Suffern Robert C. Form 4 January 19, 2011

### FORM 4

#### **OMB APPROVAL**

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Suffern Robert C.	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
	COMMSCOPE INC [CTV]	(Check all applicable)		
(Last) (First) (Middle)	3. Date of Earliest Transaction			
	(Month/Day/Year)	Director 10% Owner		
1100 COMMSCOPE PLACE, SE	01/14/2011	_X_ Officer (give title Other (specifical below)		
		Senior Vice President		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
	Filed(Month/Day/Year)	Applicable Line)		
HICKORY, NC 28602		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
		1 010011		

(City)	(State)	(Zip) Tabl	le I - Non-E	Derivative Se	curiti	es Acqu	ired, Disposed of	, or Beneficiall	y 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 on(A) or Dispo (Instr. 3, 4 a	osed o		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)
Common Stock	01/14/2011		D	1,140	D	\$ 31.5	0	D	
Common Stock	01/14/2011		D	1,101.03	D	\$ 31.5	0	I	By Savings Plan (1)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year) A) d of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Stock Options	\$ 29.51	01/14/2011		D	18,790	(2)	01/20/2020	Common Stock	18,79
Stock Options	\$ 9.8	01/14/2011		D	4,125	(2)	03/24/2019	Common Stock	4,125
Restricted Stock Units	\$ 0	01/14/2011		D	961	<u>(3)</u>	01/22/2011	Common Stock	961
Performance Share Units	\$ 0	01/14/2011		D	685	<u>(4)</u>	01/22/2011	Common Stock	685
Performance Share Units	\$ 0	01/14/2011		D	3,907	<u>(5)</u>	01/12/2014	Common Stock	3,907

### **Reporting Owners**

Reporting Owner Name / Address	Kelationships						
	Director	10% Owner	Officer	Other			
Suffern Robert C.			Senior				
1100 COMMSCOPE PLACE, SE			Vice				
HICKORY, NC 28602			President				

## **Signatures**

/s/Robert C. Suffern	01/19/2011		
**Signature of	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) Shares held by Savings Plan as of January 14, 2011.
- This option, which provided for vesting in three equal annual installments beginning on the first anniversary of the date of grant, was disposed of pursuant to the Merger Agreement by conversion into an option to acquire shares of Cedar I Holding common stock valued at \$31.50 per share.

**(3)** 

Reporting Owners 2

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These restricted stock units which provided for vesting in one installment on the third anniversary of the date of grant, were cancelled and disposed of pursuant to the Merger Agreement in exchange for \$31.50 in cash for each share of the Issuer's common stock subject to such restricted stock units. The restricted stock units vest in one installment on the third anniversary of the date of grant.

- These performance share units, which provided for vesting in one installment on the third anniversary of the date of grant, subject to achievement of performance criteria, were cancelled and disposed of pursuant to the Merger Agreement in exchange for \$31.50 in cash for each share of the Issuer's common stock subject to such performance share units.
- These performance share units, which provided for vesting in one installment on or before February 28, 2011, subject to achievement of performance criteria, were cancelled and disposed of pursuant to the Merger Agreement in exchange for \$31.50 in cash for each share of the Issuer's common stock subject to such performance share units.

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.