FORM 3

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

OMB APPROVAL OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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

	d Address of Repo	0	2. Date of Even Requiring State (Month/Day/Yea	ment	3. Issuer Name and Ticker or Trading Symbol HARMONIC INC [HLIT]					
(Last) 549 BAL' (Street) SUNNYV (City)	(First) TIC WAY 'ALE CA (State)	(Middle) 94089 (Zip)	09/28/2007 	4.	<ol> <li>Relationship of Reporting Pers (Check all applicable)</li> <li>X Director</li> <li>Officer (give title below)</li> </ol>	ion(s) to Issu 10% Own Other (spe below)	(N er 6.	Month/Day/Year) . Individual or Joir pplicable Line) X Form filed b Person	Date of Original Filed nt/Group Filing (Check ny One Reporting ny More than One Person	
			Table I - Noi	n-Derivati	ve Securities Beneficiall	y Owned				
1. Title of Security (Instr. 4)					Amount of Securities eneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
		(			Securities Beneficially nts, options, convertible		s)			
1. Title of Derivative Security (Instr. 4)			2. Date Exerce Expiration Da (Month/Day/Y	ite	3. Title and Amount of Securi Underlying Derivative Securi	ty (Instr. 4) Conve or		Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect e (I) (Instr. 5)		
Right to b	ouy		10/28/2007 <sup>(1)</sup>	09/28/2014	Common Stock	30,000	10.61	D		

Explanation of Responses:

1. Board of Directors First Option. First Option shall become exercisable as to 1/36th of the Shares subject to the First Option at the end of each month following its date of grant. **Remarks:** 

> /s/ Laura Donovan Attorney-10/05/2007

\*\* Signature of Reporting Person Date

in-Fact: Laura Donovan

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 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).

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.

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