

## JNPR Transaction Partner FAQ

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### 1. What was announced?

- HPE and Juniper Networks announced an agreement under which HPE will acquire Juniper for \$40.00 per share in cash, which equates to a premium of approximately 32% to the unaffected closing price of Juniper's common stock on January 8, 2024, the last full trading day prior to media reports regarding a possible transaction.
- The HPE product portfolio complements the Juniper one in many key areas. Together, we expect to accelerate AI innovation in the networking market, leveraging secure AI-native and cloud-native networking to deliver superior customer and partner experiences while scaling and growing even faster.
- Combined, we will have expanded reach, cloud-native operations and control, and secure-AI networking. This will be an important catalyst to drive innovation across the entire networking stack, including campus, branch, data center and wide area networking.
- We will also aim to deliver an industry-leading combination of comprehensive and end-to-end solutions built on the foundation of cloud, high performance and 'Experience -first'.

### 2. Why is HPE an ideal partner for Juniper?

- Like us, understanding the customer is embedded in HPE's DNA, which affirms our belief that this is the right next step for Juniper and will deliver an enhanced offering to you.
- To that end, both Juniper and HPE have extensive experience integrating companies, and our executives have the requisite tools and knowledge gained throughout their careers to lead us in bringing our organization together.
- Together, we expect to accelerate AI innovation in the networking market, leveraging secure AI-native and cloud-native networking to deliver superior customer experiences.
- Combined, we expect to have expanded reach, cloud-native operations and control, and secure-AI networking. This will be an important catalyst to drive innovation across the entire networking stack, including campus, branch, data center and wide area networking.
- We will also seek to deliver an industry-leading combination of comprehensive and end-to-end solutions built on the foundation of cloud, high performance and 'Experience -first'.

### 3. How will this transaction benefit Juniper's business partners?

- Together, HPE and Juniper will aim to accelerate AI innovation in the networking market, leveraging secure AI-native and cloud-native networking to deliver superior customer experiences.
- This combination expands our total addressable market and positions the combined company for long-term growth and greater investment capacity.
- As one company, our partners should expect to have even more cross-sell and upsell opportunities with a broader unified portfolio.
- In short, we believe this will benefit all Juniper stakeholders, including our partners.

### 4. Will there be any immediate changes for Juniper partners as a result of this transaction?

- Until the transaction closes, which we expect to occur in late calendar year 2024 or early calendar year 2025, it remains business as usual for all of us at Juniper and we will continue to

operate as an independent standalone company. As such, there will be no changes in the way we work with you.

- Juniper contacts remain the same and all current contracts will carry on in the normal course.
- Thank you for your continued partnership and support.

**5. Will my partnership with Juniper remain the same? Will Juniper continue to honor partner contracts?**

- Juniper contacts remain the same and all current contracts will carry on in the normal course. As such, there will be no changes in the way we work with you.
- Until the transaction closes, which we expect to occur in late calendar year 2024 or early calendar year 2025, it remains business as usual for all of us at Juniper, and we will continue to operate as an independent standalone company.

**6. Will I need a separate contract to work with HPE?**

- No.
- Juniper contacts remain the same and all current contracts will carry on in the normal course. As such, there will be no changes in the way we work with you.

**7. Will my point of contact at Juniper change?**

- You can continue to reach out to your usual Juniper representative.

**8. Where can I find additional information?**

- We are committed to keeping you informed and will share important developments as we move towards close.
- As always, if you have any questions, please reach out to your usual Juniper contact with questions or to discuss further.

**Cautionary Statement Regarding Forward-Looking Statements**

This document contains “forward-looking statements” within the meaning of the federal securities laws, including safe harbor provisions of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such statements involve risks, uncertainties and assumptions and are based on Juniper’s current expectations, estimates, projections, beliefs and assumptions made by Juniper, all of which are subject to change. In this context, forward-looking statements often address expected future business, financial performance and financial condition, and often contain words such as “expect,” “anticipate,” “intend,” “plan,” “believe,” “could,” “seek,” “see,” “will,” “may,” “would,” “might,” “potentially,” “estimate,” “continue,” “expect,” “target,” and similar expressions or the negatives of these words or other comparable terminology that convey uncertainty of future events or outcomes. All forward-looking statements by their nature address matters that involve risks and uncertainties, many of which are beyond Juniper’s control, and are not guarantees of future results. These and other forward-looking statements are not guarantees of future results and are subject to risks, uncertainties and assumptions that could cause actual results to differ materially from those expressed in any forward-looking statements and you

should not place undue reliance on any such statements, and caution must be exercised in relying on forward-looking statements. Important risk factors that may cause such a difference include, but are not limited to: (i) the completion of the proposed transaction on anticipated terms and timing or at all, including obtaining stockholder and regulatory approvals and other conditions to the completion of the transaction; (ii) the ability of HPE to integrate and implement its plans, forecasts and other expectations with respect to Juniper's business after the completion of the proposed transaction and realize additional opportunities for growth and innovation; (iii) the occurrence of any event, change or other circumstance or condition that could give rise to the termination of the merger agreement; (iv) Juniper's ability to implement its business strategies; (v) potential significant transaction costs associated with the proposed transaction; (vi) the risks related to HPE's financing of the proposed transaction, (vii) potential litigation or regulatory actions relating to the proposed transaction; (viii) the risk that disruptions from the proposed transaction will harm Juniper's business, including current plans and operations, and risks related to diverting management's attention from Juniper's ongoing business operations and relationships; (ix) the ability of Juniper to retain and hire key personnel; (x) potential adverse business uncertainty resulting from the announcement, pendency or completion of the proposed transaction, including restrictions during the pendency of the proposed transaction that may impact Juniper's ability to pursue certain business opportunities or strategic transactions; (xi) legal, regulatory, tax and economic developments affecting Juniper's business; (xii) the unpredictability and severity of catastrophic events, including, but not limited to, acts of terrorism, outbreak of war or hostilities or current or future pandemics or epidemics, as well as Juniper's response to any of the aforementioned factors; and (xiii) other risks described in Juniper's Annual Report on Form 10-K for its fiscal year ended December 31, 2022, Quarterly Reports on Form 10-Q, Current Reports on Form 8-K and other filings made by Juniper from time to time with the SEC. These risks should not be considered a complete statement of all potential risks and uncertainty, and are discussed more fully, along with other risks associated with the proposed transaction, in the Proxy Statement to be filed with the SEC in connection with the proposed transaction. Unlisted factors may present significant additional obstacles to the realization of forward-looking statements. Juniper does not assume any obligation to publicly provide revisions or updates to any forward-looking statements, whether as a result of new information, future developments or otherwise, should circumstances change, except as otherwise required by securities and other applicable laws.

#### **Additional Information and Where to Find It**

In connection with the proposed transaction between Juniper and HPE, Juniper will file with the SEC the Proxy Statement, the definitive version of which will be sent or provided to Juniper stockholders. Juniper may also file other documents with the SEC regarding the proposed transaction. This document is not a substitute for the Proxy Statement or any other document which Juniper may file with the SEC. **INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE PROXY STATEMENT AND ANY OTHER RELEVANT DOCUMENTS THAT ARE FILED OR WILL BE FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THESE DOCUMENTS, CAREFULLY AND IN THEIR ENTIRETY BECAUSE THEY CONTAIN OR WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION AND RELATED MATTERS.** Investors and security holders may obtain free copies of the Proxy Statement (when it is available) and other documents that are filed or will be filed with the SEC by Juniper through the website maintained by the SEC at [www.sec.gov](http://www.sec.gov), Juniper's investor relations website at <https://investor.Juniper.net> or by contacting the Juniper investor relations department at the following:

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### **Participants in the Solicitation**

Juniper and certain of its directors and executive officers may be deemed to be participants in the solicitation of proxies in respect of the proposed transaction. Information regarding Juniper's directors and executive officers, including a description of their direct interests, by security holdings or otherwise, is contained in Juniper's proxy statement for its 2023 annual meeting of stockholders, which was filed with the SEC on March 29, 2023. Juniper stockholders may obtain additional information regarding the direct and indirect interests of the participants in the solicitation of proxies in connection with the proposed transaction, including the interests of Juniper directors and executive officers in the transaction, which may be different than those of Juniper stockholders generally, by reading the Proxy Statement and any other relevant documents that are filed or will be filed with the SEC relating to the proposed transaction. You may obtain free copies of these documents using the sources indicated above.

To the extent holdings of Juniper's securities by its directors or executive officers have changed since the amounts set forth in such documents, such changes have been or will be reflected on Initial Statements of Beneficial Ownership on Form 3 or Statements of Beneficial Ownership on Form 4 filed with the SEC. Additional information regarding the identity of potential participants, and their direct or indirect interests, by security holdings or otherwise, will be included in the Proxy Statement relating to the proposed transaction when it is filed with the SEC.