

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

| OMB APPROVAL                                 |           |
|--|-----------|
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See instruction 10.

|  |  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>Marmurek Eric S</u><br><hr/> (Last) (First) (Middle)<br>6500 CHASE OAKS BLVD.<br>STE. 100<br><hr/> (Street)<br>PLANO TX 75023<br><hr/> (City) (State) (Zip) |  |  | 2. Issuer Name and Ticker or Trading Symbol<br><u>Ribbon Communications Inc. [ RBBN ]</u>  |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br>SVP, Deputy CFO & CAO |  |  |
|  |  |  | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/17/2024   |  |  |  |  |  |
|  |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)   |  |  |  |  |  |
|  |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-----------------------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price                 |   |  |   |
| Common Stock                    | 10/17/2024                           |  | M                              |   | 23,234  | A          | (1)                   | 312,932   | D  |   |
| Common Stock                    | 10/17/2024                           |  | F                              |   | 9,142   | D          | \$3.38 <sup>(2)</sup> | 303,790   | D  |   |
| Common Stock                    | 10/18/2024                           |  | M                              |   | 13,355  | A          | (1)                   | 317,145   | D  |   |
| Common Stock                    | 10/18/2024                           |  | F                              |   | 5,255   | D          | \$3.56 <sup>(2)</sup> | 311,890   | D  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D)    | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Restricted Stock Units (RSUs)              | (1)  | 10/17/2024                           |  | M                              |   |  | 23,234 | (3)  | (3)             | Common Stock  | 23,234                                     | \$0  | 23,234  | D  |       |
| RSUs                                       | (1)  | 10/18/2024                           |  | M                              |   |  | 13,355 | (4)  | (4)             | Common Stock  | 13,355                                     | \$0  | 13,354  | D  |       |

**Explanation of Responses:**

- Each Restricted Stock Unit (RSU) converts into common stock on a one-for-one basis.
- Reflects shares of Common Stock withheld by the Issuer to satisfy tax withholding obligations in connection with the vesting.
- The RSUs were granted on April 17, 2023 and vested as to one-half on April 17, 2024; the remaining half of the RSUs vest in two equal installments thereafter on October 17, 2024 and April 17, 2025.
- The RSUs were granted on April 18, 2022 and vested as to one-third on April 18, 2023; the remaining two-thirds of the RSUs vest in four equal semi-annual installments thereafter through April 18, 2025.

Patrick Macken, By POA from  
Rick Marmurek, SVP, Deputy 10/21/2024  
CFO & CAO

\*\* 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 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.