

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

| | | |
|--|--|---|
| 1. Name and Address of Reporting Person* <u>Watts Claudius E. IV</u> (Last) (First) (Middle) <u>C/O COMMSCOPE HOLDING COMPANY, INC.</u> <u>1100 COMMSCOPE PLACE, SE</u> (Street) <u>HICKORY NC 28602</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>CommScope Holding Company, Inc. [COMM]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>10/01/2021</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 10/01/2021 | | M ⁽¹⁾ | | 22,000 | A | \$0.00 | 310,677 ⁽²⁾ | D | |

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

| 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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Performance Share Units | \$0.00 | 10/01/2021 | | M ⁽¹⁾ | | | 22,000 | (3) | 10/01/2024 | Common Stock | 22,000 | \$0.00 | 198,000 | D | |

Explanation of Responses:

- On October 1, 2020, the reporting person was granted 220,000 performance share units, which vest upon the achievement of certain hurdles relating to the issuer's stock price ranging from a low of \$15 to a high of \$40, and the reporting person's continued employment with the issuer, over the four-year period from 10/01/2020 to 10/01/2024. On March 31, 2021, the \$15.00 stock price hurdle was achieved and, on October 1, 2021, the continued employment requirement was met, resulting in vesting of 22,000 performance share units.
- As previously reported, includes 66,667 restricted stock units that were granted on 10/01/2020 and will vest ratably on 10/01/2022 and 10/01/2023, subject to the reporting person's continued employment with the issuer.
- Each performance share unit reflects the right to receive one share of common stock. The performance share units vest upon the achievement of certain hurdles relating to the issuer's stock price ranging from a low of \$15 to a high of \$40, and the reporting person's continued employment with the issuer, over the four-year period from 10/01/2020 to 10/01/2024.

Remarks:

/s/Michael D. Coppin, under a 10/05/2021
Power of Attorney

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.