

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 \*  
 ROUSE ROBERT G

(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)  
 Chief Financial Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock Par Value \$0.10 per share	06/10/2005		M		67,500 A \$ 6.22	78,750 <sup>(2)</sup>	D
Common Stock Par Value \$0.10 per share	06/10/2005		M		6,750 A \$ 6.33	85,500 <sup>(2)</sup>	D
	06/10/2005		M		18,000 A \$ 3.58	103,500 <sup>(2)</sup>	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 12,000 A \$ 11.67 115,500 <sup>(2)</sup> D

06/10/2005 S 104,250 D \$ 36 11,250 <sup>(2)</sup> 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 <sup>(1)</sup>	\$ 6.22	06/10/2005		M		67,500		07/16/2002	07/16/2011	Common stock par value \$0.10 per share	67,500
Stock Option Right to Buy <sup>(1)</sup>	\$ 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		18,000		08/06/2003	08/06/2012	Common stock par	18,000

Right to Buy <u>(1)</u>								value \$.10 per share	
Stock Option Right to Buy <u>(1)</u>	\$ 11.67	06/10/2005		M	12,000	08/04/2004	08/04/2013	Common stock par value \$.10 per share	12,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROUSE ROBERT G 105 BAYLIS ROAD MELVILLE, NY 11747			Chief Financial Officer	

## Signatures

Robert Rouse                      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-for2 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.