

HARMONIC INC
Form 8-K
December 13, 2005

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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): December 7, 2005
HARMONIC INC.
(Exact name of registrant as specified in its charter)
Commission file number: 0-25826

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

77-0201147
*(I.R.S. Employer
Identification Number)*

549 Baltic Way
Sunnyvale, California
(Address of principal executive offices)

94089
(Zip Code)

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

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 (see General Instruction A.2. below):

- 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))
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Item 2.05. Costs Associated with Exit or Disposal Activities.

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SIGNATURES

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EXHIBIT 99.1

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Item 2.05. Costs Associated with Exit or Disposal Activities.

On December 13, 2005, Harmonic Inc., a Delaware corporation (the Company), issued a press release announcing organizational changes at the Company, a copy of which is attached as Exhibit 99.1 hereto and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

Exhibit Number

99.1 Harmonic Inc. press release dated December 13, 2005 announcing organizational changes.

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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.

HARMONIC INC.

Dated: December 13, 2005

By: /s/ Robin N. Dickson
Robin N. Dickson
Chief Financial Officer

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EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|----------------------------------------------------------------------------------------|
| 99.1 | Harmonic Inc. press release dated December 13, 2005 announcing organizational changes. |