SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

I

| OMB Number: | 3235-0287 |
|---------------------|-----------|
| Estimated average b | urden |
| hours per response: | 0.5 |

| 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

| 1 | | | | | | | | | |
|---|---|------------|---|-------|---|--|--|--|--|
| 1. Name and Address of Reporting Person [*] <u>Rothenstein David M</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>CIENA CORP</u> [CIEN] | | ationship of Reporting Per (all applicable) Director | 10% Owner | | | |
| (Last) C/O CIENA CO | st) (First) (Middle) O CIENA CORPORATION | | 3. Date of Earliest Transaction (Month/Day/Year) 09/15/2023 | X | Officer (give title below) SVP and Chief Strat | Other (specify below) gy Officer | | | |
| 7035 RIDGE RD. | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | Line) | | | | | |
| (Otres et) | | | | X | Form filed by One Rep | orting Person | | | |
| (Street) HANOVER | MD | 21076-1426 | | | Form filed by More that Person | n One Reporting | | | |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication | | | | | | |
| | | | X Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended satisfy the affirmative 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) | | | ction Instr. | 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 |
|---------------------------------|--|--|------|-----------------|---|---------------|--------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 09/15/2023 | | S | | 3,500 ⁽¹⁾ | D | \$48.9 | 225,317 ⁽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) | | Secu Acqu (A) of Dispo of (D) | Expiration Date (Month/Day/Year) urities urited or iosed)) , 3, 4 | | Expiration Date (Month/Day/Year) Amount of Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 5) Beneficially Owned Following Security (Instr. 3 and 4) Following (Instr. 4) | | Expiration Date | | Securities Beneficially Owned Following Reported Transaction(s) | 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. Sales were effected pursuant to Rule 10b5-1 trading plan dated 12/15/2022.

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

| By: Michelle Rankin For: |
|--------------------------|
| David M Rothenstein |

09/18/2023

** 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

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Instruction 1(b).