

# FORM 4

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

OMB APPROVAL  
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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 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <b>Fallon Thomas J</b> (Last) (First) (Middle) <b>C/O INFINERA CORPORATION, 140 CASPIAN COURT</b> (Street) <b>SUNNYVALE, CA 94089</b> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>INFINERA CORP [ INFN ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> Officer (give title below) <b>Chief Executive Officer</b> <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)
3. Date of Earliest Transaction (MM/DD/YYYY) <b>7/26/2016</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

**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								1014657	I	See Footnote

**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				
Employee Stock Option (Right to Buy)	\$8.19							(1)	11/23/2019	Common Stock	90056		90056	D	
Employee Stock Option (Right to Buy)	\$8.58							(1)	2/10/2021	Common Stock	14286		14286	D	
Employee Stock Option (Right to Buy)	\$8.58							(1)	2/10/2021	Common Stock	32965		32965	D	
Employee Stock Option (Right to Buy)	\$8.58							(1)	2/10/2021	Common Stock	30475		30475	D	
Employee Stock Option (Right to Buy)	\$8.58							(1)	2/10/2021	Common Stock	182250		182250	D	
Restricted Stock Units	(2)							(3)	(3)	Common Stock	35629		35629	D	
Restricted Stock Units	(2)							(4)	(4)	Common Stock	36826		36826	D	
Restricted Stock Units	(2)							(5)	(5)	Common Stock	86850		86850	D	
Restricted Stock Units	(2)	7/26/2016		A		37563		(6)	(6)	Common Stock	37563	\$0.00	37563	D	

#### Explanation of Responses:

- (1) This option is fully-vested.
- (2) Each restricted stock unit ("RSU") represents a contingent right to receive one share of Infinera Corporation common stock.
- (3) These RSUs vest in three annual installments beginning on May 5, 2015.

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4) These RSUs vest in three annual installments beginning on May 5, 2016.
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5) These RSUs vest in four annual installments beginning on May 5, 2017.
- ( On February 24, 2015, Mr. Fallon was granted a performance-based RSU award, subject to the achievement of certain performance criteria. The performance  
6) criteria related to these shares were met at 136% of target for the performance period, as determined by the administrator per the terms of the original grant, and the common stock issuable with respect to these RSUs will vest on August 5, 2016, subject to Mr. Fallon's continuous status as a service provider through such date.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Fallon Thomas J</b> <b>C/O INFINERA CORPORATION</b> <b>140 CASPIAN COURT</b> <b>SUNNYVALE, CA 94089</b>	<b>X</b>		<b>Chief Executive Officer</b>	

#### Signatures

/s/ Michael Post, by Power of Attorney

7/28/2016

\*\* 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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