FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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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)

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

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1. Name and Address of Reporting Person* <u>Kalra Sanjay</u>					2. Issuer Name and Ticker or Trading Symbol HARMONIC INC [HLIT]										ck all applic Directo	tionship of Reporting all applicable) Director		10% Owner	
(Last) 2590 OR	(F	•	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 08/15/2021								7	Officer below)	(give title SVP ar	nd CF	Other (specify below)		
(Street) SAN JO	SE C	A	95131		4. 1	If Am	endme	nt, Date	of Original	Filed	(Month/Da	ay/Year)		6. Individual or Joint/Group Filing (Check Line) X Form filed by One Reporting Perform filed by More than One Reperson					1
(City)	(S	tate)	(Zip)												PeiSOII				
		Tab	ole I - No	n-Deriv	ativ	e Se	ecurit	ties Ac	quired,	Dis	posed o	of, or E	enet	iciall	y Owned	_			
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispos		Disposed	rities Acquired (A) o ed Of (D) (Instr. 3, 4			5. Amou Securitie Benefici Owned F Reporter	es ally Following	Form:	Direct of Indirect Estr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A)	or	Price	Transact (Instr. 3	tion(s)			msu. 4 <i>j</i>
Common Stock			08/15	5/2021				М		9,583	(1)	A	\$0.00	182	182,313		D		
Common Stock			08/15	5/2021				F		5,045	5,045 ⁽²⁾ D		\$9.66	177	177,268		D		
Common Stock			08/15	15/2021				M		10,448	10,448 ⁽³⁾ A		\$0.00	187,716		D			
Common Stock 08/			08/15	5/2021		F		5,500 ⁽²⁾)	\$9.66	182,216			D				
		•	Table II -						,		osed of, convertil			•	Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution I if any (Month/Day	Date,	4. Transactior Code (Instr. 8)				Expiratio	6. Date Exercisa Expiration Date (Month/Day/Yea		7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		curity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershi (Instr. 4)
					Code	v	(A)	(D)	Date Exercisal	able C	Expiration Date	Title	or Nu of	mber ares					
Restricted Stock Units	\$0.00	08/15/2021			M			9,583	02/15/20	20 (02/15/2022	Commo Stock	ⁿ 9	,583	\$0.00	19,167	7	D	
Restricted Stock	\$0.00	08/15/2021			M			10,448	02/15/20	21	02/15/2023	Commo	n 10),448	\$0.00	62,685	5	D	

Explanation of Responses:

- 1. These shares of common stock were acquired upon the vesting of restricted stock units on 8/15/2021. These restricted stock units were initially granted to the Reporting Person on 4/15/2019, and were identified on a Form 4 filed by the Reporting Person on 4/17/2019.
- 2. Shares of Harmonic Inc. common stock withheld by Harmonic Inc. to satisfy tax withholding obligation upon vesting of restricted stock units.
- 3. These shares of common stock were acquired upon the vesting of restricted stock units on 8/15/2021. These restricted stock units were initially granted to the Reporting Person on 2/24/2020, and were identified on a Form 4 filed by the Reporting Person on February 26, 2020.

Remarks:

/s/ Laura Donovan By

08/17/2021 Attorney-in-Fact: Laura

Donovan

** 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.