

COMMSCOPE INC
Form 8-K
May 16, 2008

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 16, 2008

COMMSCOPE, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of
incorporation)

1-12929
(Commission File Number)

36-4135495
(I.R.S. Employer
Identification Number)

1100 CommScope Place, SE
P.O. Box 339
Hickory, North Carolina 28602

(Address of principal executive offices)

Registrant's telephone number, including area code: (828) 324-2200

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure.

CommScope, Inc. (“CommScope”) permits its directors and officers to enter into stock trading plans with respect to CommScope common stock which are intended to qualify for the safe harbor under Rule 10b5-1 under the Securities Exchange Act of 1934, as amended (“Rule 10b5-1”), provided that such plans comply with CommScope’s applicable guidelines and insider trading policies.

On May 16, 2008, Frank M. Drendel, Chairman and Chief Executive Officer, of CommScope, entered into a stock trading plan, intended to qualify for the safe harbor under Rule 10b5-1. Under the plan, Mr. Drendel authorized the sale of up to 176,300 shares of CommScope common stock owned by Mr. Drendel, all of which are issuable upon the exercise of stock options. Under the plan, Mr. Drendel also authorized the sale of up to 67,800 shares of CommScope common stock payable to Mr. Drendel on December 14, 2008 upon the vesting of his performance share awards. The performance goals to which these performance share awards have been granted have already been satisfied. The plan provides for sales of up to specified numbers of shares within specified price ranges, subject to certain limitations. Sales pursuant to this plan may occur from June 16, 2008 through July 14, 2009 and are intended to be disclosed publicly through Form 144 and Form 4 filings with the Securities and Exchange Commission as required.

On May 16, 2008, Jearld L. Leonhardt, Executive Vice President and Chief Financial Officer, of CommScope, entered into a stock trading plan, intended to qualify for the safe harbor under Rule 10b5-1. Under the plan, Mr. Leonhardt authorized the sale of up to 61,200 shares of CommScope common stock owned by Mr. Leonhardt, all of which are issuable upon the exercise of stock options. Under the plan, Mr. Leonhardt also authorized the sale of up to 14,700 shares of CommScope common stock payable to Mr. Leonhardt on December 14, 2008 upon the vesting of his performance share awards. The performance goals to which these performance share awards have been granted have already been satisfied. The plan provides for sales of up to specified numbers of shares within specified price ranges, subject to certain limitations. Sales pursuant to this plan may occur from June 16, 2008 through February 27, 2009 and are intended to be disclosed publicly through Form 144 and Form 4 filings with the Securities and Exchange Commission as required.

Except as may be required by law, CommScope does not undertake to report future stock trading plans by its officers or directors, nor to report modifications, terminations, transactions or other activities under the stock trading plans of Messrs. Drendel and Leonhardt or of any other officer or director.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 16, 2008

COMMSCOPE, INC.

By: /s/ Frank B. Wyatt, II
Name: Frank B. Wyatt, II
Title: Senior Vice President,
General Counsel and Secretary