

COMMSCOPE INC
Form 4
December 09, 2004

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 *
WYATT FRANK B II

(Last) (First) (Middle)
1100 COMMSCOPE PLACE, SE
(Street)

HICKORY, NC 28602

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COMMSCOPE INC [CTV]

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2004

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)
Sr. VP, Gen Counsel & Sec

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	(D)	Price
Common Stock	12/07/2004		S(1)		1,618	D	\$ 19
Common Stock	12/07/2004		S(1)		52	D	\$ 19.01
Common Stock	12/07/2004		S(1)		52	D	\$ 19.04
Common Stock	12/07/2004		S(1)		4,540	D	\$ 19.05
Common Stock	12/07/2004		S(1)		53	D	\$ 19.06

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Common Stock	12/07/2004		<u>M</u> (1)	11,071	A	\$ 12.7419	11,171	D	
Common Stock	12/07/2004		<u>M</u> (1)	4,065	A	\$ 12.7419	15,236	D	
Common Stock	12/07/2004		<u>S</u> (1)	3,235	D	\$ 19.06	12,001	D	
Common Stock	12/07/2004		<u>S</u> (1)	1,566	D	\$ 19.07	10,435	D	
Common Stock	12/07/2004		<u>S</u> (1)	2,506	D	\$ 19.08	7,929	D	
Common Stock	12/07/2004		<u>S</u> (1)	678	D	\$ 19.09	7,251	D	
Common Stock	12/07/2004		<u>S</u> (1)	1,513	D	\$ 19.1	5,738	D	
Common Stock	12/07/2004		<u>S</u> (1)	783	D	\$ 19.11	4,955	D	
Common Stock	12/07/2004		<u>S</u> (1)	1,409	D	\$ 19.12	3,546	D	
Common Stock	12/07/2004		<u>S</u> (1)	2,140	D	\$ 19.13	1,406	D	
Common Stock	12/07/2004		<u>S</u> (1)	679	D	\$ 19.14	727	D	
Common Stock	12/07/2004		<u>S</u> (1)	418	D	\$ 19.15	309	D	
Common Stock	12/07/2004		<u>S</u> (1)	209	D	\$ 19.16	100	D	
Common Stock							1,413	I	By Savings Plan

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)	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, 4,
and 5)

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 12.7419	12/07/2004	M ⁽¹⁾				01/10/1998	01/10/2007	Common Stock	11,071
Stock Option (Right to Buy)	\$ 12.7419	12/07/2004	M ⁽¹⁾				01/10/1998	01/10/2007	Common Stock	4,065

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WYATT FRANK B II 1100 COMMSCOPE PLACE, SE HICKORY, NC 28602			Sr. VP, Gen Counsel & Sec	

Signatures

Frank B. Wyatt,
II 12/09/2004

 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 transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 22, 2004.

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.