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ADC TELECOMMUNICATIONS INC

Form 3

March 02, 2006

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Estimated average burden hours per

response...

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ADC TELECOMMUNICATIONS INC [ADCT] A Parran Richard B JR (Month/Day/Year) 03/02/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 13625 TECHNOLOGY DRIVE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) Director 10% Owner _X_ Form filed by One Reporting _X__ Officer Other Person MINNEAPOLIS. MNÂ 55344 (give title below) (specify below) Form filed by More than One President Professional Service Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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		4. Conversion or Exercise	5. 6. Nature of It Ownership Beneficial Form of Ownership	
	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)

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	ntive Stock Option nt to buy)	(1)	11/27/2012	Common Stock	4,901	\$ 15.82	D	Â
	-Qualified Stock on (right to buy)	(1)	03/03/2014	Common Stock	3,670	\$ 15.82	D	Â
	-Qualified Stock on (right to buy)	(2)	12/16/2014	Common Stock	6,385	\$ 18.76	D	Â
	-Qualified Stock on (right to buy)	(3)	12/29/2010	Common Stock	12,591	\$ 19.81	D	Â
	-Qualified Stock on (right to buy)	(4)	03/03/2014	Common Stock	3,714	\$ 20.44	D	Â
	-Qualified Stock on (right to buy)	(5)	12/15/2015	Common Stock	6,500	\$ 23.91	D	Â
Phai	ntom Stock Unit	(6)	(6)	Common Stock	3,250	\$ 0 (6)	D	Â
Rest (12-	cricted Stock Unit 04)	(7)	(7)	Common Stock	2,128	\$ 0 <u>(7)</u>	D	Â
Rest	cricted Stock Unit	(8)	(8)	Common Stock	1,238	\$ 0 (8)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Parran Richard B JR			President			
13625 TECHNOLOGY DRIVE	Â	Â	Professional	Â		
MINNEAPOLIS, MN 55344			Service			

Signatures

Richard B.
Parran, Jr.

**Signature of Reporting Person

O3/02/2006

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).
- (1) Grant date 11/27/2002; currently 100% exercisable.
- (2) Grant date 12/16/2004; currently exercisabel as to 1,596 shares; exercisable as to 1,596 shares on each of 12/16/2006 and 12/16/2007 and as to 1,597 shares on 12/16/2008.
- (3) Grant date 12/29/2003; currently 100% exercisable.
- (4) Grant date 3/3/2004; currently exercisable as to 928 shares; exercisable as to 928 shares on each of 3/3/2006 and 3/3/2007 and as to 928 shares on 3/3/2008.

(5) Grant date 12/15/2005; exercisable as to 1/4 each on 12/15/2006, 12-15/2007, 12/15/2008 and 12/15/2009

Reporting Owners 2

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- Phantom Stock Units issued under the ADC Telecommunications, Inc. Global Stock Incentive Plan on 12/15/2005. Generally, full vesting of these units occurs upon the attainment of certain performance goals by the Company at the end of a three-year measurement period. If the Company does not meet the specified performance goals, the award is forfeited. The units of phantom stock will be settled, one-for-one, in shares of common stock upon vesting.
- The Phantom Stock Units were issued under the ADC Telecommunications, Inc. Global Stock Incentive Plan (the "Plan"). The units are subject to forfeiture and vest in quarterly increments beginning 12/16/2005. The units of phantom stock will be settled, one-for-one, in shares of common stock upon vesting.
- The Phantom Stock Units were issued under the ADC Telecommunications, Inc. Global Stock Incentive Plan (the "Plan"). The units are subject to forfeiture and vest in quarterly increments beginning 3/3/2005. The units of phantom stock will be settled, one-for-one, in shares of common stock upon vesting.

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.