OCLARO, INC. Form 4 May 12, 2016

#### FORM 4

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

OMB APPROVAL

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January 31,

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Form 5 obligations may continue. See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address<br>Mangan Pete J | s of Reportin | g Person * | 2. Issuer Name <b>and</b> Ticker or Trading Symbol   | 5. Relationship of Reporting Person(s) to Issuer  |  |  |  |
|--------------------------------------|---------------|------------|--|---|--|--|--|
| (Last) (First) (Middle)              |               | (Middle)   | OCLARO, INC. [OCLR]  3. Date of Earliest Transaction | (Check all applicable)  |  |  |  |
| 225 CHARCOT AVENUE                   |               |            | (Month/Day/Year) 05/10/2016                          | Director 10% Owner Officer (give title Other (specify below) Chief Financial Officer              |  |  |  |
| (5                                   | Street)       |            | 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 |  |  |  |
| SAN JOSE, CA 9                       |               | (7in)      |  | Form filed by More than One Reporting Person  |  |  |  |
| (City)                               | State)        | (Zip)      | Table I. Non-Derivative Securities Aco               | mired Disposed of or Reneficially Owne  |  |  |  |

| (City)                               | (State)                                 | Zip) Table  | e I - Non-D                             | erivative S  | Securi | ities Ac   | quired, Disposed   | of, or Beneficia  | lly Owned |
|--------------------------------------|---|---|---|--|--------|--|--|---|-----------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |           |
|                                      |   |   | Code V                                  | Amount   | or     | Price  | Transaction(s) (Instr. 3 and 4)                                      |   |           |
| Common<br>Stock                      | 05/10/2016                              |   | F(1)                                    | 3,478  | D      | \$ 0   | 310,409  | D   |           |

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: OCLARO, INC. - Form 4

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.          | 6. Date Exerc   | cisable and | 7. Title a | and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|-------------|-----------------|-------------|------------|--------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onNumber    | Expiration Date |             | Amount     | of     | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of          | (Month/Day/     | Year)       | Underlyi   | ing    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative  | e               |             | Securitie  | es     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities  |                 |             | (Instr. 3  | and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired    |                 |             |            |        |             | Follo  |
|             | ·           |                     |                    |            | (A) or      |                 |             |            |        |             | Repo   |
|             |             |                     |                    |            | Disposed    |                 |             |            |        |             | Trans  |
|             |             |                     |                    |            | of (D)      |                 |             |            |        |             | (Instr |
|             |             |                     |                    |            | (Instr. 3,  |                 |             |            |        |             |        |
|             |             |                     |                    |            | 4, and 5)   |                 |             |            |        |             |        |
|             |             |                     |                    |            |             |                 |             | Α.         |        |             |        |
|             |             |                     |                    |            |             |                 |             |            | mount  |             |        |
|             |             |                     |                    |            |             | Date            | Expiration  | or         |        |             |        |
|             |             |                     |                    |            | Exercisable | Date            | Title Numb  |            |        |             |        |
|             |             |                     |                    |            |             |                 |             | of         |        |             |        |
|             |             |                     |                    | Code V     | (A) (D)     |                 |             | Sł         | hares  |             |        |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Mangan Pete J

225 CHARCOT AVENUE Chief Financial Officer

SAN JOSE, CA 95131

### **Signatures**

David L. Teichmann, Attorney-in-Fact 05/12/2016

\*\*Signature of Reporting Person Date

## **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).
- (1) Withholding of 3,478 shares to satisfy tax obligations arising in connection with the non-reportable vesting of restricted stock awards.

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.

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