

FREDRICKSON ROBERT A
 Form 4
 January 25, 2011

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 *
 FREDRICKSON ROBERT A
 (Last) (First) (Middle)
 901 EXPLORER BLVD.
 (Street)
 HUNTSVILLE, AL 35806
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 ADTRAN INC [ADTN]

3. Date of Earliest Transaction (Month/Day/Year)
 01/21/2010

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)
 VP Sales Carrier Network

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 or Beneficial Ownership (Instr. 4)
Common Stock	01/21/2011	01/21/2011	M	563 A	\$ 23.02 563	I	by Spouse
Common Stock	01/21/2011	01/21/2011	S	563 D	\$ 41.4239 0 <u>(1)</u>	I	by Spouse
Common Stock	01/21/2011	01/21/2011	M	376 A	\$ 15.29 376	I	by Spouse
Common Stock	01/21/2011	01/21/2011	S	376 D	\$ 41.4239 0 <u>(1)</u>	I	by Spouse
	01/21/2011	01/21/2011	M	200 A	\$ 23.46 200	I	by Spouse

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Common Stock										
Common Stock	01/21/2011	01/21/2011	S	200	D	\$ 41.4239 <u>(1)</u>	0		I	by Spouse
Common Stock	01/21/2011	01/21/2011	M	1,500	A	\$ 12.75	1,500		I	by Spouse
Common Stock	01/21/2011	01/21/2011	S	1,500	D	\$ 41.4239 <u>(1)</u>	0		I	by Spouse
Common Stock	01/21/2011	01/21/2011	M	750	A	\$ 32.265	750		I	by Spouse
Common Stock	01/21/2011	01/21/2011	S	750	D	\$ 41.4239 <u>(1)</u>	0		I	by Spouse
Common Stock	01/21/2011	01/21/2011	M	750	A	\$ 22.17	750		I	by Spouse
Common Stock	01/21/2011	01/21/2011	S	750	D	\$ 41.4239 <u>(1)</u>	0		I	by Spouse
Common Stock	01/21/2011	01/21/2011	M	750	A	\$ 30.04	750		I	by Spouse
Common Stock	01/21/2011	01/21/2011	S	750	D	\$ 41.4239 <u>(1)</u>	0		I	by Spouse
Common Stock	01/21/2011	01/21/2011	M	750	A	\$ 22.53	750		I	by Spouse
Common Stock	01/21/2011	01/21/2011	S	750	D	\$ 41.4239 <u>(1)</u>	0		I	by Spouse
Common Stock	01/21/2011	01/21/2011	M	1,500	A	\$ 10.5	1,500		I	by Spouse
Common Stock	01/21/2011	01/21/2011	S	1,500	D	\$ 41.4239 <u>(1)</u>	0		I	by Spouse

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)

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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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 23.02	01/21/2011	01/21/2011	M	563	11/05/2008 ⁽²⁾	11/05/2017	Common Stock	563
Incentive Stock Option (right to buy)	\$ 15.29	01/21/2011	01/21/2011	M	376	11/06/2009 ⁽²⁾	11/06/2018	Common Stock	376
Incentive Stock Option (right to buy)	\$ 23.46	01/21/2011	01/21/2011	M	200	11/07/2010 ⁽²⁾	11/07/2019	Common Stock	200
Incentive Stock Option (right to buy)	\$ 12.75	01/21/2011	01/21/2011	M	1,500	07/23/2002 ⁽²⁾	07/23/2011	Common Stock	1,500
Incentive Stock Option (right to buy)	\$ 32.265	01/21/2011	01/21/2011	M	750	11/25/2004 ⁽²⁾	11/25/2013	Common Stock	750
Incentive Stock Option (right to buy)	\$ 22.17	01/21/2011	01/21/2011	M	750	10/18/2005 ⁽²⁾	10/18/2014	Common Stock	750
Incentive Stock Option (right to buy)	\$ 30.04	01/21/2011	01/21/2011	M	750	10/17/2006 ⁽²⁾	10/17/2015	Common Stock	750

