FORM 4

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

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL									
	OMB Number:	3235-0287								
	Estimated average burden									
- 1	houre per reenonce	. 0.5								

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

1. Name and Address of Reporting Person*  KRALL DAVID						2. Issuer Name <b>and</b> Ticker or Trading Symbol HARMONIC INC [ HLIT ]										ck all applic	able)	,		
(Last) (First) (Middle) 2590 ORCHARD PARKWAY						3. Date of Earliest Transaction (Month/Day/Year) 02/17/2022										Officer below)	(give title		Other (s below)	pecify
(Street) SAN JOSE CA 95131 (City) (State) (Zip)					4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)									Line)	Individual or Joint/Group Filing (Check Applicable ne)  X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3)  2. Transat Date (Month/Date)						Execution Date			ar)	, Transaction Dispose Code (Instr. 5)		Disposed 5)	(A) or (D) (Prid			5. Amour Securitie Beneficia Owned F Reported Transact	s Form (D) o ollowing (i) (In ion(s)		: Direct   I r Indirect   I str. 4)	7. Nature of ndirect Beneficial Dwnership Instr. 4)
	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 Da if any (Month/Day/	ate, T	4. Transactior Code (Instr. 8)				6. Date Exercisa Expiration Date (Month/Day/Yea			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		ecurity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)	
				c	Code	v	(A)	(D)	Date Exe	e ercisable		Expiration Date	Title	0 0	Amount or lumber of Shares					
Restricted Stock Units <sup>(1)</sup>	\$0.00	02/17/2022			A		14,395		02/1	15/2023 <sup>(2</sup>	2)	02/15/2023	Commo Stock	n 1	14,395	\$0.00	14,39	)5	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, 2023. Vested shares will be delivered to the reporting person on or immediately following February 15, 2023.

## Remarks:

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

02/22/2022

**Donovan** 

\*\* Signature of Reporting Person

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

- $^{\star}$  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.