Kalra Sanjay Form 4 May 17, 2018

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading Kalra Sanjay Symbol HARMONIC INC [HLIT] (First) (Middle) (Last) 3. Date of Earliest Transaction

(Zip)

(Check all applicable)

Issuer

(Month/Day/Year) 05/15/2018

Director 10% Owner Other (specify X\_ Officer (give title below) below) Chief Financial Officer

5. Relationship of Reporting Person(s) to

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

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

SAN JOSE, CA 95134

(City)

4300 NORTH FIRST STREET

(Street)

(State)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) any Code (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 1,375 05/15/2018 M A \$0 42,547 D (1) Stock Common 475 (2) D 05/15/2018 F 42,072 D Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

# 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. Transact Code (Instr. 8)	Fransaction Derivative 1 Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	V (2	A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	05/15/2018		M		1,375	02/15/2018	02/15/2019	Common Stock	1,375

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kalra Sanjay

4300 NORTH FIRST STREET Chief Financial Officer

SAN JOSE, CA 95134

## **Signatures**

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

05/17/2018

\*\*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) These shares of common stock were acquired upon the vesting of restricted stock units on 5/15/2018. These restricted stock units were initially granted to the Reporting Person on 3/20/2017, and were identified on a Form 3 filed by the Reporting Person on 6/12/2017.
- (2) Shares of Harmonic Inc. common stock withheld by Harmonic Inc. to satisfy tax withholding obligation upon vesting of restricted stock units.

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. Stryker Corporation

(b)

Address of Issuer s Principal Executive Offices:

2825 Airview Boulevard

Reporting Owners 2

Kalamazoo, MI 49002
Item 2.
(a)
Name of Persons Filing:
(b)
Addresses of Principal Business Office or, if none, Residence:
Ion L. Stryker
c/o Stryker Corporation
2825 Airview Boulevard
Kalamazoo, MI 49002
(c)
Citizenship: U.S.
(d)
Title of Class of Securities: Common Stock, \$.10 Par Value
(e)

CUSIP Number: 863667 10 1 Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is: N/A

#### Item 4. Ownership

(a) Amount Beneficially Owned:

This Amendment No. 2 to Schedule 13G is being filed by Jon L. Stryker (the Reporting Person ) with respect to the shares of Common Stock, \$.10 par value (the Common Stock ), of Stryker Corporation owned by the L. Lee Stryker Trust (the Stryker Trust ) established on September 10, 1974 for the benefit of members of the Stryker family, including the Reporting Person, the shares of Common Stock held by the Jon L. Stryker Revocable Trust (the 2009 Trust ) and the shares of Common Stock held by the Arcus Foundation. The Reporting Person has shared voting and dispositive power over the shares held by (i) the Stryker Trust and (ii) the Arcus Foundation. The Reporting Person has sole voting and dispositive power over shares held in the 2009 Trust. The amount beneficially owned by the Reporting Person as of December 31, 2010 was 18,565,856 Shares of Common Stock.

(b) Percent of Class

4.7%

- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or direct the vote:

3,211,283

(ii) Shared power to vote or direct the vote:

15,354,573

(iii) Sole power to dispose or direct the disposition of:

3,211,283

(iv) Shared power to dispose or direct the disposition of:

15,354,573

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following x.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

N/A

Item 8. Identification and Classification of Members of the Group:

N/A

Item 9. Notice of Dissolution of Group:

N/A

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: January 27, 2011 /s/ Jon L. Stryker
Jon L. Stryker