

HARMONIC INC  
Form 4  
February 04, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Bonasera Charles

(Last) (First) (Middle)

4300 NORTH FIRST STREET

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
HARMONIC INC [HLIT]

3. Date of Earliest Transaction (Month/Day/Year)  
02/03/2015

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)

SVP, Operations and Quality

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	02/03/2015		M		22,500 (1)	A	\$ 5.63 31,083 D
Common Stock	02/03/2015		S		22,500 (1)	D	\$ 7.7233 8,583 D
Common Stock	02/03/2015		M		7,697 (1)	A	\$ 5.78 16,280 D
Common Stock	02/03/2015		S		7,697 (1)	D	\$ 7.78 8,583 D
Common Stock	02/04/2015		M		15,662 (1)	A	\$ 5.78 24,245 D

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Common Stock      02/04/2015      S      15,662<sup>(1)</sup>      D      \$ 7.78      8,583      D

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

**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.**

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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)
Right to buy	\$ 5.63	02/03/2015		M	22,500	02/15/2010 <sup>(2)</sup> 02/24/2016	Common Stock 22,500
Right to buy	\$ 5.78	02/03/2015		M	7,697	02/15/2014 <sup>(3)</sup> 03/15/2020	Common Stock 7,697
Right to buy	\$ 5.78	02/04/2015		M	15,662	02/15/2014 <sup>(4)</sup> 03/15/2020	Common Stock 15,662

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bonasera Charles 4300 NORTH FIRST STREET SAN JOSE, CA 95134			SVP, Operations and Quality	

## Signatures

/s/ Laura A. Donovan By Attorney-in-Fact: Laura A. Donovan

02/04/2015

Signature of Reporting Person

Date

## 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) Per 10b5-1 Plan dated December 12, 2014.

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- (2) These shares of common stock were acquired upon the exercise of stock options on 2/3/2015. These options were initially granted to the Reporting Person on 2/24/2009, and were identified on a Form 4 filed by the Reporting Person on 2/26/2009.
- (3) These shares of common stock were acquired upon the exercise of stock options on 2/3/2015. These options were initially granted to the Reporting Person on 3/15/2013, and were identified on a Form 4 filed by the Reporting Person on 3/19/2013.
- (4) These shares of common stock were acquired upon the exercise of stock options on 2/4/2015. These options were initially granted to the Reporting Person on 3/15/2013, and were identified on a Form 4 filed by the Reporting Person on 3/19/2013.

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

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