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COMTECH TELECOMMUNICATIONS CORP /DE/
Form SC 13D/A
October 21, 2003

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 25049

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 7)*

Comtech Telecommunications Corp.
(Name of Issuer)

Common Stock, par value \$.10 per share
(Title of Class of Securities)

205826209
(CUSIP Number)

Gail Segui
105 Baylis Road
Melville, NY 11747
(631) 777-8900

(Name, Address and Telephone Number of Person Authorized to Received Notices
and Communications)

August 22, 2003

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Sections 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7(b) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D/A

CUSIP No. 205826209

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

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Fred Kornberg

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

PF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.

7 SOLE VOTING POWER

711,750 (Includes right to acquire 239,250 shares)

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

8 SHARED VOTING POWER

None

9 SOLE DISPOSITIVE POWER

711,750 (Includes right to acquire 239,250 shares)

10 SHARED DISPOSITIVE POWER

None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

711,750 (Includes right to acquire 239,250 shares.)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.9%

14 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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to
Schedule 13D

The information provided below represents amendments or additions to the information provided in the Schedule 13D and amendments previously filed by Mr. Kornberg. The purpose of this Amendment No. 7 is to report the acquisition of additional shares through the exercise of previously reported stock option grants, the sale of shares by Mr. Kornberg and the beneficial ownership of certain additional shares of common stock through the grant of stock options. (See exhibit filed.)

Item 3. Source and Amount of Funds or Other Consideration

The aggregate purchase price for the 45,000 shares, the acquisition of which is reported in this Amendment No. 7 was \$90,000. The source of the purchase price was the personal funds of Mr. Kornberg.

Item 4. Purpose of Transaction

Acquisition - Hold acquired shares for investment purposes.

Sale - Disposition of 22,500 shares for income.

Item 5. Interest in Securities of the Issuer.

- (a) See Page 2 of cover page
- (b) See Page 2 of cover page
- (c) See Schedule 1
- (d) Effective July 14, 2003, Fred Kornberg ceased to be the beneficial owner of more than five percent of the class of securities.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

/s/ Fred Kornberg

Fred Kornberg

Date: October 21 2003

Schedule 1

Transactions referred to in this Amendment No. 7

Share Purchases (1) (2)

| Date | # of shares | Price per share | Total Cost |
|----------|-------------|-----------------|------------|
| 11/25/02 | 15,000 | 2.000 | 30,000 |
| 07/08/03 | 15,000 | 2.000 | 30,000 |

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| | | | |
|----------|--------|-------|--------|
| 08/22/03 | 15,000 | 2.000 | 30,000 |
|----------|--------|-------|--------|

| | | | |
|--------|--------|--|--------|
| ===== | | | |
| Total: | 45,000 | | 90,000 |
| ===== | | | |

- (1) Reflects a 3 for 2 stock split effective 7/14/03
- (2) This transaction was the exercise of Incentive Stock Options that had been previously granted to Mr. Kornberg.

Sale of Stock (1)

| Date | # of shares | Sale price | Proceeds |
|----------|-------------|------------|----------|
| 06/11/03 | 22,500 | 16.775 | 377,430 |
| Total: | 22,500 | | 377,430 |

- (1) Reflects a 3 for 2 stock split effective 7/14/03

Stock Option Grant

Mr. Kornberg has been granted a stock option under Comtech Telecommunications Corp. 2000 Stock Incentive Plan as shown in the table below. This option is subject to certain terms and agreements and vesting schedule.

| Date of Grant | # of shares | Exercise Price | Date Exercisable |
|---------------|-------------|----------------|------------------|
| 08/04/03 | 105,000 | 17.51 | (1) |

- (1) Exercisable at the rate of 20 percent per year commencing one year from date of grant.