

COMTECH TELECOMMUNICATIONS CORP /DE/
Form 3
August 06, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | |
|---|---|--|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â BRANSCUM JOHN</p> <p>(Last) (First) (Middle)</p> <p>COMTECH TELECOMMUNICATIONS CORP.,Â 68 SOUTH SERVICE ROAD, SUITE 230</p> <p>(Street)</p> <p>MELVILLE,Â NYÂ 11747</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/02/2015</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>COMTECH TELECOMMUNICATIONS CORP /DE/ [CMTL]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Sr. Vice President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|
| Common Stock par value \$.10 per share | 7,318 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------------------------------|------------------|-----------------|--|----------------------------|------------------------------|---|------------|
| Stock Option Right to Buy <u>(1)</u> | 06/02/2015 | 06/02/2020 | Common Stock par value \$.10 per share | 12,000 | \$ 28.84 | D | Â |
| Stock Option Right to Buy <u>(1)</u> | 06/02/2015 | 06/02/2021 | Common Stock par value \$.10 per share | 19,200 | \$ 27.67 | D | Â |
| Stock Option Right to Buy <u>(1)</u> | 06/02/2016 | 06/02/2021 | Common Stock par value \$.10 per share | 4,800 | \$ 27.67 | D | Â |
| Stock Option Right to Buy <u>(1)</u> | 06/06/2015 | 06/06/2022 | Common Stock par value \$.10 per share | 7,200 | \$ 29.51 | D | Â |
| Stock Option Right to Buy <u>(1)</u> | 06/06/2016 | 06/06/2022 | Common Stock par value \$.10 per share | 2,400 | \$ 29.51 | D | Â |
| Stock Option Right to Buy <u>(1)</u> | 06/06/2017 | 06/06/2022 | Common Stock par value \$.10 per share | 2,400 | \$ 29.51 | D | Â |
| Stock Option Right to Buy <u>(1)</u> | 06/05/2015 | 06/05/2023 | Common Stock par value \$.10 per share | 5,800 | \$ 26.08 | D | Â |
| Stock Option Right to Buy <u>(1)</u> | 06/05/2016 | 06/05/2023 | Common Stock par value \$.10 per share | 2,900 | \$ 26.08 | D | Â |
| Stock Option Right to Buy <u>(1)</u> | 06/05/2017 | 06/05/2023 | Common Stock par value \$.10 per share | 2,900 | \$ 26.08 | D | Â |
| Stock Option Right to Buy <u>(1)</u> | 06/05/2018 | 06/05/2023 | Common Stock par value \$.10 per share | 2,900 | \$ 26.08 | D | Â |

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| | | | | | | | |
|--|------------------|------------------|--|-------|---------------------|---|---|
| Stock Option Right to Buy ⁽¹⁾ | 08/01/2015 | 08/01/2023 | Common Stock par value \$.10 per share | 8,000 | \$ 27.25 | D | Â |
| Stock Option Right to Buy ⁽¹⁾ | 08/01/2016 | 08/01/2023 | Common Stock par value \$.10 per share | 4,000 | \$ 27.25 | D | Â |
| Stock Option Right to Buy ⁽¹⁾ | 08/01/2017 | 08/01/2023 | Common Stock par value \$.10 per share | 4,000 | \$ 27.25 | D | Â |
| Stock Option Right to Buy ⁽¹⁾ | 08/01/2018 | 08/01/2023 | Common Stock par value \$.10 per share | 4,000 | \$ 27.25 | D | Â |
| Stock Option Right to Buy ⁽¹⁾ | 08/04/2015 | 08/04/2024 | Common Stock par value \$.10 per share | 5,000 | \$ 33.94 | D | Â |
| Stock Option Right to Buy ⁽¹⁾ | 08/04/2016 | 08/04/2024 | Common Stock par value \$.10 per share | 5,000 | \$ 33.94 | D | Â |
| Stock Option Right to Buy ⁽¹⁾ | 08/04/2017 | 08/04/2024 | Common Stock par value \$.10 per share | 5,000 | \$ 33.94 | D | Â |
| Stock Option Right to Buy ⁽¹⁾ | 08/04/2018 | 08/04/2024 | Common Stock par value \$.10 per share | 5,000 | \$ 33.94 | D | Â |
| Stock Option Right to Buy ⁽¹⁾ | 08/04/2019 | 08/04/2024 | Common Stock par value \$.10 per share | 5,000 | \$ 33.94 | D | Â |
| Performance Shares | Â ⁽³⁾ | Â ⁽³⁾ | Common Stock par value \$.10 per share | 1,791 | \$ 0 ⁽²⁾ | D | Â |
| Performance Shares | Â ⁽⁴⁾ | Â ⁽⁴⁾ | Common Stock par value \$.10 per share | 2,084 | \$ 0 ⁽²⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BRANSCUM JOHN COMTECH TELECOMMUNICATIONS CORP. 68 SOUTH SERVICE ROAD, SUITE 230 MELVILLE, NY 11747 | Â | Â | Â Sr. Vice President | Â |

Signatures

John Branscum 08/06/2015

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Option was granted under Company's 2000 Stock Incentive Plan in consideration of services to be performed by the reporting person after the date of grant.
 - (2) Each Performance Share represents the contingent right to receive one share of common stock of Comtech Telecommunications Corp.
40% of the 2,985 Performance Shares issued to the Reporting Person on June 6, 2012 have previously vested and shares of common stock corresponding to the vested units have been delivered to the Reporting person. The remaining 60% will vest 20% per year on the second through fourth anniversaries of October 2, 2013 assuming continued service through each vesting date.
 - (3) 20% of the 2,605 Performance Shares issued to the Reporting Person on June 5, 2013 have previously vested. The remaining 80% will vest 20% per year on the first through fourth anniversaries of September 23, 2014 assuming continued service through each vesting date.
 - (4) All rights to shares of common stock corresponding to the vested units are deferred and will be delivered to the Reporting Person with 60 days of termination of employment.

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.