

CRENSHAW RANDALL W
Form 4
June 05, 2006

FORM 4

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

OMB APPROVAL

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

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
CRENSHAW RANDALL W

(Last) (First) (Middle)
1100 COMMSCOPE PLACE SE
(Street)

HICKORY, NC 28602

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COMMSCOPE INC [CTV]

3. Date of Earliest Transaction (Month/Day/Year)
06/01/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	06/01/2006		M ⁽¹⁾		26,200	A	\$ 17.25
Common Stock	06/01/2006		M ⁽¹⁾		10,000	A	\$ 17.25
Common Stock	06/01/2006		M ⁽¹⁾		3,800	A	\$ 16.2
Common Stock	06/01/2006		S ⁽¹⁾		20	D	\$ 29.11
Common Stock	06/01/2006		S ⁽¹⁾		20	D	\$ 29.13
							40,100
							40,080
							40,060

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Common Stock	06/01/2006	<u>S</u> (1)	20	D	\$ 29.18	40,040	D
Common Stock	06/01/2006	<u>S</u> (1)	59	D	\$ 29.2	39,981	D
Common Stock	06/01/2006	<u>S</u> (1)	78	D	\$ 29.21	39,903	D
Common Stock	06/01/2006	<u>S</u> (1)	469	D	\$ 29.23	39,434	D
Common Stock	06/01/2006	<u>S</u> (1)	1,095	D	\$ 29.24	38,339	D
Common Stock	06/01/2006	<u>S</u> (1)	1,036	D	\$ 29.25	37,303	D
Common Stock	06/01/2006	<u>S</u> (1)	293	D	\$ 29.26	37,010	D
Common Stock	06/01/2006	<u>S</u> (1)	1,778	D	\$ 29.27	35,232	D
Common Stock	06/01/2006	<u>S</u> (1)	977	D	\$ 29.28	34,255	D
Common Stock	06/01/2006	<u>S</u> (1)	2,678	D	\$ 29.29	31,577	D
Common Stock	06/01/2006	<u>S</u> (1)	1,974	D	\$ 29.3	29,603	D
Common Stock	06/01/2006	<u>S</u> (1)	293	D	\$ 29.31	29,310	D
Common Stock	06/01/2006	<u>S</u> (1)	469	D	\$ 29.32	28,841	D
Common Stock	06/01/2006	<u>S</u> (1)	450	D	\$ 29.33	28,391	D
Common Stock	06/01/2006	<u>S</u> (1)	997	D	\$ 29.34	27,394	D
Common Stock	06/01/2006	<u>S</u> (1)	1,603	D	\$ 29.35	25,791	D
Common Stock	06/01/2006	<u>S</u> (1)	1,154	D	\$ 29.36	24,637	D
Common Stock	06/01/2006	<u>S</u> (1)	356	D	\$ 29.37	24,281	D
Common Stock	06/01/2006	<u>S</u> (1)	274	D	\$ 29.38	24,007	D
Common Stock	06/01/2006	<u>S</u> (1)	234	D	\$ 29.39	23,773	D
	06/01/2006	<u>S</u> (1)	450	D	\$ 29.4	23,323	D

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Common Stock							
Common Stock	06/01/2006	S ⁽¹⁾	254	D	\$ 29.41	23,069	D
Common Stock	06/01/2006	S ⁽¹⁾	215	D	\$ 29.42	22,854	D
Common Stock	06/01/2006	S ⁽¹⁾	293	D	\$ 29.43	22,561	D
Common Stock ⁽²⁾	06/01/2006	S ⁽¹⁾	253	D	\$ 29.44	22,308	D

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

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(9-02)

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. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 17.25	06/01/2006		M ⁽¹⁾	26,200	12/14/2001	12/14/2010	Common Stock	26,200
Stock Option (Right to Buy)	\$ 17.25	06/01/2006		M ⁽¹⁾	10,000	12/14/2001	12/14/2010	Common Stock	10,000
Stock Option (Right to Buy)	\$ 16.2	06/01/2006		M ⁽¹⁾	3,800	02/21/2003	02/21/2012	Common Stock	3,800

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CRENSHAW RANDALL W 1100 COMMSCOPE PLACE SE HICKORY, NC 28602			Executive Vice President	

Signatures

/s/ Randall W.
Crenshaw

06/05/2006

__Signature of Reporting
Person

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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 8, 2006.
- Because the SEC's electronic filing system does not allow for the disclosure of more than 30 transactions on one Form 4, the reporting
- (2) person is filing two simultaneous Forms 4 to report his reportable transactions, both of which together shall be deemed a single report filed on this date. This is the first Form 4 of the two filings.

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.