

COMTECH TELECOMMUNICATIONS CORP /DE/
Form 4
January 13, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ROUSE ROBERT G

(Last) (First) (Middle)

68 SOUTH SERVICE ROAD,
SUITE 230

(Street)

MELVILLE, NY 11747

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COMTECH
TELECOMMUNICATIONS CORP
/DE/ [CMTL]

3. Date of Earliest Transaction
(Month/Day/Year)
01/12/2015

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)
Senior Vice President

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 Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock Par Value \$.10 per share	01/12/2015		M		15,000 A \$ 28.05	19,994	D
Common Stock Par Value \$.10 per share	01/12/2015		M		12,000 A \$ 27.67	31,994	D
Common Stock Par	01/12/2015		M		15,000 A \$ 27.21	46,994	D

Value \$.10
per share

Common
Stock Par
Value \$.10
per share

01/12/2015

M

7,000 A

\$
29.51

53,994

D

Common
Stock Par
Value \$.10
per share

01/12/2015

M

5,000 A

\$
26.08

58,994

D

Common
Stock Par
Value \$.10
per share

01/12/2015

M

5,200 A

\$
27.25

64,194

D

Common
Stock Par
Value \$.10
per share

01/12/2015

F

54,111 D

\$
32.22

10,083

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. 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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) ⁽¹⁾	\$ 28.05	01/12/2015		M	15,000	02/09/2012	02/09/2021	Common stock par value \$.10 per share	15,000
Stock Option (Right to Buy) ⁽¹⁾	\$ 27.67	01/12/2015		M	12,000	06/02/2012	06/02/2021	Common stock par value \$.10 per	12,000

								share
Stock Option (Right to Buy) ⁽¹⁾	\$ 27.21	01/12/2015	M	15,000	10/03/2012	10/03/2021	Common stock par value \$.10 per share	15,000
Stock Option (Right to Buy) ⁽¹⁾	\$ 29.51	01/12/2015	M	7,000	06/06/2013	06/06/2022	Common stock par value \$.10 per share	7,000
Stock Option (Right to Buy) ⁽¹⁾	\$ 26.08	01/12/2015	M	5,000	06/05/2014	06/05/2023	Common stock par value \$.10 per share	5,000
Stock Option (Right to Buy) ⁽¹⁾	\$ 27.25	01/12/2015	M	5,200	08/01/2014	08/01/2023	Common stock par value \$.10 per share	5,200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROUSE ROBERT G 68 SOUTH SERVICE ROAD, SUITE 230 MELVILLE, NY 11747			Senior Vice President	

Signatures

Robert G. Rouse 01/13/2015

**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) Exercise of previously granted stock option.

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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