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ILADAONIC INC

HARMONIC	INC										
Form 4	2010										
February 17, 2											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB	3235-0287		
Check this	s box	vv as	Washington, D.C. 20549					Number:	January 31,		
if no longe subject to Section 16 Form 4 or	F CHANGES IN BENEFICIAL OWNERSHI SECURITIES						Expires: Estimated a burden hou response	2005 average irs per			
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940											
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> Bonasera Charles			2. Issuer Name and Ticker or Trading Symbol HARMONIC INC [HLIT]				ıg	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	liddle)	3. Date of Earliest Transaction					(Check all applicable)			
549 BALTIC WAY			(Month/Day/Year) 02/15/2010					Director 10% Owner X Officer (give title Other (specify below) below) Vice President, Operations			
				4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
SUNNYVAI	LE, CA 94089							Person		porting	
(City)	(State) (Zip)	Table	e I - Non-D	erivative	Securi	ities Acc	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or			Securities Beneficially Owned Following Reported Transaction(s)	ies Form: Direct Indirect bially (D) or Beneficial Indirect (I) Ownership ing (Instr. 4) (Instr. 4) ed ction(s)				
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	02/15/2010			А	8,750 (1)	А	\$0	35,000	D		
Common Stock	02/15/2010			F	3,830 (2)	D	\$ 6.13	31,170	D		
Common Stock	02/17/2010			S	1,094 (3)	D	\$ 6.15	30,076	D		

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

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number.

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 Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	02/15/2010		D		8,750 <u>(1)</u>	02/15/2010	02/15/2013	Common Stock	8,750

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Bonasera Charles 549 BALTIC WAY SUNNYVALE, CA 94089			Vice President, Operations					
Signatures								
/s/ Laura Donovan By Attorney	02/17/2010							

Donovan

**Signature of Reporting Person

Explanation of Responses:

- * 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).
- These shares of common stock were acquired upon the vesting of restricted stock units on 2/15/2010. These restricted stock units were (1)initially granted to the Reporting Person on 2/24/2009, and were identified on a Form 4 filed by the Reporting Person on 2/26/2009.

Date

- Shares of Harmonic Inc. common stock withheld by Harmonic Inc. to satisfy tax withholding obligation upon vesting of restricted stock (2)units.
- (3) Per 10b5-1 Plan dated November 30, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.