

LOWE ALAN S
Form 4/A
August 24, 2018

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 *
LOWE ALAN S

(Last) (First) (Middle)

400 NORTH MCCARTHY BLVD

(Street)

MILPITAS, CA 95035

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Lumentum Holdings Inc. [LITE]

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

08/17/2017

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

08/21/2017

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

CEO and President

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 (A) or (D) Price | | |
| Common Stock | 08/17/2017 | | S | | 7,916 D \$ 52.6205 | 141,162 | D |
| Common Stock | 08/18/2017 | | F | | 23,384 D \$ 52.0627 | 117,778 | D |
| Common Stock | 08/17/2017 | | M | | 9,232 (1) A \$ 0 | 127,010 | D |
| Common Stock | 08/18/2017 | | F | | 4,817 D \$ 51.35 | 122,193 | D |
| Common Stock | 08/18/2017 | | A | | 64,432 (2) A \$ 0 | 186,625 | D |

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| | | | | | | | |
|--------------|------------|---|---------------|---|------------|-------------|---|
| Common Stock | 08/18/2017 | A | 32,216 (2) | A | \$ 0 | 218,841 | D |
| Common Stock | 08/20/2017 | M | 2,286 | A | \$ 0 | 221,127 | D |
| Common Stock | 08/21/2017 | F | 1,215 | D | \$ 51.1003 | 219,912 (3) | D |

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) | Amount or Number of Shares | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Performance Stock Units (1) | \$ 0 | 08/17/2017 | | M | 9,232 | 08/17/2017 | (4) | | | Common Stock | 9,232 |
| Restricted Stock Units | \$ 0 | 08/20/2017 | | M | 2,286 | 08/17/2017 | (5) | | | Common Stock | 2,286 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LOWE ALAN S 400 NORTH MCCARTHY BLVD MILPITAS, CA 95035 | X | | CEO and President | |

Signatures

/s/ Judy G Hamel as
Attorney-in-Fact

08/24/2018

**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) Performance shares that vested upon achievement of established target goals.
- (2) New RSU grant award vests 33% on 1st anniversary of grant date then 8 quarterly equal installments over following 2 years.
- (3) On 9/16/2016 4/A filed to report the grant award on (Table I) the vested shares released on 8/17/2017 were also reported on table I in error; filing to show decrease of shares that had previously been reported in Table 1.
- (4) Performance Stock Units have no expiration date.
- (5) Restricted Stock Units have no expiration date

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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