

Louvet Eric
Form 3
February 13, 2019

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

^ Louvet Eric

(Last) (First) (Middle)

4300 NORTH FIRST STREET

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/06/2019

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
SVP Sales NA & APAC

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

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

52,452

D ^

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Date Exercisable Expiration Date

Title Amount or Number of

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				Shares		(I) (Instr. 5)	
Restricted Stock Units (1)	03/01/2017 ⁽²⁾	03/01/2020	Common Stock	45,000	\$ 0	D	Â
Restricted Stock Units (1)	02/15/2018 ⁽³⁾	02/15/2019	Common Stock	1,250	\$ 0	D	Â
Restricted Stock Units (1)	02/15/2019 ⁽⁴⁾	02/15/2021	Common Stock	50,000	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Louvet Eric 4300 NORTH FIRST STREET SAN JOSE, CA 95134	Â	Â	Â SVP Sales NA & APAC	Â

Signatures

/s/ Laura Donovan By Laura Donovan,
Attorney-in-Fact

02/13/2019

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Each restricted stock unit represents a contingent right to receive one share of HLIT common stock.
- (2) Twenty five percent of the shares subject to the restricted stock units vested on March 1, 2017 and on March 1, 2018, and twenty five percent of the shares subject to the restricted stock units vest annually thereafter so as to be 100% vested on March 1, 2020.
- (3) Fifty percent of the Shares subject to the Restricted Stock Units vested on February 15, 2018, and twenty five percent of the Restricted Stock Units are scheduled to vest quarterly thereafter so as to be 100% vested on February 15, 2019.
- (4) Thirty three percent of the Shares subject to the Restricted Stock Unit (RSU) Grant are scheduled to vest February 15, 2019, and equal increments of the Shares subject to the RSU are scheduled to vest quarterly thereafter, until 100% vested as of February 15, 2021.

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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