FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL									
OMB Number:	3235-0287								
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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  GALLAGHER PATRICK					HAI	2. Issuer Name and Ticker or Trading Symbol HARMONIC INC [ HLIT ]									ck all appli	ionship of Reportin all applicable) Director		rson(s) to Is		
(Last)	`	rst) (		3. Date of Earliest Transaction (Month/Day/Year) 03/27/2017										Officer (give title below)		Other (	specify			
4300 NORTH FIRST STREET					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)	SE CA	A 9	95134													X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(Si	tate) (	Zip)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day)						Execution Date,					ities Acqu d Of (D) (I		3, 4 Securit Benefic Owned		es ially	Forn (D) c	rect (I)	7. Nature of Indirect Beneficial Ownership		
					Code				v	Amount	nt (A) or (D)		rice	Reporte Transac	Following Reported Transaction(s) (Instr. 3 and 4)		1. 4)	(Instr. 4)		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
	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 (In 8)		on of E		6. Date Exercisable and Expiration Date Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly	Ownership Form: Direct (D) or Indirect (I) (Instr.	Beneficial Ownership	
					Code	v	(A)		Date Exercisable		xpiration ate	Title	Amo or Num of Shar	ber						
Restricted Stock Units <sup>(1)</sup>	\$0.00	03/27/2017			A		20,690		02/15/2018 <sup>(2)</sup>	02	2/15/2018	Common Stock	20,6	590	\$0.00	20,690		D		

## Explanation of Responses:

- 1. Each restricted stock unit represents a contingent right to receive one share of HLIT common stock.
- 2. The shares subject to the restricted stock units are scheduled to vest in full on February 15, 2018. Vested shares will be delivered to the reporting person on or immediately following February 15, 2018.

## Remarks:

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

03/29/2017

<u>Donovan</u>

\*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.