

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(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)
Brennan Ita M	INFINERA CORP [INFN]	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Financial Officer
(Last) (First) (Middle) C/O INFINERA CORPORATION, 140 CASPIAN COURT	3. Date of Earliest Transaction (MM/DD/YYYY) 8/5/2012	
(Street) SUNNYVALE, CA 94089 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> X Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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	8/5/2012		M		1505	A	\$0	76457	D	
Common Stock	8/5/2012		F		554	D	\$5.57	75903	D	

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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$2						(1)	9/7/2016	Common Stock	3125		3125	D	
Employee Stock Option (Right to Buy)	\$2						(1)	9/7/2016	Common Stock	2344		2344	D	
Employee Stock Option (Right to Buy)	\$6.71						(1)	3/2/2019	Common Stock	50000		50000	D	
Employee Stock Option (Right to Buy)	\$7.45						(1)	8/10/2019	Common Stock	33000		33000	D	
Employee Stock Option (Right to Buy)	\$8.19						(2)	11/23/2016	Common Stock	37500		37500	D	
Employee Stock Option (Right to Buy)	\$6.9						(3)	6/26/2020	Common Stock	62226		62226	D	
Employee Stock									Common					

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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (Right to Buy)	\$6.9						(3)	6/26/2020	Stock	12774		12774	D	
Employee Stock Option (Right to Buy)	\$8.58						(4)	2/10/2021	Common Stock	65000		65000	D	
Employee Stock Option (Right to Buy)	\$8.58						(1)	2/10/2021	Common Stock	16250		16250	D	
Restricted Stock Units	(5)						(6)	(6)	Common Stock	1350		1350	D	
Restricted Stock Units	(5)						(6)	(6)	Common Stock	1760		1760	D	
Restricted Stock Units	(5)	8/5/2012		M		326	(7)	(7)	Common Stock	1952	\$0	1952	D	
Restricted Stock Units	(5)	8/5/2012		M		715	(7)	(7)	Common Stock	1430	\$0	1430	D	
Restricted Stock Units	(5)	8/5/2012		M		464	(7)	(7)	Common Stock	2787	\$0	2787	D	
Restricted Stock Units	(5)						(8)	(8)	Common Stock	18750		18750	D	
Restricted Stock Units	(5)						(9)	(9)	Common Stock	22000		22000	D	
Restricted Stock Units	(5)						(10)	(10)	Common Stock	64000		64000	D	

Explanation of Responses:

- (1) The option is fully vested.
- (2) The option vests and becomes exercisable in thirty-six monthly installments beginning on November 23, 2009.
- (3) The option vests and becomes exercisable in forty-eight monthly installments beginning on June 26, 2010.
- (4) The option vests and becomes exercisable in thirty-six monthly installments beginning on February 10, 2011.
- (5) Each restricted stock unit ("RSU") represents a contingent right to receive one share of INFN common stock.
- (6) The RSUs vest in five annual installments beginning on October 1, 2007.
- (7) The RSUs vest in sixteen quarterly installments beginning on March 5, 2010.
- (8) The RSUs vest in four annual installments beginning on July 1, 2011.
- (9) The RSUs vest in three annual installments beginning on February 5, 2012.
- (10) The RSUs vest in three annual installments beginning on February 5, 2013.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brennan Ita M C/O INFINERA CORPORATION 140 CASPIAN COURT SUNNYVALE, CA 94089			Chief Financial Officer	

Signatures

/s/ Michael O. McCarthy III, by Power of Attorney

8/6/2012

** 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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