

FINISAR CORP
Form 4
June 25, 2015

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Young Joseph A

(Last) (First) (Middle)
1389 MOFFETT PARK DRIVE
(Street)

SUNNYVALE, CA 94089-1134
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FINISAR CORP [FNSR]

3. Date of Earliest Transaction
(Month/Day/Year)
06/23/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec. VP Global Operations

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	(D)	Price
Common Stock	06/23/2015		S ⁽¹⁾		2,000	D	\$ 19.753 ⁽²⁾
Common Stock	06/23/2015		F ⁽³⁾		7,803	D	\$ 19.78
Common Stock	06/23/2015		A ⁽⁴⁾		37,918	A	\$ 0
Common Stock	06/24/2015		S ⁽¹⁾		2,000	D	\$ 19.6951 ⁽⁵⁾
Common Stock	06/24/2015		F ⁽⁶⁾		4,636	D	\$ 19.75

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Young Joseph A 1389 MOFFETT PARK DRIVE SUNNYVALE, CA 94089-1134			Exec. VP Global Operations	

Signatures

/s/ Christopher Brown as
Attorney-in-fact for

**Signature of Reporting Person
Date

06/25/2015

Explanation of Responses:

- * 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).
- (1) Shares were sold pursuant to a Rule 10b5-1 Stock Trading Plan adopted by the reporting person on December 31, 2014.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.57 to \$19.88 inclusive. The reporting person undertakes to provide to Finisar Corporation, any security holder of Finisar Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.
- (2) On June 23, 2015, the Reporting Person vested in 19,152 restricted stock units ("RSUs") and as a result acquired 19,152 shares of common stock of the Issuer pursuant to the Reporting Person's June 17, 2014 grant of RSUs. This Form 4 reports shares withheld by the Issuer pursuant to the RSUs' grant agreement in order to satisfy the Reporting Person's withholding obligations for various taxes due upon the vesting of the RSUs. No shares were sold by the Reporting Person. The Issuer will pay the taxes on behalf of the Reporting Person.

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- (4) These shares represent restricted stock units granted to the Reporting Person and shall vest in four equal annual installments beginning on June 21, 2016.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from

- (5) \$19.525 to \$19.92 inclusive. The reporting person undertakes to provide to Finisar Corporation, any security holder of Finisar Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.

On June 24, 2015, the Reporting Person vested in 8,883 restricted stock units ("RSUs") and as a result acquired 8,883 shares of common

- (6) stock of the Issuer pursuant to the Reporting Person's June 24, 2013 grant of RSUs. This Form 4 reports shares withheld by the Issuer pursuant to the RSUs' grant agreement in order to satisfy the Reporting Person's withholding obligations for various taxes due upon the vesting of the RSUs. No shares were sold by the Reporting Person. The Issuer will pay the taxes on behalf of the Reporting Person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.