**INFINERA CORP** Form 4

January 07, 2008

# FORM 4

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

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 \* Singh Jagdeep

> (Last) (First) (Middle)

C/O INFINERA CORPORATION, 169 JAVA **DRIVE** 

SUNNYVALE, CA 94089

(Street)

2. Issuer Name and Ticker or Trading Symbol

INFINERA CORP [INFN]

3. Date of Earliest Transaction (Month/Day/Year) 01/03/2008

4. If Amendment, Date Original

Filed(Month/Day/Year)

**OMB APPROVAL** 

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

(Check all applicable) \_X\_ Director 10% Owner X\_ Officer (give title Other (specify below) Chairman, President & CEO

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Issuer

(City)	(State) (	(Zip) Table	e I - Non-D	<b>Derivative</b>	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly 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 Acquir on(A) or Disposed of (Instr. 3, 4 and 5)  (A) or Amount (D) Pr		d of (D)	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)
Common Stock	01/03/2008		S(1)	6	D	\$ 13.56	1,746,286	I	See footnote.
Common Stock	01/03/2008		S <u>(1)</u>	300	D	\$ 13.57	1,745,986	I	See footnote.
Common Stock	01/03/2008		S(1)	100	D	\$ 13.58	1,745,886	I	See footnote.
Common	01/03/2008		S(1)	100	D	\$	1,745,786	I	See

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Stock					13.61			footnote. $(2)$
Common Stock	01/03/2008	S <u>(1)</u>	300	D	\$ 13.63	1,745,486	I	See footnote.
Common Stock	01/03/2008	S(1)	100	D	\$ 13.64	1,745,386	I	See footnote.
Common Stock	01/03/2008	S(1)	100	D	\$ 13.65	1,745,286	I	See footnote.
Common Stock	01/03/2008	S(1)	100	D	\$ 13.75	1,745,186	I	See footnote.
Common Stock	01/03/2008	S <u>(1)</u>	100	D	\$ 13.8	1,745,086	I	See footnote.
Common Stock	01/03/2008	S(1)	200	D	\$ 13.81	1,744,886	I	See footnote.
Common Stock	01/03/2008	S(1)	100	D	\$ 13.84	1,744,786	I	See footnote.
Common Stock	01/03/2008	S(1)	100	D	\$ 13.85	1,744,686	I	See footnote.
Common Stock	01/03/2008	S <u>(1)</u>	200	D	\$ 13.86	1,744,486	I	See footnote.
Common Stock	01/03/2008	S(1)	100	D	\$ 13.88	1,744,386	I	See footnote.
Common Stock	01/03/2008	S(1)	100	D	\$ 13.89	1,744,286	I	See footnote.
Common Stock	01/03/2008	S <u>(1)</u>	100	D	\$ 13.9	1,744,186	I	See footnote.
Common Stock	01/03/2008	S <u>(1)</u>	300	D	\$ 13.91	1,743,886	I	See footnote.
Common Stock	01/03/2008	S <u>(1)</u>	100	D	\$ 13.92	1,743,786	I	See footnote.

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Common Stock	01/03/2008	S <u>(1)</u>	200	D	\$ 13.94	1,743,586	I	See footnote.
Common Stock	01/03/2008	S <u>(1)</u>	100	D	\$ 13.99	1,743,486	I	See footnote.
Common Stock	01/03/2008	S <u>(1)</u>	100	D	\$ 14.05	1,743,386	I	See footnote.
Common Stock	01/03/2008	S <u>(1)</u>	100	D	\$ 14.1	1,743,286	I	See footnote.
Common Stock	01/03/2008	S <u>(1)</u>	100	D	\$ 14.19	1,743,186	I	See footnote.
Common Stock						471,519	D	
Common Stock						122,844	Ι	See footnote.
Common Stock						122,844	I	See footnote.

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

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SEC 1474 (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. Transa Code (Instr.		5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amor Unde Secur	le and ant of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)
				Code	v	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr Edgar Filing: INFINERA CORP - Form 4

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Singh Jagdeep

C/O INFINERA CORPORATION
169 JAVA DRIVE
X Chairman, President & CEO

SUNNYVALE, CA 94089

## **Signatures**

/s/ Michael O. McCarthy, by power of attorney 01/07/2008

\*\*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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 24, 2007.
- (2) Shares held directly by the Singh Family Trust U/D/T dated 10/3/96 for which the Reporting Person serves as a trustee.
- (3) Shares held directly by the Roshni Singh Trustee Annuity Trust dated 6/21/05 for which the Reporting Person serves as trustee.
- (4) Shares held directly by the Jagdeep Singh Trustee Annuity Trust dated 6/21/06 for which the Reporting Person serves as trustee.

#### **Remarks:**

This report is one of three reports, each on a separate Form 4, but relating to the same transaction being filed by the Reporting 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.

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