

COMTECH TELECOMMUNICATIONS CORP /DE/

Form 4

January 13, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Stallone Nancy

(Last) (First) (Middle)

COMTECH
TELECOMMUNICATIONS
CORP., 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)
01/13/2015

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) Vice President of Finance

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock Par Value \$.10 Per Share	01/13/2015		M		8,400	A	\$ 28.84
							14,943
							D
Common Stock Par Value \$.10 Per Share	01/13/2015		M		6,000	A	\$ 27.67
							20,943
							D

Common Stock Par Value \$.10 Per Share	01/13/2015	M	1,740	A	\$ 29.51	22,683	D
Common Stock Par Value \$.10 Per Share	01/13/2015	M	1,115	A	\$ 26.08	23,798	D
Common Stock Par Value \$.10 Per Share	01/13/2015	F	15,731	D	\$ 33.44	8,067	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. D S (I	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option Right to Buy ⁽¹⁾	\$ 28.84	01/13/2015		M		8,400		06/02/2011	06/02/2020	Common Stock Par Value \$.10 per share	8,400
Stock Option Right to Buy ⁽¹⁾	\$ 27.67	01/13/2015		M		6,000		06/02/2012	06/02/2021	Common Stock Par Value \$.10 per share	6,000
Stock Option Right to Buy ⁽¹⁾	\$ 29.51	01/13/2015		M		1,740		06/06/2013	06/06/2022	Common Stock Par Value \$.10 per	1,740

Stock								share
Option								Common
Right to	\$ 26.08	01/13/2015		M	1,115	06/05/2014	06/05/2023	Stock Par
Buy ⁽¹⁾								Value
								\$.10 per
								share
								1,115

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stallone Nancy COMTECH TELECOMMUNICATIONS CORP. 68 SOUTH SERVICE ROAD, SUITE 230 MELVILLE, NY 11747			Vice President of Finance	

Signatures

Nancy Stallone 01/13/2015

 **Signature of Date
Reporting Person

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 a 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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