

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) December 14, 2006

Ciena Corporation

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

0-21969

23-2725311

(Commission File Number)

(IRS Employer Identification No.)

1201 Winterson Road, Linthicum, MD

21090

(Address of Principal Executive Offices)

(Zip Code)

(410) 865-8500

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02 - RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On December 14, 2006, Ciena Corporation issued a press release announcing its financial results for its fourth fiscal quarter and fiscal year ended October 31, 2006. The text of the press release is furnished as Exhibit 99.1 to this Report. The information in this Report shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement pursuant to the Securities Act of 1933, as amended.

ITEM 9.01 - FINANCIAL STATEMENTS AND EXHIBITS

(c) The following exhibit is being filed herewith:

Exhibit Number	Description of Document
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Exhibit 99.1

Text of Press Release dated December 14, 2006,
issued by Ciena Corporation, reporting its results
of operations for its fourth fiscal quarter and
fiscal year ended October 31, 2006.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Ciena Corporation

Date: December 14, 2006

By: /s/ Russell B. Stevenson, Jr.

Russell B. Stevenson, Jr.
Senior Vice President, General Counsel
and Secretary

Ciena Reports Unaudited Fiscal Fourth Quarter and Year-End Results

Quarterly revenue of \$160.0 million represents 35.3% year-over-year growth; Company achieves profitability for fiscal fourth quarter and fiscal 2006

LINTHICUM, Md.--(BUSINESS WIRE)--December 14, 2006--Ciena(R) Corporation (NASDAQ:CIEN), the network specialist, today announced unaudited results for its fiscal fourth quarter and fiscal year ending October 31, 2006.

Ciena's unaudited fiscal fourth quarter revenue was \$160.0 million, representing a 4.9% sequential increase from fiscal third quarter revenue of \$152.5 million and an increase of 35.3% over revenue of \$118.2 million for the same period a year ago. For the fiscal year ending October 31, 2006, Ciena's unaudited revenue was \$564.1 million, representing an increase of 32.0 % over revenue of \$427.3 million for the same year-ago period.

Ciena's unaudited fiscal fourth quarter net income was \$13.1 million, or a net income of \$0.14 per diluted share. This compares to a net loss of \$252.9 million, or a net loss of \$3.06 per share, in the same period a year ago. Net loss for the fiscal fourth quarter 2005 reflects an aggregate charge of \$222.3 million associated with impairment of goodwill and long-lived assets. For the fiscal year ending October 31, 2006, Ciena's net income was \$0.6 million, or a net income of \$0.01 per diluted share. This compares to a net loss of \$435.7 million, or a net loss of \$5.30 per share, in the same twelve-month period a year ago.

"Ciena's return to profitability in fiscal 2006 can be attributed to the focused, persistent execution of our strategy. Continuing to invest in innovation has enabled us to leverage our network specialist position, thereby driving strong revenue growth," said Ciena CEO and President, Gary Smith. "As a result, our fiscal fourth quarter results represent our eleventh sequential quarterly increase in revenue, at a pace exceeding that of the overall market. Customers are embracing the value of our FlexSelect(TM) Architecture, a unique formula for facilitating network transition, and we are beginning to reap the benefits of bringing that vision to market."

Non-GAAP Presentation of Results

In evaluating the operating performance of its business, Ciena's management excludes certain charges or credits that are required by Generally Accepted Accounting Principles (GAAP). These items, which are identified in the table that follows (in thousands, except per share data), share one or more of the following characteristics: they are unusual, and Ciena does not expect them to recur in the ordinary course of its business; they do not involve the expenditure of cash; they are unrelated to the ongoing operation of the business in the ordinary course; or their magnitude and timing is largely outside of the Company's control.

Item	Quarter ended Oct. 31,		Year ended Oct. 31,	
	2005	2006	2005	2006
Stock-based compensation-product	\$ -	\$ 204	\$ -	\$ 1,075
Stock-based compensation-services	-	206	-	810
Stock-based compensation-research and development	356	938	4,404	5,057
Stock-based compensation-sales and marketing	147	706	4,404	3,415
Stock-based compensation-general and administrative	128	963	633	3,385

Amortization of intangible assets	8,514	6,296	38,782	25,181
Restructuring costs	2,773	(366)	18,018	15,671
Goodwill impairment	176,600	-	176,600	-
Long-lived asset impairment	45,728	6	45,862	-
Provision for (recovery of) doubtful accounts, net	(2)	(41)	2,602	(3,031)
Gain on lease settlement	-	-	-	(11,648)
Contingent legal and consulting fees upon litigation settlement	-	-	-	5,705
(Gain) loss on equity investments, net	500	-	9,486	(215)
Gain on extinguishment of debt	-	-	(3,882)	(7,052)
Income tax adjustment	6,477	(7,443)	49,435	(12,734)
Total adjustments	<u>\$ 241,221</u>	<u>\$ 1,469</u>	<u>\$ 346,344</u>	<u>\$ 25,619</u>

GAAP net income (loss)	\$ (252,870)	\$ 13,081	\$ (435,699)	\$ 595
Adjustment for the items above	241,221	1,469	346,344	25,619
Adjusted (non-GAAP) net income (loss)	<u>\$ (11,649)</u>	<u>\$ 14,550</u>	<u>\$ (89,355)</u>	<u>\$ 26,214</u>

Numerator for Adjusted (non-GAAP) diluted EPS calculation				
Adjusted (non-GAAP) net income (loss)	\$ (11,649)	\$ 14,550	\$ (89,355)	\$ 26,214
Add: Interest expense associated with convertible notes (excluding anti-dilutive expense) adjusted for tax effect	-	122	-	272
Adjusted (non-GAAP) net income (loss) used to calculate Adjusted (non-GAAP) diluted EPS	<u>\$ (11,649)</u>	<u>\$ 14,672</u>	<u>\$ (89,355)</u>	<u>\$ 26,486</u>

Denominator for Adjusted (non-GAAP) diluted EPS calculation				
Basic weighted average shares issued and outstanding	82,689	84,657	82,170	83,840
Add: Weighted average shares issuable under stock options, warrants and restricted stock units	-	899	-	1,171
Add: Weighted average shares associated with convertible notes on an "if converted" basis	-	7,590	-	-

	Quarter ended Oct. 31,		Year ended Oct. 31,	
Item	2005	2006	2005	2006

Diluted weighted average shares issued and outstanding	82,689	93,146	82,170	85,011
Add: Weighted average shares associated with convertible notes on an "if converted" basis (1)	-	-	-	4,203
Adjusted (non-GAAP) diluted weighted average shares issued and outstanding	82,689	93,146	82,170	89,214
Adjusted (non-GAAP) basic EPS	\$ (0.14)	\$ 0.17	\$ (1.09)	\$ 0.31
Adjusted (non-GAAP) diluted EPS	\$ (0.14)	\$ 0.16	\$ (1.09)	\$ 0.30

Please see Appendix A for additional information about this table.

(1) These shares, underlying Ciena's 0.25% convertible senior notes, are excluded from the calculation of GAAP net income per diluted share for the fiscal year ended October 31, 2006 because of their anti-dilutive effect.

Adjusting Ciena's unaudited fiscal fourth quarter 2006 GAAP net income of \$13.1 million for the items noted above would increase the Company's adjusted (non-GAAP) net income in the quarter to \$14.6 million, or an adjusted (non-GAAP) net income of \$0.16 per adjusted diluted share. This compares with an adjusted (non-GAAP) net loss of \$11.6 million, or an adjusted (non-GAAP) net loss of \$0.14 per share, in the same year-ago period.

Adjusting Ciena's unaudited fiscal year 2006 GAAP net income of \$0.6 million for the items noted above would increase the Company's adjusted (non-GAAP) net income for the year to \$26.2 million, or an adjusted (non-GAAP) net income of \$0.30 per adjusted diluted share. This compares with an adjusted (non-GAAP) net loss of \$89.4 million, or an adjusted (non-GAAP) net loss of \$1.09 per share, in the same year-ago period.

To aid investors' understanding of Ciena's results and the effect of SFAS 123R-related share-based compensation expenses, the following table (in thousands, except per share data) summarizes the presentation of Ciena's financial results covered in this press release for both the Company's fiscal fourth quarter 2005 and fiscal fourth quarter 2006.

Periods prior to the Company's fiscal first quarter 2006 have not been restated to reflect, and do not include, the impact of SFAS 123R. Prior periods do include share-based compensation expense recognized in accordance with Accounting Principles Board (APB) Opinion No. 25, "Accounting for Stock Issued to Employees," as interpreted by Financial Accounting Standards Board (FASB) Interpretation (FIN) No. 44.

	Quarter ended Oct. 31,			
	2005		2006	
	Net loss	Net loss per share	Net income	Net income per diluted share
GAAP				
1. GAAP results as reported	\$(252,870)	\$(3.06)	\$13,081	\$0.14
Non-GAAP				
1. GAAP results less SFAS 123R-related share-based compensation				

expense	N/A	N/A	\$16,098	\$0.17
2. GAAP results less APB 25-related share-based compensation expense	\$(252,239)	\$(3.05)	N/A	N/A
3. As-adjusted results (excludes SFAS 123R and APB 25-related share-based compensation expense and other items as defined in previous table)	\$(11,649)	\$(0.14)	\$14,550	\$0.16

Fourth Quarter 2006 Financial Highlights

- Ciena delivered fiscal fourth quarter sequential revenue growth of 4.9% and year-over-year revenue growth of 35.3%.
- Ciena used \$15.0 million (including \$10.2 million of semi-annual interest payments on the Company's outstanding 3.75% convertible notes) in cash for operations in the fiscal fourth quarter.
- Ciena ended the fiscal fourth quarter 2006 with cash and short- and long-term investments of \$1.2 billion.
- Ciena reduced operating expenses to \$68.9 million in the fiscal fourth quarter 2006.

Fourth Quarter 2006 Customer and Product Highlights

- Swisscom and Ciena announced that Swisscom's Carrier Optical Service (COS) and Ciena's optical Ethernet platforms -- the CN 4200(TM) FlexSelect(TM) Advanced Services Platform and CN 2300(TM) Managed Optical Services Multiplexer-- have been certified by the Metro Ethernet Forum for carrier Ethernet Services at the User Network Interface (UNI).
- Interoute and Ciena expanded existing relationship to upgrade and extend the operator's Eastern European network, positioning Interoute as the first service provider to offer carrier-class 10-Gigabit wavelength and 10-Gigabit Ethernet services on-demand to enterprise customers in emerging European Union countries.
- Internet2 and Ciena announced a partnership to deploy Ciena's CoreDirector(R) Multiservice Switch in the new Internet2 nationwide advanced research and education network. Ciena also became an Internet2 Corporate Partner, the highest level partnership offered, to further advance the exploration and development of next-generation optical switching technology.
- Ciena was selected by University of Tennessee at Knoxville for an optical control plane research collaboration to automate configuration and provisioning of lightpaths in support of grid computing applications.
- Ciena introduced Data Migration Managed Service (DMMS), a flexible, short-term solution for enterprise data migration needs built around Ciena's award winning CN 2000(TM) Storage Extension Platform and ON-Center(R) Network Management Suite.

Business Outlook

"We remain encouraged by the continued improvement in the strength of our addressable market, and are building momentum with customers as they transition their networks to Ethernet-centric, converged architectures in support of demand for a broader mix of services," said Smith. "We've demonstrated progress in several strategic areas, and are confident that sustained execution of our strategy will enable us to become even more globally competitive and continue improving our overall financial performance in 2007 and beyond."

Smith concluded: "We expect to deliver, on a percentage basis, low single-digit sequential revenue growth in our fiscal first quarter

2007. And, based on our current order pipeline we see growth improving during the balance of the year."

Live Web Broadcast of Unaudited Fiscal Fourth Quarter Results

Ciena will host a discussion of its unaudited fiscal fourth quarter results with investors and financial analysts today, Thursday, December 14, 2006 at 8:30 a.m. (Eastern). The live broadcast of the discussion will be available via Ciena's homepage at www.ciena.com. An archived version of the discussion will be available shortly following the conclusion of the live broadcast on the Investor Relations page of Ciena's website at: <http://www.ciena.com/investors/investors.htm>.

NOTE TO INVESTORS

This press release contains certain forward-looking statements based on current expectations, forecasts and assumptions that involve risks and uncertainties. These statements are based on information available to the Company as of the date hereof; and Ciena's actual results could differ materially from those stated or implied, due to risks and uncertainties associated with its business, which include the risk factors disclosed in its Report on Form 10-Q filed with the Securities and Exchange Commission on August 31, 2006. Forward-looking statements include statements regarding Ciena's expectations, beliefs, intentions or strategies regarding the future and can be identified by forward-looking words such as "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "should," "will," and "would" or similar words. Forward-looking statements in this release include: we remain encouraged by the continued improvement in strength of our addressable market, and are building momentum with customers as they transition their networks to Ethernet-centric, converged architectures in support of demand for a broader mix of services; we've demonstrated progress in several strategic areas, and are confident that sustained execution of our strategy will enable us to become even more globally competitive and continue improving our overall financial performance in 2007 and beyond; we expect to deliver, on a percentage basis, low single-digit sequential revenue growth in our fiscal first quarter 2007; based on our current order pipeline we see growth improving during the balance of the year. Ciena assumes no obligation to update the information included in this press release, whether as a result of new information, future events or otherwise.

(Unaudited Consolidated Balance Sheets, Statement of Operations and Cash Flows follow)

CIENA CORPORATION
 CONSOLIDATED BALANCE SHEETS
 (in thousands, except share data)
 (unaudited)

ASSETS

	Year Ended October 31,	
	2005	2006
Current assets:		
Cash and cash equivalents	\$ 358,012	\$ 220,164
Short-term investments	579,531	628,393
Accounts receivable, net	72,786	107,172
Inventories, net	49,333	106,085
Prepaid expenses and other	37,867	36,372
Total current assets	1,097,529	1,098,186
Long-term investments	155,944	351,407
Equipment, furniture and fixtures, net	28,090	29,427
Goodwill	232,015	232,015
Other intangible assets, net	120,324	91,274
Other long-term assets	41,327	37,404
Total assets	\$ 1,675,229	\$ 1,839,713

LIABILITIES AND STOCKHOLDERS' EQUITY

Current liabilities:		
Accounts payable	\$ 43,868	\$ 39,277
Accrued liabilities	76,491	79,282
Restructuring liabilities	15,492	8,914

Unfavorable lease commitments	9,011	8,512
Income taxes payable	5,785	5,981
Deferred revenue	27,817	19,637
	-----	-----
Total current liabilities	178,464	161,603
Long-term deferred revenue	15,701	21,039
Long-term restructuring liabilities	54,285	26,720
Long-term unfavorable lease commitments	41,364	32,785
Other long-term obligations	1,296	1,678
Convertible notes payable	648,752	842,262
	-----	-----
Total liabilities	939,862	1,086,087
	-----	-----
Commitments and contingencies		
Stockholders' equity:		
Preferred stock - par value \$0.01; 20,000,000 shares authorized; zero shares issued and outstanding	-	-
Common stock - par value \$0.01; 140,000,000 shares authorized; 82,905,849 and 84,891,656 shares issued and outstanding	829	849
Additional paid-in capital	5,494,587	5,505,853
Deferred stock compensation	(2,286)	-
Changes in unrealized gains on investments, net	(4,673)	(496)
Translation adjustment	(495)	(580)
Accumulated deficit	(4,752,595)	(4,752,000)
	-----	-----
Total stockholders' equity	735,367	753,626
	-----	-----
Total liabilities and stockholders' equity	\$ 1,675,229	\$ 1,839,713
	=====	=====

CIENA CORPORATION
CONSOLIDATED STATEMENT OF OPERATIONS
(in thousands, except per share data)
(unaudited)

	Quarter Ended October 31,		Year Ended October 31,	
	2005	2006	2005	2006

Revenue:				
Products	\$ 102,909	\$ 141,469	\$ 374,275	\$ 502,427
Services	15,274	18,483	52,982	61,629

Total revenue	118,183	159,952	427,257	564,056

Costs:				
Products	59,484	73,955	248,931	263,667
Services	11,535	13,241	42,136	42,608

Total cost of goods sold	71,019	87,196	291,067	306,275

Gross profit	47,164	72,756	136,190	257,781

Operating expenses:				
Research and development	32,161	26,561	137,245	111,069
Selling and marketing	28,325	26,302	115,022	104,434
General and administrative	7,672	10,117	33,715	47,476
Amortization of intangible assets	8,514	6,296	38,782	25,181
Restructuring costs	2,773	(366)	18,018	15,671
Goodwill impairment	176,600	-	176,600	-

Long-lived asset impairments	45,728	6	45,862	-
Provision for (recovery of) doubtful accounts, net	(2)	(41)	2,602	(3,031)
Gain on lease settlement	-	-	-	(11,648)
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Total operating expenses	301,771	68,875	567,846	289,152
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Gain (loss) from operations	(254,607)	3,881	(431,656)	(31,371)
Interest and other income (expense), net	9,236	15,741	31,294	50,245
Interest expense	(6,794)	(6,149)	(28,413)	(24,165)
Gain (loss) on equity investments, net	(500)	-	(9,486)	215
Gain on extinguishment of debt	-	-	3,882	7,052
<hr/>				
Income (loss) before income taxes	(252,665)	13,473	(434,379)	1,976
Provision for income taxes	205	392	1,320	1,381
<hr/>				
Net income (loss)	\$ (252,870)	\$ 13,081	\$ (435,699)	\$ 595
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Basic net income (loss) per common share	\$ (3.06)	\$ 0.15	\$ (5.30)	\$ 0.01
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Diluted net income (loss) per common share and dilutive potential common share	\$ (3.06)	\$ 0.14	\$ (5.30)	\$ 0.01
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Weighted average basic common shares outstanding	82,689	84,657	82,170	83,840
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Weighted average basic common and dilutive potential common shares outstanding	82,689	93,146	82,170	85,011
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CIENA CORPORATION
CONSOLIDATED STATEMENTS OF CASH FLOWS
(in thousands)
(unaudited)

	Year Ended October 31,	
	----- 2005	2006 -----
Cash flows from operating activities:		
Net income (loss)	\$ (435,699)	\$ 595
Adjustments to reconcile net income (loss) to net cash used in operating activities:		
Early extinguishment of debt	(3,882)	(7,052)
Amortization of premium (discount) on		

marketable securities	13,636	(823)
Non-cash loss from equity investments	9,486	733
Non-cash impairment of long-lived assets	45,862	-
Depreciation and amortization of leasehold improvements	33,377	16,401
Goodwill impairment	176,600	-
Stock-based compensation	9,441	14,042
Amortization of intangible assets	42,651	29,050
Provision for doubtful accounts	2,602	-
Provision for inventory excess and obsolescence	5,232	9,012
Provision for warranty and other contractual obligations	9,738	14,522
Other	3,218	2,028
Changes in assets and liabilities:		
Accounts receivable	(29,510)	(34,386)
Inventories	(6,951)	(65,764)
Prepaid expenses and other	7,420	4,056
Accounts payable and accruals	(19,633)	(59,161)
Income taxes payable	2,431	196
Deferred revenue and other obligations	5,942	(2,842)
	-----	-----
Net cash used in operating activities	(128,039)	(79,393)
	-----	-----
Cash flows from investing activities:		
Additions to equipment, furniture, fixtures and intellectual property	(11,315)	(17,760)
Proceeds from sale of equipment, furniture and fixtures	278	-
Restricted cash	1,986	4,552
Purchase of available for sale securities	(578,846)	(1,090,409)
Maturities of available for sale securities	910,505	851,084
Minority equity investments, net	4,882	948
	-----	-----
Net cash provided by (used in) investing activities	327,490	(251,585)
	-----	-----
Cash flows from financing activities:		
Proceeds from issuance of 0.25% convertible senior notes payable	-	300,000
Repurchase of 3.75% convertible notes payable	(36,913)	(98,410)
Debt issuance costs	-	(7,990)
Purchase of call spread option	-	(28,457)
Proceeds from issuance of common stock and warrants	9,558	27,987
Repayment of notes receivable from stockholders	48	-
	-----	-----
Net cash provided by (used in) financing activities	(27,307)	193,130
	-----	-----
Net (decrease) increase in cash and cash equivalents	172,144	(137,848)
Cash and cash equivalents at beginning of period	185,868	358,012
	-----	-----
Cash and cash equivalents at end of period	\$ 358,012	\$ 220,164
	=====	=====
Supplemental disclosure of cash flow information		
Cash paid during the period for:		
Interest	\$ 25,817	\$ 21,685
	=====	=====
Income taxes	\$ 977	\$ 969
	=====	=====

Appendix A

The adjustments management makes in analyzing Ciena's fiscal fourth quarter and fiscal years-ended 2005 and 2006 GAAP results are as follows:

-- Stock compensation costs - As of November 1, 2005, Ciena

adopted SFAS 123R. In accordance with the modified prospective application transition method, Ciena's consolidated financial statements for prior periods have not been restated to reflect, and do not include, the impact of SFAS 123R. Prior periods do include share-based compensation expense recognized in accordance with APB 25 as interpreted by FASB Interpretation (FIN) No. 44.

- Amortization of intangible assets - a non-cash expense arising from acquisitions of intangible assets, principally developed technology, which Ciena is required to amortize over its expected useful life and which the Company feels is not reflective of its ongoing operating costs.
- Restructuring costs - non-recurring charges incurred as the result of reducing the size of the Company's operations to align its resources with the reduced size of the telecommunications market as well as the result of targeting new segment opportunities within the overall market, which the Company feels are not reflective of its ongoing operating costs.
- Goodwill impairment - non-cash expense resulting from the decline in the forecasted market demand for the Company's products.
- Long-lived asset impairment - non-recurring charges, incurred as a result of excess equipment classified as held for sale which the Company feels are not reflective of its ongoing operating costs.
- Provision for (recovery of) doubtful accounts - a non-recurring charge unrelated to normal operations resulting from an assessment of doubtful payment due to a customer's financial condition.
- Gain on lease settlement - a non-recurring gain unrelated to normal operations resulting from termination of obligations under a lease for an unused facility.
- Contingent legal and consulting fees upon litigation settlement - included in general and administrative expenses during our third quarter of fiscal 2006 were \$5.7 million in contingent fees paid to outside counsel and advisors connected with the settlement of patent litigation with Nortel Networks.
- Loss (gain) on equity investments, net - a non-recurring gain or loss related to changes in the value of the Company's equity investments which the Company feels is not reflective of its ongoing operating costs.
- Loss (gain) on extinguishment of debt - a non-recurring gain or loss related to the early extinguishment of outstanding debt.
- Income tax affect on adjusted net income (loss) - the income tax charge or benefit on the adjusted net income or loss, which is a necessary adjustment for consistency. The Company currently has a full valuation allowance for GAAP reporting purposes and accordingly does not recognize a tax benefit for losses generated.

About Ciena

Ciena Corporation is the network specialist, focused on expanding the possibilities for its customers' networks while reducing their cost of ownership. The Company's systems, software and services target and cure specific network pain points so that telcos, cable operators, governments and enterprises can best exploit the new applications that are driving their businesses forward. For more information, visit www.ciena.com.

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