

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

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* <u>SMITH GARY B</u> <hr/> (Last) (First) (Middle) <u>C/O CIENA CORPORATION</u> <u>7035 RIDGE RD.</u> <hr/> (Street) <u>HANOVER MD 21076-1426</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CIENA CORP [ CIEN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>President, CEO</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/20/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	12/20/2020		F		2,851 <sup>(1)</sup>	D	\$51.36	606,047 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		3,754 <sup>(3)</sup>	D	\$51.36	602,293 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		2,625 <sup>(4)</sup>	D	\$51.36	599,668 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		2,582 <sup>(5)</sup>	D	\$51.36	597,086 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		13,226 <sup>(6)</sup>	D	\$51.36	583,860 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		10,582 <sup>(6)</sup>	D	\$51.36	573,278 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		11,338 <sup>(7)</sup>	D	\$51.36	561,940 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		5,669 <sup>(7)</sup>	D	\$51.36	556,271 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		72,069 <sup>(8)</sup>	D	\$51.36	484,202 <sup>(2)</sup>	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					

**Explanation of Responses:**

- Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a restricted stock unit (RSU) award agreement dated 12/14/2016. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/16/2016.
- Shares reported include unvested Restricted Stock Units (RSUs) and Performance Stock Units (PSUs).
- Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a restricted stock unit (RSU) award agreement dated 12/12/2017. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/14/2017.
- Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a restricted stock unit (RSU) award agreement dated 12/18/2018. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/20/2018.
- Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a restricted stock unit (RSU) award agreement dated 12/17/2019. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/19/2019.
- Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a performance stock unit (PSU) award agreement dated 12/18/2018. The earning of the PSU was previously reported on Table I of reporting person's Form 4 on 12/19/2019.
- Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a performance stock unit (PSU) award agreement dated 12/17/2019. The earning of the PSU was previously reported on Table I of reporting person's Form 4 on 12/18/2020.
- Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a market stock unit (MSU) award agreement dated 12/12/2017. The earning of the MSU was previously reported on Table I of reporting person's Form 4 on 12/18/2020.

By: Michelle Rankin For: Gary B Smith 12/22/2020

\*\* 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.

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