Form 4

United States Securities and Exchange Commission
Washington, D.C. 20549

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
GANI MARCEL
C/O INFINERA CORPORATION, 140 CASPIAN COURT
SUNNYVALE, CA 94089

2. Issuer Name and Ticker or Trading Symbol
INFINERA CORP [ INFN ]

3. Date of Earliest Transaction (MM/DD/YYYY)
5/21/2020

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
  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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Securities Acquired (A) or Disposed of (D)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>5/21/2020</td>
<td>M</td>
<td>53745</td>
<td>294318</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>Date Exercisable and Expiration Date</th>
<th>Title of Securities Underlying Derivative Security</th>
<th>Amount or Number of Shares</th>
<th>Price of Derivative Security</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form: Direct (D) or Indirect (I)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>(1)</td>
<td>5/21/2020</td>
<td>M</td>
<td>53745</td>
<td>0/0</td>
<td>Common Stock</td>
<td>53745.0</td>
<td>$0</td>
<td>0</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) Each restricted stock unit ("RSU") represents a contingent right to receive one share of common stock of Infinera Corporation (the "Company").
(2) These RSUs have a vesting commencement date of May 23, 2019 and vest on the earlier of the date of the next annual meeting of stockholders or the one-year anniversary of the date of grant, subject to Mr. Gani's continued service to the Company.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>GANI MARCEL</td>
<td>X</td>
</tr>
<tr>
<td>C/O INFINERA CORPORATION 140 CASPIAN COURT</td>
<td></td>
</tr>
<tr>
<td>SUNNYVALE, CA 94089</td>
<td></td>
</tr>
</tbody>
</table>

Signatures

/s/ Michael Post, by Power of Attorney 5/22/2020

**Signature of Reporting Person**

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).


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.