

Exchange Act. "

Item 5.02 Compensatory Arrangements of Certain Officers.

On March 26, 2019, and in conjunction with its annual compensation review process, the Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of Aerohive Networks, Inc. (the “Company”) approved certain adjustments to the annual base salary and cash incentive-based compensation for each of the Company’s 2018 named executive officers, as set forth in the chart below.

In making its determinations to make these adjustments, the Committee considered the peer group benchmarking analysis provided by its consultant as well as the respective performance, responsibilities of and further contributions expected from each named executive officer.

These changes subject to finalization of documentation, will become effective on April 1, 2019, without further Committee action.

Adjustments to 2019 Base Compensation and Target Cash Incentive-based Compensation

Name	2019 Annual Base Salary (\$)	2019 Target Incentive Amount (\$)
Mr. Flynn, President & C.E.O.....	\$380,000	\$376,200
Mr. Ritchie, Senior Vice President, C.F.O. & C.O.O.....	\$365,000	\$216,700
Mr. Amrod, Senior Vice President, Products & Sales.....	\$365,000	\$216,700

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AEROHIVE NETWORKS, INC.

By: /s/ Steve Debenham
 Steve Debenham
 Vice President, General Counsel & Secretary

Date: March 27, 2019