

CommScope Holding Company, Inc.

Form 3

October 24, 2013

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Â DRENDEL FRANK M

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/24/2013

3. Issuer Name **and** Ticker or Trading Symbol
CommScope Holding Company, Inc. [COMM]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chairman of Board

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting PersonC/O COMMScope HOLDING
COMPANY, INC., Â 1100
COMMScope PLACE, SE

(Street)

HICKORY, Â NC Â 28602

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

1,620,564

D

Â

Common Stock

81,000

I

By GRAT

Common Stock

81,000

I

By GRAT

Common Stock

81,000

I

By GRAT

Common Stock

45,000

I

By family trust

Common Stock

335,955

I

By marital trust

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

SEC 1473 (7-02)

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information contained in this form are not
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	01/14/2011	12/16/2014	Common Stock	466,800	\$ 5.02	D	Â
Stock Option (right to buy)	01/14/2011	12/14/2015	Common Stock	224,400	\$ 5.35	D	Â
Stock Option (right to buy)	01/14/2011	12/12/2016	Common Stock	153,300	\$ 8.85	D	Â
Stock Option (right to buy)	01/14/2011	03/24/2019	Common Stock	400,038	\$ 2.96	D	Â
Stock Option (right to buy)	01/14/2011	01/20/2020	Common Stock	560,811	\$ 8.55	D	Â
Stock Option (right to buy)	Â ⁽¹⁾	01/26/2021	Common Stock	374,009	\$ 5.74	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DRENDEL FRANK M C/O COMMScope HOLDING COMPANY, INC. 1100 COMMScope PLACE, SE HICKORY, NC 28602	Â X	Â	Â Chairman of Board	Â

Signatures

/s/ Frank (Burk) B. Wyatt, II, under a power of attorney 10/24/2013

 **Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

Includes 198,765 unvested options that vest ratably on each of 01/14/14, 01/14/15 and 01/14/16, subject to the reporting person's (1) continued service on each vesting date. Per SEC guidance, excludes 288,541 unvested options that are subject to performance-based vesting conditions.

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Remarks:

SeeÂ ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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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