

BURT RICHARD L

Form 4

March 14, 2018

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(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
X Officer (give title below) ____ Other (specify below)

Sr. Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)

X 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	(A) or (D)	Price
Common Stock Par Value \$.10 per share	03/12/2018		M		1,500	A	\$ 28.84
Common Stock Par Value \$.10 per share	03/12/2018		M		11,000	A	\$ 27.67
Common Stock Par	03/12/2018		M		10,000	A	\$ 26.08

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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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(9-02)

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

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

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