FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPRO	VAL					
OMB Number:	3235-0287					
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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	r Sect	ion 30	(n) of the	invest	tment (omر	pany Act	of 1940									
1. Name and Address of Reporting Person* HARSHMAN PATRICK						2. Issuer Name and Ticker or Trading Symbol HARMONIC INC [HLIT]										Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
<u>HARSHMAN PAIRICK</u>					Directo											or		10% Owner				
(Last)	(F	First)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 11/15/2023										below)	(give title		Other (s below)	specify		
2590 ORCHARD PARKWAY														President and CEO								
					- 4.1	If Am	endme	nt, Date	of Orig	ginal Fil	led ((Month/Da	ay/Year)		Indivi ne)	idual or J	loint/Group	Filing	(Check Ap	plicable		
(Street) SAN JO	SE C	Δ	95131												X	Form fi	led by One	e Repo	orting Perso	n		
JAN 10	<u> </u>	A	55151		_											Form filed by More than One Reporting Person						
(City) (State) (Zip)				R	Rule 10b5-1(c) Transaction Indication																	
					1,										atroot	inetructio	n or writton	nlan th	at is intended	Lto		
					ΙU								0b5-1(c). S				ii oi willeii	piaii iii	at is interiued	110		
		Tal	ole I - Noi	n-Deriv	vativ	e Se	curit	ties Ac	quire	ed, D	isp	osed o	f, or Be	neficia	lly (Owned						
			Date	2. Transaction Date (Month/Day/Year)		Execution Date,		Co	Transaction Dispose Code (Instr. 5)		ties Acquii d Of (D) (In:		4 and Securitie Benefici Owned F		es ally Following	Form (D) o	n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership				
									Co	ode \	,	Amount	(A) o	r Price		Reported Transact (Instr. 3 a	ion(s)			(Instr. 4)		
Common Stock			11/1	5/2023				1	М		30,23	8 A	\$0.	00	656,073			D				
Common Stock			11/1	5/202	5/2023			F		15,920		\$0.	00	639,745(1)			D					
			Table II -										or Ben		y Ov	wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	ate Execution I	Date,		ransaction ode (Instr.		5. Number of		ate Exer ration D ath/Day/	ate	tble and 7. Title a of Security Underlying Derivative				Price of erivative ecurity istr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	Ov Fo Dii or (I)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirec Beneficial Ownershi (Instr. 4)		
					Code	v	(A)	(D)	Date Exerc			kpiration ate	Title	Amount or Number of Shares								
Restricted Stock Units	\$0.00	11/15/2023			M			16,555	02/15	5/2022	02	2/15/2024	Common Stock	16,555	5	\$0.00	16,55	5	D			
Restricted Stock	\$0.00	11/15/2023			M			13,683	02/15	5/2023	02	2/15/2025	Common Stock	13,683	3	\$0.00	68,41	9	D			

Explanation of Responses:

1. Reflects an adjustment of 408 shares of common stock transferred to the reporting person's former spouse pursuant to a marital settlement agreement. The reporting person no longer reports as beneficially owned any securities owned by his former spouse.

Remarks:

/s/ Wendi Ninh, Attorney-in-

Fact

** Signature of Reporting Person Date

11/17/2023

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.