INFINERA CORP Form 4 May 09, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

Expires:

OMB APPROVAL

3235-0287

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Feller Brad		orting Person *	2. Issuer Name and Ticker or Trading Symbol INFINERA CORP [INFN]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
C/O INFINERA CORPORATION, 140 CASPIAN COURT		CASPIAN	(Month/Day/Year) 05/05/2016	Director 10% OwnerX Officer (give title Other (specibelow) below) Chief Financial Officer			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
SUNNYVALE, CA 94089				Form filed by More than One Reporting Person			

(State)

(City)

(Zin)

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Benef							
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securi on(A) or D			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8) Code V	Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock	05/05/2016		M	6,187	A	\$ 0	92,815	D	
Common Stock	05/05/2016		F	3,229	D	\$ 11.88	89,586	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: INFINERA CORP - Form 4

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. Transactic Code (Instr. 8)	5. Number on 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Incentive Stock Option (Right to Buy)	\$ 9.02					(1)	01/13/2021	Common Stock	24,10
Non-Qualified Stock Option (Right to Buy)	\$ 9.02					<u>(1)</u>	01/13/2021	Common Stock	893
Restricted Stock Units	<u>(2)</u>					(3)	(3)	Common Stock	83,14
Restriced Stock Units	<u>(2)</u>	05/05/2016		M	6,187	<u>(4)</u>	<u>(4)</u>	Common Stock	18,56
Restricted Stock Units	<u>(2)</u>					<u>(5)</u>	<u>(5)</u>	Common Stock	32,27

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Feller Brad

C/O INFINERA CORPORATION 140 CASPIAN COURT SUNNYVALE, CA 94089

Chief Financial Officer

Signatures

/s/ Michael Post, by Power of Attorney 05/09/2016

**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).
- (1) This option vests and becomes exercisable as to 1/4th of the underlying shares on January 13, 2015 and then 1/48th per month thereafter.

Reporting Owners 2

Edgar Filing: INFINERA CORP - Form 4

- (2) Each restricted stock unit ("RSU") represents a contingent right to receive one share of Infinera Corporation common stock.
- (3) These RSUs vest in four annual installments beginning on February 5, 2015.
- (4) These RSUs vest in three annual installments beginning on May 5, 2016.
- (5) These RSUs vest in four annual installments beginning on May 5, 2017.

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.