

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

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): July 23, 2024**

**HARMONIC INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**000-25826**  
Commission  
File Number

**77-0201147**  
(IRS Employer  
Identification No.)

**2590 Orchard Parkway**  
**San Jose, CA 95131**  
(Address of principal executive offices, including zip code)

**(408) 542-2500**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	HLIT	The NASDAQ Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.02      Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

(d) Election of Director.

On July 19, 2024, the Board of Directors (the “Board”) of Harmonic Inc. (the “Company”) elected Neel Dev to the Board, and a press release announcing the appointment was issued by the Company on July 23, 2024.

There is no arrangement or understanding between Mr. Dev and any other persons pursuant to which he was selected as a director. Mr. Dev has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K. Mr. Dev and the Company have entered into the Company’s standard form of indemnification agreement, a copy of which has been filed as an exhibit to the Company’s Registration Statement on Form S-1 (File No. 33-90752). Mr. Dev is expected to be appointed to serve on the Audit Committee of the Board.

**Item 9.01.      Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
10.1*	Form of Indemnification Agreement
99.1	<a href="#">Press release of Harmonic Inc. dated July 23, 2024</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

\* Incorporated by reference to Exhibit 10.1 filed with the Company’s Registration Statement on Form S-1 (File No. 33-90752).

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: July 23, 2024

HARMONIC INC.

By: /s/ Timothy C. Chu  
Timothy C. Chu  
General Counsel, SVP HR and Corporate Secretary



*Press Release*

## **Harmonic Appoints Neel Dev to its Board of Directors**

SAN JOSE, Calif.— July 23, 2024 — Harmonic (NASDAQ: HLIT) today announced it has expanded the company's board of directors with the appointment of Neel Dev.

"I'm delighted to welcome Neel to our board," said Nimrod Ben-Natan, president and CEO of Harmonic. "His extensive finance and operational leadership experience in the telecom and broadband industries make him an excellent addition, as we continue to drive profitable growth in our broadband and video businesses globally."

Mr. Dev currently serves as the chief financial officer and chief revenue officer of Congruex, a communications network infrastructure design, engineering and construction company. At Congruex, Mr. Dev is responsible for financial planning, accounting, tax, treasury, procurement and supply chain management. He also oversees the sales and commercial services organizations, and processes related to revenue generation activities and go-to-market strategy. Prior to Congruex, Mr. Dev served as executive vice president and chief financial officer of Lumen Technologies, and he previously held various finance leadership roles at Level 3 Communications, MCI (now Verizon Business), and MFS Communications.

"Harmonic's award-winning virtualized broadband platform and portfolio of innovative network edge devices enable the most flexible and capable DOCSIS and fiber broadband solutions in the industry. I look forward to helping the company with its growth initiatives as it continues to expand its market leadership," said Mr. Dev.

Mr. Dev. holds a bachelor of arts degree in mathematics from the University of Delhi (India) and an MBA from the University of Arizona, and is a CFA<sup>®</sup> charter holder.

Further information about Harmonic is available at [www.harmonicinc.com](http://www.harmonicinc.com).

## **About Harmonic**

Harmonic (NASDAQ: HLIT), the worldwide leader in virtualized broadband and video delivery solutions, enables media companies and service providers to deliver ultra-high-quality video streaming and broadcast services to consumers globally. The company revolutionized broadband networking via the industry's first virtualized broadband solution, enabling operators to more flexibly deploy gigabit internet services to consumers' homes and mobile devices. Whether simplifying OTT video delivery via innovative cloud and software platforms, or powering the delivery of gigabit internet services, Harmonic is changing the way media companies and service providers monetize live and on-demand content on every screen. More information is available at [www.harmonicinc.com](http://www.harmonicinc.com).

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