### HARMONIC INC Form SC 13G January 23, 2007

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Schedule 13G
Under the Securities Exchange Act of 1934
(New)
HARMONIC INC
(Name of Issuer)
Common Stock
(Title of Class of Securities)
413160102
(CUSIP Number)
December 31, 2006
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[X] Rule 13d-1(b)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSI	IP No.	413160102
(1)		porting Persons. dentification Nos. of above persons (entities only).
	BARCLAYS	GLOBAL INVESTORS, NA., 943112180
(a)	Check the ap / / /X/	propriate box if a member of a Group*
(3)	SEC Use Only	,
(4)	Citizenship U.S.A.	or Place of Organization

Number of Shares Beneficially Owned by Each Reporting	(5) Sole Voting Power 1,765,256				
Person With	(6) Shared Voting Power -				
	(7) Sole Dispositive Power 2,026,539				
	(8) Shared Dispositive Power -				
<pre>(9) Aggregate Amount Beneficially Owned 2,026,539</pre>	by Each Reporting Person				
(10) Check Box if the Aggregate Amount i	n Row (9) Excludes Certain Shares*				
(11) Percent of Class Represented by Amo 2.71%	punt in Row (9)				
(12) Type of Reporting Person* BK					
CUSIP No. 413160102					
(1) Names of Reporting Persons. I.R.S. Identification Nos. of at BARCLAYS GLOBAL FUND ADVISORS	pove persons (entities only).				
<pre>(2) Check the appropriate box if a membe (a) / / (b) /X/</pre>	er of a Group*				
(3) SEC Use Only					
<ul><li>(4) Citizenship or Place of Organization</li><li>U.S.A.</li></ul>	 1				
Number of Shares Beneficially Owned	(5) Sole Voting Power 2,199,737				
by Each Reporting Person With	(6) Shared Voting Power -				
	(7) Sole Dispositive Power 2,199,737				
	(8) Shared Dispositive Power -				
<pre>(9) Aggregate Amount Beneficially Owned 2,199,737</pre>	by Each Reporting Person				
(10) Check Box if the Aggregate Amount i	.n Row (9) Excludes Certain Shares*				

<pre>(11) Percent of Class Represented by Amo 2.95%</pre>	ount in Row (9)
(12) Type of Reporting Person* IA	
CUSIP No. 413160102	
(1) Names of Reporting Persons. I.R.S. Identification Nos. of al	pove persons (entities only).
BARCLAYS GLOBAL INVESTORS, LTD	
<pre>(2) Check the appropriate box if a membe (a) / / (b) /X/</pre>	er of a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organization England	ı
Number of Shares Beneficially Owned	(5) Sole Voting Power 47,572
by Each Reporting Person With	(6) Shared Voting Power -
	(7) Sole Dispositive Power 47,572
	(8) Shared Dispositive Power -
(9) Aggregate 47,572	
(10) Check Box if the Aggregate Amount	in Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amo 0.06%	ount in Row (9)
(12) Type of Reporting Person* BK	
CUSIP No. 413160102	
<pre>(1) Names of Reporting Persons. I.R.S. Identification Nos. of ak</pre>	pove persons (entities only).

BARCLAYS GLOBAL INVESTORS JAPAN TRUST AND BANKING COMPANY LIMITED

\_\_\_\_\_ (2) Check the appropriate box if a member of a Group\* (a) / / (b) /X/ \_\_\_\_\_ \_\_\_\_\_ (3) SEC Use Only \_\_\_\_\_ (4) Citizenship or Place of Organization Japan \_\_\_\_\_ \_\_\_\_\_ Number of Shares (5) Sole Voting Power Beneficially Owned \_ by Each Reporting \_\_\_\_\_ Person With (6) Shared Voting Power \_\_\_\_\_ (7) Sole Dispositive Power \_ \_\_\_\_\_ (8) Shared Dispositive Power \_ \_\_\_\_\_ (9) Aggregate \_ \_\_\_\_\_ (10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares\* \_\_\_\_\_ (11) Percent of Class Represented by Amount in Row (9) 0.00% \_\_\_\_\_ (12) Type of Reporting Person\* BK \_\_\_\_\_ CUSIP No. 413160102 \_\_\_\_\_ \_\_\_\_\_ (1) Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). BARCLAYS GLOBAL INVESTORS JAPAN LIMITED \_\_\_\_\_ (2) Check the appropriate box if a member of a Group\* (a) / / (b) /X/ \_\_\_\_\_ (3) SEC Use Only \_\_\_\_\_ (4) Citizenship or Place of Organization Japan \_\_\_\_\_ \_\_\_\_\_ Number of Shares (5) Sole Voting Power Beneficially Owned \_\_\_\_\_ by Each Reporting Person With (6) Shared Voting Power

			(7) Sole Dispositive Pow -	
				Shared Dispositive Power
	Aggregate -			
(10)	Check Box	if the Aggregate Amount in Row	(9) E	xcludes Certain Shares*
	0.00%	Class Represented by Amount in		
	Type of Re IA	porting Person*		
TTEM	1(A).	NAME OF ISSUER		
		HARMONIC INC		
	1(B).	ADDRESS OF ISSUER'S PRINCIPAL : 549 BALTIC WAY SUNNYVALE CA 94089	EXECU	
		NAME OF PERSON(S) FILING		

ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS GLOBAL INVESTORS, NA ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 45 Fremont Street San Francisco, CA 94105

\_\_\_\_\_

ITEM	2(C)	CITIZENSHIP				
			τ	J.S.A		
ITEM	2(D)	TITLE	OF	CLASS	OF	SECURITIES

Common Stock

ITEM 2(E). CUSIP NUMBER

413160102

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act

(15 U.S.C. 78o).

(b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c).

(c) // Insurance Company as defined in section 3(a) (19) of the Act
 (15 U.S.C. 78c).

(d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

(e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).

(f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F).

(g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G).

(h) // A savings association as defined in section 3(b) of the Federal Deposit

(i) //	A church p	ct (12 U.S.C. 1813). an that is excluded from the definition of an investment er section 3(c)(14) of the Investment Company Act of 1940 0a-3).
(j) //	Group, in	ccordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(2	A). NA HARMONIC I	E OF ISSUER C
ITEM 1(B	54	RESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES BALTIC WAY NYVALE CA 94089
ITEM 2(2	A). NA	E OF PERSON(S) FILING BARCLAYS GLOBAL FUND ADVISORS
ITEM 2(H	3). AD	RESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 45 Fremont Street San Francisco, CA 94105
ITEM 2(0	C). CI	IZENSHIP U.S.A
ITEM 2(I	). TI	LE OF CLASS OF SECURITIES Common Stock
ITEM 2(H	E). CU	IP NUMBER 413160102
	2(B), CHECK Broker or	THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), WHETHER THE PERSON FILING IS A ealer registered under Section 15 of the Act
		ined in section 3(a) (6) of the Act (15 U.S.C. 78c). ompany as defined in section 3(a) (19) of the Act
(d) //	Investment	Company registered under section 8 of the Investment of 1940 (15 U.S.C. 80a-8).
	Investment Employee B	Adviser in accordance with section 240.13d(b)(1)(ii)(E). nefit Plan or endowment fund in accordance with section )(1)(ii)(F).
(g) //	Parent Hol	ing Company or control person in accordance with section )(1)(ii)(G).
(h) //	A savings	ssociation as defined in section 3(b) of the Federal Deposit ct (12 U.S.C. 1813).
(i) //	A church p	an that is excluded from the definition of an investment er section 3(c)(14) of the Investment Company Act of 1940
(j) //		ccordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A		E OF ISSUER MONIC INC
	B). AD 54 SU	RESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES BALTIC WAY NYVALE CA 94089
		E OF PERSON(S) FILING BARCLAYS GLOBAL INVESTORS, LTD

ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Murray House 1 Royal Mint Court LONDON, EC3N 4HH
ITEM 2(C).	CITIZENSHIP England
ITEM 2(D).	TITLE OF CLASS OF SECURITIES Common Stock
ITEM 2(E).	CUSIP NUMBER 413160102
(a) // Broke	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), CHECK WHETHER THE PERSON FILING IS A er or Dealer registered under Section 15 of the Act U.S.C. 780).
(c) // Insu	as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). rance Company as defined in section 3(a) (19) of the Act U.S.C. 78c).
	stment Company registered under section 8 of the Investment any Act of 1940 (15 U.S.C. 80a-8).
(e) // Inves (f) // Emplo	stment Adviser in accordance with section 240.13d(b)(1)(ii)(E). byee Benefit Plan or endowment fund in accordance with section 13d-1(b)(1)(ii)(F).
(g) // Pare	nt Holding Company or control person in accordance with section 13d-1(b)(1)(ii)(G).
(h) // A sa	vings association as defined in section 3(b) of the Federal Deposit rance Act (12 U.S.C. 1813).
compa	urch plan that is excluded from the definition of an investment any under section 3(c)(14) of the Investment Company Act of 1940 .S.C. 80a-3).
(j) // Grou	p, in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A).	NAME OF ISSUER HARMONIC INC
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 549 BALTIC WAY SUNNYVALE CA 94089
BARC	NAME OF PERSON(S) FILING LAYS GLOBAL INVESTORS JAPAN TRUST AND BANKING COMPANY LIMITED
	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Ebisu Prime Square Tower 8th Floor 1-1-39 Hiroo Shibuya-Ku Tokyo 150-0012 Japan
ITEM 2(C).	CITIZENSHIP Japan
	TITLE OF CLASS OF SECURITIES Common Stock
ITEM 2(E).	CUSIP NUMBER 413160102
	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), CHECK WHETHER THE PERSON FILING IS A er or Dealer registered under Section 15 of the Act

(15 11 9	S.C. 780).				
(b) /X/ Bank as (c) // Insurar	defined in section 3(a) (6) of the Act (15 U.S.C. 78c). The Company as defined in section 3(a) (19) of the Act S.C. 78c).				
(d) // Investm	nent Company registered under section 8 of the Investment				
<pre>Company Act of 1940 (15 U.S.C. 80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F).</pre>					
(g) // Parent	Holding Company or control person in accordance with section A-1(b)(1)(ii)(G).				
(h) // A savir	ngs association as defined in section 3(b) of the Federal Deposit ince Act (12 U.S.C. 1813).				
company	ch plan that is excluded from the definition of an investment o under section 3(c)(14) of the Investment Company Act of 1940 C. 80a-3).				
,	in accordance with section 240.13d-1(b)(1)(ii)(J)				
ITEM 1(A).	NAME OF ISSUER HARMONIC INC				
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 549 BALTIC WAY SUNNYVALE CA 94089				
	NAME OF PERSON(S) FILING ZS GLOBAL INVESTORS JAPAN LIMITED				
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Ebisu Prime Square Tower 8th Floor				
	1-1-39 Hiroo Shibuya-Ku Tokyo 150-8402 Japan				
 ITEM 2(C).	Tokyo 150-8402 Japan				
	Tokyo 150-8402 Japan CITIZENSHIP				
ITEM 2(D).	Tokyo 150-8402 Japan CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker	Tokyo 150-8402 Japan CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 413160102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), MECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as	Tokyo 150-8402 Japan CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 413160102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). s defined in section 3(a) (6) of the Act (15 U.S.C. 78c).				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insurar (15 U.S	Tokyo 150-8402 Japan CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 413160102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). s defined in section 3(a) (6) of the Act (15 U.S.C. 78c). here Company as defined in section 3(a) (19) of the Act S.C. 78c).				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insurar (15 U.S (d) // Investm Company	Tokyo 150-8402 Japan CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 413160102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). the Company as defined in section 3(a) (19) of the Act S.C. 78c). ment Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8).				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insurar (15 U.S (d) // Investr Company (e) /X/ Investr (f) // Employe	Tokyo 150-8402 Japan CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 413160102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). defined in section 3(a) (19) of the Act S.C. 78c). ment Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8). ment Adviser in accordance with section 240.13d(b)(1)(ii)(E).				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insurar (15 U.S (d) // Investr Company (e) /X/ Investr (f) // Employe 240.130 (g) // Parent	Tokyo 150-8402 Japan CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 413160102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1 (B), HECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). defined in section 3(a) (19) of the Act S.C. 78c). ment Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8). ment Adviser in accordance with section 1-1(b) (1) (ii) (F). Holding Company or control person in accordance with section				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insurar (15 U.S (d) // Investr Company (e) /X/ Investr (f) // Employe 240.13c (g) // Parent 240.13c (h) // A savir	Tokyo 150-8402 Japan CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 413160102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). cc Company as defined in section 3(a) (19) of the Act S.C. 78c). ment Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8). ment Adviser in accordance with section 240.13d(b) (1) (ii) (E). He Benefit Plan or endowment fund in accordance with section 1-1(b) (1) (ii) (F). Holding Company or control person in accordance with section 1-1(b) (1) (ii) (G). mags association as defined in section 3(b) of the Federal Deposit				
<pre>ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker</pre>	Tokyo 150-8402 Japan CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 413160102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). tee Company as defined in section 3(a) (19) of the Act S.C. 78c). tent Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8). tent Adviser in accordance with section 240.13d(b)(1)(ii)(E). tee Benefit Plan or endowment fund in accordance with section I-1(b)(1)(ii)(F). Holding Company or control person in accordance with section I-1(b)(1)(ii)(G).				

ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a)		eneficially Owned: 4,273,848
(b)	Percent o	of Class: 5.72%
(c)	Number of (i)	shares as to which such person has: sole power to vote or to direct the vote 4,012,565
	(ii)	shared power to vote or to direct the vote -
	(iii)	sole power to dispose or to direct the disposition of 4,273,848
	(iv) s	shared power to dispose or to direct the disposition of -
If t the perc	his statem reporting ent of the 6. OWNERS The sh econom	SHIP OF FIVE PERCENT OR LESS OF A CLASS ment is being filed to report the fact that as of the date hereof person has ceased to be the beneficial owner of more than five e class of securities, check the following. // SHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON hares reported are held by the company in trust accounts for the hic benefit of the beneficiaries of those accounts. See also 2(a) above.
WHIC		FICATION AND CLASSIFICATION OF THE SUBSIDIARY THE SECURITY BEING REPORTED ON BY THE PARENT NY
ITEM	8. IDENTI	Not applicable FICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP Not applicable
ITEM	9. NOTICE	OF DISSOLUTION OF GROUP Not applicable

ITEM 10. CERTIFICATION

(a) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(b):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

(b) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(c):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 31, 2007

Date

\_\_\_\_\_

Signature

Robert J. Kamai

Principal

Name/Title