

BURT RICHARD L
Form 4
March 14, 2018

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 *
BURT RICHARD L

(Last) (First) (Middle)

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)
03/12/2018

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) | (A) or (D) | 5. Amount or Price | 6. Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 7. Nature of Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|-----------------------------------|
| Common Stock Par Value \$.10 per share | 03/12/2018 | | M | 1,500 | A | \$ 28.84 | 178,315 | D |
| Common Stock Par Value \$.10 per share | 03/12/2018 | | M | 11,000 | A | \$ 27.67 | 189,315 | D |
| Common Stock Par | 03/12/2018 | | M | 10,000 | A | \$ 26.08 | 199,315 | D |

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Value \$.10
per share

| | | | | | | | |
|---|------------|---|--------|---|-------------|---------|---|
| Common Stock Par Value \$.10 per share | 03/12/2018 | M | 19,200 | A | \$ 27.25 | 218,515 | D |
|---|------------|---|--------|---|-------------|---------|---|

| | | | | | | | |
|---|------------|---|--------|---|-------------|---------|---|
| Common Stock Par Value \$.10 per share | 03/12/2018 | M | 10,800 | A | \$ 28.35 | 229,315 | D |
|---|------------|---|--------|---|-------------|---------|---|

| | | | | | | | |
|---|------------|------|--------|---|-------------|---------|---|
| Common Stock Par Value \$.10 per share | 03/12/2018 | F(2) | 48,153 | D | \$ 30.74 | 181,162 | D |
|---|------------|------|--------|---|-------------|---------|---|

| | | | | | | | |
|---|------------|---|--------|---|-------------|--------|---|
| Common Stock Par Value \$.10 per share | 03/12/2018 | S | 82,700 | D | \$ 30.46 | 98,462 | D |
|---|------------|---|--------|---|-------------|--------|---|

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

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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⁾ | \$ 28.84 | 03/12/2018 | | M | 1,500 | 06/02/2011 06/02/2020 | Common stock par value \$.10 per share 1,500 |
| Stock Option Right to Buy ⁽¹⁾ | \$ 27.67 | 03/12/2018 | | M | 11,000 | 06/02/2012 06/02/2021 | Common stock par value \$.10 per 11,000 |

| | | | | | | | | share | |
|---|----------|------------|---|--------|------------|------------|--|--|--------|
| Stock Option Right to Buy <u>(1)</u> | \$ 26.08 | 03/12/2018 | M | 10,000 | 06/05/2014 | 06/05/2023 | | Common stock par value \$.10 per share | 10,000 |
| Stock Option Right to Buy <u>(1)</u> | \$ 27.25 | 03/12/2018 | M | 19,200 | 08/01/2014 | 08/01/2023 | | Common stock par value \$.10 per share | 19,200 |
| Stock Option Right to Buy <u>(1)</u> | \$ 28.35 | 03/12/2018 | M | 10,800 | 08/04/2016 | 08/04/2025 | | Common stock par value \$.10 per share | 10,800 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BURT RICHARD L 68 SOUTH SERVICE ROAD, SUITE 230 MELVILLE, NY 11747 | | | Sr. Vice President | |

Signatures

Richard L. Burt 03/14/2018

 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) Exercise of previously granted stock option.
- (2) The 48,153 reflected on this table represents the shares withheld to pay the Reporting Person's federal and Federal Insurance Contributions Act ("FICA") tax.

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.