

CIENA CORP  
Form DEFA14A  
February 01, 2013

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
SCHEDULE 14A  
(Rule 14a-101)  
INFORMATION REQUIRED IN PROXY STATEMENT  
SCHEDULE 14A INFORMATION  
Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No. )

Filed by the Registrant ☐  
Filed by a Party other than the Registrant ☐  
Check the appropriate box:

☐ Preliminary Proxy Statement

☐ Confidential, for Use of the Commission Only (as permitted by  
Rule 14a-6(e)(2))

☐ Definitive Proxy Statement

☒ Definitive Additional Materials

☐ Soliciting Material Pursuant to §  
240.14a-12

Ciena Corporation

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

☒ No fee required.

☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

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☐ Fee paid previously with preliminary materials.

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o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, schedule or registration statement no.:

(3) Filing party:

(4) Date filed:

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February 1, 2013

To: Ciena All Hands

From: Ciena Employee Communications

Subject: 2013 Annual Meeting & Proxy Materials

Every year, Ciena stockholders have the opportunity to participate in the governance of our company by submitting proxies and voting at our Annual Meeting. As noted in today's press release, for the first time our Annual Meeting will be completely virtual and held via the Internet at [www.virtualshareholdermeeting.com/ciena](http://www.virtualshareholdermeeting.com/ciena) on Wednesday, March 20, 2013 at 3:00 p.m. Eastern time. In addition, Ciena is once again taking advantage of the SEC's "Notice and Access" rule that allows us to provide our proxy materials to stockholders online as an alternative to traditional mailed delivery of printed materials. We believe that using the Internet to host our meeting and facilitate distribution of proxy materials enables expanded stockholder participation, expedites receipt of proxy materials and reduces the cost and environmental impact of our Annual Meeting.

If you were a Ciena stockholder as of January 22, 2013, the record date for this year's Annual Meeting, you will soon receive a Notice explaining how to access your proxy materials, participate in the Annual Meeting and vote your shares. The Notice will detail the items that are up for stockholder consideration at this year's Annual Meeting.

These include:

- the election of three nominees to serve as Class I directors;
- the ratification of the appointment of PricewaterhouseCoopers as our auditors for fiscal 2013; and
- an advisory "say on pay" vote on our executive compensation.

Even if you are not a Ciena stockholder, you can still listen to the live webcast of our Annual Meeting. You can also review our Annual Report and proxy statement for the Annual Meeting - both of which are available at <http://investor.ciena.com/annuals-proxy.cfm>. We will also ensure that each major Ciena facility has a supply of printed Annual Reports for distribution to employees, customers and visitors as needed.

If you have any additional questions, please don't hesitate to contact Gregg Lampf in Ciena's Investor Relations department directly at 410.694.3169 or by email at [glampf@ciena.com](mailto:glampf@ciena.com).