COMTECH TELECOMMUNICATIONS CORP /DE/
Form 4
January 06, 2014

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 *
KONOPELKO LARRY

(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)
01/02/2014

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)
Senior 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	01/02/2014		M		380	A	$ 26.9	14,141	D	
Common Stock Par Value $.10 per share	01/02/2014		S		380	D	$ 31.5	13,761	D	
Common Stock Par	01/03/2014		M		13,120	A	$ 26.9	26,881	D	

Value $.10 per share								
Common Stock Par Value $.10 per share	01/03/2014		M	9,000	A	$ 29.61	35,881	D
Common Stock Par Value $.10 per share	01/03/2014		M	6,000	A	$ 28.84	41,881	D
Common Stock Par Value $.10 per share	01/03/2014		M	4,000	A	$ 27.67	45,881	D
Common Stock Par Value $.10 per share	01/03/2014		M	1,000	A	$ 29.51	46,881	D
Common Stock Par Value $.10 per share	01/03/2014		S	33,120	D	$ 31.41 (1)	13,761	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 (2)	$ 26.9	01/02/2014		M			380	08/01/2007	08/01/2014	Common Stock Par Value $.10 per share	380

Stock Option Right to Buy (2)	$ 26.9	01/03/2014	M	13,120	08/01/2007	08/01/2014	Common Stock Par Value $.10 per share	13,120
Stock Option Right to Buy (2)	$ 29.61	01/03/2014	M	9,000	06/02/2010	06/02/2014	Common Stock Par Value $.10 per share	9,000
Stock Option Right to Buy (2)	$ 28.84	01/03/2014	M	6,000	06/02/2011	06/02/2020	Common Stock Par Value $.10 per share	6,000
Stock Option Right to Buy (2)	$ 27.67	01/03/2014	M	4,000	06/02/2012	06/02/2021	Common Stock Par Value $.10 per share	4,000
Stock Option Right to Buy (2)	$ 29.51	01/03/2014	M	1,000	06/06/2013	06/06/2022	Common Stock Par Value $.10 per share	1,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KONOPELKO LARRY 68 SOUTH SERVICE ROAD, SUITE 230 MELVILLE, NY 11747			Senior Vice President	

Signatures

Larry M. Konopelko	01/06/2014
**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) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions ranging from $31.40 to $31.62, inclusive. The reporting person undertakes to provide to Comtech Telecommunications Corp., any security holder of Comtech Telecommunications Corp., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(2) Exercise of previously granted stock option. As announced on November 5, 2013, Mr. Konopelko will be retiring effective January 31, 2014.

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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