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

Form 4	INC.									
October 23,									PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMM. Washington, D.C. 20549									3235-0287	
Check the check	nger									
subject to STATEMENT OF CHANGES Section 16. SE Form 4 or					RITIES		Estimated burden ho response	urs per		
obligatio may cor <i>See</i> Inst 1(b).	ons Section 17(	a) of the P	ublic U	tility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 940			
(Print or Type	Responses)									
1. Name and A Holland Lo		2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer					
				RO, INC.			(Check all applicable)			
(Last) (First) (Middle) 2584 JUNCTION AVENUE			<ol> <li>Date of Earliest Transaction (Month/Day/Year) 10/21/2009</li> </ol>			X_ Director 10% Owner Officer (give title Other (specify below) below)				
Fi				4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
SAN JOSE	L, CA 95134						Person	while that one is	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Damindar: Da	port on a senarate line	for each cla	ss of soci	uritias hana	ficially ow	nad directly (	vr indiractly			
Reminder: Report on a separate line for each class of securities benefic				Perso inforn requir displa	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 control number.					

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

	Derivative Security				(D)	(Instr. 3, 4,				
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (Right to Buy)	\$ 1.16	10/21/2009	А		40,000		10/21/2010 <u>(1)</u>	10/21/2019	Common Stock	40,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
Holland Lori 2584 JUNCTION AVENUE SAN JOSE, CA 95134	Х							
Signatures								
Catherine Rundle, Attorney-in-Fact		10/23/2009						
**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) The option will vest fully (100%) on the one year anniversary of the grant date.

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.