

Reiss Gunter
Form 4/A
December 21, 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
burden hours per
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Reiss Gunter

(Last) (First) (Middle)

C/O A10 NETWORKS, INC., 3
WEST PLUMERIA DRIVE

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
A10 Networks, Inc. [ATEN]

3. Date of Earliest Transaction
(Month/Day/Year)
12/03/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)
12/05/2017

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
VP Worldwide Mktg & Bus Dev

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 (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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/03/2017		A	(A) or (D) 30,000 (1)	\$ 0 134,929 (2)	D	

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

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information contained in this form are not
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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)

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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 Underlying Securities (Instr. 3 and 4)
Employee Stock Option (right to buy)	\$ 7.87	12/03/2017		A	75,000	11/23/2017 ⁽³⁾ 12/03/2027	Common Stock 75,000

Reporting Owners

Reporting Owner Name / Address	Relationships
Reiss Gunter C/O A10 NETWORKS, INC. 3 WEST PLUMERIA DRIVE SAN JOSE, CA 95134	Director 10% Owner Officer Other VP Worldwide Mktg & Bus Dev

Signatures

/s/ Robert Cochran, as
Attorney-in-Fact 12/21/2017

____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) Each share is represented by a Restricted Stock Unit ("RSU"). One-fourth (1/4) of the total RSUs will vest on each of the first four (4) anniversaries of the Vesting Commencement Date (11/5/2017), provided that the Reporting Person continues to serve through each vesting date.
- (2) Includes shares acquired by the Reporting Person pursuant to the Issuer's Employee Stock Purchase Plan.
- (3) One-fourth (1/4) of the shares subject to the option will vest on the first anniversary of the Vesting Commencement Date (10/23/2017), and the remaining shares will vest in equal monthly installments over the following 36 months, provided that the Reporting Person continues to serve through each vesting date.

Remarks:

This amendment restates in its entirety the Reporting Person's Form 4 that was filed on December 5, 2017, as amended on December 5, 2017.

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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