SEC Form 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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obligations may continue. See
Instruction 1(b).

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			0	r Section 30(n) of the r	nvestine		Inpany Act of	1940						
1. Name and Address of Reporting Person*				Issuer Name and Ticke			Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Russo Carl				<u>,</u> [(0	,	1		X	Director	X 10	% Owner			
(Last) (First) (Middle)				Date of Earliest Transa	action (N	/lonth/	Day/Year)	\neg	Officer (give title below)	be	her (specify low)			
C/O CALIX, I	INC.	01	/30/2023					Ch	nairman	man				
2777 ORCHA	RD PARKWAY			0.1.1										
(Street)		4. I	If Amendment, Date of	Origina	II Filed	(Month/Day/Y		6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) SAN JOSE CA 95134										X Form filed by One Reporting Person				
	011	20104									ore than One Reporting			
(City)	(State)	(Zip)							Person					
		Table I - No	on-Derivativ	e Securities Acc	quired	l, Dis	posed of,	or Ben	eficially	Owned				
Date			2. Transaction Date (Month/Day/Ye	ar) 2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership		
l				Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)			
Common Stock	k		01/30/2023	3	М		200,000	Α	\$8.41	3,628,381	D			
Common Stock	k									2,239,188	I	See Footnote ⁽¹		
Common Stock	k									284,653	I	See Footnote ⁽²		
Common Stock	k									275,633	Ι	See Footnote ⁽³		

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. Transa Code (8)		Deri Sec Acq or D of (I	umber of vative urities uired (A) visposed D) (Instr. and 5)	6. Date Exerc Expiration Da (Month/Day/)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Option (right to buy)	\$8.41	01/30/2023		М			200,000	(4)	02/21/2023	Common Stock	200,000	\$0	0	D	

Explanation of Responses:

1. Shares held by The Crescentico Trust, Carl Russo, Trustee.

2. Shares held by Calgrat Partners, L.P. The managing partner of Calgrat Partners, L.P. is Tim Pasquinelli. Carl Russo and Tim Pasquinelli may be deemed to have shared voting and investment power over the shares held by Calgrat Partners, L.P. Each of these individuals disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.

3. Shares held by Equanimous Investments. The managing members of Equanimous Investments are Carl Russo and Tim Pasquinelli. These individuals may be deemed to have shared voting and investment power over the shares held by Equanimous Investments. Each of these individuals disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.

4. 100% of the shares subject to the option were fully vested and exercisable on February 21, 2017.

Remarks:

/s/ Tom Gemetti as Attorney-in-Fact for Carl Russo. 01/30/2023

** Signature of Reporting Person Date

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

 * 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).

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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