

Lumentum Holdings Inc.  
Form 4  
November 23, 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*  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LOWE ALAN S**

(Last) (First) (Middle)

**C/O LUMENTUM, 400 NORTH  
MCCARTHY BLVD**

(Street)

**MILPITAS, CA 95035**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**Lumentum Holdings Inc. [LITE]**

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

**11/19/2015**

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)

**CEO and President**

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/19/2015		<u>D</u> (1)	26,376 D \$ 0	44,456	D	
Common Stock	11/19/2015		<u>J</u> (1)	26,376 A \$ 0	26,376	I	Family Trust
Common Stock	11/20/2015		<u>M</u> (2)	2,743 A \$ 0	47,199	D	
Common Stock	11/20/2015		<u>F</u> (3)	1,431 D \$ 18.81	45,768	D	
Common Stock	11/20/2015		<u>M</u> (2)	2,285 D \$ 0	48,053	D	

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Common Stock      11/20/2015      F<sup>(3)</sup>      1,192      D      \$ 18.81      46,861      D

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

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SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of 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. 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 Units	\$ 0	11/20/2015		M		2,743		11/20/2015	<u>(4)</u>	Common Stock	2,743
Restricted Stock Units	\$ 0	11/20/2015		M		2,285		11/20/2015	<u>(4)</u>	Common Stock	2,285

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	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 Hamel as  
Attorney-in-Fact      11/23/2015

                     \*\*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) Shares transferred from self to The Alan and Julie Lowe Family Trust Dated October 10, 1996.

(2) 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

(3) 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.

(4) 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.

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