

ADC TELECOMMUNICATIONS INC
 Form 3
 March 02, 2006

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

OMB APPROVAL

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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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Parran Richard B JR | | (Month/Day/Year) | ADC TELECOMMUNICATIONS INC [ADCT] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 13625 TECHNOLOGY DRIVE | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| MINNEAPOLIS,Â MNÂ 55344 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | President Professional Service | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|------------------------------------|--|---|--|
| 1. 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) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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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 | | |

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| | | | | | | | |
|---|-------|------------|--------------|--------|----------|---|---|
| Incentive Stock Option (right to buy) | Â (1) | 11/27/2012 | Common Stock | 4,901 | \$ 15.82 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 03/03/2014 | Common Stock | 3,670 | \$ 15.82 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (2) | 12/16/2014 | Common Stock | 6,385 | \$ 18.76 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (3) | 12/29/2010 | Common Stock | 12,591 | \$ 19.81 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (4) | 03/03/2014 | Common Stock | 3,714 | \$ 20.44 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (5) | 12/15/2015 | Common Stock | 6,500 | \$ 23.91 | D | Â |
| Phantom Stock Unit | Â (6) | Â (6) | Common Stock | 3,250 | \$ 0 (6) | D | Â |
| Restricted Stock Unit (12-04) | Â (7) | Â (7) | Common Stock | 2,128 | \$ 0 (7) | D | Â |
| Restricted Stock Unit (3-04) | Â (8) | Â (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 13625 TECHNOLOGY DRIVE MINNEAPOLIS, MN 55344 | Â | Â | Â President Professional Service | Â |

Signatures

Richard B.
Parran, Jr. 03/02/2006

**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).
- (1) Grant date 11/27/2002; currently 100% exercisable.
 - (2) Grant date 12/16/2004; currently exercisable 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

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(6) 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.

(7) 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.

(8) 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.