

COMTECH TELECOMMUNICATIONS CORP /DE/  
 Form 4  
 June 07, 2013

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 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)  
 06/05/2013

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)  
 Vice President of Finance

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)
				(A) or (D)	Amount		
				Code	V		Price

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

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SEC 1474  
 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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
Restricted Stock Units	<u>(1)</u>	06/05/2013		A		949		<u>(2)</u>	<u>(2)</u>	Common Stock Par Value \$ .10 per share	949
Stock Option Right to Buy <sup>(3)</sup>	\$ 26.08	06/05/2013		A		1,115		06/05/2014	06/05/2023	Common Stock Par Value \$ .10 per share	1,115
Stock Option Right to Buy <sup>(3)</sup>	\$ 26.08	06/05/2013		A		1,115		06/05/2015	06/05/2023	Common Stock Par Value \$ .10 per share	1,115
Stock Option Right to Buy <sup>(3)</sup>	\$ 26.08	06/05/2013		A		1,115		06/05/2016	06/05/2023	Common Stock Par Value \$ .10 per share	1,115
Stock Option Right to Buy <sup>(3)</sup>	\$ 26.08	06/05/2013		A		1,115		06/05/2017	06/05/2023	Common Stock Par Value \$ .10 per share	1,115
Stock Option Right to Buy <sup>(3)</sup>	\$ 26.08	06/05/2013		A		1,115		06/05/2018	06/05/2023	Common Stock Par Value \$ .10 per share	1,115

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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

06/07/2013

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) Restricted stock units were granted under the Company's 2000 Stock Incentive Plan, and represent the right to receive one share of common stock of Comtech Telecommunications Corp. upon vesting of the unit.  
  
Generally, the restricted stock units will vest in installments over a five year period, at a rate of 20% on the first through fifth
- (2) anniversaries of grant, assuming continued service as an employee. Shares of common stock corresponding to vested units will be delivered to the reporting person within 30 days of vesting.
- (3) Option was granted under the Company's 2000 Stock Incentive Plan in consideration of services to be performed by the reporting person after the date of grant.

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.