

SMITH GARY B

Form 4

September 29, 2017

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SMITH GARY B

(Last) (First) (Middle)

C/O CIENA CORPORATION, 7035  
RIDGE RD.

(Street)

HANOVER, MD 21076-1426

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
CIENA CORP [CIEN]

3. Date of Earliest Transaction  
(Month/Day/Year)

09/27/2017

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

PRESIDENT, CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**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 (1)	(A) or (D) (2)	Price
Common Stock	09/27/2017		S		2,000 (1)	D	\$ 21.9955 (2)
							641,840 (3)
Common Stock	09/27/2017		S		2,000 (1)	D	\$ 21.9938 (4)
							639,840 (3)
Common Stock	09/28/2017		S		2,000 (1)	D	\$ 22.0615 (5)
							637,840 (3)
Common Stock	09/28/2017		S		2,000 (1)	D	\$ 22.061 (6)
							635,840 (3)

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V	(A)	(D)	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH GARY B C/O CIENA CORPORATION 7035 RIDGE RD. HANOVER, MD 21076-1426	X		PRESIDENT, CEO	

## Signatures

By: Michelle Griswold For: Gary B. Smith 09/29/2017

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- Sales were effected pursuant to Rule 10b5-1 trading plan dated 06/05/2017.
- Reflects the weighted average sales price with transactions in a range of sales from \$21.69 to \$22.305. Upon request by the SEC, full information regarding the number of shares sold at each separate sales price will be provided.
- Shares reported include unvested Restricted Stock Units (RSUs) and Performance Stock Units (PSUs).
- Reflects the weighted average sales price with transactions in a range of sales from \$21.68 to \$22.305. Upon request by the SEC, full information regarding the number of shares sold at each separate sales price will be provided.

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- (5) Reflects the weighted average sales price with transactions in a range of sales from \$22.00 to \$22.20. Upon request by the SEC, full information regarding the number of shares sold at each separate sales price will be provided.
- (6) Reflects the weighted average sales price with transactions in a range of sales from \$22.00 to \$22.20. Upon request by the SEC, full information regarding the number of shares sold at each separate sales price will be provided.

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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