

Spooner Steven Edward
 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 *
 Spooner Steven Edward

2. Issuer Name and Ticker or Trading Symbol
 MITEL NETWORKS CORP [MITL]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 350 LEGGET DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/30/2018

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

OTTAWA, A6 K2K 2W7
 (City) (State) (Zip)

4. 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 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)
			Code	V	Amount or Price		
Common Shares ⁽¹⁾ ₍₂₎	11/30/2018		D		\$ 240,404	D	
Common Shares ⁽¹⁾ ₍₂₎	11/30/2018		D		\$ 5,100	I	Held By The Spooner Children Trust ⁽³⁾

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

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SEC 1474 (9-02)

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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. 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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Options (Common Shares)	\$ 4.22	11/30/2018		D	18,750	06/26/2016 06/26/2019	Common Shares 18
Options (Common Shares)	\$ 3.8	11/30/2018		D	21,875	07/01/2017 07/01/2020	Common Shares 21
Options (Common Shares)	\$ 5.73	11/30/2018		D	200,000	10/09/2017 10/09/2020	Common Shares 200
Options (Common Shares)	\$ 10.11	11/30/2018		D	75,000	04/03/2018 04/03/2021	Common Shares 75
Options (Common Shares)	\$ 9.7	11/30/2018		D	99,000	<u>(4)</u> 03/05/2022	Common Shares 99
Options (Common Shares)	\$ 7.17	11/30/2018		D	165,000	<u>(5)</u> 03/04/2023	Common Shares 165
Performance Stock Units	\$ 0	11/30/2018		D	67,000	<u>(7)</u> <u>(7)</u>	Common Shares 67
Performance Stock Units	\$ 0	11/30/2018		D	85,575	<u>(7)</u> <u>(7)</u>	Common Shares 85
Restricted Stock Units	\$ 0	11/30/2018		D	23,325	<u>(9)</u> <u>(9)</u>	Common Shares 23
Restricted Stock Units	\$ 0	11/30/2018		D	67,500	<u>(10)</u> <u>(10)</u>	Common Shares 67
Restricted Stock Units	\$ 0	11/30/2018		D	50,250	<u>(11)</u> <u>(11)</u>	Common Shares 50
Restricted Stock Units	\$ 0	11/30/2018		D	85,575	<u>(12)</u> <u>(12)</u>	Common Shares 85

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Pursuant to the Plan of Arrangement, the unvested Non-Exercisable RSUs were accelerated and became fully vested and exercisable as **(13)** of the Closing Date and each Non-Exercisable RSU was cancelled in exchange for the right to receive US\$11.15 in cash, less any applicable withholding taxes.

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.