FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
MAYDAN DAN (Last) (First) (Middle) **C/O INFINERA CORPORATION, 169 JAVA DRIVE** (Street) **SUNNYVALE, CA 94089** (City) (State) (Zip)	**INFINERA CORP [INFN]** 3. Date of Earliest Transaction (MM/DD/YYYY) **5/18/2011** 4. If Amendment, Date Original Filed (MM/DD/YYYY)	__ **X** __ Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	**5/19/2011**		**M**		5500	A	**$0**	**0** (1)	**D**	
Common Stock	**5/19/2011**		**S** (2)		5500	D	**$7.291**	**54597**	**I**	**See Footnote** (3)
Common Stock								**13803**	**I**	**See Footnote** (4)

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(5)	**5/19/2011**		**M**			5500	(6)	(6)	**Common Stock**	**5500**	**$0**	**0**	**D**	
Restricted Stock Units	(5)	**5/18/2011**		**A**		9100		(7)	(7)	**Common Stock**	**9100**	**$0**	**9100**	**D**	
Non-Qualified Stock Option (Right to Buy)	**$7.25**	**5/18/2011**		**A**		17600		(8)	**5/18/2021**	**Common Stock**	**17600**	**$0**	**17600**	**D**	
Non-Qualified Stock Option (Right to Buy)	**$7.55**							(9)	**5/19/2020**	**Common Stock**	**14500**		**14500**	**D**	
Non-Qualified Stock Option (Right to Buy)	**$7.45**							(10)	**8/10/2019**	**Common Stock**	**37500**		**37500**	**D**	

Explanation of Responses:

(1) Excludes 5,500 shares previously held by the Reporting Person which were re-registered to the Maydan Marital Share One UAD 5/06/00 on May 19, 2011 and sold on May 19, 2011.

(2) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 13, 2010.

(3) Shares held directly by the Maydan Marital Share One UAD 5/06/00 for which the Reporting Person serves as trustee.

(4) Shares held directly by the Dan Maydan 1981 Marital Share 1 U/A DTD 3/26/81 for which the Reporting Person serves as trustee.

(5) Each restricted stock unit ("RSU") represents a contingent right to receive one share of INFN common stock.

(6) The RSUs fully vested on May 19, 2011.

(7) The RSUs fully vest on May 18, 2012.

(8) The option fully vests on May 18, 2012.

(9) The option fully vested on May 19, 2011.

(10) The option vests and becomes exercisable in twenty-four equal monthly installments commencing on the date of grant.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAYDAN DAN **C/O INFINERA CORPORATION** **169 JAVA DRIVE** **SUNNYVALE, CA 94089**	**X**			

Signatures

/s/ Michael O. McCarthy III, by Power of Attorney	**5/20/2011**
** Signature of Reporting Person	Date

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

***** 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).

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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