CIENA CORP Form 4 March 25, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

OMB APPROVAL

3235-0287

January 31,

2005

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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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * FRODSHAM JAMES			2. Issuer Name and Ticker or Trading Symbol CIENA CORP [CIEN]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
			(Month/Day/Year)	Director 10% Owner			
C/O CIENA CORPORATION, 7035 RIDGE RD.			03/21/2014	X Officer (give title Other (specify below) SR. VP, Chief Strategy Officer			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
HANOVER, MD 21076-1426				Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	le V Amount		Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	03/21/2014		S	1,484 (1)	D	\$ 24.19	141,801 (2)	D		
Common Stock	03/21/2014		S	976 (3)	D	\$ 24.19	140,825 (2)	D		
Common Stock	03/21/2014		S	1,069 (4)	D	\$ 24.19	139,756 (2)	D		
Common Stock	03/21/2014		S	526 (5)	D	\$ 24.19	139,230 (2)	D		

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	le and	8. Price of	9.
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amou	ınt of	Derivative	D
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	S
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	В
		Derivative				Securities			(Instr.	3 and 4)		0
		Security				Acquired						F
						(A) or						R
						Disposed						T
						of (D)						(I
						(Instr. 3,						
						4, and 5)						
										Amount		
										or		
							Date	Expiration	Title			
							Exercisable	Date		of		
				Code V	(A) (D)				Shares			
					Code v	(21)				Dilaics		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

FRODSHAM JAMES C/O CIENA CORPORATION 7035 RIDGE RD. HANOVER, MD 21076-1426

SR. VP, Chief Strategy Officer

Signatures

By: Erik Lichter For: James A 03/25/2014 Frodsham

> **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).
- Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related (1) to a restricted stock unit (RSU) award agreement dated 12/14/2010. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/16/2010.
- (2) Shares reported include unvested Restricted Stock Units (RSUs).
- Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related (3) to a restricted stock unit (RSU) award agreement dated 12/15/2011. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 on 12/19/2011.

(4)

Reporting Owners 2

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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.

Shares reported represent an amount sold to cover the tax liabilities of the reporting person pursuant to a 10b5-1 sales instruction related (5) 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.

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.