

CIENA CORP
Form S-8 POS
December 09, 2010

As filed with the Securities and Exchange Commission on December 9, 2010

Registration No. 333-83581

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
POST EFFECTIVE AMENDMENT NO. 2
TO
FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933
Ciena Corporation
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or Organization)

23-2725311
(I.R.S. Employer Identification No.)

1201 Winterson Road
Linthicum, Maryland
(Address of Principal Executive Offices)

21090
(Zip Code)

Omnia Communications, Inc. 1997 Stock Plan, as Amended
(Full title of the plan)

David M. Rothenstein
Senior Vice President, General Counsel and Secretary
Ciena Corporation
1201 Winterson Road
Linthicum, Maryland 21090
(410) 865-8500

(Name, address and telephone number, including area code, of agent for service)

Copy to:

Michael J. Silver
William I. Intner
Hogan Lovells US LLP
100 International Drive, Suite 2000
Baltimore, Maryland 21202
(410) 659-2700

DEREGISTRATION OF UNSOLD SECURITIES

This Post-Effective Amendment No. 2 to Form S-8 relates to the Registration Statement on Form S-8 (333-83581), filed with the Securities and Exchange Commission on July 23, 1999 (the Registration Statement) by Ciena Corporation, a Delaware corporation (the Company), relating to 755,356 shares of the Company s common stock, par value \$0.01 per share (Common Stock), reserved for issuance under the Omnia Communications, Inc. 1997 Stock Plan, as Amended (the Plan). The Company filed Post-Effective Amendment No. 1 to the Registration Statement on August 31, 2000 whereby an additional 759,889 shares of Common Stock issuable under the Plan were registered.

The offering pursuant to the Registration Statement has been terminated. In accordance with undertakings made by the Company in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities which remain unsold at the termination of the offering, the Company hereby removes from registration the 7,028 shares registered but unsold under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 2 to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Linthicum, state of Maryland, on December 9, 2010.

CIENA CORPORATION

By: /s/ David M. Rothenstein
Name: David M. Rothenstein
Title: Senior Vice President, General
Counsel
and Secretary