

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Ben-Natan Nimrod</u> <hr/> (Last) (First) (Middle) <u>549 BALTIC WAY</u> <hr/> (Street) <u>SUNNYVALE CA 94089</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>05/01/2007</u>	3. Issuer Name and Ticker or Trading Symbol <u>HARMONIC INC [HLT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>VP, Solutions & Strategy</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <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)
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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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Right to buy	07/14/1998 ⁽¹⁾	07/14/2007	Common Stock 960	10.4375	D	
Right to buy	04/30/1999 ⁽¹⁾	04/30/2008	Common Stock 3,668	8.75	D	
Right to buy	06/22/2000 ⁽¹⁾	06/22/2009	Common Stock 3,500	25.5	D	
Right to buy	08/01/2001 ⁽¹⁾	08/01/2010	Common Stock 9,000	23.5625	D	
Right to buy	01/26/2002 ⁽¹⁾	01/26/2011	Common Stock 10,000	9.125	D	
Right to buy	01/23/2003 ⁽¹⁾	01/23/2012	Common Stock 13,000	10.4	D	
Right to buy	01/14/2005 ⁽¹⁾	01/14/2014	Common Stock 9,000	8.93	D	
Right to buy	05/03/2006 ⁽¹⁾	05/03/2015	Common Stock 8,196	5.86	D	
Right to buy	02/27/2007 ⁽¹⁾	02/27/2013	Common Stock 40,000	5.87	D	
Right to buy	05/01/2008 ⁽¹⁾	05/01/2014	Common Stock 70,000	8.2	D	

Explanation of Responses:

1. Twenty-five percent of the Shares subject to the Option vest twelve months after the Vesting Commencement Date, and 1/48 of the Shares subject to the Option vest each month thereafter.

Remarks:

/s/ Laura Donovan Attorney-in-Fact: Laura Donovan 05/10/2007

** 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 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.