

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

<b>OMB APPROVAL</b>	
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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>Rothenstein David M</u> <hr/> (Last) (First) (Middle) C/O CIENA CORPORATION 7035 RIDGE RD. <hr/> (Street) HANOVER MD 21076-1426 <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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Sr. VP, General Counsel
	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		679 <sup>(1)</sup>	D	\$51.36	299,814 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		867 <sup>(3)</sup>	D	\$51.36	298,947 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		657 <sup>(4)</sup>	D	\$51.36	298,290 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		606 <sup>(5)</sup>	D	\$51.36	297,684 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		2,205 <sup>(6)</sup>	D	\$51.36	295,479 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		1,754 <sup>(6)</sup>	D	\$51.36	293,725 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		1,772 <sup>(7)</sup>	D	\$51.36	291,953 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		886 <sup>(7)</sup>	D	\$51.36	291,067 <sup>(2)</sup>	D	
Common Stock	12/20/2020		F		11,088 <sup>(8)</sup>	D	\$51.36	279,979 <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)					

**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: 12/22/2020  
David M Rothenstein

\*\* 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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