

Welch David F
Form 4
February 20, 2018

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)
02/15/2018

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)
Chief Strategy & Tech. Officer

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	(A) or (D)	Price			
Common Stock	02/20/2018		M ⁽¹⁾		2,817	A	\$ 7.61	667,168	I	See Footnote (2)
Common Stock	02/20/2018		S ⁽¹⁾		2,817	D	\$ 9.8821 ⁽³⁾	664,351	I	See Footnote (2)
Common Stock	02/20/2018		M ⁽¹⁾		81,683	A	\$ 7.61	746,034	I	See Footnote (2)
Common	02/20/2018		S ⁽¹⁾		81,683	D	\$	664,351	I	See

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Stock					10.0057 <u>(4)</u>				Footnote <u>(2)</u>
Common Stock	02/20/2018		S ⁽⁵⁾	64,593	D	\$ 10.0627 <u>(6)</u>	599,758	I	See Footnote <u>(2)</u>
Common Stock							292,293	I	See Footnote <u>(7)</u>
Common Stock							528,150	I	See Footnote <u>(8)</u>
Common Stock							140,000	I	See Footnote <u>(9)</u>
Common Stock							2,500	I	See Footnote <u>(10)</u>

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 Security (Instr. 3 and 4)	8. Amount of Underlying Security			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Employee Stock Option (Right to Buy)	\$ 7.61	02/20/2018		M			2,817	<u>(11)</u>	02/28/2018	Common Stock	2,817
Employee Stock Option (Right to Buy)	\$ 7.61	02/20/2018		M			81,683	<u>(11)</u>	02/28/2018	Common Stock	81,683
	\$ 7.11							<u>(11)</u>	02/10/2019		100

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Employee Stock Option (Right to Buy)								Common Stock	
Employee Stock Option (Right to Buy)	\$ 7.45				(11)	08/10/2019		Common Stock	150,
Employee Stock Option (Right to Buy)	\$ 8.58				(11)	02/10/2021		Common Stock	20,
Employee Stock Option (Right to Buy)	\$ 8.58				(11)	02/10/2021		Common Stock	60,
Employee Stock Option (Right to Buy)	\$ 8.58				(11)	02/10/2021		Common Stock	39,
Employee Stock Option (Right to Buy)	\$ 8.58				(11)	02/10/2021		Common Stock	41,
Restricted Stock Units	(12)				(13)	(13)		Common Stock	9,
Restricted Stock Units	(12)				(14)	(14)		Common Stock	14,
Restricted Stock Units	(12)				(15)	(15)		Common Stock	65,
Restricted Stock Units	(12)				(16)	(16)		Common Stock	114,
Restricted Stock Units	(12)	02/15/2018		A	68,750	(17)	(17)	Common Stock	68,

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