

CommScope Holding Company, Inc.  
Form 8-K  
November 14, 2013

**UNITED STATES**  
**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) November 14, 2013**

**COMMSCOPE HOLDING COMPANY, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**1100 CommScope Place, SE, Hickory, North Carolina**

**001-36146**  
**(Commission**

**File Number)**

**27-4332098**  
**(IRS Employer**

**Identification No.)**

**28602**

(Address of principal executive offices)

(Zip Code)

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

**Not Applicable**

**(Former name or former address, if changed since last report)**

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 (see General Instruction A.2. below):

- .. 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.**

On November 14, 2013, CommScope Holding Company, Inc. (the Company ) announced the closing of the underwriters' exercise of their overallotment option to purchase 3,221,676 shares of the Company's common stock ( shares ) from an affiliate of The Carlyle Group (the Selling Stockholder ) pursuant to the overallotment option granted by the Selling Stockholder in connection with the Company's initial public offering of the shares, which closed on October 30, 2013. The additional shares were offered to the public at a price of \$15.00 per share. The company will not receive any of the proceeds from the exercise of the overallotment option by the underwriters.

The foregoing information is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such filing.

**Safe Harbor Statement**

The statements in this release state the Company's and management's intentions, beliefs, expectations or projections of the future and are forward-looking statements. It is important to note that the Company's actual results could differ materially from those projected in such forward-looking statements.

**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.

CommScope Holding Company, Inc.

**Date: November 14, 2013**

**By:** /s/ Frank B. Wyatt, II

**Name:** Frank B. Wyatt, II

**Title:** Senior Vice President, General Counsel and  
Secretary