INFINERA CORP Form 4

September 11, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 2005

OMB APPROVAL

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Check this box if no longer subject to Section 16.

Section 16.

Form 4 or

Form 5

Obligations

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exobligations

Form 5 obligations may continue. See Instruction 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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading REDFIELD CARL Issuer Symbol INFINERA CORP [INFN] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner _ Other (specify Officer (give title C/O INFINERA 09/09/2013 CORPORATION, 140 CASPIAN **COURT** (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 Form filed by More than One Reporting SUNNYVALE, CA 94089 Person

(City)	(State) (Z	Zip) Table	e I - Non-D	erivative S	ecurit	ies Acq	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securition(A) or Dis		•	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	(D) (Instr. 3, 4 and 5)		Beneficially Owned Following	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	09/09/2013		S <u>(5)</u>	50,000	D	\$ 11	39,562	D	
Common Stock							116,106	I	See Footnote

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

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SEC 1474

(9-02)

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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. Transaction Code (Instr. 8)	5. onNumber of 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 of Underlying Securities (Instr. 3 and 4)	
				Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 13					(2)	06/06/2017	Common Stock	12,500
Non-Qualified Stock Option (Right to Buy)	\$ 13.16					(2)	05/13/2018	Common Stock	12,500
Non-Qualified Stock Option (Right to Buy)	\$ 7.45					(2)	08/10/2019	Common Stock	100,000
Non-Qualified Stock Option (Right to Buy)	\$ 7.55					<u>(2)</u>	05/19/2020	Common Stock	14,500
Non-Qualified Stock Option (Right to Buy)	\$ 7.25					(2)	05/18/2021	Common Stock	17,600
Restricted Stock Units	<u>(3)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	13,333

Reporting Owners

Reporting Owner Name / Address	Relationships						
·r· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
REDFIELD CARL C/O INFINERA CORPORATION 140 CASPIAN COURT SUNNYVALE, CA 94089	X						
Signatures							
/s/ Donica Forensich, by Power of Attorney	09/11/2013						
**Signature of Reporting Person		Date					

Reporting Owners 2

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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) Shares held directly by the Carl Redfield Trust 2000 dated 10/18/00 for which the Reporting Person serves as trustee.
- (2) The option is fully vested.
- (3) Each restricted stock unit ("RSU") represents a contingent right to receive one share of INFN common stock.
- (4) The RSUs fully vest on May 15, 2014.
- (5) This sale was made in connection with the Reporting Person's Rule 10b5-1 Trading Plan, which was adopted on May 31, 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.