

Lumentum Holdings Inc.  
Form 4  
November 17, 2016

**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 \*  
Tachibana Aaron

(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)  
11/15/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
CFO

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 or Price   |  |                                   |
| Common Stock                    | 11/15/2016                           |  | M <sup>(1)</sup>               |   | 5,459 A \$ 0  | 47,548   | D                                 |
| Common Stock                    | 11/15/2016                           |  | F <sup>(2)</sup>               |   | 2,150 D \$ 38.8   | 45,398   | D                                 |
| Common Stock                    | 11/15/2016                           |  | M <sup>(1)</sup>               |   | 2,475 A \$ 0  | 47,873   | D                                 |
| Common Stock                    | 11/15/2016                           |  | F <sup>(2)</sup>               |   | 1,291 D \$ 38.8   | 47,142 <sup>(3)</sup>                                    | D                                 |
| Common Stock                    | 11/16/2016                           |  | S <sup>(4)</sup>               |   | 3,996 D \$ 40   | 43,146   | D                                 |

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Common Stock      11/17/2016      S<sup>(4)</sup>      1,184      D      \$ 40.45      41,962      D

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

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(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units                     | \$ 0   | 11/15/2016                           |  | M                              | 5,459   | 11/15/2016 <sup>(5)</sup>                                | Common Stock  | 5,459                         |
| Restricted Stock Units                     | \$ 0   | 11/15/2016                           |  | M                              | 2,475   | 11/15/2016 <sup>(5)</sup>                                | Common Stock  | 2,475                         |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

Tachibana Aaron  
C/O LUMENTUM  
400 NORTH MCCARTHY BLVD  
MILPITAS, CA 95035

CFO

## Signatures

Judy G Hamel as  
Attorney-in-Fact

11/17/2016

          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) Includes 560 shares purchased on November 15, 2016 pursuant to the company's Employee Stock Purchase Plan (ESPP).

(4) Sale of shares pursuant to 10b5-1 plan dated 8/26/2016.

(5) 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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