

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

SCHEDULE 14A
(RULE 14a-101)

SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

COMMSCOPE HOLDING COMPANY, INC.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Your **Vote** Counts!

COMMSCOPE HOLDING COMPANY, INC.

2021 Annual Meeting

Vote by May 06, 2021

11:59 PM ET



You invested in COMMSCOPE HOLDING COMPANY, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on May 07, 2021.**

Get informed before you vote

View the Annual Report, Notice & Proxy Statement online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 23, 2021. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote in Person at the Meeting*

May 07, 2021
1:00 PM EDT

Via live webcast at:
<https://web.lumiagm.com/285972254>

*If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at www.ProxyVote.com or request a paper copy of the materials, which will contain the appropriate instructions. Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

COMMSCOPE HOLDING COMPANY, INC.
2021 Annual Meeting
Vote by May 06, 2021
11:59 PM ET

Voting Items	Board Recommends
1. Approval of an amendment to the Company's Certificate of Incorporation to eliminate the classified structure of the Company's Board of Directors.	<input checked="" type="radio"/> For
3a. Election of Mary S. Chan as a Class II director	<input checked="" type="radio"/> For
3b. Election of Stephen C. Gray as a Class II director	<input checked="" type="radio"/> For
3c. Election of L. William Krause as a Class II director	<input checked="" type="radio"/> For
3d. Election of Derrick A. Roman as a Class III director	<input checked="" type="radio"/> For
4. Non-binding, advisory vote to approve the compensation of our named executive officers as described in the proxy statement.	<input checked="" type="radio"/> For
5. Approval of additional shares under the Company's 2019 Long-Term Incentive Plan.	<input checked="" type="radio"/> For
6. Approval of the termination of executive performance options and grant of selective performance-based retention equity awards.	<input checked="" type="radio"/> For
7. Ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for 2021.	<input checked="" type="radio"/> For

NOTE: Proposal 2. Election of two directors by holders of Series A Convertible Preferred Stock. (Not applicable)