

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>O'Donnell Brian M.</u> (Last) (First) (Middle) <u>C/O SONUS NETWORKS, INC.</u> <u>4 TECHNOLOGY PARK DRIVE</u> (Street) <u>WESTFORD MA 01886</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/11/2015	3. Issuer Name and Ticker or Trading Symbol <u>SONUS NETWORKS INC [SONS]</u> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, Corporate Controller</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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)
<u>Common Stock</u>	11,131	D	

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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Stock Option (right to buy)</u>	(1)	04/15/2021	<u>Common Stock</u>	5,000	17.8	D	
<u>Stock Option (right to buy)</u>	(2)	10/17/2021	<u>Common Stock</u>	3,500	11.4	D	
<u>Stock Option (right to buy)</u>	(3)	03/15/2022	<u>Common Stock</u>	2,000	14.45	D	
<u>Stock Option (right to buy)</u>	(4)	12/17/2022	<u>Common Stock</u>	10,000	8.8	D	
<u>Stock Option (right to buy)</u>	(5)	03/15/2023	<u>Common Stock</u>	2,400	12.55	D	
<u>Stock Option (right to buy)</u>	(6)	06/17/2023	<u>Common Stock</u>	5,600	16.5	D	
<u>Stock Option (right to buy)</u>	(7)	03/17/2024	<u>Common Stock</u>	9,008	18.1	D	

Explanation of Responses:

1. 25% of the shares underlying this option vested on April 4, 2012. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through April 4, 2015.
2. 25% of the shares underlying this option vested on October 17, 2012. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through October 17, 2015.
3. 25% of the shares underlying this option vested on March 15, 2013. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through March 15, 2016.
4. 25% of the shares underlying this option vested on December 17, 2013. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through December 17, 2016.
5. 25% of the shares underlying this option vested on March 15, 2014. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through March 15, 2017.
6. 25% of the shares underlying this option vested on June 17, 2014. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through June 17, 2017.
7. 25% of the shares underlying this option vests on March 17, 2015. The remaining 75% of the shares underlying this option will then vest in equal monthly increments for the following 36 months through March 17, 2018.

Remarks:
Brian M. O'Donnell
02/19/2015

** Signature of Reporting Person

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 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).

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.