

[] 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 or Section 30(h) 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)				
MCCARTHY	MICH.	AEL	O III		IN	FI	NERA	CC	ORP	[INF	N]							
(Last)	(First)		Middle)		3. 1	Dat	e of Earl	iest '	Trans	sa	ction (N	MM/	DD/YY	YY)	Directo		_	10% O	wner
	` ,	`	,												X Office below)	er (give title	e below)	Othe	er (specify
C/O INFINE	RA							•	3/7/2	2()13				Chief Leg	al & Ad	min Offic	er	
CORPORAT	ION, 14	0 CA	SPIAN																
COURT																			
	(Street)						mendme D/YYYY)	ent, I	Date (O	riginal	File	ed		6. Individu Applicable Li		nt/Group l	Filing (Che	eck
SUNNYVAL	E, CA 94	1089													X Form fi	led by One	Reporting Pe	rson	
(City)	(State)	(2	Zip)														han One Rep		n
		Tabl	e I - Non	-Deri	iva	tiv	e Securi	ties .	Acqu	ii	red, Di	spo	sed of	, or	Beneficially	y Owned			
1.Title of Security					ran	ıs.	2A.		rans.		4. Securi				nount of Securi			6.	7. Nature
(Instr. 3)					te		Deemed Execution		Code (Instr. 8)		Acquired (A) Disposed of (I				wing Reported Transaction(s) . 3 and 4)			Ownership of Form:	of Indirect Beneficial
							Date, if any	Ĺ	1		(Instr. 3, 4 and		15)		,				Ownership (Instr. 4)
							any					(A) or						(I) (Instr.	(Ilisti. 4)
								Co	ode V	V	Amount		Price					4)	
Common Stock				3/7	/20	13		1	A		(9)	A	\$0		11	0219		D	
Common Stock				3/7	/20	13]	F		4720	D	\$7.13		1054	199 (10)		D	
				•						_									
Tab	ole II - Dei	rivativ	e Securi	ties B	Ben	efi	cially Ov	wnec	d (<i>e.g</i>	ζ.	, puts,	cal	lls, wa	rrar	nts, options,	convert	ible secur	ities)	
1. Title of Derivate	2.	3.		4. Tran	ıs.		lumber of					and					9. Number	10.	11. Nature
Security (Instr. 3)	Conversion or Exercise		Execution Date, if any	Code (Instr.	. 8) Sec Ac		Derivative Securities		Expiration I			Date			nderlying lecurity		derivative	Ownership Form of	Beneficial
	Price of Derivative						uired (A) o posed of (D						3 and	4)	(Instr. 5)	Securities Beneficially		Ownership (Instr. 4)	
	Security						tr. 3, 4 and										Owned Following	Direct (D) or Indirect	
								D	ate		Expira	tion			amount or		Reported	(I) (Instr.	
				Code	v	(<i>A</i>	A) (D)	l _E	xercisa	ıbl		ition	Title		lumber of hares		Transaction (s) (Instr. 4)	4)	
Employee Stock						_	, ,	\top			11/28/	2015	Comm	on			(4) (44 4)		
Option (Right to Buy)	\$1.32								(1)		11/20/	2013	Stock		7996		7996	D	
Employee Stock								+					G						
Option (Right to Buy)	\$2								(1)		8/8/20)16	Comm		11805		11805	D	
Employee Stock					H			+						+					
Option (Right to	\$7.11								(1)		2/10/2	019	Comm		45309		45309	D	
Buy) Employee Stock					H								 	+					
Option (Right to	\$7.45								(1)		8/10/2	019	Comm		51040		51040	D	
Buy) Employee Stock					H			+					+	+					
Option (Right to	\$8.19								(1)		11/23/	2016	Comm		56250		56250	D	
Buy)					Н			+					- 5000	+					
Employee Stock Option (Right to	\$7.61								(1)		6/6/20	17	Comm		25642		25642	D	
Buy)					Н			+					Stock	\perp					
Employee Stock Option (Right to	1								(1)		6/6/20	117	Comm	on	20255		29355	D	
Buy)	\$7.61								`)1/	Stock		29355		29333		

Tal	ble II - De	rivativ	ve Secur	ities E	Ben	eficial	ly Own	ned (<i>e.g.</i> ,	puts, cal	ls, warr	ants, option	s, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans.	3A. Deemed	4. Trans. Code		Dispose	ve	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	10. Ownership Form of Derivative Security: Direct (D)	Beneficial
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			or Indirect (I) (Instr. 4)	
Employee Stock Option (Right to Buy)	\$7.61							(2)	2/28/2018	Common Stock	2886		2886	D	
Employee Stock Option (Right to Buy)	\$7.61							(2)	2/28/2018	Common Stock	59780		59780	D	
Employee Stock Option (Right to Buy)	\$8.58							(1)	2/10/2021	Common Stock	16250		16250	D	
Employee Stock Option (Right to Buy)	\$8.58							(1)	2/10/2021	Common Stock	48750		48750	D	
Employee Stock Option (Right to Buy)	\$8.58							(3)	2/10/2021	Common Stock	38577		38577	D	
Employee Stock Option (Right to Buy)	\$8.58							(3)	2/10/2021	Common Stock	26423		26423	D	
Restricted Stock Units	(4)							(5)	(5)	Common Stock	11000		11000	D	
Restricted Stock Units	(4)							(6)	(6)	Common Stock	42666		42666	D	
Restricted Stock Units	(4)							(7)	(7)	Common Stock	47500		47500	D	
Restricted Stock Units	(4)							(8)	(8)	Common Stock	42000		42000	D	

Explanation of Responses:

- (1) The option is fully vested.
- (2) The option vests and becomes exercisable in forty-eight monthly installments beginning on February 5, 2010.
- (3) The option vests and becomes exercisable in thirty-six monthly installments beginning on February 10, 2011.
- (4) Each restricted stock unit ("RSU") represents a contingent right to receive one share of INFN common stock.
- (5) The RSUs vest in three annual installments beginning on February 5, 2012.
- (6) The RSUs vest in three annual installments beginning on February 5, 2013.
- (7) The RSUs vest as to 100% on December 31, 2014.
- (8) The RSUs vest in three annual installments beginning on February 5, 2014.
- (9) This includes performance-based RSUs granted in 2012 in which the award criteria was satisfied in 2013.
- (10) This includes 3,000 shares acquired under the Company's 2007 Employee Stock Purchase Plan on February 15, 2013.

Reporting Owners

Paparting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
MCCARTHY MICHAEL O III									
C/O INFINERA CORPORATION									
			Chief Legal & Admin Officer						
140 CASPIAN COURT									
SUNNYVALE, CA 94089									

Signatures

/s/ Michael O. McCarthy III 3/8/2013

** 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.

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.