CORP [MITL]

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

11/30/2018

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 below) Other (specify below)

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 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 (Instr. 4)
				(A) or (D)	Price		
Common Shares ⁽¹⁾ ₍₂₎	11/30/2018		D	31,199	D \$ 11.15	0	D

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

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(9-02)

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

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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
Options (Common Shares)	\$ 3.05	11/30/2018		D		18,819		12/23/2011	12/23/2018	Common Shares	18,819
Options (Common Shares)	\$ 3.44	11/30/2018		D		18,131		03/07/2012	03/07/2019	Common Shares	18,131
Options (Common Shares)	\$ 4.22	11/30/2018		D		22,343		03/07/2012	03/07/2019	Common Shares	22,343
Options (Common Shares)	\$ 2.61	11/30/2018		D		21,569		09/06/2012	09/06/2019	Common Shares	21,569
Options (Common Shares)	\$ 3.06	11/30/2018		D		20,194		12/06/2012	12/06/2019	Common Shares	20,194
Options (Common Shares)	\$ 3.94	11/30/2018		D		20,263		03/07/2013	03/07/2020	Common Shares	20,263
Options (Common Shares)	\$ 3.8	11/30/2018		D		20,263		07/01/2013	07/01/2020	Common Shares	20,263
	\$ 4.64	11/30/2018		D		8,588		09/05/2013	09/05/2020		8,588

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Options (Common Shares)								Common Shares	
Options (Common Shares)	\$ 9.58	11/30/2018	D	7,061	12/12/2013	12/12/2020	Common Shares	7,061	
Options (Common Shares)	\$ 8.79	11/30/2018	D	6,909	02/05/2014	02/05/2021	Common Shares	6,909	
Options (Common Shares)	\$ 10.83	11/30/2018	D	6,828	05/20/2014	05/20/2021	Common Shares	6,828	
Options (Common Shares)	\$ 9.96	11/30/2018	D	6,828	08/14/2014	08/14/2021	Common Shares	6,828	
Options (Common Shares)	\$ 9.96	11/30/2018	D	6,972	11/13/2014	11/13/2021	Common Shares	6,972	
Options (Common Shares)	\$ 9.7	11/30/2018	D	966	03/05/2015	03/05/2022	Common Shares	966	
Options (Common Shares)	\$ 8.94	11/30/2018	D	20,000	12/31/2015	05/14/2022	Common Shares	20,000	
Options (Common Shares)	\$ 7.17	11/30/2018	D	10,000	03/04/2017	03/04/2023	Common Shares	10,000	
	<u>5</u>	11/30/2018	D	14,500	<u>5</u>	<u>5</u>		14,500	

Restricted
Stock
Units

Common
Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BALL BENJAMIN ONE LETTERMAN DRIVE BUILDING C - SUITE 410 SAN FRANCISCO, CA 94129	X			

Signatures

/s/ Benjamin
Ball 12/04/2018

 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) On November 30, 2018 (the "Closing Date"), MLN AcquisitionCo ULC (the "Purchaser") acquired all of the outstanding common shares of Mitel Networks Corporation (the "Issuer") under a plan of arrangement under the Canada Business Corporations Act (the "Plan of Arrangement"), and Issuer became a wholly owned subsidiary of the Purchaser, an entity currently owned and controlled by funds affiliated with Searchlight Capital Partners, L.P., a private equity investment group.
 - (2) Pursuant to the Plan of Arrangement, each common share was transferred to the Purchaser in exchange for the right to receive US\$11.15 in cash, without interest and less any applicable withholding taxes.
 - (3) Pursuant to the Plan of Arrangement, options to purchase common shares (the "Options") were accelerated and all Options were cancelled in exchange for the right to receive an amount equal to the excess, if any, of US\$11.15 over the exercise price of such option, less any applicable withholding taxes.
 - (4) Benjamin Ball is a partner of Francisco Partners Management, LLC ("Francisco Partners"), has voting and investment power over the common shares of the Issuer held by Francisco Partners. Mr. Ball expressly disclaims such beneficial ownership except to the extent of any pecuniary interest therein.
 - (5) Represents 14,500 common shares underlying 14,500 restricted stock units. Pursuant to the Plan of Arrangement, each restricted share unit was cancelled in exchange for the right to receive US\$11.15 in cash, less any applicable withholding taxes.

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