FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

|  |   |      |   |  | or Sec   | tion 30(n) | or the  | investmer    | it Con | npany Act (   | Of 194                | 40  |   |                   |                        |   |   |
|--|---|------|---|--|--|------------|---|--------------|--------|---|-----------------------|---|---|-------------------|------------------------|---|---|
| 1. Name and Address of Reporting Person* <u>Marmurek Eric S</u>  |   |      |   |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol Ribbon Communications Inc. [ RBBN ] |            |   |              |        |   |                       |   | heck all ap<br>Dire                     | olicable)<br>ctor |                        | Owner   |   |
| (Last) (First) (Middle) C/O RIBBON COMMUNICATIONS INC. 4 TECHNOLOGY PARK DRIVE   |   |      |   |  | 3. Date of Earliest Transaction (Month/Day/Year) 05/15/2019                            |            |   |              |        |   |                       | X Officer (give title below) Other (specify below)  Principal Accounting Officer  |   |                   | w)                     |   |   |
| (Street) WESTFORD MA 01886  (City) (State) (Zip)   |   |      |   | 4. If Amendment, Date of Original Filed (Month/Day/Year) |  |            |   |              |        |   | ne)<br>X Forr<br>Forr | vidual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person |   |                   |                        |   |   |
|  |   | Tabl | e I - Nor                               | n-Deriva   | tive S   | ecuritie   | s Ac  | quired,      | Dis    | posed o   | f, or                 | Bene  | eficia                                  | lly Own           | ed                     |   |   |
| 1. Title of Security (Instr. 3)  2. Transa Date (Month/D   |   |      |   |  | Execution Da   |            | n Date,   | Code (Instr. |        | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3, 5) |                       |   |   | d Secur<br>Benef  | icially<br>d Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |      |   |  |  |            |   | Code         | v      | Amount  |                       | (A) or<br>(D)   | Price                                   | Trans             | action(s)<br>3 and 4)  |   | (1130.4)  |
| Common Stock 05/15/  |   |      |   |  | 2019   |            |   | F            |        | 1,109 <sup>(1)</sup> D                                      |                       | \$4.8   | 35 6                                    | 8,188             | D                      |   |   |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |      |   |  |  |            |   |              |        |   |                       |   |   |                   |                        |   |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | titive Conversion Date Execution Date, T<br>ity or Exercise (Month/Day/Year) if any C |      | ransaction of lode (Instr. Derivative ( |  | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year)                         |            | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |              | str. 3 | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)         |                       | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4)   | Beneficial<br>Ownership<br>t (Instr. 4) |                   |                        |   |   |

Date Exercisable Expiration Date

**Explanation of Responses:** 

1. PAYMENT OF TAX LIABILITY BY DELIVERING SECURITIES TO THE COMPANY INCIDENT TO THE VESTING OF A SECURITY.

## Remarks:

Eric S. Marmurek 0

\*\* Signature of Reporting Person

or Number

of Shares

Title

05/17/2019

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

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