SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

3235-0287 OMB Number: Estimated average burden

0.5

hours per response:

1. Name and Address of Reporting Person* ALEXANDER STEPHEN B			2. Issuer Name and Ticker or Trading Symbol CIENA CORP [CIEN]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
		<u></u>								
			_ X	Officer (give title	Other (specify					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	1	below)	below)				
	()		12/18/2018		SVP, Chief Techno	ology Officer				
C/O CIENA C	ORPORATION	ł								
7035 RIDGE I	RD.									
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	/idual or Joint/Group Filir	ng (Check Applicable				
(Street)				Line)						
l` '	MD	21076-1426		X	X Form filed by One Reporting Person					
HANOVER	MD	210/0-1420			Form filed by More the	an One Reporting				
			-		Person	,				
(City)	(State)	(Zip)								

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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	12/18/2018		A		15,523(1)	Α	\$0.0	121,986 ⁽²⁾	D	
Common Stock	12/18/2018		A		17 ,0 00 ⁽³⁾	Α	\$0.0	138,986 ⁽²⁾	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. Transa Code (8)		5. Number Derivative Securities Acquired or Dispo of (D) (In 3, 4 and	re s I (A) sed str.	6. Date Exerc Expiration Da (Month/Day/Y	ate	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	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	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Market Stock Units (2021)	\$0.0	12/18/2018		A		6,209 ⁽⁴⁾		(5)	(5)	Common Stock	6,209 ⁽⁴⁾	\$0.0	6,209 ⁽⁴⁾	D	

Explanation of Responses:

1. Reflects Restricted Stock Units (RSUs) that vest over four years, with one-sixteenth of the grant amount vesting on March 20, June 20, September 20, and December 20 of each year, commencing on March 20, 2019.

2. Shares reported include unvested Restricted Stock Units (RSUs) and Performance Stock Units (PSUs).

3. Reflects the number of stock units earned pursuant to the terms of a performance stock unit award granted on 12/12/2017 reflecting the achievement of the related performance conditions. These shares vest in equal 1/2 amounts on each December 20, 2018 and 2019.

4. Each market stock unit (MSU) represents the contingent right to receive, following vesting, between 0% and 200% of one share of the Issuer's common stock, subject to the level of achievement of applicable total shareholder return (TSR) performance conditions over a three-year period from fiscal 2019 through fiscal 2021.

5. The MSUs will vest on December 20, 2021, subject to the performance conditions described above.

By: Michelle Rankin For: Stephen B. Alexander

12/20/2018

Date

** Signature of Reporting Person

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.

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