Edgar Filing: PARKER SCOTT - Form 4

PARKER S Form 4 August 23, FORN Check t if no lor subject Section Form 4 Form 5 obligati may cor <i>See</i> Inst 1(b).	2010 A 4 UNITED his box nger to 16. or Siled pu Section 17	MENT OF rsuant to Se (a) of the Pu	ection 16(a) of	n, D.C. 20 N BENEF JRITIES the Securi	D 549 TICLA ties E mpan	AL OWN Exchange y Act of 1	ERSHIP OF Act of 1934, 1935 or Section	OMB Number: Expires: Estimated a burden hour response	•	
1. Name and Address of Reporting Person <u>*</u> PARKER SCOTT			2. Issuer Name and Ticker or Trading Symbol OCLARO, INC. [OCLR]				 Relationship of Reporting Person(s) to Issuer (Check all applicable) 			
(Last) (First) (Middle) 2584 JUNCTION AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 08/18/2010				Director 10% Owner _X Officer (give title Other (specify below) below) Exec. V Pres. Sales & Marcom			
			iled(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Table I. Nor	Dentrotion	C		Person	an Dan aff at all		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed	d 3. Date, if Transact Code	4. Securit iomr Dispos (Instr. 3, 4	ies Ac ed of (quired (A) (D)	ired, Disposed of, 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	08/18/2010		Code V A	Amount 15,193 (1)	(D) A	Price \$ 0	(Instr. 3 and 4) 32,393	D		
Common Stock	08/19/2010		S	7,160 (2)	D	\$ 10.2852 (3)	25,233	D		

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

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.

Edgar Filing: PARKER SCOTT - Form 4

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number of iorDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0	08/18/2010		D		15,193	08/18/2010	08/17/2018	Common Stock	15,193

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting officer (unit) (rear off	Director	10% Owner	Officer	Other		
PARKER SCOTT 2584 JUNCTION AVENUE SAN JOSE, CA 95134			Exec. V Pres. Sales & Marcom			
Signatures						
Christopher Croddy, Attorney-in-Fact		08/23/2010				

**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).
- Represents shares deemed acquired by the Reporting Person pursuant to a Restricted Stock Unit Agreement granted by the Issuer on (1)August 18, 2008. The Restricted Stock Unit vests 50% on each anniversary of the grant date.

On August 18, 2010 the Reporting Person vested in 15,193 Restricted Stock Units, and as a result of the vesting acquired 15,193 shares of Common Stock of the Issuer pursuant to the Reporting Person's August 18, 2008 grant of RSUs. This Form 4 reports the sale of shares by (2)the Issuer to satisfy the Reporting Person's various tax obligations pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 27, 2009. The Issuer will pay the taxes on behalf of the Reporting Person.

The price range for sales of these shares was between \$10.22 to \$10.38. Upon appropriate request, the Reporting Person will provide full (3) information regarding the number of shares sold at each separate price.

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.