

INFINERA CORP
Form 4
February 05, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCCARTHY MICHAEL O III

(Last) (First) (Middle)

C/O INFINERA CORPORATION, 140 CASPIAN COURT

(Street)

SUNNYVALE, CA 94089

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INFINERA CORP [INFN]

3. Date of Earliest Transaction (Month/Day/Year)
01/30/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Chief Legal & Admin Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					73,117	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

Edgar Filing: INFINERA CORP - Form 4

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. Number 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 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 1.32					<u>(1)</u>	11/28/2015	Common Stock	7,996
Employee Stock Option (Right to Buy)	\$ 2					<u>(1)</u>	08/08/2016	Common Stock	8,703
Employee Stock Option (Right to Buy)	\$ 2					<u>(1)</u>	08/08/2016	Common Stock	11,805
Employee Stock Option (Right to Buy)	\$ 7.11					<u>(1)</u>	02/10/2019	Common Stock	45,309
Employee Stock Option (Right to Buy)	\$ 7.45					<u>(1)</u>	08/10/2019	Common Stock	51,040
Employee Stock Option (Right to Buy)	\$ 8.19					<u>(1)</u>	11/23/2016	Common Stock	56,250
Employee Stock Option (Right to Buy)	\$ 7.61					<u>(1)</u>	06/06/2017	Common Stock	25,642
	\$ 7.61					<u>(1)</u>	06/06/2017		29,355

Edgar Filing: INFINERA CORP - Form 4

Employee Stock Option (Right to Buy)								Common Stock	
Employee Stock Option (Right to Buy)	\$ 7.61				<u>(2)</u>	02/28/2018		Common Stock	2,886
Employee Stock Option (Right to Buy)	\$ 7.61				<u>(2)</u>	02/28/2018		Common Stock	59,780
Employee Stock Option (Right to Buy)	\$ 8.58				<u>(1)</u>	02/10/2021		Common Stock	16,250
Employee Stock Option (Right to Buy)	\$ 8.58				<u>(1)</u>	02/10/2021		Common Stock	48,750
Employee Stock Option (Right to Buy)	\$ 8.58				<u>(3)</u>	02/10/2021		Common Stock	38,577
Employee Stock Option (Right to Buy)	\$ 8.58				<u>(3)</u>	02/10/2021		Common Stock	26,423
Restricted Stock Units	<u>(4)</u>				<u>(5)</u>	<u>(5)</u>		Common Stock	22,000
Restricted Stock Units	<u>(4)</u>				<u>(6)</u>	<u>(6)</u>		Common Stock	64,000
Restricted Stock Units	<u>(4)</u>				<u>(7)</u>	<u>(7)</u>		Common Stock	47,500
Restricted Stock	<u>(4)</u>	01/30/2013		A	42,000	<u>(8)</u>	<u>(8)</u>	Common Stock	42,000

