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COMTECH TELECOMMUNICATIONS CORP /DE/

Reported by

PORCELAIN MICHAEL

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/16/11 for the Period Ending 06/14/11

Address	68 SOUTH SERVICE ROAD SUITE 230 MELVILLE, NY 11747
Telephone	6319627000
CIK	0000023197
Symbol	CMTL
SIC Code	3663 - Radio and Television Broadcasting and Communications Equipment
Industry	Communications Equipment
Sector	Technology
Fiscal Year	07/31

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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: February 28, 2011
Estimated average burden hours per response... 0.5

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
PORCELAIN MICHAEL	**COMTECH TELECOMMUNICATIONS CORP /DE/ [CMTL]**	_____ Director _____ 10% Owner __ **X** __ Officer (give title below) _____ Other (specify below) **Sr. Vice President & CFO**
(Last) (First) (Middle) **68 SOUTH SERVICE ROAD, SUITE 230**	3. Date of Earliest Transaction (MM/DD/YYYY) **6/14/2011**	
(Street) **MELVILLE, NY 11747** (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	**6/14/2011**		**M**		**90**	**A**	**$13.19**	**32495**	**D**	
Common Stock Par Value $0.10 Per Share	**6/14/2011**		**P**		**2200**	**A**	**$23.91** (1)	**34695**	**D**	
Common Stock Par Value $0.10 Per Share	**6/14/2011**		**P**		**725**	**A**	**$23.91** (2)	**35420**	**I**	**By Spouse**

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option Right to Buy (3)	**$13.19**	**6/14/2011**		**M**			**90**	**8/2/2005**	**8/2/2014**	**Common Stock Par Value $.10 Per Share**	**90**	**$0**	**253203**	**D**	

Explanation of Responses:

(1) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions ranging from $23.91 to $23.92, inclusive. The reporting person undertakes to provide to Comtech Telecommunications Corp., any security holder of Comtech Telecommunications Corp., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

(2) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions ranging from $23.90 to $23.91, inclusive. The reporting person undertakes to provide to Comtech Telecommunications Corp., any security holder of Comtech

Telecommunications Corp., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

(3) Exercise of previously granted stock option

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PORCELAIN MICHAEL **68 SOUTH SERVICE ROAD, SUITE 230** **MELVILLE, NY 11747**			**Sr. Vice President & CFO**	

Signatures

Michael D. Porcelain **6/16/2011**

** Signature of Reporting Person Date

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

***** 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).

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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