Edgar Filing: INFINERA CORP - Form 4

Form 4	P									
May 15, 2008										
FORM 4	UNITED	статгс	SECU	DITIES A	ND FY	CHANCE	COMMISSIO	NT	PPROVAL	
Washington, D.C. 20549								Number:	3235-0287	
Check this box if no longer						Expires:	January 31, 2005			
Subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Section 16. SECURITIES Form 4 or Filed pursuant to Section 16(a) of the Securities Exchange Act of 19								Estimated burden hoi response	average urs per	
obligations may continue. <i>See</i> Instruction 1(b).	Section 17(a) of the l	Public U	tility Hol	ding Co		of 1935 or Secti			
(Print or Type Respon	nses)									
1. Name and Address BALKANSKI A	2. Issuer Name and Ticker or Trading Symbol INFINERA CORP [INFN]				5. Relationship of Reporting Person(s) to Issuer					
(Last) (First) (1	Middle)	3. Date of Earliest Transaction			(Check all applicable)				
2480 SAND HILL ROAD, SUITE 200, 169 JAVA DRIVE			(Month/Day/Year) 05/13/2008				X Director 10% Owner Officer (give title Other (specify below) below)			
(Street) 4. If Amendment, Date Origina Filed(Month/Day/Year)				al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 					
(City) (State)	(Zip)	Tab	le I - Non-I	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	unsaction Date th/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	l (A) or l of (D)	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)	
Reminder: Report on	a separate line	for each cl	ass of sec	urities benef	-	-	-			
					infor requi	mation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	8)	Acquired (or Dispose (D) (Instr. 3, 4 and 5)	Disposed of) istr. 3, 4,				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Non-qualified stock option (right to buy)	\$ 13.16	05/13/2008		А		12,500		(1)	05/13/2018	Common Stock	12,5

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BALKANSKI ALEXANDRE 2480 SAND HILL ROAD, SUITE 200 169 JAVA DRIVE MENLO PARK, CA 94025	Х						
Signatures							
/s/ Michael O. McCarthy, as power of attorney	05/15/2008						

**Signature of Reporting Person

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).

(1) The option vests in twelve equal monthly installments beginning on June 13, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to 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