

GROSSER ADAM
Form 4
July 21, 2011

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GROSSER ADAM

(Last) (First) (Middle)

C/O CALIX, INC, 1035 N. MCDOWELL BLVD.

(Street)

PETALUMA, CA 94954

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CALIX, INC [CALX]

3. Date of Earliest Transaction (Month/Day/Year)
07/19/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	07/19/2011		A		2,833 ⁽¹⁾	A	\$ 0 7,366 ⁽²⁾	D	
Common Stock	10/25/2010		J ⁽³⁾		62,524	D	\$ 0 0	I	See Note ⁽⁴⁾
Common Stock	10/25/2010		J ⁽³⁾		2,880,916	D	\$ 0 0	I	See Note ⁽⁵⁾

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

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- (5) Shares are held by Foundation Capital V, L.P. Prior to October 25, 2010, the Reporting Person was a managing member of Foundation Capital Management Co. V, LLC, which is the sole general partner of Foundation Capital V, L.P.

- 1/12th of the shares subject to the option will vest and become exercisable in twelve (12) successive and equal monthly installments after
- (6) July 19, 2011 ("the Vesting Commencement Date"), such that 100% for the shares subject to the option will be fully vested and exercisable on the first anniversary of the Vesting Commencement Date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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