## SEC Form 4

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## 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 OMB APPROVAL
OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

	ss of Reporting Perso		2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CIENA CORP</u> [ CIEN ]	(Check	tionship of Reporting Pers all applicable) Director Officer (give title	on(s) to Issuer 10% Owner Other (specify		
(Last) (First)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)		
C/O CIENA CC	RPORATION		12/12/2017		Sr VP Chief Techno	logy Officer		
7035 RIDGE RD.								
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicat				
(Street)				Line)	F (1) 1) 0 0			
HANOVER	MD	21076-1426		X	Form filed by One Repo	0		
-					Form filed by More thar Person	One Reporting		
(City)	(State)	(Zip)			1 01301			

### 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)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)		(1150. 4)
Common Stock	12/12/2017		A		20,232 <sup>(1)</sup>	A	\$ <mark>0.0</mark>	137,270 <sup>(2)</sup>	D	
Common Stock	12/12/2017		A		23,912 <sup>(3)</sup>	A	\$0.0	161,182 <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. Transa Code ( 8)		Derivative		6. Date Exerc Expiration Da (Month/Day/\	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	\$0.0	12/12/2017		A		9,565 <sup>(4)</sup>		(5)	(5)	Common Stock	9,565 <sup>(4)</sup>	\$0.0	9,565 <sup>(4)</sup>	D	

#### Explanation of Responses:

1. Reflects the number of stock units earned pursuant to the terms of a performance stock unit award granted on 12/14/2016 reflecting the achievement of the related performance conditions. These shares vest in equal 1/3 amounts on each December 20, 2017, 2018, and 2019.

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

3. 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, 2018.

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 2018 through fiscal 2020.
 The MSUs will vest on December 20, 2020, subject to the performance conditions described above.

By: Michelle Rankin For:

Stephen B. Alexander <u>12/14/2017</u>

\*\* 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.

Date