

HARMONIC INC  
Form 4  
February 04, 2015

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(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  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

SVP, Operations and Quality

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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)
Common Stock	02/03/2015		M	(A) or (D) Amount 22,500 (1)	\$ 5.63 31,083	D	
Common Stock	02/03/2015		S	(A) or (D) Amount 22,500 (1)	\$ 7.7233 8,583	D	
Common Stock	02/03/2015		M	(A) or (D) Amount 7,697 (1)	\$ 5.78 16,280	D	
Common Stock	02/03/2015		S	(A) or (D) Amount 7,697 (1)	\$ 7.78 8,583	D	
Common Stock	02/04/2015		M	(A) or (D) Amount 15,662 (1)	\$ 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.**

SEC 1474  
(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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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