

COMTECH TELECOMMUNICATIONS CORP /DE/
 Form 4
 June 14, 2005

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 *
MCCOLLUM ROBERT L

(Last) (First) (Middle)

105 BAYLIS ROAD

(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)
 06/10/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr. Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	(A) or (D)	Price
Common Stock Par Value \$0.10 per share	06/10/2005		M		45,000	A	\$ 5.06
					164,625 ⁽²⁾	D	
Common Stock Par Value \$0.10 per share	06/10/2005		M		6,750	A	\$ 6.33
					171,375 ⁽²⁾	D	
	06/10/2005		M		9,000	A	\$ 3.58
					180,375 ⁽²⁾	D	

Common
Stock Par
Value
\$0.10 per
share

Common
Stock Par
Value
\$0.10 per
share

Common
Stock Par
Value
\$0.10 per
share

06/10/2005 M 11,250 A \$ 11.67 191,625 ⁽²⁾ D

06/10/2005 S 139,500 D \$ 36 52,125 ⁽²⁾ D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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⁾	\$ 5.06	06/10/2005		M	45,000	12/12/2001 12/12/2010	Common stock par value \$0.10 per share 45,000
Stock Option Right to Buy ⁽¹⁾	\$ 6.33	06/10/2005		M	6,750	08/07/2002 08/07/2011	Common stock par value \$0.10 per share 6,750
Stock Option	\$ 3.58	06/10/2005		M	9,000	08/06/2003 08/06/2012	Common stock par 9,000

Right to Buy <u>(1)</u>								value \$.10 per share	
Stock Option Right to Buy <u>(1)</u>	\$ 11.67	06/10/2005	M	11,250	08/04/2004	12/12/2013		Common stock par value \$.10 per share	11,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCOLLUM ROBERT L 105 BAYLIS ROAD MELVILLE, NY 11747			Sr. Vice President	

Signatures

Robert L.
McCollum 06/10/2005

 **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 previously granted stock option
- (2) Balance reflects 3-for-2 stock split in April 2005

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.