

Harris Stratex Networks, Inc.

Form 4

January 30, 2007

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
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

OMB APPROVAL

OMB
Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KISSNER CHARLES

(Last) (First) (Middle)

**RESEARCH TRIANGLE
DRIVE, 637 DAVIS DRIVE**

(Street)

MORRISVILLE, NC 27560

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
**Harris Stratex Networks, Inc.
[HSTX]**

3. Date of Earliest Transaction
(Month/Day/Year)
01/26/2007

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)

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
Class A Common Stock	01/26/2007		A		60,997	A	11 60,997
						D	

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

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

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

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Underlying Security
Non-Qualified Stock Option (right to buy)	\$ 120.25	01/26/2007		A		125,000		01/26/2007	05/09/2010	Class A Common Stock	1,250,000
Employee Stock Option (right to buy)	\$ 52.75	01/26/2007		A		25,000		01/26/2007	05/13/2010	Class A Common Stock	250,000
Employee Stock Option (right to buy)	\$ 30	01/26/2007		A		13,500		01/26/2007	06/25/2008	Class A Common Stock	135,000
Employee Stock Option (right to buy)	\$ 18.75	01/26/2007		A		48,100		01/26/2007	08/04/2008	Class A Common Stock	481,000
Employee Stock Option (right to buy)	\$ 48.5	01/26/2007		A		18,750		01/26/2007	05/03/2009	Class A Common Stock	187,500
Employee Stock Option (right to buy)	\$ 24.4	01/26/2007		A		75,000		01/26/2007	10/22/2011	Class A Common Stock	750,000
Employee Stock Option (right to buy)	\$ 8.04	01/26/2007		A		72,729		01/26/2007	06/28/2009	Class A Common Stock	727,290
Employee Stock Option (right to buy)	\$ 8.2	01/26/2007		A		58,750		01/26/2007	12/20/2009	Class A Common Stock	587,500
Employee Stock Option (right to buy)	\$ 17.52	01/26/2007		A		107,500		<u>(10)</u>	03/30/2011	Class A Common Stock	1,075,000
Employee Stock Option (right to buy)	\$ 16.04	01/26/2007		A		3,750		<u>(12)</u>	06/06/2013	Class A Common Stock	37,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KISSNER CHARLES
RESEARCH TRIANGLE DRIVE
637 DAVIS DRIVE
MORRISVILLE, NC 27560

X

Signatures

/s/ Juan Otero, General Counsel & Secretary on behalf of Charles
Kissner

01/30/2007

__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) Received in exchange for 243,989 shares of Stratex Networks, Inc. common stock in connection with the merger of Stratex Merger Corp., a wholly owned subsidiary of Harris Stratex Networks, Inc., with and into Stratex Networks, Inc. with Stratex Networks, Inc. as the surviving corporation (the "Merger"). On the effective date of the Merger, closing price of Stratex Networks, Inc. common stock was \$4.69 per share.
- (2) Received in the Merger in exchange for an employee stock option to acquire 500,000 shares of Stratex Networks, Inc. common stock for \$30.0625.
- (3) Received in the Merger in exchange for an employee stock option to acquire 100,000 shares of Stratex Networks, Inc. common stock for \$13.1875.
- (4) Received in the Merger in exchange for an employee stock option to acquire 54,000 shares of Stratex Networks, Inc. common stock for \$7.50.
- (5) Received in the Merger in exchange for an employee stock option to acquire 192,400 shares of Stratex Networks, Inc. common stock for \$4.6875.
- (6) Received in the Merger in exchange for an employee stock option to acquire 75,000 shares of Stratex Networks, Inc. common stock for \$12.125.
- (7) Received in the Merger in exchange for an employee stock option to acquire 300,000 shares of Stratex Networks, Inc. common stock for \$6.10.
- (8) Received in the Merger in exchange for an employee stock option to acquire 290,918 shares of Stratex Networks, Inc. common stock for \$2.01.
- (9) Received in the Merger in exchange for an employee stock option to acquire 235,000 shares of Stratex Networks, Inc. common stock for \$2.05.
- (10) The option vests at a rate of 1/4th of the shares subject to the option on the first anniversary of the grant date (3/30/2004) and 1/36th of the remaining shares subject to the option each month thereafter.
- (11) Received in the Merger in exchange for an employee stock option to acquire 430,000 shares of Stratex Networks, Inc. common stock for \$4.38.
- (12) The option vests at a rate of 1/3rd of the shares subject to the option on the first anniversary of the grant date (6/6/2006) and 1/24th of the remaining shares subject to the option each month thereafter.
- (13) Received in the Merger in exchange for an employee stock option to acquire 15,000 shares of Stratex Networks, Inc. common stock for \$4.01.

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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