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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

In re HARMONIC INC. SECURITIES  
LITIGATION

) Master File No. C-00-2287-PJH(EMC)

) CLASS ACTION

\_\_\_\_\_  
This Document Relates To:  
ALL ACTIONS.

) [PROPOSED] ORDER APPROVING PLAN  
) OF ALLOCATION OF SETTLEMENT  
) PROCEEDS

DATE: October 29, 2008

TIME: 9:00 a.m.

COURTROOM: 3. The Honorable  
Phyllis J. Hamilton

1 This matter having come before the Court on October 29, 2008, on Class Representatives'  
2 motion for approval of the Plan of Allocation of the settlement proceeds in the above-captioned  
3 action; the Court having considered all papers filed and proceedings had herein and otherwise being  
4 fully informed in the premises;

5 IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

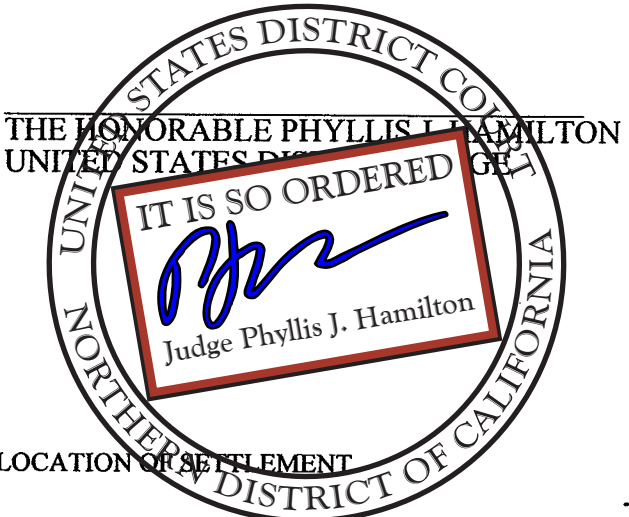
6 1. For purposes of this Order, the terms used herein shall have the meanings as set forth  
7 in the Stipulation and Agreement of Settlement dated as of March 17, 2008 (the "Stipulation"), and  
8 filed with the Court.

9 2. Pursuant to and in full compliance with Rule 23 of the Federal Rules of Civil  
10 Procedure, this Court hereby finds and concludes that due and adequate notice was directed to all  
11 Persons who are Class Members who could be identified with reasonable effort, advising them of the  
12 Plan of Allocation and of their right to object thereto, and a full and fair opportunity was accorded to  
13 all Persons and entities who are Class Members to be heard with respect to the Plan of Allocation.

14 3. The Court finds and concludes that the formula for the calculation of the claims of  
15 Authorized Claimants which is set forth in the Notice of Pendency and Proposed Settlement of Class  
16 Action (the "Notice") sent to Class Members, provides a fair and reasonable basis upon which to  
17 allocate the proceeds of the Settlement Fund established by the Stipulation among the Class  
18 Members, with due consideration having been given to administrative convenience and necessity.  
19 This Court finds and concludes that the Plan of Allocation, as set forth in the Notice, is, in all  
20 respects, fair and reasonable and the Court approves the Plan of Allocation.

21 IT IS SO ORDERED.

22  
23 DATED: 10/29/08



1 Submitted by:

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CERTIFICATE OF SERVICE

I hereby certify that on October 15, 2008, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I further certify that I caused this document to be forwarded to the following designated Internet site at: <http://securities.csgr.com/>.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on October 15, 2008.

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