

CIENA CORP
Form 4/A
November 21, 2007

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 *
SMITH GARY B

(Last) (First) (Middle)

C/O CIENA CORPORATION, 1201 WINTERSON ROAD

(Street)

LINTHICUM, MD 21090

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CIENA CORP [CIEN]

3. Date of Earliest Transaction
(Month/Day/Year)
11/03/2007

4. If Amendment, Date Original Filed(Month/Day/Year)
11/06/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President, CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	11/03/2007		F		1,276 (1)	D	
Common Stock	11/05/2007		M		3,840	D	
Common Stock	11/05/2007		S(2)		\$ 46.4576 (3)	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

SEC 1474
(9-02)

displays a currently valid OMB control number.

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. 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)	Amount or Number of Shares
Non-Qualified Stock Option (right-to-buy)	\$ 19.95	11/05/2007		M	3,840	⁽⁴⁾ 12/10/2014	Common Stock	3,840

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH GARY B C/O CIENA CORPORATION 1201 WINTERSON ROAD LINTHICUM, MD 21090	X		President, CEO	

Signatures

By: Erik Lichter For: Gary B. Smith
Date: 11/20/2007

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).
- (1) Shares reported represent the amount forfeited to cover the tax liabilities of the reporting person pursuant to a restricted stock unit (RSU) award agreement dated November 1, 2005. The RSU vests at the end of Ciena's fiscal quarters over a four year year term and shares are issued net of taxes upon vesting. Acquisition of the RSU was previously reported in Table I of reporting person's Form 4 filed on November 3, 2005.
- (2) Sales were effected pursuant to Rule 10b5-1 trading plan dated June 22, 2007.
- (3) Reflects the average sale price of the total shares sold. Actual sale prices are as follows: 100 shares at \$46.18; 100 shares at \$46.54; 100 shares at \$46.45; 100 shares at \$46.21; 300 shares at \$46.24; 100 shares at \$46.15; 100 shares at \$46.43; 100 shares at \$46.59; 100 shares at \$46.65; 100 shares at \$46.53; 100 shares at \$46.77; 100 shares at \$46.80; 100 shares at \$46.92; 100 shares at \$46.60; 100 shares at \$46.54; 100 shares at \$46.58; 100 shares at \$46.56; 100 shares at \$46.70; 100 shares at \$46.61; 100 shares at \$46.42; 100 shares at \$46.31; 100 shares at \$46.20; 100 shares at \$46.12; 100 shares at \$46.29; 100 shares at \$46.10; 100 shares at \$46.05; 100 shares at

Edgar Filing: CIENA CORP - Form 4/A

\$46.26; 100 shares at \$46.41; 100 shares at \$46.63; 100 shares at \$46.79; 100 shares at \$46.57; 140 shares at \$46.55; 100 shares at \$46.47; 100 shares at \$46.98; 100 shares at \$46.81; and 100 shares at \$45.86.

(4) Option is fully vested.

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.