

COMTECH TELECOMMUNICATIONS CORP /DE/

Form 4

June 14, 2005

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

OMB APPROVAL

OMB
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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 *
GOLDBERG RICHARD L

(Last) (First) (Middle)

105 BAYLIS ROAD

(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)**06/10/2005**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)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)
			Code	V	Amount (A) or (D)	Price	
Common Stock Par Value \$0.10 per share	06/10/2005		M		3,375	A \$ 1.85	23,625 ⁽²⁾ D
Common Stock Par Value \$0.10 per share	06/10/2005		M		3,375	A \$ 5.05	27,000 ⁽²⁾ D
	06/10/2005		M		3,375	A	30,375 ⁽²⁾ D

Common Stock Par Value \$0.10 per share						\$ 6.05		
Common Stock Par Value \$0.10 per share	06/10/2005	M	4,500	A	\$ 6.67	34,875 ⁽²⁾	D	
Common Stock Par Value \$0.10 per share	06/10/2005	M	7,875	A	\$ 6.67	42,750 ⁽²⁾	D	
Common Stock Par Value \$0.10 per share	06/10/2005	M	3,375	A	\$ 5.85	46,125 ⁽²⁾	D	
Common Stock Par Value \$0.10 per share	06/10/2005	M	11,250	A	\$ 3.78	57,375 ⁽²⁾	D	
Common Stock Par Value \$0.10 per share	06/10/2005	S	37,125	D	\$ 36	20,250 ⁽²⁾	D	
Common Stock Par Value \$0.10 per share	06/10/2005	S	17,250	D	\$ 36	3,000 ⁽²⁾	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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V				
Stock Option Right to Buy ⁽¹⁾	\$ 1.85	06/10/2005	M			3,375	08/01/1999 08/01/2008	Common stock par value \$.10 per share	3,375
Stock Option Right to Buy ⁽¹⁾	\$ 5.05	06/10/2005	M			3,375	08/01/2000 08/01/2009	Common stock par value \$.10 per share	3,375
Stock Option Right to Buy ⁽¹⁾	\$ 6.05	06/10/2005	M			3,375	08/01/2001 08/01/2010	Common stock par value \$.10 per share	3,375
Stock Option Right to Buy ⁽¹⁾	\$ 6.67	06/10/2005	M			4,500	11/06/2001 11/06/2010	Common stock par value \$.10 per share	4,500
Stock Option Right to Buy ⁽¹⁾	\$ 6.67	06/10/2005	M			7,875	08/01/2002 08/01/2011	Common stock par value \$.10 per share	7,875
Stock Option Right to Buy ⁽¹⁾	\$ 5.85	06/10/2005	M			3,375	11/01/2002 11/01/2011	Common stock par value \$.10 per share	3,375
Stock Option Right to Buy ⁽¹⁾	\$ 3.78	06/10/2005	M			11,250	08/01/2003 08/01/2012	Common stock par value \$.10 per share	11,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOLDBERG RICHARD L 105 BAYLIS ROAD MELVILLE, NY 11747	X			

Signatures

Richard
Goldberg

06/10/2005

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) Balance reflects 3-for-2 stock split in April 2005

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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