

GALLETTI MICHAEL

Form 4

August 02, 2017

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

OMB APPROVAL

OMB
Number: 3235-0287Expires: January 31,
2005Estimated average
burden hours per
response... 0.5Check 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 *
GALLETTI 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)
07/31/20174. 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)

Chief Operating Officer

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 Beneficial Ownership (Instr. 4)
Common stock par value \$.10 per share	07/31/2017		M	641 A	13,458	D	
Common stock par value \$.10 per share	07/31/2017		F	641 D \$ 18	12,817	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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)		8. I	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Share Unit	<u>(2)</u>	07/31/2017		A	<u>(2)</u>	17,823		<u>(2)</u>	<u>(2)</u>	Common stock par value \$.10 per share	17,823
Share Unit	<u>(1)</u>	07/31/2017		M		641		<u>(2)</u>	<u>(2)</u>	Common stock par value \$.10 per share	641

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GALLETTI MICHAEL
68 SOUTH SERVICE ROAD, SUITE 230
MELVILLE, NY 11747

Chief Operating Officer

Signatures

Michael Galletti 08/02/2017

**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) These transactions represent the net settlement of share units (see footnote #2) to withhold the reporting person's Federal Insurance Contributions Act ("FICA") tax and certain federal and state income taxes.

(2)

Edgar Filing: GALLETTI MICHAEL - Form 4

Share units are rights to convert solely into Comtech Telecommunications Corp. common stock on a one-for-one basis. The share units were issued in lieu of cash settlements based on the achievement of pre-established non-equity incentive goals for the fiscal year ending July 31, 2017, pursuant to the 2000 Stock Incentive Plan. These share units are fully vested, are subject to certain transfer restrictions, cannot be assigned, and will be converted into Comtech Telecommunications Corp. common stock following the one-year anniversary of the grant date which will occur on July 31, 2018.

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.