INFINEON TECHNOLOGIES AG
Form SC 13G
February 04, 2005

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. _____)*

Finisar Corporation

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

31787A101

(CUSIP Number)

January 31, 2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

o   Rule 13d-1(b)
ý   Rule 13d-1(c)
o   Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 31787A101

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only) Infineon Technologies AG	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) (b) Not applicable	
3.	SEC Use Only	
4.	Citizenship or Place of Organization Germany	

Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 0
	6.	Shared Voting Power 34,000,000
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 34,000,000

9.	Aggregate Amount Beneficially Owned by Each Reporting Person 34,000,000	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o	
11.	Percent of Class Represented by Amount in Row (9) 13.2%	
12.	Type of Reporting Person (See Instructions) CO	

2

Item 1.

    (a)   Name of Issuer

                   Finisar Corporation

    (b)   Address of Issuer s Principal Executive Offices

                   1308 Moffett Park Drive, Sunnyvale , CA 94089

Item 2.

    (a)   Name of Person Filing

                   Infineon Technologies AG

    (b)   Address of Principal Business Office or, if none, Residence

                   St.-Martin-Str. 53

                   D-81669 Munich Germany

    (c)   Citizenship

                   Germany

    (d)   Title of Class of Securities

                   Common Stock, Par Value $0.0001 Per Share

    (e)   CUSIP Number

                   45662N103

Item 3.   **If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

(a)	o	Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
(b)	o	Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
(c)	o	Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
(d)	o	Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
(e)	o	An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
(f)	o	An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
(g)	o	A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
(h)	o	A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
(i)	o	A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
(j)	o	Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Not applicable

Item 4.   **Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a)   Amount beneficially owned:
34,000,000

(b)   Percent of class:
13.2%

(c)   Number of shares as to which the person has:

(i)   Sole power to vote or to direct the vote
0

(ii)   Shared power to vote or to direct the vote
34,000,000

(iii)   Sole power to dispose or to direct the disposition of
0

(iv)   Shared power to dispose or to direct the disposition of
34,000,000.

Item 5.   **Ownership of Five Percent or Less of a Class**

Not applicable.

Item 6.   **Ownership of More than Five Percent on Behalf of Another Person**

Not applicable.

Item 7.   **Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

Not applicable.

Item 8.   **Identification and Classification of Members of the Group**

Not applicable.

Item 9.   **Notice of Dissolution of Group**

Not applicable.

4

Item 10. **Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 3, 2005

Infineon Technolgies AG

By: /s/ Horst Meyer

Horst Meyer

Corporate Legal Counsel

By: /s/ Nicole Lau

Nicole Lau

Corporate Legal Counsel

5