

INFINERA Corp  
Form 4  
February 23, 2017

**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 \*  
Welch David F

(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)  
02/21/2017

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)  
President

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					620,408	I	See Footnote (1)
Common Stock					307,593	I	See Footnote (2)
Common Stock					542,550	I	See Footnote (3)
Common					140,000	I	See

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Stock						Footnote (4)
Common Stock		2,500		I		See Footnote (5)

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

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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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 7.61					(6) 06/06/2017	06/06/2017	Common Stock	29,214
Employee Stock Option (Right to Buy)	\$ 7.61					(6) 06/06/2017	06/06/2017	Common Stock	101,34
Employee Stock Option (Right to Buy)	\$ 7.61					(6) 02/28/2018	02/28/2018	Common Stock	2,817
Employee Stock Option (Right to Buy)	\$ 7.61					(6) 02/28/2018	02/28/2018	Common Stock	81,683
Employee Stock Option	\$ 7.11					(6) 02/10/2019	02/10/2019	Common Stock	100,00

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(Right to Buy)										
Employee Stock Option (Right to Buy)	\$ 7.45				(6)	08/10/2019	Common Stock	150,000		
Employee Stock Option (Right to Buy)	\$ 8.58				(6)	02/10/2021	Common Stock	20,250		
Employee Stock Option (Right to Buy)	\$ 8.58				(6)	02/10/2021	Common Stock	60,750		
Employee Stock Option (Right to Buy)	\$ 8.58				(6)	02/10/2021	Common Stock	39,465		
Employee Stock Option (Right to Buy)	\$ 8.58				(6)	02/10/2021	Common Stock	41,535		
Restricted Stock Units	(7)				(8)	(8)	Common Stock	12,000		
Restricted Stock Units	(7)				(9)	(9)	Common Stock	20,923		
Restricted Stock Units	(7)				(10)	(10)	Common Stock	19,180		
Restricted Stock Units	(7)				(11)	(11)	Common Stock	28,770		
Restricted Stock Units	(7)				(12)	(12)	Common Stock	86,850		
Restricted Stock Units	(7)	02/21/2017	A	114,831	(13)	(13)	Common Stock	114,831		

