SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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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 Add <u>PETRIK AI</u> | ress of Reporting Pe NDREW C | rson* | 2. Issuer Name and Ticker or Trading Symbol <u>CIENA CORP</u> [CIEN] | | all applicable) Director | 10% Owner | | | | |
|----------------------------------|---------------------------------|----------|---|---|--|-----------------------------------|--|--|--|--|
| (Last) C/O CIENA C | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 09/20/2023 | Х | Officer (give title below) VP, CONTROL | Other (specify below) DLLER | | | | |
| 7035 RIDGE RD. | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applica Line) | | | | | | |
| | | | | X | Form filed by One Reporting Person | | | | | |
| (Street) HANOVER | MD 21076-1426 | | | | Form filed by More the Person | an One Reporting | | | | |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication | | | | | | | |
| | | | Check this box to indicate that a transaction was made pursuant satisfy the affirmative defense conditions of Rule 10b5-1(c). See | ndicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to ve defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | |

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 | | 4. Securities Disposed Of 5) | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|-------------|---|------------------------------------|---------------|---------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 09/20/2023 | | F | | 89 ⁽¹⁾ | D | \$47.96 | 25 , 276 ⁽²⁾ | D | |
| Common Stock | 09/20/2023 | | F | | 74 ⁽³⁾ | D | \$47.96 | 25,202 ⁽²⁾ | D | |
| Common Stock | 09/20/2023 | | F | | 53 ⁽⁴⁾ | D | \$47.96 | 25,149 ⁽²⁾ | D | |
| Common Stock | 09/20/2023 | | F | | 115 ⁽⁵⁾ | D | \$47.96 | 25,034 ⁽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) | | of Deriv Secu Acqu (A) o Dispo of (D | of Expiration Derivative Securities Caquired A) or Disposed of (D) Instr. 3, 4 | | Date Exercisable and xpiration Date fonth/Day/Year) | | e and int of rities rlying ative ative (Instr. 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 | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. 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 the reporting person's Form 4 filed on 12/19/2019.

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

3. Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a restricted stock unit (RSU) award agreement dated 12/16/2020. Acquisition of the RSU was previously reported in Table I of the reporting person's Form 4 filed on 12/18/2020.

4. Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a restricted stock unit (RSU) award agreement dated 12/14/2021. Acquisition of the RSU was previously reported in Table I of the reporting person's Form 4 filed on 12/16/2021.

5. Represents shares withheld to cover payment of the tax liabilities of the reporting person related to a restricted stock unit (RSU) award agreement dated 12/13/2022. Acquisition of the RSU was previously reported in Table I of the reporting person's Form 4 filed on 12/15/2022.

By: Michelle Rankin For: Andrew C Petrik

09/21/2023

** 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.

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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).