## Edgar Filing: HARMONIC INC - Form 4

HARMONIC INC Form 4									
March 17, 2015									
FORM 4	STATES SECU	DITIES A	ND FY	СНАМСЕ		ΝT	PPROVAL		
		ashington				Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Check this box if no longer 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						Estimated a burden hou response	Expires: January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type Responses)									
1. Name and Address of Reporting Person *       2. Issuer Na         GALLAGHER PATRICK       Symbol         HARMON				-	Issuer	ip of Reporting Person(s) to Check all applicable)			
(Last) (First) (M	Middle) 3. Date of								
4300 NORTH FIRST STREET03/13/2015						% Owner er (specify			
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)			1	<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>					
SAN JOSE, CA 95134					Form filed by Person	More than One Ro	eporting		
(City) (State)	(Zip) Tak	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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)		
Reminder: Report on a separate line	for each class of sec	urities benet	Perso inform requir	ns who res nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date		4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

	Derivative Security				or Dispos (D) (Instr. 3, 4 and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Restricted Stock Units (1)	\$ 0	03/13/2015	А		15,831		02/15/2016 <u>(2)</u>	02/15/2016	Common Stock	15,8

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GALLAGHER PATRICK 4300 NORTH FIRST STREET SAN JOSE, CA 95134	Х							
Signatures								
/s/ Laura Donovan By Attorney- Donovan	(	03/17/2015						
**Signature of Reporting F		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) Each restricted stock unit represents a contingent right to receive one share of Harmonic common stock.
- (2) The shares subject to these restricted stock units are scheduled to vest in full in one installment on February 15, 2016. Vested shares will be delivered to the reporting person on or immediately following February 15, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.