П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer	oubioot to
Check this box if no longer	subject to
Section 16. Form 4 or Form	5
obligations may continue. S	ee
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								
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l		
l	hours per response:	0.5
	Estimated average burden	

1. Name and Addre Rothenstein 1	ss of Reporting Perso David M	on [*]	2. Issuer Name and Ticker or Trading Symbol <u>CIENA CORP</u> [CIEN]		ationship of Reporting Pe (all applicable) Director	10% Owner	
(Last) C/O CIENA CC 7035 RIDGE RI		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/21/2016	X	Officer (give title below) Sr. VP, General	Other (specify below) I Counsel	
(Street) HANOVER	MD (State)	21076-1426 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Fili Form filed by One Re Form filed by More tha Person	porting 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. Transa Code (8)				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	mount (A) or (D)		Transaction(s) (Instr. 3 and 4)		(1115111 4)
Common Stock	12/21/2016		S		837(1)	D	\$24.67	303,740 ⁽²⁾	D	
Common Stock	12/21/2016		S		229(1)	D	\$24.67	303,5 11 ⁽²⁾	D	
Common Stock	12/21/2016		S		516 ⁽³⁾	D	\$24.67	302,995 ⁽²⁾	D	
Common Stock	12/21/2016		S		1,545 ⁽³⁾	D	\$24.67	301,450 ⁽²⁾	D	
Common Stock	12/21/2016		S		412 ⁽⁴⁾	D	\$24.67	301,038 ⁽²⁾	D	
Common Stock	12/21/2016		S		6,173 ⁽⁵⁾	D	\$24.67	294,865 ⁽²⁾	D	
Common Stock	12/21/2016		S		1,946 ⁽⁵⁾	D	\$24.67	292,919 ⁽²⁾	D	
Common Stock	12/21/2016		S		652 ⁽⁶⁾	D	\$24.67	292,267 ⁽²⁾	D	
Common Stock	12/21/2016		S		1,500(7)	D	\$24.67	290,767 ⁽²⁾	D	
Common Stock	12/21/2016		S		2,492 ⁽⁷⁾	D	\$24.67	288,275 ⁽²⁾	D	
Common Stock	12/21/2016		S		671 ⁽⁸⁾	D	\$24.67	287,604 ⁽²⁾	D	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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	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)		of		of Expiration Date (Month/Day/Year) Securities A) or Disposed of (D) Instr. 3, 4			7. Title and 4 Amount of 5 Securities 1 Underlying 0 Derivative 5 Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D)	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. Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related to a restricted stock unit (RSU) award agreement dated 12/18/2012. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/20/2012.

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

3. Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related to a performance stock unit (PSU) award agreement dated

12/17/2013. The earning of the PSU was previously reported on Table I of reporting person's Form 4 on 12/19/2014.

4. Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related to a restricted stock unit (RSU) award agreement dated 12/17/2013. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/19/2013.

5. Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related to a performance stock unit (PSU) award agreement dated 12/17/2014. The earning of the PSU was previously reported on Table I of reporting person's Form 4 on 12/17/2015.

6. Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related to a restricted stock unit (RSU) award agreement dated 12/17/2014. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/19/2014.

7. Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related to a performance stock unit (PSU) award agreement dated

12/15/2015. The earning of the PSU was previously reported on Table I of reporting person's Form 4 on 12/16/2016.

8. Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related to a restricted stock unit (RSU) award agreement dated 12/15/2015. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/17/2015.

By: Michelle Griswold For:

David M. Rothenstein

12/22/2016

** Signature of Reporting Person Date

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

 \ast 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.

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