

CIENA CORP
Form 4
October 01, 2007

FORM 4

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

OMB APPROVAL

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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 *
PETRIK ANDREW C

(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)
09/28/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

VP, CONTROLLER

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 | (D) | Price | | | |
| Common Stock | 09/28/2007 | | M | | 21,428 | A | \$ 31.71 | 35,942 | D | |
| Common Stock | 09/28/2007 | | M | | 1,417 | A | \$ 25.06 | 37,359 | D | |
| Common Stock | 09/28/2007 | | M | | 250 | A | \$ 17.43 | 37,609 | D | |
| Common Stock | 09/28/2007 | | M | | 335 | A | \$ 16.87 | 37,944 | D | |
| Common Stock | 09/28/2007 | | M | | 268 | A | \$ 16.52 | 38,212 | D | |

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| | | | | | | | |
|-----------------|------------|---|--------|---|----------------------|--------|---|
| Common Stock | 09/28/2007 | S | 26,024 | D | \$ 38.0611 (1) | 12,188 | 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.

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(9-02)

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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 16.52 | 09/28/2007 | | M | 268 | (2) 06/10/2015 | Common Stock | 268 |
| Non-Qualified Stock Option (right to buy) | \$ 16.87 | 09/28/2007 | | M | 335 | (2) 10/26/2014 | Common Stock | 335 |
| Non-Qualified Stock Option (right to buy) | \$ 17.43 | 09/28/2007 | | M | 250 | (3) 10/26/2015 | Common Stock | 250 |
| Non-Qualified Stock Option (right to buy) | \$ 25.06 | 09/28/2007 | | M | 1,417 | (4) 05/18/2014 | Common Stock | 1,417 |
| Non-Qualified Stock Option (right to buy) | \$ 31.71 | 09/28/2007 | | M | 21,428 | (4) 11/19/2012 | Common Stock | 21,428 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| PETRIK ANDREW C C/O CIENA CORPORATION | | | VP, CONTROLLER | |

1201 WINTERSON ROAD
LINTHICUM,, MD 21090

Signatures

By: Erik Lichter For: Andrew C.
Petrik

10/01/2007

__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).

Reflects the average sale price of the total shares sold. Actual sales prices are as follows: 1,142 shares at \$38.25; 82 shares at \$38.22; 801 shares at \$38.18; 2,599 shares at \$38.15; 1,005 shares at \$38.14; 2,000 shares at \$38.13; 900 shares at \$38.12; 2,800 shares at \$38.11;

(1) 1,400 shares at \$38.10; 100 shares at \$38.09; 1,500 shares at \$38.08; 500 shares at \$38.06; 4,200 shares at \$38.05; 800 shares at \$38.04; 400 shares at \$38.02; 2,995 shares at \$38.01; 900 shares at \$37.82; 500 shares at \$37.81; 100 shares at \$37.79; 500 shares at \$37.75; 400 shares at \$37.71; 100 shares at \$37.70; 200 shares at \$37.69; 100 shares at \$37.68

(2) Option vests at a rate of 25% on the last day of the month of the one year anniversary of the grant date and 2.084% for each of the 36 months thereafter.

(3) Stock option vests monthly in equal amounts over a four-year period.

(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.

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