Lumentum Holdings Inc.

Form 4

August 26, 2015

## FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction 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

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LOWE ALAN S Issuer Symbol Lumentum Holdings Inc. [LITE] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify C/O LUMENTUM, 400 NORTH 08/24/2015 below) MCCARTHY BLVD CEO and President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting MILPITAS, CA 95035 Person

n Dominative Committee Assumed Disposed of an Donoficially Or

(City)	(State) (	Table Table	e I - Non-D	erivative S	Securi	ties Acq	juired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed Ionth/Day/Year) Execution Date, if any (Month/Day/Year)		4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	08/24/2014		M <u>(1)</u>	9,007	A	\$0	9,007	D	
Common Stock	08/24/2015		F(2)	3,525	D	\$ 21.2	5,482	D	
Common Stock	08/24/2014		M(1)	2,743	A	\$0	8,225	D	
Common Stock	08/24/2015		F(2)	1,200	D	\$ 21.2	7,025	D	
Common Stock	08/24/2014		M <u>(1)</u>	2,971	A	\$0	9,996	D	

**OMB APPROVAL** 

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January 31,

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Common Stock 08/24/2015  $F^{(2)}$  1,116 D  $^{\$}$  8,880 D

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

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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. Transactio Code (Instr. 8)	5. Number proof Derivative 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)		8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	08/24/2015		M	9,007	08/20/2015	<u>(3)</u>	Common Stock	9,007	
Restricted Stock Units	\$ 0	08/24/2015		M	2,743	08/20/2015	<u>(3)</u>	Common Stock	2,743	
Restricted Stock Units	\$ 0	08/24/2015		M	2,971	08/22/2015	(3)	Common Stock	2,971	

Deletionship

# **Reporting Owners**

Reporting Owner Name / Address	Keiauonsinps						
	Director	10% Owner	Officer	Other			
LOWE ALAN S C/O LUMENTUM 400 NORTH MCCARTHY BLVD MILPITAS, CA 95035	X		CEO and President				

## **Signatures**

/s/ Judy G Haml as Attorney-in-Fact 08/26/2015

Reporting Owners 2

\*\*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) Each unit converts upon vesting into one share of common stock.
  - These shares were retained by the Company in order to meet the tax withholding obligations of the award holder in connection with the
- (2) vesting of an installment of the restricted stock unit award. The amount retained by the Company was not in excess of the amount of the tax liability.
- (3) Restricted Stock Units have no expiration 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.

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