

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

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2.	2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Sadana Ansl	nul			A	rista	a Netv	vorks, I	nc.	[AN	ET]						
(Last) (First) (Middle)				3.	Date	of Earl	iest Trans	actio	n (MM	/DD/YYY	Director 10% Owner					
, ,		,	,									X_Officer (g			Other (speci	fy below)
5453 GREAT AMERICA PARKWAY							5/2	2/2	017		Chief Custon	ier Oilice	er			
	(Stre	eet)		4.	If Ar	nendme	ent, Date (	Origi	nal Fil	led (MM/I	OD/YYYY)	6. Individual o	or Joint/G	roup Filing	Check Appl	icable Line)
SANTA CLARA, CA 95054 (City) (State) (Zip)												_ X _ Form filed by One Reporting Person _ Form filed by More than One Reporting Person				
),	ny) (Su			- Non-Do	erivat	ive Sec	urities Ac	equir	red, D	isposed	of, or Be	neficially Owne	ed			
1. Title of Security (Instr. 3)			Trans. Date	2A. Deemed Execution Date, if any		3. Trans. Code (Instr. 8)		4. Securities Acqui or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially (Following Reported Transaction(s) (Instr. 3 and 4)			Form:	Beneficial	
							Code	V	Amour	(A) or (D)	Price				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock 5/22/2017				5/22/2017			M		625	A	\$0.0 (1)	1	104149			
Common Stock 5/22/2017				5/22/2017			M		750	A	\$0.0 (1)	104899			D	
Common Stock 5/22/2				5/22/2017	7		F		515	<u>D</u>	\$143.15	104384		D		
	Tab	le II - Deri										, options, conve	rtible sec			
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deem Execution Date, if an		Derivati Securitie (A) or D (D)				ate Exercisable and iration Date			Underlying Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exer	cisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	
Restricted Stock Unit-1	\$0.0 (1)	5/22/2017		M			625		<u>(3)</u>	<u>(3)</u>	Common Stock	625	\$0.0	8750	D	
Restricted Stock Unit-2	\$0.0 (1)	5/22/2017		M			750		<u>(4)</u>	<u>(4)</u>	Common Stock	750	\$0.0	13500	D	

## **Explanation of Responses:**

- (1) Each restricted stock unit represents a contingent right to receive one share of Arista Networks, Inc. Common Stock upon vesting.
- (2) Represents shares withheld to satisfy tax withholding obligations on the vesting of restricted stock units.
- (3) Six and one-quarter percent (6.25%) of the 10,000 restricted stock units awarded vested on February 20, 2017 and six and one-quarter percent (6.25%) of the award will continue to vest on each quarterly vest date thereafter. A quarterly vest date is the first market trading day on or after February 20, May 20, August 20 and November 20 of each year.
- (4) Five percent (5%) of the 15,000 restricted stock units awarded vested on February 20, 2017 and five percent (5%) of the award will continue to vest on each quarterly vest date thereafter. A quarterly vest date is the first market trading day on or after February 20, May 20, August 20, or November 20 of each year.

#### Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Sadana Anshul								
5453 GREAT AMERICA PARKWAY			Chief Customer Officer					
SANTA CLARA, CA 95054								

#### **Signatures**

By: Isabelle Bertin-Bailly, Attorney-in-Fact For: Anshul Sadana

5/24/2017

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 control number.