

COMTECH TELECOMMUNICATIONS CORP /DE/
 Form 4
 February 02, 2015

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 *
BONDI MICHAEL

(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)
01/29/2015

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)
 Corporate Controller

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock Par Value \$.10 per share	01/29/2015		M		7,600 A \$ 28.84	18,554	D
Common Stock Par Value \$.10 per share	01/29/2015		M		5,250 A \$ 27.67	23,804	D
Common Stock Par	01/29/2015		M		1,450 A \$ 29.51	25,254	D

Value \$.10
per share

Common
Stock Par
Value \$.10
per share

01/29/2015

M

1,115

A

\$
26.08

26,369

D

Common
Stock Par
Value \$.10
per share

01/29/2015

F

13,796

D

\$
34.54

12,573

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)	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	01/29/2015		M	7,600	06/02/2011 06/02/2020	Common Stock Par Value \$.10 Per Share	7,600	
Stock Option Right to Buy ⁽¹⁾	\$ 27.67	01/29/2015		M	5,250	06/02/2012 06/02/2021	Common Stock Par Value \$.10 Per Share	5,250	
Stock Option Right to Buy ⁽¹⁾	\$ 29.51	01/29/2015		M	1,450	06/06/2013 06/06/2022	Common Stock Par Value \$.10 Per Share	1,450	

Stock Option Right to Buy ⁽¹⁾	\$ 26.08	01/29/2015	M	1,115	06/05/2014	06/05/2023	Common Stock Par Value \$.10 Per Share	1,115
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BONDI MICHAEL 68 SOUTH SERVICE ROAD SUITE 230 MELVILLE, NY 11747			Corporate Controller	

Signatures

Michael Bondi 02/02/2015
 **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. 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.