

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Louvet Eric		(Month/Day/Year)	HARMONIC INC [HLIT]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		02/06/2019		
4300 NORTH FIRST STREET			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP Sales NA & APAC	
SAN JOSE,Â CAÂ 95134			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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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 <u>(1)</u>	03/01/2017 ⁽²⁾	03/01/2020	Common Stock	45,000	\$ 0	D	Â
Restricted Stock Units <u>(1)</u>	02/15/2018 ⁽³⁾	02/15/2019	Common Stock	1,250	\$ 0	D	Â
Restricted Stock Units <u>(1)</u>	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. 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.