MARTIN LOIS M Form 4 March 04, 2005

# FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

MARTIN LOIS M

Symbol ADC TELECOMMUNICATIONS

INC [ADCT]

(Last) (First) (Middle)

(Zip)

2. Transaction Date 2A. Deemed

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

03/02/2005

(Street)

(State)

(Month/Day/Year)

13625 TECHNOLOGY DRIVE

MINNEAPOLIS, MN 55344

(City)

1.Title of

Security

(Instr. 3)

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Execution Date, if

(Month/Day/Year)

4. Securities TransactionAcquired (A) or

Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

Owned Following Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

3235-0287 Number:

**OMB APPROVAL** 

January 31, Expires: 2005

Estimated average burden hours per

OMB

response... 0.5

10% Owner

Other (specify

Form filed by More than One Reporting Person

6. Individual or Joint/Group Filing(Check

\_X\_ Form filed by One Reporting Person

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

below)

5. Amount of

Securities

Beneficially

X\_ Director

Applicable Line)

Officer (give title

6. Ownership 7. Nature of Form: Direct Indirect

(D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

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.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amour 4. Derivative **Transaction**Derivative **Expiration Date Underlying Securit** Conversion (Month/Day/Year) Execution Date, if Code (Month/Day/Year) (Instr. 3 and 4) Security or Exercise Securities any

#### Edgar Filing: MARTIN LOIS M - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A)	(D) Date Exercisab	Expiration e Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 2.31	03/02/2005		A	28,700	<u>(1)</u>	03/02/2015	Common Stock	28,7
Restricted Stock Unit (3-05)	(2)	03/02/2005		A	10,869	(2)	(2)	Common Stock	10,8

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
MARTIN LOIS M						
13625 TECHNOLOGY DRIVE	X					
MINNEAPOLIS, MN 55344						

## **Signatures**

Lois M. Martin 03/03/2005

\*\*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) Granted on 3/2/05 under the Global Stock Incentive Plan in a transaction exempt under Rule 16b-3; 100% exercisable on 3/2/06.
- These are Phantom Stock Units issued under the ADC Telecommunications, Inc. Global Stock Incentive Plan in a transaction exempt (2) under Rule 16b-3. The units of phantom stock will be settled, one-for-one, in shares of common stock one year following the director's cessation of service as a member of the Board of Directors. The units are subject to forfeiture and become fully vested on 1/2/2006.

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.

Reporting Owners 2