

ADC TELECOMMUNICATIONS INC  
Form 4  
March 10, 2006

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ROSSO JEAN PIERRE

2. Issuer Name and Ticker or Trading Symbol  
ADC TELECOMMUNICATIONS INC [ADCT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
13625 TECHNOLOGY DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/08/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)

MINNEAPOLIS, MN 55344  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 5,600   | D  |                                   |

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

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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 of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|----------------------------|--------------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable  | Expiration Date            | Title        | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy)  | \$ 24.18   | 03/08/2006                           |  | A                              |   | 2,770  |     | 03/08/2007  | 03/08/2016                 | Common Stock | 2,770                      |
| Restricted Stock Unit (3-06)               | <u>(1)</u>   | 03/08/2006                           |  | A                              |   | 1,032  |     | <u>(1)</u>  | <u>(1)</u>                 | Common Stock | 1,032                      |
| Non-Qualified Stock Option (right to buy)  | \$ 15.68   |                                      |  |                                |   |  |     | 03/05/2004  | 03/05/2013                 | Common Stock | 3,500                      |
| Non-Qualified Stock Option (right to buy)  | \$ 16.1  |                                      |  |                                |   |  |     | 01/02/2004  | 01/02/2013                 | Common Stock | 8,300                      |
| Non-Qualified Stock Option (right to buy)  | \$ 16.17   |                                      |  |                                |   |  |     | 03/02/2006  | 03/02/2015                 | Common Stock | 4,100                      |
| Non-Qualified Stock Option (right to buy)  | \$ 20.44   |                                      |  |                                |   |  |     | 01/01/2005  | 03/03/2014                 | Common Stock | 3,500                      |
| Non-Qualified Stock Option (right to buy)  | \$ 25.34   |                                      |  |                                |   |  |     | 02/20/2003  | 02/20/2012                 | Common Stock | 3,500                      |
| Non-Qualified Stock Option (right to buy)  | \$ 44.7356   |                                      |  |                                |   |  |     | 02/25/1999  | 02/25/2008                 | Common Stock | 4,500                      |
| Non-Qualified Stock Option (right to buy)  | \$ 49.2191   |                                      |  |                                |   |  |     | <u>(2)</u>  | 04/01/2007                 | Common Stock | 2,000                      |
| Non-Qualified Stock Option (right to buy)  | \$ 50.3125   |                                      |  |                                |   |  |     | 02/26/1998  | 02/26/2007                 | Common Stock | 4,500                      |
| Non-Qualified Stock Option (right to buy)  | \$ 69.5625   |                                      |  |                                |   |  |     | 02/24/2000  | 02/24/2009                 | Common Stock | 4,500                      |

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|   |            |            |            |                 |     |
|---|------------|------------|------------|-----------------|-----|
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 77.875  | 02/28/2002 | 02/28/2011 | Common<br>Stock | 1,7 |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 154     | 02/23/2001 | 02/23/2010 | Common<br>Stock | 3,4 |
| Restricted<br>Stock Unit<br>(3-04)              | <u>(3)</u> | <u>(3)</u> | <u>(3)</u> | Common<br>Stock | 1,2 |
| Restricted<br>Stock Unit<br>(3-05)              | <u>(3)</u> | <u>(3)</u> | <u>(3)</u> | Common<br>Stock | 1,5 |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| ROSSO JEAN PIERRE<br>13625 TECHNOLOGY DRIVE<br>MINNEAPOLIS, MN 55344 | X             |           |         |       |

## Signatures

|                                    |            |
|------------------------------------|------------|
| Jean-Pierre<br>Rosso               | 03/09/2006 |
| **Signature of<br>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) These are Phantom Stock Units issued under the ADC Telecommunications, Inc. Global Stock Incentive Plan in a transaction exempt 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 the first business day of the calendar year in the year following the date of the grant. **ALL HOLDINGS AND GRANTS INCLUDED HEREIN HAVE BEEN ADJUSTED TO REFLECT THE 1-FOR-7 REVERSE STOCK SPLIT UNDERTAKEN BY THE COMPANY AS OF MAY 10, 2005.**

(2) Grant Date 4/1/97; exercisable as to 100% on the earlier of resignation as a director or 10/1/06.

(3) These are Phantom Stock Units issued under the ADC Telecommunications, Inc. Global Stock Incentive Plan in a transaction exempt 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. These units are fully vested.

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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